

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

In the matter of the application of Missouri Gas)	
Utility, Inc., for authority to enter into certain debt)	
instruments and to issue up to and including)	
\$7,000,000 of indebtedness, in one or)	Case No. GF-2009-0057
more transactions, and to, among other things,)	
execute and deliver a mortgage and security)	
agreement to secure said indebtedness.)	

NOTICE OF COMPLIANCE

COMES NOW Missouri Gas Utility, Inc. ("MGU" or "Company") and states to the Missouri Public Service Commission ("Commission") as follows:

On November 6, 2008, the Commission issued an Order Granting Application authorizing MGU to encumber its Missouri utility properties to secure its obligations under certain financing arrangements as described in the Application dated August 25, 2008. That order conditioned approval upon the requirement that the Company make two subsequent filings as follows:

B. Missouri Gas Utility, Inc. shall file with the Commission any information concerning communications with credit rating agencies concerning the proposed financing.

C. Missouri Gas Utility, Inc., shall file with the Commission all final terms and conditions of the proposed financing, including, but not limited to, the aggregate proceeds received, price information and estimated expenses.

The financing described in the Application took place on November 25, 2008. MGU submits herewith two documents in compliance with the Commission's directive. The first document is the rating letter from Standard & Poor's. The second document is a copy of the final Offering Memorandum describing the particulars of the \$4,670,000 Variable Rate Demand Revenue Bonds (Missouri

Gas Utility, Inc. Project) Series 2008B.

Respectfully submitted,

/s/ Paul A. Boudreau

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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the above and foregoing document was delivered by first class mail, electronic mail or hand delivery, on the 2nd day of December, 2008, to the following:

Missouri Public Service Commission
200 Madison Street, Suite 800
P.O. Box 360
Jefferson City, MO 65102-0360

Office of the Public Counsel
Governor Office Building
200 Madison Street, Suite 650
Jefferson City, MO 65102-2230

/s/ Paul A. Boudreau

Paul A. Boudreau