

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

In Re: Union Electric Company’s 2005)
Utility Resource Filing Pursuant to) Case No. EO-2006-0240
4 CSR 240-Chapter)

**STAFF RESPONSE TO COMMISSION ORDERS AND PLEADINGS OF
SIERRA CLUB / COALITION / PEACEWORKS / ACORN AND AMERENUE**

Comes now the Staff of the Missouri Public Service Commission (Staff) in response to the Missouri Public Service Commission’s (Commission) Order Directing Reply To The Response Of AmerenUE and the Order Establishing Time In Which To Respond To Motion To Continue Meetings. The Staff has reviewed (a) the January 5, 2006 Motion To Compel Disclosure Filed By Intervenors Sierra Club, Missouri Coalition For The Environment, Mid-Missouri Peaceworks And Association Of Community Organizations For Reform Now (Acorn) (collectively referred to herein as Sierra Club / Coalition / Peaceworks / Acorn); (b) the January 10, 2006 Response Of Union Electric Company d/b/a AmerenUE To Sierra Club / Coalition / Peaceworks / Acorn; and (c) the January 17, 2006 Motion To Continue Meetings Of Sierra Club / Coalition / Peaceworks / Acorn. The Staff believes that each pleading has some merit and the Staff will indicate briefly below what it finds of merit. In short, AmerenUE has postponed the meeting scheduled for Friday, January 20, 2006 at AmerenUE’s St. Louis offices due to the pending motions of Sierra Club / Coalition / Peaceworks / Acorn. The Staff indicated to AmerenUE that this meeting should be postponed so as to permit the Staff more time to review certain backup / supporting information required to be provided to the Staff under the Commission’s Chapter 22 Electric Resource Planning (Integrated Resource Planning (IRP)) Rules, which materials were not provided at the time of AmerenUE’s filing of its Electric

Resource Plan on December 5, 2005. In support of the instant response, the Staff states as follows:

1. As the Staff understands AmerenUE's January 10, 2006 Response, AmerenUE has offered to file redacted copies of two (2) documents that are identified as follows on the list of seventeen (17) documents attached to AmerenUE's December 5, 2005 filing letter. The two documents which AmerenUE is willing to provide redacted copies of are:

- (A) Executive Summary (15 pages) – redacted for Highly Confidential and Proprietary information
- (B) Integrated Resource Analysis (208 pages) – redacted for Highly Confidential and Proprietary information

Regarding the fifteen (15) other documents comprising 2,487 pages, AmerenUE proposes to continue to treat these documents as Highly Confidential in entirety.

2. AmerenUE proposes that one (1) person each from the four (4) separate intervenors, Sierra Club / Coalition / Peaceworks / Acorn, who (a) are not outside experts or consultants and (b) sign a copy of the standard Nondisclosure Agreement attached to the standard Protective Order, will be permitted by AmerenUE to view Highly Confidential information, if an additional condition is met. The additional condition is that the intervenor or its affiliate or subsidiary must not now be, nor reasonably be expected in the future to be, either a purchaser of power sold off-system by AmerenUE, or a supplier of labor, materials, services, supplies, power, fuel, transportation, or any other input of any kind that is or may be utilized by AmerenUE to meet its resource needs.

3. AmerenUE related in footnote 2 on the bottom of page 2 of its January 10, 2006 Response that “[t]he Company has already advised counsel for the Environmental Group Intervenors that his designated representative will be allowed access to the entire IRP for the first

four scheduled weekly meetings with Staff and other intervenors respecting the IRP, the first of which will occur tomorrow, January 11, 2006, if a Nondisclosure Agreement is signed.” It is the Staff’s understanding that no Nondisclosure Agreement has been signed by any designated representatives from Sierra Club / Coalition / Peaceworks / Acorn and neither counsel for, nor representatives of Sierra Club / Coalition / Peaceworks / Acorn, attended the January 11, 2006 meeting held at AmerenUE’s offices in St. Louis.

4. The Staff does not believe that AmerenUE’s proposal regarding who from Sierra Club / Coalition / Peaceworks / Acorn would be permitted to review Highly Confidential information upon signing a Nondisclosure Agreement is unreasonable.¹ By making the preceding statement, the Staff is not intending to address whether AmerenUE’s offer to redact Highly Confidential and Proprietary information in only two (2) of the seventeen (17) documents filed by AmerenUE on December 5, 2005 is appropriate or reasonable, nor is the Staff intending to address or anticipate whether what AmerenUE will redact as purportedly Highly Confidential or Proprietary in the two (2) documents that it is offering to provide in redacted form, will be appropriate or reasonable.

5. 4 CSR 240-22.080(7) states:

All workpapers, documents, reports, data, computer model documentation, analysis, letters, memoranda, notes, test results, studies, recordings, transcriptions and any other supporting information relating to the filed resource acquisition strategy within the electric utility’s or its contractors’ possession, custody or control shall be preserved and made available in accordance with any protective order to the staff, public counsel and any intervenor for use in its review of the periodic filings required by this rule. Each electric utility shall retain at least one (1) copy of the officially adopted resource acquisition strategy and all supporting information for at least ten (10) years.

¹ See generally *State ex rel. Utility Consumers Council of Missouri, Inc. v. Public Serv. Comm’n*, 562 S.W.2d 688, 692-96 (Mo.App. StL.D. 1978) and attached unpublished Cole County Circuit Court Findings Of Fact, Conclusions Of Law And Judgment in *Southwestern Bell Tel. Co. vs. McClure, et al.*, Case No. CV193-502cc (1993).

These materials should have been available to the Staff at the time that AmerenUE made its Chapter 22 compliance filing on December 5, 2005. Some of these materials, in particular the workpapers detailing the long-term peak and energy forecasts used in the resource plan, were not provided to the Staff in a useable form until the afternoon of January 17, 2006.

6. At the prehearing conference on January 3, 2006 undersigned counsel indicated on the record that various materials had not been received by the Staff and AmerenUE had indicated that some of these materials would not be available to the Staff until later in January. Undersigned counsel stated that as a consequence, the Staff might seek additional time beyond the 120 days provided by 4 CSR 240-22.080(5) for the Staff to review the AmerenUE filing and file a report with the Commission identifying: (a) any deficiencies in AmerenUE's compliance with the provisions of Chapter 22; (b) any major deficiencies in the methodologies or analyses required to be performed by Chapter 22; and (c) any other deficiencies, which in its limited review, the Staff determines would cause AmerenUE's resource acquisition strategy to fail to meet the requirements of 4 CSR 240-22.010(2)(A)-(C). The time is now 44 days into the 120 day period and only earlier this week was the Staff able to open certain files recently provided by AmerenUE, which materials are covered by 4 CSR 240-22.080(7).

7. The Staff wants to make clear that other than the meeting scheduled for Friday, January 20, 2006, the Staff is not seeking that AmerenUE postpone the meetings that have been scheduled for January 27 and February 1, 2006, or delay finding an acceptable prospective date for at least one other meeting that is being discussed and a date for the meeting that has now been postponed. The Staff's interest in a postponement of the Friday, January 20, 2006 meeting was due to the delay in AmerenUE's provision of information to the Staff necessary for the

Staff's preparation for the January 20, 2006 meeting, not because of Sierra Club / Coalition / Peaceworks / Acorn's Motion To Continue Meetings.

Wherefore the Staff submits the instant pleading in response to the pending Commission Orders and the pleadings of Sierra Club / Coalition / Peaceworks / Acorn and AmerenUE.

Respectfully submitted,

/s/ Steven Dottheim

Steven Dottheim
Chief Deputy General Counsel
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Certificate of Service

I hereby certify that copies of the foregoing have been mailed, hand-delivered, transmitted by facsimile, or electronically mailed to all counsel of record this 19th day of January 2006.

/s/ Steven Dottheim

IN THE CIRCUIT COURT OF COLE COUNTY
STATE OF MISSOURI

SOUTHWESTERN BELL TELEPHONE)
COMPANY, SOUTHWESTERN BELL)
CORPORATION and SOUTHWESTERN)
BELL YELLOW PAGES,)

Plaintiffs,)

vs.)

Case No. CV193-502cc)

KENNETH McCLURE, Chairman,)
DAVID RAUCH, ALLAN G. MUELLER,)
PATRICIA PERKINS and DUNCAN)
KINCHELOE, Members of the Missouri)
Public Service Commission,)

Defendants.)

FINDINGS OF FACT AND CONCLUSIONS OF LAW AND JUDGMENT

This matter comes before the Court upon Plaintiffs' Verified
Petition For An Injunction. The Court finds that a permanent
injunction should issue to prevent the imminent disclosure of
confidential and sensitive business information of the Plaintiffs
and in support thereof makes the following Findings of Fact and
Conclusions of Law and Judgment:

FINDINGS OF FACT

The Parties

1. Plaintiff Southwestern Bell Telephone Company
("Southwestern Bell Telephone") is a regulated utility pursuant
to §386.010 et seq. RSMo (1986) and §392.010 et seq. RSMo (1986)
and subject to the jurisdiction of the Missouri Public Service
Commission ("PSC") whose member Commissioners are the Defendants
herein.

2. Plaintiff Southwestern Bell Corporation ("SBC") is a publicly traded, nonregulated company and the sole owner of Plaintiff, Southwestern Bell Telephone, and the unregulated subsidiaries whose data is at issue in this case, including Plaintiff, Southwestern Bell Yellow Pages ("Yellow Pages").

3. Yellow Pages is in the business of printing and selling yellow page telephone directories in the state of Missouri and elsewhere. It competes with other businesses for advertising and directory usage, among other things. The revenues and expenses from Yellow Pages have historically been imputed to Southwestern Bell Telephone financial results by the PSC when calculating Southwestern Bell Telephone's revenue requirement prior to setting rates for the Company.

4. Intervenors are the Office of the Public Counsel ("OPC"). OPC was created by the Missouri legislature pursuant to §386.700 et seq. RSMo (1986), to represent the public in proceedings before the PSC. Midwest Independent Coin Payphone Association ("MICPA") is an association of coin phone providers whose member companies compete with Southwestern Bell Telephone in the payphone business within the State of Missouri.

History of the Dispute

5. The PSC currently has pending before it a docket entitled The Staff of the Missouri Public Service Commission v. Southwestern Bell Telephone Company, Case No. TC-93-224. The matter is set for hearings in July and August, 1993.

6. Prior to the filing of Case No. TC-93-224, the Missouri Public Service Commission Staff ("Staff") conducted an extensive audit of Southwestern Bell Telephone and during that audit obtained substantial information from Southwestern Bell Telephone, including information belonging to Plaintiff, SBC and its unregulated subsidiaries, including Plaintiff, Yellow Pages. By agreement of the Staff and Southwestern Bell Telephone, information obtained in the audit was classified by Southwestern Bell Telephone as Highly Confidential ("HC") and Proprietary ("P") in accordance with certain categories of information created by the PSC in a form Protective Order used by the PSC in various dockets for more than four years. Pursuant to the form Protective Order, information designated as "HC" is accessible to the PSC, attorneys for all parties to the particular case, outside consultants for parties to the case, Staff and OPC. Information designated "P" can also be viewed by employees of parties to a case who execute a nondisclosure agreement.

7. After TC-93-224 was officially docketed in January 1993, the Commission adopted the form Protective Order pursuant to which Southwestern Bell Telephone had been classifying data supplied to Staff during its audit.

8. In February 1993, Staff pre-filed its Direct Testimony in Case No. TC-93-224. The testimony contained classified information provided by Southwestern Bell Telephone, which was properly denoted by Staff as "HC" or "P," per Southwestern Bell

Telephone's designations. Such information was provided to attorneys for all parties to the case for use consistent with the Protective Order.

9. Subsequently, the classification of some of the Southwestern Bell data contained in Staff's Direct Testimony was challenged in pleadings filed with the PSC by party of right, OPC, and Intervenor MICPA.

10. In an Order issued on April 16, 1993, the PSC granted in part the motions to declassify of OPC and MICPA, and thereby determined that certain confidential business data, which Southwestern Bell Telephone had provided to Staff during its audit, was no longer entitled to the level of protection afforded such information by the "HC" or "P" designations Southwestern Bell Telephone had originally claimed. Accordingly, unless enjoined from doing so, the Commission would require such information to be either publicly disclosed, or to be made available to employees of parties to Case No. TC-93-224, for the first time. The April 16, 1993 Order was to be effective on April 21, 1993.

11. Southwestern Bell Telephone filed Motions to Extend the Effective Date of Order and For Clarification with the PSC on April 20, 1993, to extend the effective date of the April 16, 1993 Order and in so doing, accepted declassification and reclassification of certain data in an effort to resolve the dispute. Such reclassified and declassified data consisted primarily of Yellow Pages Missouri specific data which the PSC

might have occasion to rely upon in its final Report & Order in TC-93-224.

12. As of 11:00 a.m. on April 20, 1993, the Commission had not ruled upon Southwestern Bell Telephone's Motion and thus disclosure of the classified data could have occurred as early as 12:01 a.m. on April 21, 1993. For that reason Southwestern Bell Telephone, SBC and Yellow Pages sought injunctive relief from this Court.

13. Subsequently on April 20, 1993, Southwestern Bell Telephone, SBC and Yellow Pages filed an Application for Rehearing and Request for Stay Order of the April 16, 1993 Order with the PSC. That motion sought rehearing of only a portion of the Order, and specifically asked the Commission to continue to protect information contained in the pre-filed Direct Testimony of Staff witnesses Amy K. Levins, Ben Johnson and Cary G. Featherstone. In an Order issued on April 23, 1993, the PSC denied the Application for Rehearing and Request for Stay Order and indicated that it would not stay the effectiveness of its Order in that a Temporary Restraining Order ("TRO"), issued by this Court on April 20, 1993, already protected the data from disclosure.

Procedural History Before This Court

14. Plaintiffs filed their Verified Petition for An Injunction and a Motion for a Temporary Restraining Order with this Court on April 20, 1993. After a nonevidentiary hearing,

held later that same day, this Court issued a TRO. Bond for all Plaintiffs was set collectively at \$5,000. The TRO prohibited the PSC from disclosing private business information of the Plaintiffs contained in the prefiled Direct Testimony of PSC Staff witnesses Cary G. Featherstone, Amy K. Levins, Robert Schallenberg¹ and Ben Johnson.

15. After the PSC's denial of their Application for Rehearing and Request for Stay Order Plaintiffs filed an Application for a Writ of Review with this Court on April 26, 1993, which was docketed as Case No. CV193-539cc. Plaintiffs also filed a Motion for Stay. A writ was subsequently issued on April 28, 1993. The Writ proceeding was initiated by Plaintiffs to guard against a challenge to the injunction action as an improper collateral attack upon the Commission's decisions.

16. Intervenor, OPC and the Respondent, PSC, moved to quash or dismiss the Writ of Review as an improper appeal of an interlocutory PSC order. After oral arguments, this Court quashed the Writ on May 4, 1993. At the same time, the TRO was extended with the consent of the parties, but only to the extent of matters addressed in the Commission's April 23, 1993 Order Denying Rehearing.

17. On May 10 and 12, 1993, evidentiary hearings were held on Plaintiffs' request for injunctive relief. By consent of the

¹Plaintiffs later dropped their challenge to the Commission's decision to disclose data contained in the pre-filed Direct Testimony of Robert Schallenberg.

parties and pursuant to Rule 92.02(a)(2), the preliminary and permanent injunction phases were consolidated.

18. The Plaintiffs presented four witnesses at the preliminary/permanent injunction hearing: Sue Hume, Joe Sellers, Jonathan Klug and John Gould. In their testimony Ms. Hume and Mr. Sellers established the fact that the classified information of Yellow Pages, contained in the pre-filed Direct Testimony of Cary G. Featherstone, Amy K. Levins and Ben Johnson was private marketing and financial data which could not be disclosed without harm to Plaintiffs. Ms. Hume and Ms. Sellers also substantiated:

1. that the classified information is closely protected at Yellow Pages,
2. that the data had been difficult and expensive to compile,
3. that the data would be quite difficult for competitors and potential competitors to reproduce,

19. Mr. Jonathan Klug and Mr. John Gould testified on behalf of Plaintiff, Southwestern Bell Corporation. They substantiated that disclosure of the private marketing and financial data of SBC and its subsidiaries, contained in the pre-filed Direct Testimony of Amy K. Levins, Ben Johnson and Cary G. Featherstone could harm SBC and its subsidiaries or help competitors of SBC and its subsidiaries. Witnesses Klug and Gould also established:

1. that the classified data contained in the testimony of Mr. Featherstone, Ms. Levins and Mr. Johnson is carefully protected by SBC employees and employees of its subsidiaries,

2. that the data had been expensive and difficult to compile,
3. that it would be quite difficult for competitors and potential competitors to reproduce the data, if at all.

20. Defendant, PSC presented no witnesses, but did submit three documents into evidence. The documents were portions of the pre-filed testimony from unrelated GTE North, Inc. PSC proceedings.

21. Intervenors OPC and MICPA presented no evidence.

CONCLUSIONS OF LAW

At a hearing held on May 26, 1993 this Court received Joint Exhibit 1 into evidence, which consisted of only the pages of the pre-filed Direct Testimony of Staff witnesses, Cary G. Featherstone, Amy K. Levins and Ben Johnson, upon which the confidential data in dispute appeared. The Court also heard arguments on the facts and the law from all of the parties. In consideration of Joint Exhibit 1, the entire record, including Joint Exhibit 1, the arguments of the parties and the Suggestions filed by the parties, the Court has made the following conclusions of law:

1. The United States Constitution recognizes a property interest in maintaining the confidentiality of private business data. U.S. Const. amend. XIV; Ruckelshaus v. Monsanto, 467 U.S. 986 81 L Ed.2d 815 at 831 (1989); see also, Mo. Const. Art. 1 §10. Under Missouri law such a property interest is found by examining the following factors:

(1) the extent to which the information is known outside of his business; (2) the extent to which it is known by employees and others involved in his business; (3) the extent of measures taken by him to secure the secrecy of the information; (4) the value of the information to him and to his competitors; (5) the amount of effort or money expended by him in developing the information; (6) the ease or difficulty with which the information could be properly acquired or duplicated by others.

See Ultra-Life Labs v. Eames, 221 S.W.2d 224, 233 (Mo. App. 1949) (quoting from the Restatement of the Law of Torts).

2. The property interest in such private business information may be protected by an injunction. Ultra-Life Labs, Id.

3. Missouri Rule of Civil Procedure 56.01(c)(7) also empowers a court to require that the confidential commercial information of parties before it not be disclosed or be disclosed only in a designated way. Rule 56.01(c)(7).

4. The PSC has the right and obligation to honor the constitutionally protected property interest that persons coming before it have in their confidential business data. The "Sunshine Law" §610.000 RSMo (1986) et seq. does not allow nor require the PSC to abrogate such property interests. Instead, §610.021(14) RSMo Supp. (1992) specifically exempts information "otherwise protected by the law" from public disclosure.

5. The evidence before this Court demonstrated that the private business data of Plaintiff, SBC and its subsidiaries, including Yellow Pages, which is at issue in this case, is the type of information in which Plaintiffs have a constitutionally protected property interest because all of the factors identified

in paragraph 1, above, were conclusively established by Plaintiffs' evidence.

6. Absent the issuance of a permanent injunction by this Court, the PSC will remove the protections necessary to prevent the disclosure of such information and thereby will subject Plaintiffs to irreparable harm.

7. The Court does not find any public interest or benefit to the regulatory process in the public disclosure of the private financial and business information of Plaintiffs, particularly where the data at issue is available for use by the PSC and all parties to Case No. TC-93-224.

8. This Court finds that the protection necessary to prevent the destruction or dilution of Plaintiffs' property interest in the data at issue in this case falls into two broad categories:

a. Information which can be made available only to the PSC, its Staff, OPC and attorneys and outside experts of parties to Commission Case No. TC-93-224, and

b. Information which can also be viewed by employees of parties to Commission Case No. TC-93-224 who have executed a nondisclosure agreement.

WHEREFORE, based upon the foregoing Findings of Fact and Conclusions of Law the Court determines that a permanent injunction should issue prohibiting the Defendants, PSC Commissioners from implementing their April 16 and 23, 1993 Orders, in Case No. TC-93-224 only to the extent that such Orders

fail to allow for the level of protection specified below to Plaintiffs' data contained in the pre-filed Direct Testimony of Staff witnesses Cary G. Featherstone, Amy K. Levins and Ben Johnson:

DIRECT TESTIMONY OF CARY G. FEATHERSTONE

Information which can be made available only to the PSC, its Staff, OPC and attorneys and outside consultants of all parties to Case No. TC-93-224 as well as employees of such parties who execute a nondisclosure agreement:

<u>Page</u>	<u>Line(s)</u>	<u>Word(s) or Figure(s)²</u>
7	13-16 17 18	All financial numbers; ³ percentage columns only; all financial numbers.
39	3-14	All financial numbers in ROE with Yellow Pages and ROE Yellow Pages Contribution columns.
41	3-14	All financial numbers in Yellow Pages ROE column.
93	8-11 20-23	All financial numbers; Gulf Printing, Times Journal ⁴ and Consolidated financial numbers.

²The numbers in the "Word(s) and Figure(s)" column refer to the position of the protected words and figures referenced in the "Page" and "Line(s)" columns. This cryptic method is necessary to avoid disclosure of the very information this Order seeks to protect.

³The term "all financial numbers" used herein includes all dollar figures and percentages (excluding the words "percent" and "million") and market or usage figures.

⁴Times Journal is a subsidiary of Gulf Printing. Gulf Printing and Times Journal were acquired by SBC in 1987.

DIRECT TESTIMONY OF CARY G. FEATHERSTONE (CONT.)

<u>Page</u>	<u>Line(s)</u>	<u>Word(s) or Figure(s)</u>
94	5-8	Gulf Printing, Times Journal and Consolidated financial numbers.
98	9-15	Gulf Printing financial numbers;
	17-22	Gulf Printing, Times Journal and Consolidated financial numbers;
	24-25	all financial numbers;
	31	5 & 6;
	33	5;
	36	all financial numbers.
99	4	All financial numbers;
	7	1 & 7;
	8	4;
	10	1 & 9;
	11	11;
	15	7-11;
	16	1-7;
	17	12 & 13;
	18	1;
	19	1-3;
	22	1;
	23	10 & 11;
	24	all words.
Sch. 12		All financial numbers, including NTR designations, contained within the chart.

DIRECT TESTIMONY OF AMY K. LEVINS

Information which can be made available only to the PSC, its Staff, OPC and attorneys and outside consultants of all parties who execute a nondisclosure agreement to Case No. TC-93-224:

<u>Page</u>	<u>Line(s)</u>	<u>Word(s) or Figure(s)</u>
32		All usage percentages on the page, with the exception of line 5.
34		All financial numbers excluding lines 15 and 16 on the page;

DIRECT TESTIMONY OF AMY K. LEVINS (CONT.)

<u>Page</u>	<u>Line(s)</u>	<u>Word(s) or Figure(s)</u>
	14	5-13;
	15	1;

Information which can be made available only to the PSC, its Staff, OPC, attorneys and outside consultants of parties, as well as employees of parties who execute a nondisclosure agreement:

<u>Page</u>	<u>Line(s)</u>	<u>Word(s) or Figure(s)</u>
Sch. 2-1, Sch. 3-1		All financial numbers in the chart, except adjustments and Missouri Net Revenue, Total Expense and Pre-Tax Income figures.

DIRECT TESTIMONY OF BEN JOHNSON

Information which can be made available only to the PSC, its Staff, OPC, attorneys and outside consultants of all parties to TC-93-224:

<u>Page</u>	<u>Line(s)</u>	<u>Word(s) or Figure(s)</u>
17	32 33	All financial numbers; 4-7.
18		All financial numbers on the page.
20	6	3, 8, 9 & 10;
21		All financial numbers on the page.

DIRECT TESTIMONY OF BEN JOHNSON (CONT.)

<u>Page</u>	<u>Line(s)</u>	<u>Word(s) or Figure(s)</u>
22		All financial numbers on the page.
23		All financial numbers on the page, excluding line 3;
	17	5-11;
	18	1-2;
24		All financial numbers on the page;
	6	7-8;
	7	4;
	12	3-4;
	14	2;
	15	2-3;
	16	3;
	17	9;
	18	6;
	19	2;
	21	3;
	22	6-7.
26		All financial numbers on the page;
	10	1-3;
	13	1;
	14	1.
29	16	2;
	18	1, 6.
30	31	4, 10;
	32	4;
	33	1, 4, 5, 7.
31	3	1.
37		All financial numbers on the page.
44		All financial numbers on the page;
	7	6, 7;
	9	6;
	10	6;
	11	1, 2, 8;
	12	1, 2;
	19	4;

DIRECT TESTIMONY OF BEN JOHNSON (CONT.)

<u>Page</u>	<u>Line(s)</u>	<u>Word(s) or Figure(s)</u>
44	20	1;
	21	8;
	22	1;
	23	2-4;
	25	4;
	27	6-8;
	33	3 & 7;
45		All financial numbers on the page;
	2	3-4;
	3	1-4;
	4	8;
	5	9;
	6	1;
	8	1, 2 & 6;
	13	7-8;
	25	3-6;
	26	3;
46		All financial numbers on the page;
	1	9;
	2	8, 9;
	3	6;
	15	4-5;
	16	8;
	17	3, 4;
	24	4, 7;
	26	6;
	28	2;
47		All financial numbers, except line 13;
	13	1, 2;
	14	7-10;
	15	1, 3;
	26	7-8.
48	8	8-9;
	9	1-2;
	13	4;
	15	4.
61	26-33	All financial numbers.

DIRECT TESTIMONY OF BEN JOHNSON (CONT.)

<u>Page</u>	<u>Line(s)</u>	<u>Word(s) or Figure(s)</u>
Sch. 2		All financial numbers on the chart, with the exception of Southwestern Bell Telephone for which no protection has been sought, and Yellow Pages & Gulf Printing lines which are subject to a lesser degree of protection.
Sch. 3		All financial numbers on the chart, with the exception of Southwestern Bell Telephone for which no protection has been sought.
Sch. 5		All financial numbers on the page and graphing of such numbers, with the exception of Southwestern Bell Telephone for which no protection has been sought.
Sch. 6		All financial numbers on the page and graphing of such numbers for all but Yellow Pages which is subject to a lesser degree of protection.
Sch. 12		All financial numbers on the page, with the exception of Southwestern Bell Telephone numbers, for which no protection has been sought and Yellow Pages which is subject to a lesser degree of protection.

DIRECT TESTIMONY OF BEN JOHNSON (CONT.)

Information which can be made available only to the PSC, its Staff, OPC, attorneys and outside consultants of the parties to Case No. TC-93-224 as well as employees of such parties who execute a nondisclosure agreement:

<u>Page</u>	<u>Line(s)</u>	<u>Word(s) or Figure(s)</u>
21	9	1;
	11	1;
	13	1;
	15	3;

DIRECT TESTIMONY OF BEN JOHNSON (CONT.)


<u>Page</u>	<u>Line(s)</u>	<u>Word(s) or Figure(s)</u>
21	17	3;
	18	5;
	19	4;
	20	3;
	24	3-4;
	25	8;
22	29	6;
	31	1;
	33	1.
23	1	3;
	2	5;
	4	9.
24	17	3.
28	8	3-7.
30	28-29	All financial numbers.
31	9	5;
	11	1, 7;
	12	4;
37	5	1.
39	3	2;
	4	2.
46	13	1.
47	8	7;
	13	5;
	17	2;
	18	4-6;
	19	7-8;
	21	1-2;
	23	5-6;
	24	8-10;
	25	7;
	26	1;
48	6	6;
	7	1;
	8	7;
	11	4, 7-9;
	12	5-7

DIRECT TESTIMONY OF BEN JOHNSON (CONT.)

<u>Page</u>	<u>Line(s)</u>	<u>Word(s) or Figure(s)</u>
Sch. 2		Financial numbers for Yellow Pages and Gulf Printing Co.
Sch. 6		Graphing of Yellow Pages financial numbers and Yellow Pages financial numbers.
Sch. 12		Yellow Pages equity number.

Plaintiff's request for an injunction as to any other data, not expressly referenced herein is hereby denied.

So Ordered:


Judge Thomas P. Brown, III

Date: June 21, 1993

STATE OF MISSOURI }
COUNTY OF COLE } ss

I, LINDA L. ROARK, Clerk of the Circuit Court of Cole County, Missouri, hereby certify that the above and foregoing is a full true and correct copy of *Findings of Fact and Conclusions of Law and Judgment* as fully as the same remains of record in my said office.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of my said office this 21st day of June 1993
LINDA L. ROARK, Clerk

Circuit Court of Cole County Missouri

By 
Deputy Clerk