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N.H.P.U.C. Case No.	DG 11-040
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March 14, 2012

Ms. Debra A. Howland
Executive Director and Secretary
New Hampshire Public Utilities Commission
21 S. Fruit Street, Suite 10
Concord, NH 03301

Re: DG 11-040, Transfer of Ownership of Granite State Electric Company and
EnergyNorth Natural Gas, Inc. to Liberty Energy NH

Dear Ms. Howland:

Pursuant to N.H. Code of Administrative Rules Puc 308.12 and 509.03, I am enclosing an original and six copies of two Technical Statements—one for Granite State Electric Company and one for EnergyNorth Natural Gas, Inc.—in support of the two companies' respective requests for authority to issue long term debt instruments upon consummation of the proposed stock transfer that is the subject of the above-captioned docket. Also enclosed is an original and six copies of a Motion for Waiver of Certain Requirements under Puc 308.12 and 509.03.


Because the two borrowings that are discussed in the enclosed Technical Statements are already the subject of the initial petition filed in this docket, I am not submitting a separate petition seeking authorization for the loans. The enclosed Technical Statements include a Summary of Capitalization, Balance Sheet, Income Statement, and Promissory Note for each company along with other information required by Puc 308.12 and 509.03. As stated in the Technical Statement for EnergyNorth, the maximum amount of the proposed loan for that company is \$90 million, rather than \$85 million as stated in the initial petition filed in March 2011. To the extent that the Commission requires additional information regarding this change, company representatives will be prepared to respond to any questions during the hearing on the merits in this docket or as otherwise requested.

Please note that, because the borrowings are planned as part of the change in ownership of Granite State and EnergyNorth, a resolution of the board of directors authorizing the transactions cannot be obtained until the change in ownership occurs and new boards of directors have been installed by the new parent company, Liberty Energy Utilities (New Hampshire) Corp. ("Liberty Energy NH"). Therefore, as addressed in the enclosed Motion for Waiver, Liberty Energy NH proposes to provide the board resolutions promptly after the closing.

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Please do not hesitate to contact me if the Commission has any questions regarding the enclosed materials or requires any additional information.

Sincerely,



Shannon P. Coleman

Enclosures
cc: Service List