

The State of New Hampshire
Before the
Public Utilities Commission

DG 08-048

Joint Petition of Unitil Corporation and Northern Utilities, Inc.
for Approval of Stock Acquisition

Petition to Intervene of National Grid

Granite State Electric Company d/b/a National Grid and EnergyNorth Natural Gas, Inc. d/b/a National Grid NH (together “National Grid” or “Company”) hereby respectfully petition for full party intervenor status in the above-captioned proceeding, with certain voluntary limitations as discussed below, pursuant to RSA 541-A:32 and N.H. Code Admin. Rules Puc 203.17. In support of this Petition, National Grid states the following:

1. On March 31, 2008, Unitil Corporation (“Unitil”) and Northern Utilities, Inc. (“Northern”)(together, “Joint Petitioners”) filed with the New Hampshire Public Utilities Commission (“Commission”) a joint petition for approval, pursuant to RSA 374:33 and RSA 369:8, II(b), of Unitil’s acquisition of Northern by way of Unitil’s purchase of all of the common stock of Northern.
2. According to the petition, Unitil will purchase all of the shares of Northern and Granite State Gas Transmission, Inc. for an aggregate purchase price of \$160 million, plus a net working capital adjustment, with the purchase to be financed by newly issued Unitil common stock and debt securities issued by Northern. In connection with the proposed transaction, the Joint Petitioners seek approval to defer and amortize the transaction costs associated with the acquisition of Northern by Unitil over 10 years. The Joint Petitioners also submitted a proposed amended and restated cash pooling and loan agreement and a proposed service agreement between Unitil Service Corp. and Northern for investigation and review pursuant to RSA 366:5. In its April 24, 2008 Order of Notice, the Commission stated that the filing raises issues related to whether the proposed transaction will have an adverse effect on the rates, terms, service or operations of Northern and/or Unitil Energy Systems, Inc. and whether the proposed transaction is lawful, proper and in the public interest.
3. National Grid is a New Hampshire public utility providing electric distribution service to approximately 40,000 customers and gas distribution service to approximately 84,000 customers. National Grid’s primary place of business in New Hampshire is 9 Lowell Road, Salem, NH 03079.
4. National Grid’s rates are regulated by the Commission. Many of the issues raised or which may be raised in this proceeding may be applicable to National Grid in a subsequent proceeding. Therefore, any action the Commission may take with respect to the Joint Petitioners’ filing may impact the rights, duties and interests of National Grid or

its customers. These interests are substantial and are not adequately represented by any other party to this proceeding.

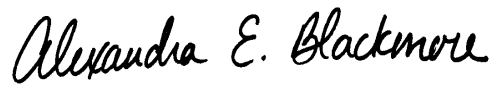
5. National Grid requests that it be granted status as a full intervenor in this docket, subject to the following voluntary limitations: That it be entitled to receive copies of all pleadings and other documents, all discovery that is not confidential, and all e-mails and other correspondence among the parties and staff, with the exception of materials relating to settlement negotiations and/or confidential matters; and that it may attend and participate in technical sessions, but not attend settlement conferences or negotiations, even in a monitoring role. At this time, National Grid does not intend to present or cross-examine witnesses or file closing briefs. National Grid reserves the right to withdraw or modify these voluntary limitations upon petition to the Commission. However, National Grid does not currently anticipate requesting modification of these limitations.

6. National Grid's Petition to Intervene is timely as it has been filed on or before May 9, 2008, as provided in the Order of Notice dated April 24, 2008, at page 3. Granting of National Grid's Petition to Intervene will not impair the orderly and prompt conduct of the proceeding.

7. National Grid circulated a draft of this Petition to Intervene to attorneys for the Joint Petitioners who indicated via telephone call and electronic mail, respectively, that the Joint Petitioners have no opposition to National Grid's limited participation in this docket.

WHEREFORE, National Grid respectfully requests that the Commission grant its Petition to Intervene and such further relief as may be just and equitable.

Respectfully submitted,
National Grid


By: _____

Alexandra E. Blackmore
Counsel

National Grid
201 Jones Road, 5th Floor
Waltham, MA 02451
781.907.1849 (direct)
781.907.1659 (fax)
alexandra.blackmore@us.ngrid.com

CERTIFICATE OF SERVICE

I hereby certify that, on the date written below, a copy of the above Petition to Intervene was hand delivered or sent by First Class U.S. Mail, postage prepaid, to the Joint Petitioners, the Office of Consumer Advocate, and to the persons named to the Service List in the above-captioned docket.

Date: May 9, 2008

Alexandra E. Blackmore

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