

**COMMONWEALTH OF KENTUCKY  
BEFORE THE PUBLIC SERVICE COMMISSION**

**In the Matter of:**

<b>JOINT ELECTRONIC APPLICATION</b>	)	
<b>OF NAVITAS KY NG, LLC, JOHNSON</b>	)	
<b>COUNTY GAS COMPANY, AND B&amp;H</b>	)	<b>CASE NO. 2020-00396</b>
<b>GAS SYSTEM FOR APPROVAL OF</b>	)	
<b>ACQUISITION, TRANSFER OF</b>	)	
<b>OWNERSHIP, AND CONTROL OF</b>	)	
<b>NATURAL GAS UTILITY SYSTEMS</b>	)	

**PETITION OF NAVITAS KY NG, LLC FOR CONFIDENTIAL TREATMENT**

COMES NOW Navitas KY NG, LLC ("Navitas"), by and through undersigned counsel, and hereby submits its Petition for Confidential Treatment pursuant to 807 KAR 5:001, Section 13, and KRS 61.878, requesting the Commission to grant confidential treatment to Exhibit B, Exhibit C and Exhibit E for certain select materials that warrant confidential treatment. Exhibit B contains the Asset Purchase Agreement ("APA"), the Equipment Purchase Agreement ("EPA"), and the Commercial Building Lease Agreement, ("Lease Agreement"). Exhibit C contains the corporate structure of Navitas Companies. Exhibit E contains the 2018 and 2019 Audited Financial Statements of Navitas Assets, LLC ("NALLC") and Navitas Utility Corporation ("NUC").

In support of this Petition, Navitas states as follows:

**Notification of Information at Issue**

*Exhibit B*

1. The Confidential Information in the Exhibit B APA, EPA does not include the cover page, table of contents, and the generalized statements on PDF pages 1-4, 39, 55, 59, 93, 127, and 134-136.

2. The information Navitas seeks to protect as confidential on the APA in Exhibit B includes the discrete customer information and financial information on PDF pages 40-54, the discrete customer information and financial information on PDF pages 94-108, the discrete financial information of PDF pages 110-126, and the discrete and private employee information on PDF pages 128-133 and is hereinafter referred to as the "Confidential Information".

3. Additionally, regarding the discrete financial information on PDF pages 6, 10, 60, and 76 of the APA, the information Navitas seeks to protect is the following discrete financial information found on the following pages:

- PDF Page 6, sensitive financial information found in line 9
- PDF Page 10, sensitive financial information found in section 2.3, subsection (c), lines 5 and 6
- PDF Page 60, sensitive financial information found in lines 9-13
- PDF Page 76, sensitive financial information found in section 1, line 1 and 2, section 2, line 2, section 3, lines 2-3

4. The information Navitas seeks to protect as confidential on the EPA in Exhibit B includes the discrete financial information found on PDF page 141, section 2.2, lines 1 and 2, and is hereinafter referred to as the "Confidential Information".

5. The information Navitas seeks to protect as confidential on the Lease Agreement in Exhibit B includes the discrete financial information, which is hereinafter referred to as the "Confidential Information", is found on the following pages:

- PDF Page 162, section 3, lines 1, 2, and 3, and section 4, lines 2, 3 and 4.

*Exhibit C*

6. The sensitive information Navitas seeks to protect as confidential includes the allocation of percentage of corporate ownership for NALLC, NUC and Navitas-Winstar, LLC, and is hereinafter referred to as the "Confidential Information".

7. The Confidential Information in the Exhibit C Corporate Structure chart does not include the allocation of percentage of ownership for Navitas Communications, Navitas Utility Texas, LLC, Navitas TN NG, LLC, Navitas KY NG, LLC, Fort Cobb Fuel Authority, LLC, Navitas OK3. The Confidential Information does not include the number of counties served, nor the miles of pipeline.

*Exhibit E*

8. The Confidential Information in the Exhibit E 2018 and 2019 Audited Financial Statements of NUC and NALLC does not include the cover page, table of contents, and the generalized statements on PDF pages 1-3, 11-14, 22, 24-26, 34-37, and 45 of the Audited Financial Statements.

9. The information Navitas seeks to protect as confidential includes the discrete financial information on PDF pages 4-6, 15-17, 23, 27-29, 38-40, and 46 and is hereinafter referred to as the "Confidential Information".

10. Additionally, regarding PDF pages 8-10, 19, 20, 31, 32, 42, 43 and 44 of the Audit Report, the information Navitas seeks to protect is the following discrete financial information found on the following pages:

- PDF Page 8, section 2, line 2, section 3, select discrete financial information on lines 1-12, 15 and 16.
- PDF Pages 9, section 4, the discrete financial information on lines 3, 6-14, 17, 19 and 20, section 5, line 1, 3 and 4, section 6, lines 1, and 4-7.
- PDF Pages 10, section 6, lines 1-3, section 7, lines 4-5.
- PDF Pages 19, the discrete financial information found in section 2, lines 6-14, and the select discrete financial information found in section 3, lines 1-11.
- PDF Page 20, section 3, lines 2-8, 10-12, section 5, select financial information found on lines 1, 4-9, section 6, select discrete financial information on lines 1 and 2.
- PDF Page 31, the select discrete financial information found in section 2, line 2, section 3, lines 1-4, section 4, lines 2-9, and 12-13.
- PDF Page 32, section 4, line 3, and the discrete financial information found on lines 6-14, 17, 19 and 20, section 5, lines 1, 3 and 4, section 6, lines 1, 4-7, section 7, lines 1, 4 and 5.
- PDF Page 42, the select discrete financial information found in section 2, lines 6-14, and section 3, lines 1-6.
- PDF Page 43, the select discrete financial information found in section 3, lines 1-10, 12-18, 20-23.
- PDF Page 44, section 5, line 1, 4-6, section 6, lines 1 and 2

Confidential or Proprietary Commercial Information

11. The Kentucky Open Records Act exempts from disclosure certain commercial information.<sup>1</sup> To qualify for the exemption and maintain the confidentiality of the information, a party must establish that the material is of a kind "generally recognized as confidential or proprietary, which if openly disclosed would permit an unfair commercial advantage to competitors of the entity that disclosed the records."<sup>2</sup> The Commission has routinely relied on this section of the Kentucky Records Act to grant confidential protection to third-party documents when disclosure would disadvantage the Company.<sup>3</sup>

12. The Confidential Information found in Exhibit B consists of sensitive financial information material to the Parties entering into the APA, EPA and Lease Agreement. The financial information "if openly disclosed would present an unfair commercial advantage to competitors" of Navitas KY. Additionally, the personal information of B&H employees and certain financial and personal information of B&H and JCG customers are also contained within the redacted portions of Exhibit B. This personal information of employees and customers qualifies as protectable confidential information pursuant to KRS 61.878(1)(a).

13. The Confidential Information found in Exhibit C consists of sensitive corporate information related to the innerworkings of NALLC, NUC and Navitas-Winstar. This information "if openly disclosed would present an unfair commercial advantage to

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<sup>1</sup> KRS 61.878(1)(c).

<sup>2</sup> *Id.*

<sup>3</sup> See, e.g., In the Matter of Electronic Application of Kentucky Utilities Company for an Order Authorizing the Issuance of Securities and Assumption of Obligations and an Order Amending and Extending Existing Authority with Respect to Revolving Line of Credit, Case No. 2018-00153, Order (Ky. PSC Aug. 22, 2018)

competitors" of Navitas Assets and NUC nationwide, and it therefore qualifies as protectable confidential information pursuant to KRS 61.878(1)(c)(1).

14. The Confidential Information found in Exhibit E consists of information related to the inner workings of Navitas KY's parent company, Navitas Assets, LLC ("Navitas Assets"), and its affiliate, Navitas Utility Corporation ("NUC"). This confidential information includes financial and service usage details of Navitas Assets and NUC, as the personal information of the owners. This information "if openly disclosed would present an unfair commercial advantage to competitors" of Navitas Assets and NUC nationwide, and it therefore qualifies as protectable confidential information pursuant to KRS 61.878(1)(c)(1).

15. This Confidential Information is not publicly available. It would be difficult or impossible for someone to discover this information from other sources. The disclosure of this proprietary information would result in significant or irreparable competitive harm to Navitas Assets and NUC, by providing its competitors with non-reciprocal competitive advantage. No public purpose is served by the disclosure of such Confidential Information.

#### Timeframe for Confidential Treatment

16. Pursuant to 807 KAR 5:001, Section 13(2)(a)(2), Navitas requests that certain, clearly identified portions of the Exhibit B APA, EPA, and Lease Agreement and the Exhibit E Audit Reports described herein be granted confidential treatment indefinitely, subject to future orders of the Commission, due to the sensitive nature of the information at issue. Should the Commission determine that some or all of the material is not to be given confidential protection, Navitas requests a hearing prior to any public release of the information.

**WHEREFORE**, Navitas KY NG, LLC respectfully requests that the Commission grant confidential protection to the discrete financial information designated as confidential in this Petition, and for such other and further relief the Commission deems appropriate.

One this the 23 day of December, 2020.

Respectfully submitted,

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**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that on the 23 day of December, 2020, a true and correct copy of the foregoing instrument was filed electronically with the Commission, and addressed to the following:

**Lindsey Flora**  
Executive Director  
Public Service Commission  
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211 Sower Blvd.  
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/s/ Klint W. Alexander  
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