

STATE OF Michigan )  
 )  
COUNTY OF Oakland ) SS.

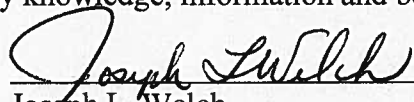
**BEFORE THE MISSOURI PUBLIC SERVICE COMMISSION**

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

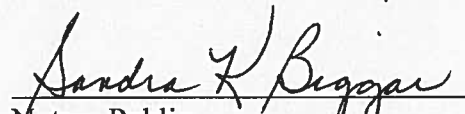
**AFFIDAVIT OF JOSEPH L. WELCH**

COMES NOW Joseph L. Welch, of lawful age, sound of mind and being first duly sworn, deposes and states:

1. My name is Joseph L. Welch; I am President and Chief Executive Officer ("CEO") of ITC Holdings Corp.
2. Attached hereto and made a part hereof for all purposes is my Direct Testimony in the above-referenced case.
3. I hereby swear and affirm that my statements contained in the attached testimony are true and correct to the best of my knowledge, information and belief.

  
\_\_\_\_\_  
Joseph L. Welch

SUBSCRIBED AND SWORN to before me, a Notary Public, this 24<sup>th</sup> day  
of April, 2013.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:  
(SEAL)



SANDRA K. BIGGAR  
NOTARY PUBLIC, STATE OF MI  
COUNTY OF WAYNE  
MY COMMISSION EXPIRES JUN 22, 2016  
ACTING IN COUNTY OF Oakland