

## Spectron Energy Inc Auction Rules

### 1) Timing

The auction will be held from 9:00am to 1:00pm, U.S. Eastern Standard Time, on Tuesday, 20 July 2010 ("Auction Period").

By participating in the auction, bidders agree to be bound to these Auction Rules.

### 2) Product

The auction is for Twenty-Seven (27) Reporting Year 2010 New Jersey Solar Renewable Energy Certificates owned by Township of Ocean Board of Education, 163 Monmouth Road Oakhurst, NJ 07755.

### 3) Transaction fees

One (1) percent of the notional value of the transaction will be payable by the winning bidder to Spectron Energy Inc on or before Wednesday, 1 September 2010.

### 4) Registration process

- a) In order to place bids, bidders must be pre-registered with Spectron using the Spectron Auction Bidder Registration Form.
- b) Registration Forms must be received at:
  - Spectron e-mail address [townshipoceanboe@spectrongroup.com](mailto:townshipoceanboe@spectrongroup.com); or
  - Spectron at its fax number 201-420-7136; or
- c) Registration Forms received prior to 5:00 p.m. U.S. Eastern Time; Monday, 19 July 2010 will be registered in advance of the start of the auction.
- d) Bidder Registration Forms received thereafter will be entered by Spectron as soon as practicable.

### 5) Bidding process

- a) Registered bidders may place The Bid (or cancel The Bid) by:
  - Submitting the completed Bid Form to the Spectron e-mail address [townshipoceanboe@spectrongroup.com](mailto:townshipoceanboe@spectrongroup.com); or
  - Submitting the completed Bid Form to Spectron at its fax number 201-420-7136; or
  - Reaching Spectron at its telephone number 201-963-4560. Please note that all telephone conversations are recorded.
- b) Bidders may place The Bid for Twenty-Seven (27) Reporting Year 2010 New Jersey Solar Renewable Energy Certificates by entering a price per SREC.
- c) The Bid must be received in One Dollar U.S. (\$1) increments.
- d) Bidders may only submit One (1) bid. Bidders may cancel their bid at any time prior to the close of the auction; however, they may not rebid.
- e) The Bid constitutes an offer to purchase Twenty-Seven (27) Reporting Year 2010 New Jersey Solar Renewable Energy Certificates, which if successful and subject to the approval of the Township of Ocean Board of Education at a meeting on Tuesday, 20

# Spectron Environmental

July 2010 at 8:00 pm and subject to credit and contract, will create a binding obligation for bidder to purchase Twenty-Seven (27) Reporting Year 2010 New Jersey Solar Renewable Energy Certificates, and a binding obligation on seller to sell Twenty-Seven (27) Reporting Year 2010 New Jersey Solar Renewable Energy Certificates on the stated terms.

## 6) Auction results

- a) The highest bid shall be the winning bid subject to credit and contract and the approval of the Township of Ocean Board of Education at a meeting on Tuesday, 20 July 2010.
- b) The Township of Ocean Board of Education reserves the right to reject any and all bids, waive informalities and accept such bids that it considers in its best interest.
- c) Where there are multiple bids at the same price the winning bid will be determined at the discretion of the Township of Ocean Board of Education.
- d) The morning after the meeting of the Township of Ocean Board of Education on Wednesday, 21 July 2010, Spectron will notify the winning bidder.

## 7) Governing law and rules and waivers of liability

- a) New York Law shall apply. Any disputes shall be resolved in accordance with the then current Commercial Arbitration Rules of the American Arbitration Association in arbitration in New York, New York, U.S.A.
- b) These Rules will govern in the event of conflicts with any other information about the auction. These Rules are not subject to amendment.
- c) Each bidder indemnifies and holds Spectron harmless for all claims and losses (including reasonable attorneys fees and costs) arising from or related to acts or omissions of such bidder.
- d) In all events, Spectron's liability to any bidder for any and all claims or losses arising from or relating to the auction shall be limited to the lesser of One Thousand Dollars U.S. (\$1,000.00) and the Transaction Fee received by Spectron.
- e) In no event shall Spectron be liable to any bidder for punitive, incidental or consequential damages, including but not limited to lost profits, savings, competitive advantage, good will, or business interruption.

## Spectron Auction Bidder Registration Form for Township of Ocean Board of Education Auction on Tuesday, 20 July 2010

|                              |                        |  |
|------------------------------|------------------------|--|
| <b>1. Bidder information</b> | Company representative |  |
|                              | Title                  |  |
|                              | Company name           |  |
|                              | Phone                  |  |
|                              | Fax                    |  |
|                              | Email                  |  |

|   |  |
|---|--|
| <b>2. Authorized signatory</b><br>I am authorized to sign and make a submission on behalf of the bidding company detailed above. Bidder agrees to the Terms and Conditions as set out in the Auction Rules. |  |
|---|--|

Please submit to Spectron using the following:

Email: [townshipoceanboe@spectrongroup.com](mailto:townshipoceanboe@spectrongroup.com)  
 Fax: 201-420-7136  
 Phone: 201-963-4560

**Thank you for participating in the auction.**

**Spectron Auction Bid Form for Township of  
Ocean Board of Education Auction on  
Tuesday, 20 July 2010**

|                    |                        |  |
|--------------------|------------------------|--|
| Bidder information | Company representative |  |
|                    | Title                  |  |
|                    | Company name           |  |
|                    | Phone                  |  |
|                    | Fax                    |  |
|                    | Email                  |  |

| <b>Bid information</b>  | <b>Bid</b> |
|---|------------|
| <i>Reporting Year 2010 New Jersey Solar Renewable Energy Certificates</i> |            |
| Bid price (x)   | \$         |
| Bid volume (y)  | 27         |
| Bid transaction value (x*y)   | \$         |

|   |  |
|---|--|
| <p><b>Authorised signatory</b><br/>I am authorized to sign and make this submission on behalf of the bidding company detailed above. Bidder agrees to the Terms and Conditions as set out in the Auction Rules.</p> |  |
|---|--|

Please submit to Spectron Energy Inc using the following:

Email: [townshipoceanboe@spectrongroup.com](mailto:townshipoceanboe@spectrongroup.com)  
 Fax: 201-420-7136  
 Phone: 201-963-4560

**Thank you for participating in the auction.**

**Spectron Term Sheet for Township of Ocean  
Board of Education Auction on Tuesday, 20  
July 2010**

|                      |  |
|----------------------|--|
| Auction Date         | Tuesday, 20 July 2010. Bids will only be considered if received at or before 1:00pm U.S. Eastern Standard Time.  |
| Seller               | Township of Ocean Board of Education, 163 Monmouth Road, Oakhurst, NJ 07755 U.S.A.   |
| Product              | Reporting Year 2010 New Jersey Solar Renewable Energy Certificates.  |
| Quantity             | Twenty Seven (27). There will be no consideration for partial volume.  |
| Auction methodology  | Sealed bid price auction. See "Auction Rules" for full details.  |
| Bid process          | Bids may be placed by email, fax or telephone. Please refer to auction rules for the applicable addresses and numbers.   |
| Bid Price Increments | One Dollar U.S. (\$1).   |
| Tied Bid Process     | Township of Ocean Board of Education will have final discretion.   |
| Results Announcement | Promptly after the end of the Auction Period, Spectron will determine the highest bidder and give notice via the email address, fax or telephone number specified by the bidder. |
| Delivery             | SRECS will be delivered via the PJM GATS platform. Delivery will be made Five (5) days after payment is received.  |
| Payment              | Certified Check payable to Township of Ocean Board of Education, 163 Monmouth Road, Oakhurst, NJ 07755, U.S.A within Thirty (30) days of the notice stating successful sale.     |