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Talina R. Mathews
Commissioner

August 14, 2017

PARTIES OF RECORD

Re: Case No. 2017-00125

Attached is a copy of a memorandum which is being filed in the record of the above-referenced case. If you have any comments you would like to make regarding the contents of the memorandum please do so within five days of receipt of this letter.

If you have any questions, please contact Nancy Vinsel, Commission Staff Attorney, at 502-782-2582.

Sincerely

A handwritten signature in blue ink, appearing to read "John S. Lyons".

John S. Lyons
Executive Director

NJV/ph

Attachments

INTRA-AGENCY MEMORANDUM

KENTUCKY PUBLIC SERVICE COMMISSION

TO: Case File No. 2017-00125

FROM: Nancy J. Vinsel, Staff Attorney

DATE: August 10, 2017

RE: Informal Conference of August 10, 2017

Pursuant to a Commission Staff ("Staff") Notice, a telephonic informal conference ("IC") was conducted on August 10, 2017, for the purpose of discussing a procedural question regarding a final order in this proceeding. Attached is a copy of the attendance roster.

Counsel for PNG Companies, LLC ("PNG") first reviewed the procedural history of this proceeding, in particular a Commission Order of July 13, 2017, that approved the proposed acquisition of Delta Natural Gas Company, Inc. ("Delta") by PNG subject to certain conditions. On August 3, 2017, the Commission found that this case should be reopened to supplement the record, and required the Chief Legal Officer of SteelRiver Infrastructure Fund North America LP ("SRIFNA"), and SteelRiver LDC Investments LP ("SRLDCI"), PNG's ultimate parents, to file an unconditional acknowledgement accepting and agreeing to be bound by all of the commitments enumerated in the Appendix to the July 13, 2017 Order, or clarify why he cannot unconditionally accept and agree to be bound by those commitments. On August 7, 2017, SRIFNA/SRLDCI's Chief Legal Officer filed a written acknowledgement agreeing to be bound by the commitments enumerated in the July 13, 2017 Order Appendix.

Because the closing of the proposed acquisition is affected by, among other things, the date upon which a Commission order unconditionally approving the acquisition is final and appealable, counsel for PNG requested clarification when an order might be issued and whether the order would relate back to the July 13, 2017 Order. Staff indicated that the Commission was expected to issue an order the week of August 14. Staff declined to convey the final decision contained in the order, especially as Staff advises the Commissioners and the Commissioners render the decision. Staff further indicated that, because the July 13, 2017 Order expressly approved the acquisition subject to certain conditions, an unconditional approval would be deemed effective as of the date of an order finding that the conditions had been satisfied, and thus would not relate back to July 13, 2017.

There being no further discussion, the IC was then adjourned.

cc: Parties of Record
Attachment

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

ELECTRONIC JOINT APPLICATION OF PNG)
COMPANIES LLC, DRAKE MERGER SUB INC.,)
AND DELTA NATURAL GAS COMPANY, INC.) CASE NO.
FOR APPROVAL OF AN ACQUISITION OF) 2017-00125
OWNERSHIP AND CONTROL OF DELTA)
NATURAL GAS COMPANY, INC.)

August 10, 2017

Please sign in:

NAME	REPRESENTING
<u>RICHARD RAFF</u>	<u>PSC-LEGAL</u>
<u>Leah Faulkner</u>	<u>PSC</u>
<u>Bob Watt</u>	<u>Delta</u>
<u>monica Braun</u>	<u>Delta</u>
<u>Michael Hornback</u>	<u>PNG</u>
<u>Francis Mellen</u>	<u>PNG</u>
<u>Larry Cook</u>	<u>Attorney General</u>
<u>Nancy Vinsel</u>	<u>PSC-Legal</u>
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_____	_____
_____	_____
_____	_____

Telephonic

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