

BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI

In the Matter of the Application of South	)	
Central MCN LLC for Approval of Transfer of	)	File No. EA-2016-0036
Assets and a Certificate of Convenience and	)	
Necessity	)	

**MOTION FOR PROTECTIVE ORDER**

COMES NOW South Central MCN LLC (SCMCN) pursuant to 4 CSR 240-2.135 and requests the Missouri Public Service Commission (Commission) to grant it a protective order recognizing certain appendices to its application filed with the Commission on this date as confidential information that should not be made public, and in support of its Motion for Protective Order states as follows:

1. Pursuant to 4 CSR 240-2.135(1)(B), the Commission recognizes highly confidential information as information that should not be made public.

2. In support of its application for a certificate of convenience and necessity and any necessary approval to transfer assets filed on August 19, 2015 (the Application), SCMCN submitted redacted public versions of the following appendices:

- Appendix F-3, the Amended and Restated Limited Partnership Agreement of GridLiance Holdco, LP;
- Appendix F-4, the Amended and Restated Limited Liability Company Agreement of GridLiance Heartland LLC; and
- Appendix F-5, the Amended and Restated Limited Liability Company Agreement of South Central MCN LLC.

Nonpublic versions of the appendices designated as Appendix F-3HC, Appendix F-4HC, and Appendix F-5HC, respectively (collectively, the "Confidential Appendices"), were also filed therewith.

3. SCMCN seeks protection from disclosure for the Confidential Appendices because the Confidential Appendices contain highly confidential information concerning employee-sensitive personnel information and market-specific information relating to goods or services purchased or acquired by SCMCN in providing service to others, including information regarding the financial and business relationship between SCMCN and related entities, including Blackstone Group investment entities.

4. None of the information contained in the Confidential Appendices for which a claim of confidentiality is made can be found in any other open public document.

5. Should the Confidential Appendices become public, it would likely harm the parties in future negotiations for similar transactions and in structuring future investments. Accordingly, good cause exists for the Commission to grant this request for confidential treatment of this information.

**WHEREFORE**, SCMCN respectfully requests confidential treatment for the Confidential Appendices in accordance with 4 CSR 240-2.135.

Respectfully submitted,

/s/ Terry M. Jarrett

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### CERTIFICATE OF SERVICE

The undersigned does hereby certify that a copy of the foregoing has been served upon all parties of record by forwarding the same by electronic mail or U.S. Mail, postage prepaid, this 19th day of August, 2015, to the following:

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