

LACLEDE GAS COMPANY  
720 OLIVE STREET  
ST. LOUIS, MISSOURI 63101  
AREA CODE 314  
342-0536

THOMAS M. BYRNE  
ASSOCIATE COUNSEL

February 14, 1997

VIA U.S. MAIL

Mr. Cecil I. Wright  
Executive Secretary  
Missouri Public Service Commission  
P.O. Box 360  
Jefferson City, MO 65102

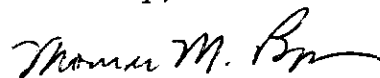
Re: MPSC Docket No. EM-96-149  
UE/CIPSCO Merger

Dear Mr. Wright:

Enclosed for filing on behalf of Laclede Gas Company in the above matter is an original and fourteen (14) copies of its Response to Union Electric Company's Motion.

I have also enclosed an additional copy to be file-stamped and returned to me in the enclosed self-addressed, stamped envelope. Thank you for your assistance in this matter.

Sincerely,



Thomas M. Byrne

TMB:kz  
Enclosures

cc: All Parties of Record

FILED  
FEB 18 1997  
MISSOURI  
PUBLIC SERVICE COMMISSION

BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI

In the matter of the Application )  
of Union Electric Company for an )  
order authorizing: (1) certain merger )  
transactions involving Union Electric )  
Company; (2) the transfer of certain )  
Assets, Real Estate, Leased Property, )  
Easements and Contractual Agreements )  
to Central Illinois Public Service )  
Company; and (3) in connection )  
therewith, certain other related )  
transactions. )

Case No. EM-96-149

FILED  
FEB 18 1997  
MISSOURI  
PUBLIC SERVICE COMMISSION

RESPONSE OF LACLEDE GAS COMPANY TO  
UNION ELECTRIC COMPANY'S MOTION

COMES NOW Laclede Gas Company ("Laclede") and in response to the "Motion to Cancel or for Continuance, Clarification and Reconsideration of Commission Order Setting Hearing Dated January 31, 1997" ("Motion") filed in this proceeding by Union Electric Company ("UE") hereby states as follows:

1. On or about July 12, 1996, certain parties to this proceeding, including UE, the Missouri Public Service Commission Staff ("Staff") and the Office of Public Counsel ("OPC") executed a Stipulation and Agreement in this proceeding, recommending that the Commission approve the merger proposed herein, subject to the terms and conditions set forth therein.

2. Laclede is a party to this proceeding, but it did not sign the Stipulation and Agreement. In the September 5, 1996 hearing convened to permit the presentation of the Stipulation and Agreement and the receipt of prefiled

testimony into the record, Laclede stated that it did not oppose the Stipulation and Agreement.

3. Subsequent to the September 5, 1996 hearing, pursuant to the Commission's request, UE, the Staff and OPC filed testimony concerning market power. In an order issued on January 31, 1997, the Commission scheduled a hearing on February 11, 1997 to permit cross-examination of the witnesses sponsoring the market power testimony.

4. In response to the January 31, 1997 order, UE filed its Motion. In its Motion, UE states that all of the parties to this proceeding continue to support and recommend approval of the Stipulation and Agreement.

5. Laclede's position in this proceeding is unchanged. While Laclede does not oppose adoption of the Stipulation and Agreement, it also does not actively support it or recommend its approval.

WHEREFORE, for the reasons stated herein, Laclede respectfully requests that the Commission correctly characterize Laclede's position in any orders which may be issued in this proceeding.

Respectfully submitted,

LACLEDE GAS COMPANY

By Thomas M. Byrne  
Thomas M. Byrne  
Associate Counsel  
Laclede Gas Company  
720 Olive Street, Room 1520  
St. Louis, Missouri 63101  
Mo. Bar No. 33340

CERTIFICATE OF SERVICE

I hereby certify that on this 14<sup>th</sup> day of February, 1997, a copy of the foregoing was served upon All Parties of Record.

Thomas M. B.