

BEFORE THE NEW MEXICO PUBLIC REGULATION COMMISSION

IN THE MATTER OF THE JOINT APPLICATION OF)
PUBLIC SERVICE COMPANY OF NEW MEXICO,)
TXNM ENERGY, INC.AND TROY PARENTCO LLC)
FOR APPROVAL OF AN ACQUISITION AND MERGER)
OF TROY MERGER SUB INC. WITH TXNM ENERGY,) **Docket No. 25-00060-UT**
INC.; APPROVAL OF A GENERAL DIVERSIFICATION)
PLAN; AND ALL OTHER AUTHORIZATIONS AND)
APPROVALS REQUIRED TO CONSUMMATE AND)
IMPLEMENT THIS TRANSACTION (“JOINT)
APPLICATION”))

REVISED PROCEDURAL ORDER

This order establishes revised procedural requirements and deadlines for this matter (“Acquisition Proceeding”). These are issued in the interest of ensuring that the Joint Application is adjudicated by the Commission in a fair, transparent, and efficient manner. In light of the Show Cause Proceeding that was required in this matter, it was necessary to vacate the procedural schedule that was originally issued. This order establishes revised dates, and the provisions of this order are based on the following **FINDINGS** and **CONCLUSIONS**:

1. The Hearing Examiners previously issued a procedural order in this docket on September 16, 2025, that established a procedural schedule for this matter.
2. On February 6, 2026, Prosperity Works filed a Motion and Brief for Order Directing Joint Applicants to Show Cause (“Motion”). In its Motion, Prosperity Works contended that the stock acquisition described in its motion falls within the scope of NMSA 1978, Section 62-6-12(A)(3), which provides that stock of a public utility holding company may be acquired by any person affiliated with or acting in concert with an acquiring entity for the purposes of an acquisition only with the prior express authorization of the Commission.¹

¹ Motion at 1-2.

3. Joint Applicants, Commission Staff, and other intervenors were granted opportunity to respond to Prosperity Works' Motion and express their support or opposition thereto. Motions and briefs were filed by Commission Staff, New Mexico Department of Justice ("NMDOJ"), and New Energy Economy/Center for Biological Diversity ("NEE/CBD") as joint movants. Coalition for Clean Affordable Energy ("CCAЕ") filed a concurrence with Prosperity Works' Motion but did not brief the issue.

4. After a thorough review of Prosperity Works' Motion and the responsive filings, the Hearing Examiners determined that the pleadings raised colorable and material issues regarding the scope and applicability of Section 62-6-12 and whether the stock acquisition required prior Commission authorization. The Hearing Examiners therefore found that sufficient questions existed regarding statutory compliance to warrant formal investigation pursuant to 1.2.2.22 NMAC.

5. On March 11, 2026, the Hearing Examiners issued an Order Directing Joint Applicants to Show Cause ("Show Cause Order"), which initiated a formal investigation to determine whether the stock acquisition violated Section 62-6-12 and, if so, the legal and practical consequences of that violation ("Show Cause Proceeding").

6. Joint Applicants were required, and all other parties were given opportunity to file briefing, testimony, and any supporting documentation necessary to address the matters specified in the Show Cause Order. Apart from CCAЕ, who did not participate in this phase, the parties who filed briefing and testimony were the same that filed pleading opposing or supporting Prosperity Works' Motion.

7. On March 13, 2026, Prosperity Works, NMDOJ, NEE, CBD, New Mexico Consumer Protection Alliance, Commission Staff, CCAЕ, Community Groups (including Diné

Citizens Against Ruining Our Environment, Naeva, San Juan Citizens Alliance, and Tó Nizhóní Aní), Energy Minerals and Natural Resources Department, and Walmart Inc. (“Joint Parties”) filed a Joint Position of Parties in Advance of Status Conference (“Position Statement”), whereby the Joint Parties outlined reasons the previously established procedural schedule for the Acquisition Proceeding should be suspended.

8. On March 16, 2026, a status conference was held where parties discussed the procedural schedule for the Acquisition Proceeding in light of the deadlines set for the Show Cause Proceeding.

9. At the status conference, the Joint Parties reiterated the position set forth in their Position Statement. In response, the Joint Applicants stated the Acquisition Proceeding and the Show Cause Proceeding are separate and separable and the issues in the Show Cause Proceeding are discreet issues that can be resolved quickly and should not interrupt the current procedural schedule. The Hearing Examiners found Joint Parties’ reasoning more persuasive.

10. On March 17, 2026, the Hearing Examiners issued an order staying the evidentiary hearing for the Acquisition Proceeding that had been scheduled to commence on May 4, 2026, and staying all deadlines for party testimony and potential stipulations. The order further indicated that the evidentiary hearing and related deadlines in the Acquisition Proceeding would be rescheduled by further order of the Hearing Examiners after the deadlines established in the Order to Show Cause passed, and no later than May 8, 2026.

11. On April 30, 2026, a one-day hearing was held in which the parties who had participated through the filing of testimony and briefing were given the opportunity to cross-examine witnesses. In addition, Prosperity Works and Joint Applicants, as the original movant and

respondent, engaged in a brief oral argument in which the legal question central to the Show Cause Proceeding was further explored.

12. On May 4, 2026, the Hearing Examiners issued an order permitting, but not requiring, any party to the case, whether directly involved in the April 30, 2026, hearing or not, to file post-hearing briefing on or before May 20, 2026. The order also permitted any party to file reply briefs on or before June 1, 2026.

It is therefore **ORDERED**:

A. The following revised procedural schedule is adopted for the Acquisition Proceeding:

1) Commission Staff shall, and any intervenor may, file direct testimony on or before **July 17, 2026**.

2) Any stipulation filed in this case should be filed on or before **July 31, 2026**.

If a stipulation is filed, the Hearing Examiners may set additional procedural deadlines.

3) Rebuttal testimony shall be filed on or before **August 5, 2026**.

4) A prehearing conference is tentatively scheduled for **August 13, 2026**, commencing at 10:00 a.m. Mountain Time (“MT”) on the Zoom videoconference platform. The purpose of the conference is to address, if necessary and among other items, prehearing matters and any other matters that may expedite the orderly conduct and disposition of this proceeding. The conference may be vacated if deemed unnecessary by the Hearing Examiners.

5) The public evidentiary hearing shall commence on **August 17, 2026**, beginning at 9:00 a.m. MT, and continuing as needed through **August 28, 2026**. The hearing shall be transcribed by a court reporter, and the transcript shall be available in the

normal course. The hearing shall be conducted via the Zoom videoconferencing platform. Access to and participation in the public evidentiary hearing will be limited to party-participants (i.e., counsel and witnesses), the Commissioners, and other essential Commission personnel. The Zoom hearing will be livestreamed through YouTube and a link to the stream will be posted on the Commission’s website at <https://www.nm-prc.org>. Persons not participating in the evidentiary hearing as an attorney or witness may view the hearing on YouTube and shall not join the hearing via Zoom.

B. The procedural dates and requirements in this procedural order are subject to further order of the Hearing Examiners or the Commission.

C. Any and all provisions of the original September 16, 2025, procedural order that have not been expressly modified by this or a previous order of the Hearing Examiners or Commission shall remain in full effect.

ISSUED under the seal of the Commission at Santa Fe, New Mexico, this 8th day of May 2026.



NEW MEXICO PUBLIC REGULATION COMMISSION

A handwritten signature in black ink, appearing to be "J Barrett", written over a horizontal line.

Jocelyn Barrett
Chief Hearing Examiner
Jocelyn.Barrett@prc.nm.gov

A handwritten signature in black ink, appearing to be "Patrick Schaefer", written over a horizontal line.

Patrick Schaefer
Hearing Examiner