

COMMONWEALTH OF KENTUCKY  
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

|   |   |                     |
|---|---|---------------------|
| JOINT APPLICATION OF CORIX UTILITIES        | ) |                     |
| (ILLINOIS) LLC, HYDRO STAR, LLC, UTILITIES, | ) |                     |
| INC., AND WATER SERVICE CORPORATION OF      | ) | CASE NO. 2012-00133 |
| KENTUCKY FOR THE TRANSFER AND               | ) |                     |
| ACQUISITION OF CONTROL PURSUANT TO KRS      | ) |                     |
| 278.020                                     | ) |                     |

ORDER

Corix Utilities (Illinois) LLC (“Corix Utilities”); Hydro Star, LLC; Utilities, Inc.; and Water Service Corporation of Kentucky (“Water Service”), (collectively “Joint Applicants”), have applied for Commission approval of the indirect transfer of control of Water Service to Corix Utilities from Highstar Capital Fund II, L.P. and certain of its affiliates and co-investors.

KRS 278.020(6) requires the Commission to reach a final decision on the proposed acquisition within 60 days of the filing of the application unless it is necessary, for good cause shown, to continue the application. If good cause for an extension exists, the Commission may extend the review period for an additional 60 days.

The Commission has carefully reviewed the application and finds that it will need additional information before it can render a final decision in this matter. Therefore, pursuant to KRS 278.020, the Commission concludes that good cause exists to extend the review period to 120 days and to establish a procedural schedule for the orderly review of the application.

IT IS THEREFORE ORDERED that:

1. The period for reviewing the proposed transfer of control is extended to 120 days.

2. The procedural schedule set forth in the Appendix to this Order shall be followed.

3. All documents filed with the Commission shall comply with the provisions of the Commission's Order of April 16, 2012.

4. a. Responses to requests for information shall be appropriately bound, tabbed and indexed and shall include the name of the witness responsible for responding to the questions related to the information provided.

b. Each response shall be 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.

c. A party 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.

d. For any request to which a party fails to furnish all or part of the requested information, that party shall provide a written explanation of the specific grounds for its failure to completely and precisely respond.

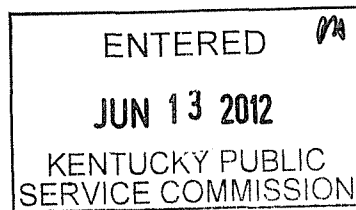
e. The party responding to a request for information shall serve an original, an electronic copy, and a paper copy on the Commission.

5. When Joint Applicants are required in this proceeding to publish notice of an event or filing pursuant to statute, administrative regulation, or Order, it shall, when requesting publication, forward a duplicate of the notice and request to the Commission.

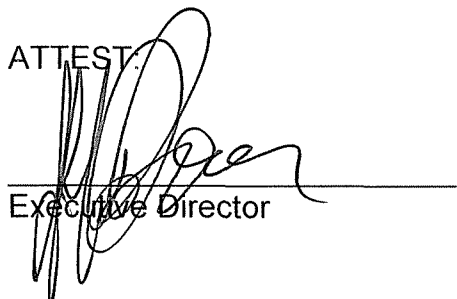
6. Motions for extensions of time with respect to the schedule herein shall be made in writing and will be granted only upon a showing of good cause.

7. Nothing contained herein shall prevent the Commission from entering further Orders in this matter.

By the Commission



ATTEST:

  
Executive Director

APPENDIX

APPENDIX TO AN ORDER OF THE KENTUCKY PUBLIC SERVICE  
COMMISSION IN CASE NO. 2012-00133 DATED JUN 13 2012

Commission Staff and Intervenors shall file with the Commission requests for information for the Joint Applicants no later than..... 06/15/2010

Joint Applicants shall file with the Commission their responses to requests for information no later than ..... 06/25/2012

Commission Staff and Intervenors shall file with the Commission supplemental requests for information for the Joint Applicants no later than..... 07/02/2012

Joint Applicants shall file with the Commission their responses to supplemental requests for information no later than ..... 07/12/2012

Parties shall file with the Commission lists of the witnesses who will testify at the scheduled hearing and a brief summary of each witness's expected testimony ..... 7/19/2012

A public hearing on the application will be held beginning at 10:00 a.m. Eastern Daylight Time, at the offices of the Public Service Commission, 211 Sower Blvd., Frankfort, KY 40601 ..... To Be Announced

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