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February 17, 2022

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street, 2nd Floor
Harrisburg, PA 17120

VIA ELECTRONIC FILING

RE: Joint Application of Veolia Environnement S.A., Veolia North America, Inc., SUEZ S.A., SUEZ Water Pennsylvania Inc. and SUEZ Water Bethel Inc. for all approvals pursuant to Sections 1102(a)(3), (4), and 1103 of the Pennsylvania Public Utility Code, and as otherwise required under the Pennsylvania Public Utility Code for the change in control of SUEZ Water Pennsylvania Inc. and SUEZ Water Bethel Inc.; Docket Nos. A-2021-3026515, A-2021-3026522 and A-2021-3026523

Dear Secretary Chiavetta:

Pursuant to Paragraph 5 of the Order entered by the Pennsylvania Public Utility Commission on December 2, 2021 ("December 2 Order") in the above-referenced proceeding, Veolia Environnement S.A. ("Veolia"), a French société anonyme, Veolia North America, Inc., a Delaware corporation and wholly-owned subsidiary of Veolia ("Veolia North America"), SUEZ S.A., a French société anonyme ("SUEZ"), SUEZ Water Pennsylvania Inc. ("SWPA"), a Pennsylvania corporation, and SUEZ Water Bethel Inc. ("SWB"), a Pennsylvania corporation, respectfully advise the Commission, the Office of Consumer Advocate, the Office of Small Business Advocate, and the Coalition for Affordable Utility Services and Energy Efficiency in Pennsylvania ("CAUSE-PA") that Veolia has acquired a majority of the share capital of SUEZ as a result of its tender offer. Although Veolia has reopened its tender offer to acquire the remaining share capital, the transaction between Veolia and SUEZ was considered completed as of January 18, 2022.

As additionally required by the December 2 Order, please see the Post-Closing Organizational Structure set forth in Appendix A, which is consistent with the "Scenario 1" corporate structure filed as Attachment D-2 to the Application and approved by the December 2 Order. Later in 2022, Veolia anticipates transitioning to the "Scenario 2" corporate structure also filed as Attachment D-2 to the Application and approved by the December 2 Order. Notice and an updated Appendix A shall be filed with the Commission upon transition to the Scenario 2 corporate structure.

As shown by the attached Certificate of Service, all parties to this proceeding are being duly served via email. We are also filing these documents electronically. We can provide parties with a hard copy upon request.

If you have any questions regarding the attached documents, please contact the undersigned.

Sincerely,

Adeolu A. Bakare
MCNEES WALLACE & NURICK LLC

Counsel to Veolia Environnement S.A.
and Veolia North America, Inc.

David P. Zambito
Cozen O'Connor

Counsel to SUEZ S.A., SUEZ Water
Pennsylvania Inc. and SUEZ Water Bethel Inc.

Rosemary Chiavetta, Secretary

February 17, 2022

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c: Marie Intrieri, Bureau of Technical Utility Service (maintrieri@pa.gov)
David Huff, Bureau of Technical Utility Service (dhuff@pa.gov)
Certificate of Service

CERTIFICATE OF SERVICE

I hereby certify that I am this day serving a true copy of the foregoing document upon the participants listed below in accordance with the requirements of Section 1.54 (relating to service by a participant).

VIA E-MAIL

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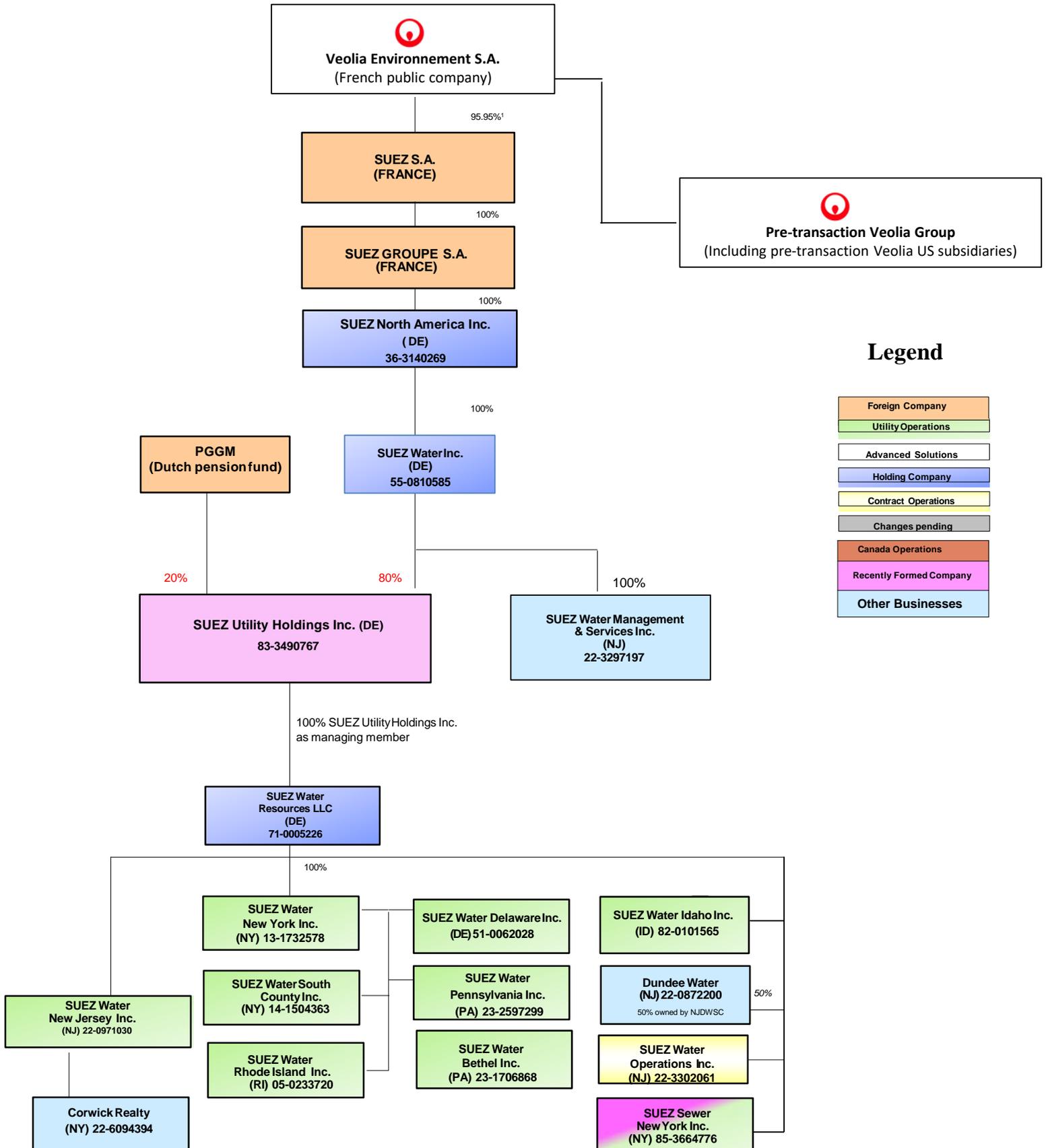


Adeolu A. Bakare

Counsel to Veolia Environnement S.A. and
Veolia North America, Inc.

Dated this 17th day of February, 2021, in Harrisburg, Pennsylvania

Appendix A
Veolia/SUEZ Post-Closing Organizational Chart
 January 18, 2022



Legend



¹Veolia presently owns 95.95% of the share capital and voting rights of SUEZ, following the end of its reopened tender offer. This number will reach 100% at the close of the implementation date of the mandatory squeeze-out for the remaining SUEZ shares.