

2520082041975



00 JAN 15 PM 1:56

00 JAN 15 PM 1:56

DONALD J. RENDALL, JR.  
*General Counsel*

Direct Dial Number: (802) 655-8420  
rendall@greenmountainpower.biz

January 15, 2008

Top Hat Plan Exemption  
Pension and Welfare Benefits Administration  
Room N-1513  
U.S. Department of Labor  
200 Constitution Avenue NW  
Washington DC 20210

Re: Long-Term Incentive Compensation Plan

Dear Sir/Madam:

This statement is filed under DOL Regulations § 250.104-23.

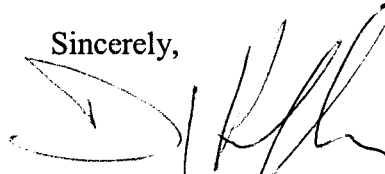
**Employer:** Green Mountain Power Corporation  
**Address:** 163 Acorn Lane  
Colchester VT 05446

**Employer ID Number:** 03-0127430

On November 6, 2007, the Employer adopted the following plan, with an effective date of September 20, 2007 primarily for the purpose of providing deferred compensation for a select group of management.

<u>Plan</u>	<u>Number of Participants</u>
<b>Long-Term Incentive Plan For Executives Of Green Mountain Power Corporation</b>	<b>6</b>

The Employer will provide plan documents to the Secretary of Labor upon request.

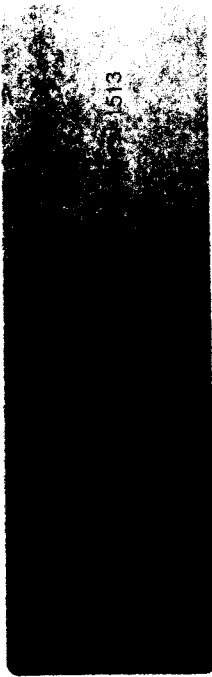
Sincerely,  
  
Donald J. Rendall, Jr.

M:\BOARD ETC\Long Term Incentive Plan\L DJR Dept of Labor Top Hat.doc

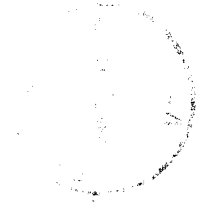
E-27

GREEN MOUNTAIN POWER CORPORATION  
163 ACORN LANE  
COLCHESTER, VERMONT 05446-6611

**First Class Mail**



10/60



POSTNET