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Contact: Dorothy Schnure, Green Mountain Power, (802) 655-8418

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OFFER MADE TO COMBINE CVPS & GMP INTO ONE STRONGER COMPANY

Offer increases value for customers, community and shareholders

CVPS and GMP customers to save \$144 million over first 10 years

COLCHESTER, Vt. – The parent company of Green Mountain Power Corporation (GMP), Gaz Métro Limited Partnership (Gaz Métro), through a wholly-owned subsidiary, today submitted to the Board of Directors of Central Vermont Public Service Corporation (CVPS) a superior offer to purchase CVPS that would bring substantial cost savings to customers resulting from the consolidation of the GMP and CVPS service territories. This proposal provides a compelling alternative to the merger announced on May 30, 2011 between CVPS and Fortis Inc. (Fortis).

“By combining our forces and collective wisdom, we expect to bring significant benefits to electric customers across the state,” said Mary Powell, President and CEO of GMP. “Having a locally-run company working to keep costs low for customers is the Vermont way.”

“This is an opportunity to secure long-term cost savings for customers of both companies, invest in renewable energy and protect local jobs, while strengthening the Vermont economy,” continued Ms. Powell. “It is positive for the customers and communities served by the combined utility.”

Under this proposal, the combined enterprise will save customers more than \$144 million over 10 years as a result of natural synergies through consolidation. These savings will be reflected in future rates. For example, the combined utilities will save money for customers by finding operational efficiencies, utilizing staffing changes that occur over time through natural turnover and retirements, cutting regulatory and public company costs, reducing expenditures on facilities, and better coordination of existing line crews.

Details of offer:

- \$144 million in savings to CVPS and GMP customers over first 10 years;
- No layoffs at CVPS, other than certain executive management positions due to the consolidation of leadership teams;
- Establishment of new southern head office in downtown Rutland;
- New Rutland County solar development to make Rutland “Vermont’s first solar city”;
- Establishment of a public trust with \$1.0 million in annual income to support a low-income rate plan benefitting elderly and lower-income customers. This income stream will be made possible by an annual dividend generated through contribution by GMP and CVPS post-closing of an approximate 30% ownership interest in Vermont Electric Power

community. Gaz Métro has been the parent company of Vermont Gas Systems since 1986 and of Green Mountain Power since 2007.

“Gaz Métro continues to demonstrate its commitment to Vermont with increased investment and superior service for customers,” said Sophie Brochu, President and CEO of Gaz Métro. “Our partnership in Vermont has proven that keeping smart, local management and providing them with the capital to grow is the right approach. Our plan to combine GMP and CVPS is an extension of that strategy.”

Gaz Métro has submitted a proposal to CVPS’ Board of Directors to acquire all outstanding common shares of CVPS stock at \$35.25 per share, which is greater value on a per share basis than the terms contained in the agreement and plan of merger between CVPS and Fortis announced on May 30, 2011. This also includes assumption of approximately \$230 million of CVPS debt.

COMPARISON OF CUSTOMER, COMMUNITY AND SHAREHOLDER BENEFITS		
	CVPS-GMP COMBINATION OFFER	FORTIS OFFER
Customer savings and benefit	<ul style="list-style-type: none"> ▪ \$144 million in customer savings over first 10 years through natural synergies. Savings will be reflected in future rates. ▪ Ongoing, annual income of \$1.0 million through public trust to support elderly and lower-income customers. 	<ul style="list-style-type: none"> ▪ \$21 million unspecified investment on behalf of customers.
Support for Rutland economy	<ul style="list-style-type: none"> ▪ No layoffs at CVPS (other than certain executive management positions due to the consolidation of the executive teams). ▪ Establishment of new southern head office in downtown Rutland. 	<ul style="list-style-type: none"> ▪ No layoffs at CVPS.
Support for renewable energy	<ul style="list-style-type: none"> ▪ New solar development in Rutland County to make Rutland first “solar city” in Vermont. 	<ul style="list-style-type: none"> ▪ Not specified.
Support for transmission upgrades	<ul style="list-style-type: none"> ▪ Commitment to capital support for VELCO upgrades. ▪ Vermont customer ownership interest and control of VELCO through transfer of approximately 30% of VELCO stock to a public trust. 	<ul style="list-style-type: none"> ▪ Commitment to capital support for VELCO upgrades.
Shareholder value	<ul style="list-style-type: none"> ▪ \$35.25 per share with shareholder right to receive regular quarterly dividend until closing. 	<ul style="list-style-type: none"> ▪ \$35.10 per share with normal dividends for two (2) quarters, then \$0.01 dividends through deal approval.

About Green Mountain Power

Green Mountain Power generates, transmits, distributes and sells electricity in Vermont and is a leader in wind and solar generation. It serves more than 96,000 customers.

www.greenmountainpower.com.