

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

APPLICATION OF T. ROWE PRICE)	
ASSOCIATES, INC. FOR A DECLARATORY)	CASE NO.
ORDER REGARDING THE ACQUISITION OF)	2015-00389
COMMON STOCK)	

COMMISSION STAFF'S FIRST REQUEST FOR INFORMATION
TO T. ROWE PRICE ASSOCIATES, INC.

T. Rowe Price Associates, Inc. ("T. Rowe Price"), pursuant to 807 KAR 5:001, is to file with the Commission the original and ten copies of the following information, with a copy to all parties of record. The information requested herein is due within ten days of the date of this request. Responses to requests for information shall be appropriately bound, tabbed and indexed. Each response shall include the name of the witness responsible for responding to the questions related to the information provided.

Each response shall be answered under oath or, for representatives of a public or private corporation or a partnership or association or a governmental agency, be accompanied by a signed certification of the preparer or person supervising the preparation of the response on behalf of the entity that the response is true and accurate to the best of that person's knowledge, information, and belief formed after a reasonable inquiry.

T. Rowe Price shall make timely amendment to any prior response if it obtains information which indicates that the response was incorrect when made or, though

correct when made, is now incorrect in any material respect. For any request to which T. Rowe Price fails or refuses to furnish all or part of the requested information, it shall provide a written explanation of the specific grounds for its failure to completely and precisely respond.

Careful attention should be given to copied material to ensure that it is legible. When the requested information has been previously provided in this proceeding in the requested format, reference may be made to the specific location of that information in responding to this request. When filing a paper containing personal information, T. Rowe Price shall, in accordance with 807 KAR 5:001, Section 4(10), encrypt or redact the paper so that personal information cannot be read.

1. Refer to the Application, numbered paragraph 10. Provide a copy of the Federal Energy Regulatory Commission's ("FERC") April 17, 2007 Order Authorizing Acquisition of Securities ("FERC April 17, 2007 Order") and the FERC order issued in 2010 extending the FERC April 17, 2007 Order.

2. Refer to the Application, numbered paragraph 19, which states that, if the proposed transaction is completed, T. Rowe Price will not be able to exert control over NiSource, Inc. ("NiSource") or its Kentucky jurisdictional utility, Columbia Gas of Kentucky, Inc. ("Columbia Gas"), because certain internal and external controls protect against exercising control.

- a. Explain in specific detail how the terms and conditions of the FERC April 17, 2007 Order prevent T. Rowe Price from exercising control over NiSource or Columbia Gas.

b. Explain in specific detail how the eligibility requirements for the Securities and Exchange Commission Schedule 13G prevent T. Rowe Price from exercising control over NiSource or Columbia Gas.

c. Identify and explain in specific detail how outside securities regulation and enforcement prevent T. Rowe Price from exercising control over NiSource or Columbia Gas.

3. Confirm that the FERC April 17, 2007 Order, page 6, refers to internal controls of T. Rowe Price, and affiliated entities, that protect against exercising control over public utilities whose voting securities have been acquired by T. Rowe Price, including a general investment policy.

a. Explain whether there are internal controls still in existence and how those internal controls would prevent T. Rowe Price from exercising control over NiSource or Columbia Gas.

b. Provide copies of those internal controls that would prevent T. Rowe Price from exercising control over NiSource or Columbia Gas.

c. Explain the procedures by which T. Rowe Price can alter, amend, or revise its existing internal controls that currently prevent it from exercising control over NiSource or Columbia Gas, and provide copies of any such procedures that are in writing.

DATED **JAN 14 2016**

cc: Parties of Record



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