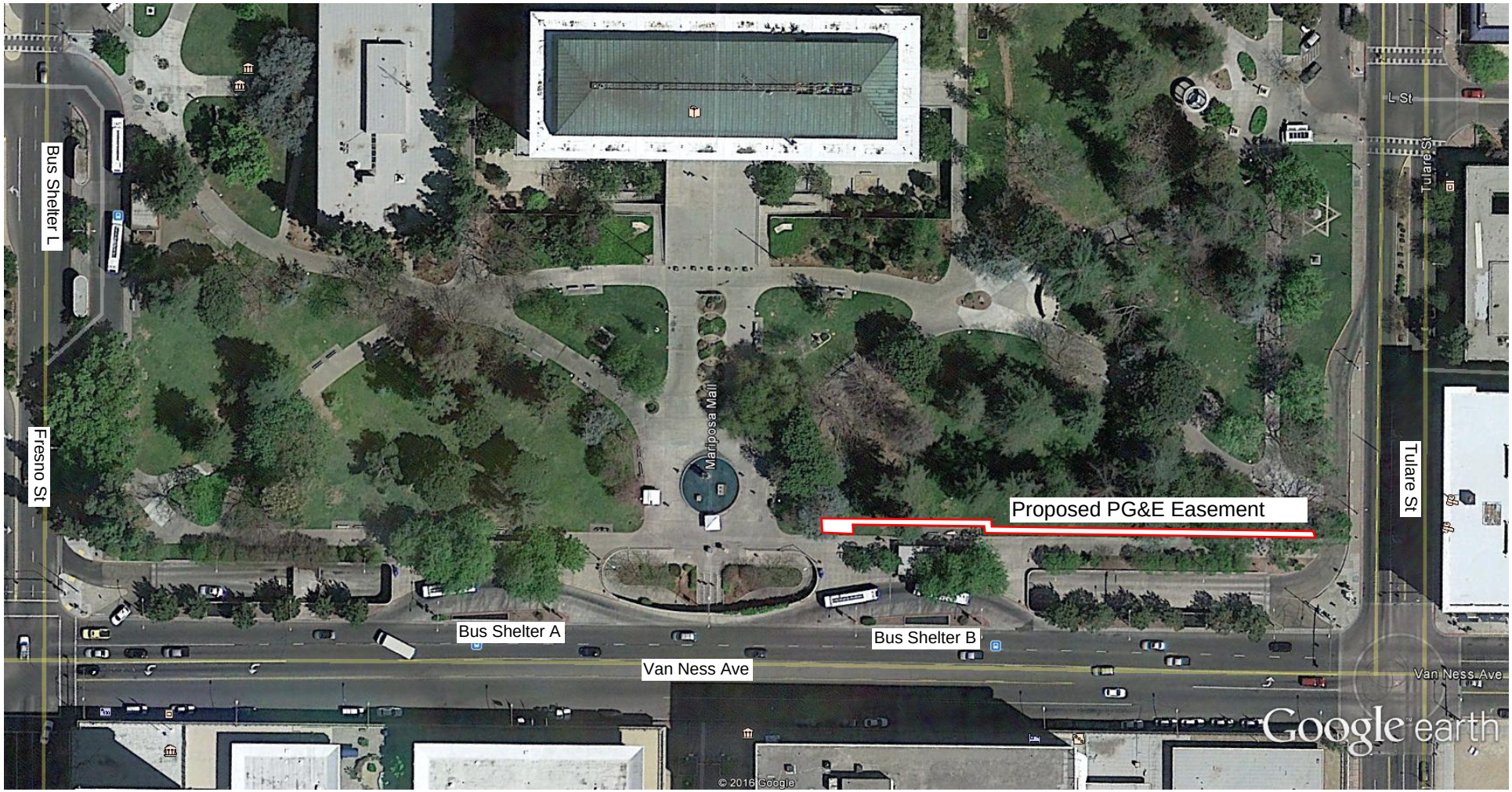

Proposed Acquisition by PG&E

EXHIBIT C