

**BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI**

In the Matter of the Joint Application of AIP       )  
Project Franklin Bidco, Inc., Veolia Energy       )  
North America Holdings, Inc., Thermal North       )  
America Holdings, Inc., Veolia Energy       )  
Missouri, Inc., and Veolia Energy Kansas       )  
City, Inc., for Approval of Indirect Merger by       )  
Stock Acquisition and Related Encumbrances       )

**File No. HM-2020-0039**

**STAFF REQUEST FOR ADDITIONAL TIME**

**COMES NOW** Staff of the Missouri Public Service Commission, through the undersigned counsel, and for its Request for Additional Time states as follows:

1. On August 14, 2019, the Applicants in this proceeding filed an application with the Commission seeking approval of indirect merger by stock acquisition and related encumbrances, two rule waiver requests, confirmation of a prior Commission ruling finding no jurisdiction over Veolia Energy Missouri, and seeking expedited treatment (requesting Commission action by November 12, 2019).

2. In the Commission's *ORDER DIRECTING NOTICE, SETTING DEADLINE FOR INTERVENTION REQUESTS, AND DIRECTING FILING OF STAFF RECOMMENDATION (CORRECTED)* (the "Order") issued herein on August 16, 2019, the Commission ordered that

No later than September 30, 2019, the Staff of the Missouri Public Service Commission shall file a recommendation **or a request for additional time**, regarding the application of AIP Project Franklin Bidco, Inc., Veolia Energy North America Holdings, Inc., Thermal North America Holdings, Inc., Veolia Energy Missouri, Inc., and Veolia Energy Kansas City, Inc. (Emphasis added)

3. Since the Order was issued, the Commission has granted intervention in this proceeding to two intervening parties.

4. To date, Staff has issued multiple data requests to the Applicants<sup>1</sup> and engaged in several meetings and/or teleconferences in order to obtain information concerning the Applicants themselves, as well as the proposed transaction, and hopefully gain an understanding of the proposed transaction and multiple approvals/waivers/etc. sought by the Applicants.

5. On September 24, 2019, Staff filed a request for additional time stating it needed more time to prepare and file its recommendation in this matter, due to a need for further discussions with the Applicants to flesh-out certain items. In that same request Staff also stated its belief that such discussions could lead to a potential settlement in this matter.

6. The Commission issued an order on September 25, 2019, granting Staff's request for additional time. Staff and the Applicants have continued discussions and Staff represents that a potential settlement between Staff and the Applicants is likely but additional discussions are necessary to finalize the agreement. Therefore, Staff requests until October 23, 2019, to file its recommendation or settlement agreement regarding this matter. A filing made no later than October 23, 2019, could still allow the Commission to take action on this matter by November 12, 2019.

**WHEREFORE** Staff requests an order of the Commission granting it until October 23, 2019, to file its recommendation or a settlement agreement regarding this case.

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<sup>1</sup> The nature of the transaction has necessitated that Staff issue separate data requests to the purchaser and seller.

Respectfully submitted,

**/s/ Jeffrey A. Keevil**

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Attorneys for the Staff of the  
Missouri Public Service Commission

**CERTIFICATE OF SERVICE**

I hereby certify that copies of the foregoing have been mailed, hand-delivered, or transmitted by facsimile or electronic mail to counsel of record this 16<sup>th</sup> day of October, 2019.

**/s/ Jeffrey A. Keevil**