

STATE OF NEW HAMPSHIRE

Inter-Department Communication

DATE: December 10, 2013**AT (OFFICE):** NHPUC

NHPUC 10DEC13PM4:07

FROM: Lynn Fabrizio **SUBJECT:** DG 11-040 National Grid *et al.* Petition for Transfer of Assets
Authorization of Pool A Escrow Release**CC:** Docket Service List (by e-mail)**TO:** Debra A. Howland, Executive Director

The attached documents authorizing a release to National Grid of \$250,800 from the Pool A Escrow Fund per the terms of settlement in Docket No. DG 11-040 were signed today by General Counsel F. Anne Ross. The original copy of the signed documents will be mailed to Attorney Camerino of McLane, Graf, Raulerson & Middleton. Confidential treatment of the Disbursement Request form was authorized in Commission Order No. 25,400 (August 21, 2012).

Staff submitted a memorandum on December 10, 2013, confirming its review and verification of the TSA Transfer Certifications supporting this disbursement in accordance with Commission Order No. 25,370 (May 30, 2012).

Please let me know if you have any questions on this matter.

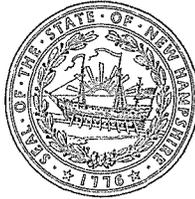
Attachments

THE STATE OF NEW HAMPSHIRE

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December 10, 2013

Richard Burlingame, Jr.
Director, U.S. Mergers and Acquisitions
National Grid USA
40 Sylvan Road,
Waltham, MA 02451

Victor D. Del Vecchio
President
EnergyNorth Natural Gas, Inc.
Granite State Electric Electric Company
d/b/a Liberty Utilities
11 Northeastern Boulevard
Salem, NH 03079

Re: DG 11-040 NATIONAL GRID USA, et al
Joint Petition for Authority to Transfer Ownership of Granite State Electric
and EnergyNorth Natural Gas, Inc. to Liberty Energy Utilities Corp.
Pool A Escrow Pro Rata Release Authorization

Dear Mssrs. Del Vecchio and Burlingame:

Per the terms of the settlement agreement reached in the above-captioned docket, Commission Staff have reviewed your disbursement request filing dated November 15, 2013, and confirmed that the transition services described in your TSA Transfer Certification have been fully transferred in accordance with the terms of the Transition Service Agreements. Accordingly, attached please find Staff's confirmation and a signed, confidential Schedule 3.1 Disbursement Request form authorizing the release by the escrow agent to National Grid USA of \$250,800 from Pool A Escrow Funds.

Please let me know if I can be of further assistance on this matter.

Sincerely,

A handwritten signature in cursive script, appearing to read "F. Anne Ross".

F. Anne Ross
General Counsel

Attachments

Schedule 2

Pool A Release Certification

On this 10th day of ~~November~~ *December*, 2013, the Staff of the New Hampshire Public Utilities Commission ("Staff") hereby confirms that National Grid USA has completed and transferred the following Transition Services¹ to Granite State Electric Company in accordance with the terms of the respective Transition Service Agreement(s) for the three-month period July 1, 2013 – September 30, 2013 ("Current Period"):

1. Electric Ops – 7 Substation Maintenance Programs/Substation Engineering
2. Supply – 5 Fleet Services

¹ All capitalized terms used but not otherwise defined herein shall have the same meanings as in the Settlement Agreement dated April 10, 2012 and approved by Order No. 25,370.

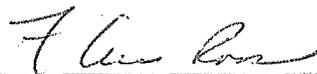
In addition, Staff hereby confirms that National Grid USA has completed and transferred the following Transition Services to EnergyNorth Natural Gas, Inc. in accordance with the terms of the respective Transition Service Agreement(s) for the Current Period:

1. Supply – 5 Fleet Services

Accordingly and pursuant to the Settlement Agreement dated April 10, 2012 and approved by Order No. 25,370, Staff hereby authorizes the prompt release and disbursement of the following amount from the Pool A Escrow Funds to National Grid USA:

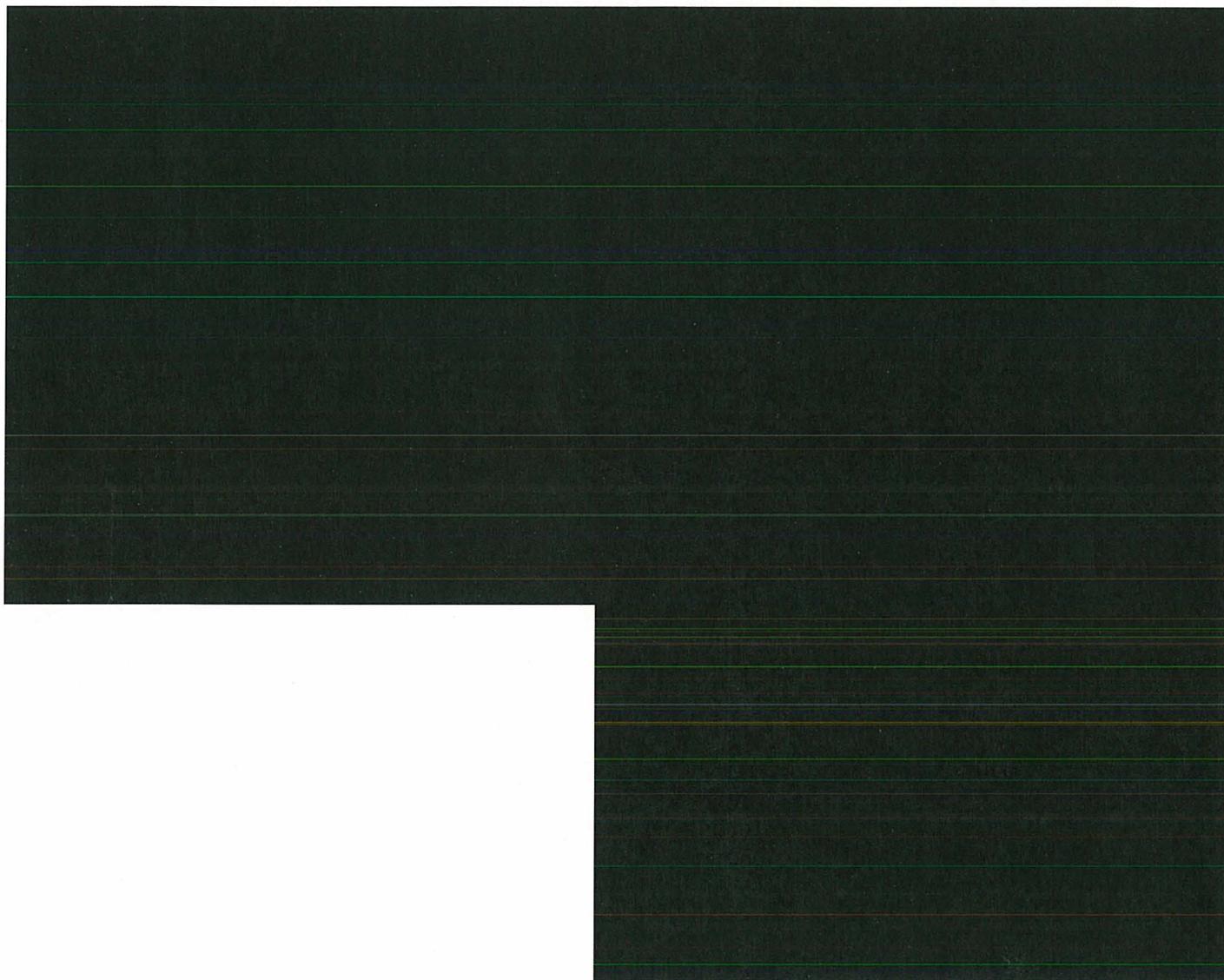
	# of TSA Services	# of Schedule L TSA Services	Adjusted # of TSA
Services:			
Completed in Current Period:	3	0	3
Previously Completed:	54	5	49
Cumulative Completed:	57	5	52
Total # of TSAs:	153	10	143
Adjusted Cumulative Completed Divided by Adjusted Total:			<u>36.36%</u>
Total Pool A Escrow Funds (non-reserved):			\$12,000,000
Pool A Escrow Funds for Disbursal (% x total):			\$4,363,200
Less Pool A Escrow Funds Previously Disbursed:			\$4,112,400
Total Disbursement Amount for Current Period:			\$250,800

STAFF OF THE NEW HAMPSHIRE PUBLIC
UTILITIES COMMISSION



By: F. Anne Ross, Esq.
General Counsel

SCHEDULE 3.1
DISBURSEMENT REQUEST



¹ All capitalized terms used but not otherwise defined herein shall have the same meanings as in the Escrow Agreement.