

BEFORE THE MISSOURI PUBLIC SERVICE COMMISSION

In the Matter of the Joint Application)
of Entergy Arkansas, Inc., Mid South)
TransCo LLC, Transmission Company)
Arkansas, LLC and ITC Midsouth LLC)
for Approval of Transfer of Assets and) File No. EO-2013-0396
Certificate of Convenience and Necessity,)
and Merger and, in connection therewith,)
Certain Other Related Transactions)

ITC MIDSOUTH LLC'S
REPLY TO JOINT RESPONSE OF KCPL, GMO AND EMPIRE

COMES NOW ITC Midsouth LLC (“ITC Midsouth”), pursuant to 4 CSR 240-2.080 and for its Reply to the Joint Response of Kansas City Power & Light, KCP&L Greater Missouri Operations Company, and The Empire District Electric Company (Joint Respondents) to Entergy Arkansas Inc.’s (EAI’s) Motion for Reconsideration, states to the Commission:

1. On May 9, 2013, Joint Respondents filed in this proceeding a copy of their Joint Response to a Motion for Reconsideration filed by EAI in File No. EO-2013-0431.
2. On May 10, 2013, the Commission confirmed by Order Directing Filing in File No. EO-2013-0431 that these two proceedings have not been consolidated, although they are set to be heard at the same time. (See attached Order).
3. There was no basis for Joint Respondents to file their Joint Response in this proceeding.
4. In their Joint Response, Joint Respondents erroneously state that “the outcome under either proceeding will be essentially the same – EAI’s assets will move from being

controlled by EAI to being controlled by MISO.” In fact, as has been made plain by the pleadings in both proceedings, EAI seeks to transfer functional control of its transmission facilities to MISO regardless of whether or not there is consummation of the separate transactions with ITC Midsouth under consideration in this proceeding. The two proceedings concern two separate and distinct transactions, involving the same transmission assets. Thus it is proper for the Commission to keep the proceedings separate.

5. Staff recognizes that the proceedings are separate in the Response that it filed on May 9, 2013 in File No. EO-2013-0431 to EAI’s Motion for Reconsideration. (See attached Staff Response).

6. The limited assets at issue in these proceedings present a unique situation for the Commission. Setting aside disagreements about the extent of the Commission’s jurisdiction over the limited portion of EAI’s wholesale interstate transmission facilities that are located within Missouri, a pragmatic analysis of the situation certainly supports the Commission’s efforts to resolve these proceedings promptly and efficiently.

WHEREFORE, ITC Midsouth LLC requests that the Commission take the foregoing Reply into account as it conducts these proceedings.

Respectfully submitted,

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CERTIFICATE OF SERVICE

The undersigned does hereby certify that a copy of the foregoing pleading and testimony referenced therein has been served upon all parties of record by forwarding the same by electronic mail and/or first class mail, postage prepaid this 20th day of May 2013 to the following:

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