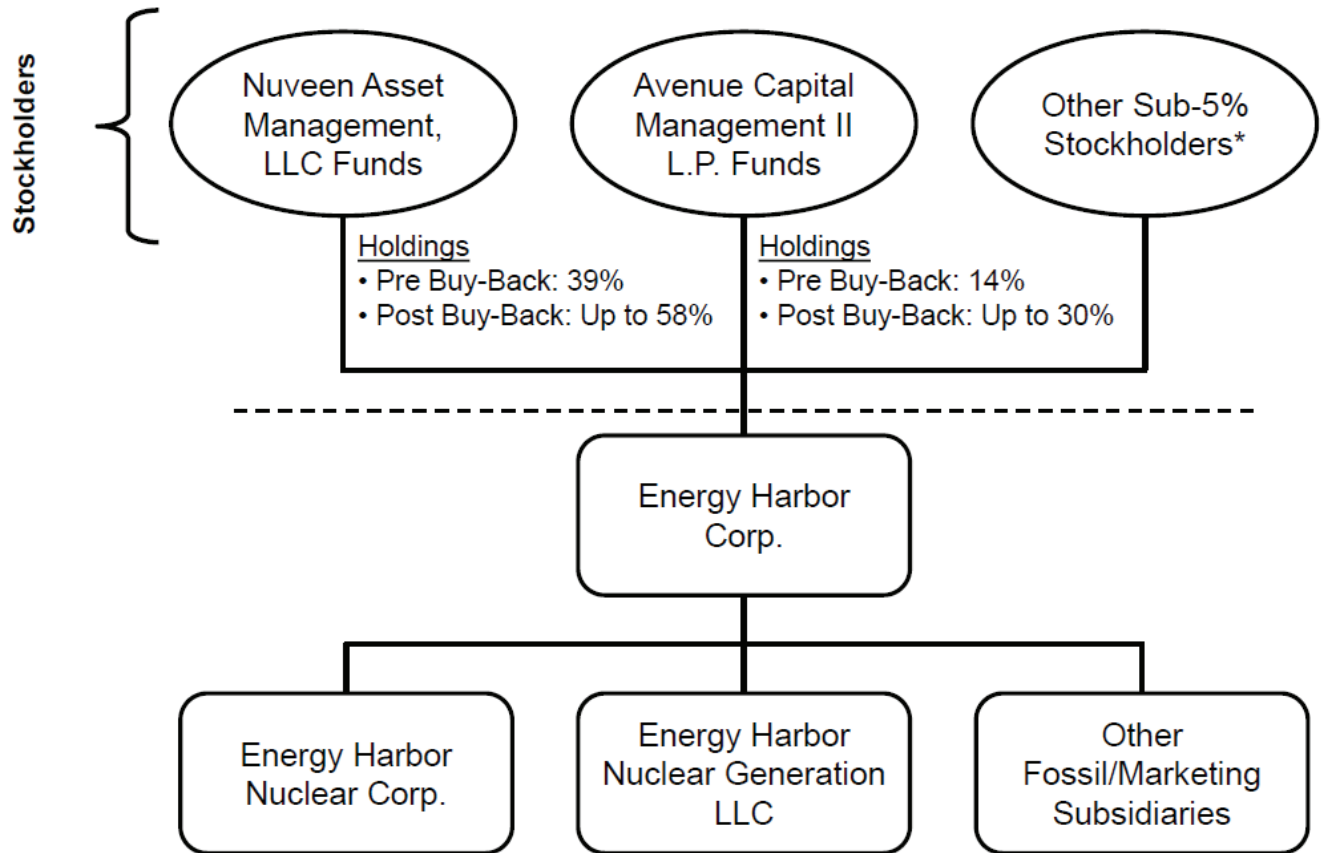


Corporate Organization and Ownership



*\* To the Licensees' knowledge and estimation, no additional Energy Harbor stockholders will obtain greater than 5% share ownership of Energy Harbor as a result of the proposed Buy-Back Program.*

Attachment 2  
L-20-126

Redacted Nuveen Asset Management, LLC Voting Agreement  
(Eight pages follow)

**ENERGY HARBOR CORP.**

**VOTING AGREEMENT**

This VOTING AGREEMENT (this “*Agreement*”) is made as of the 28<sup>th</sup> day of April, 2020, by and between Energy Harbor Corp., a Delaware corporation (the “*Company*”) and Nuveen Asset Management, LLC (together with the funds and investment accounts it manages, “*Nuveen*”).

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IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their duly authorized representatives as of the date first set forth above.

ENERGY HARBOR CORP.

By: John W. Judge  
Name: John W. Judge  
Title: President

NUVEEN ASSET MANAGEMENT, LLC

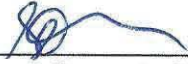
By: \_\_\_\_\_  
Name:  
Title:

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their duly authorized representatives as of the date first set forth above.

ENERGY HARBOR CORP.

By: \_\_\_\_\_  
Name:  
Title:

NUVEEN ASSET MANAGEMENT, LLC

By:  \_\_\_\_\_  
Name: Stuart J. Cohen  
Title: Managing Director and Head of Legal

Attachment 3  
L-20-126

Nuveen Asset Management, LLC Affidavit  
(Two pages follow)

**10 CFR 2.390**  
**AFFIDAVIT OF STUART COHEN**

I, Stuart Cohen, Managing Director and Head of Legal, Nuveen Asset Management, LLC, state that:

1. I am authorized to execute this affidavit on behalf of Nuveen Asset Management, LLC (Nuveen).
2. Nuveen is providing information in support of the "Request for Threshold Determination," submitted before the Nuclear Regulatory Commission (NRC), in regard to a stock buy-back transaction involving the current owners of Energy Harbor Corp., including Nuveen. Energy Harbor Corp. is the ultimate parent company of NRC licensees Energy Harbor Nuclear Corp., and Energy Harbor Nuclear Generation LLC (together, the Licensees). The document subject to this affidavit is the "Voting Agreement" (Voting Agreement), executed the 28<sup>th</sup> of April, 2020, by and between Energy Harbor Corp., and Nuveen. This document constitutes proprietary commercial and financial information that should be held in confidence by the NRC pursuant to the policy reflected in 10 CFR 2.390(a)(4) and 10 CFR 9.17(a)(4), because, to the best of my knowledge and belief:
  - a. This document is and has been held in confidence by Nuveen and its affiliates.
  - b. This document is of the type that is held in confidence by Nuveen and its affiliates, and there is a rational basis for doing so because the information consists of highly sensitive and confidential commercial terms, and commercial and financial information. Public disclosure of this information could hamper the parties' negotiating positions in future transactions.
  - c. This information is being transmitted to the NRC in confidence.
  - d. This information is not available from public sources and could not be gathered readily from other public sources.
  - e. Public disclosure of this information would create substantial harm to the competitive position of Nuveen in this transaction or future transactions of the same or similar nature in disclosing Nuveen's internal positions and policies related to such transactions with other parties who may be adverse to the commercial interests of Nuveen.
3. Accordingly, Nuveen requests that the above identified Voting Agreement be withheld from public disclosure pursuant to the policy reflected in 10 CFR 2.390(a)(4) and 9.17(a)(4).

Nuveen Asset Management, LLC



\_\_\_\_\_  
Stuart Cohen  
Managing Director and Head of Legal

Notary, next page.

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10 CFR 2.390  
AFFIDAVIT OF STUART COHEN

Notary:

State of Illinois

County of Cook

Subscribed and sworn to me, a Notary Public, in and for the County and State above named, this  
1st day of ~~April~~  
May



Virginia L. Corcoran

My Commission Expires 11-16-2021

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