

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

In the Matter of ITC Midwest LLC's and
Fortis Inc.'s Joint Application for
Approval of Merger.

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File No. EM-2016-0212

ORDER GRANTING MOTION FOR PROTECTIVE ORDER

Issue Date: May 11, 2016

Effective Date: May 11, 2016

On May 10, 2016, Fortis Inc., ITC Holdings Corp., and ITC Midwest LLC (jointly, "Applicants") filed a *Motion for Protective Order* requesting redacted portions of Exhibit G, attached to their *Joint Application for Approval of Merger and Motion for Expedited Treatment*, be declared highly confidential. Exhibit G is a resolution of the Board of Directors of Fortis, Inc., authorizing and approving the merger transaction at issue in the Joint Application. Applicants argue the redacted information is highly confidential and includes references to strategies employed and conclusions reached as part of negotiations for the merger transaction. Applicants state that the redacted portions of the resolution are not publically available and public examination will be extremely detrimental to Fortis, Inc.

The Commission's rule regarding confidential information, 4 CSR 240-2.135, authorizes a party to seek a highly confidential or proprietary designation to protect information from disclosure. Applicants request the redacted portions of Exhibit G of the Joint Application be held highly confidential indefinitely. The Commission finds the request to be reasonable and will grant it.

THE COMMISSION ORDERS THAT:

1. Applicants' *Motion for Protective Order* is granted. The redacted portions of Exhibit G of the *Joint Application for Approval of Merger and Motion for Expedited Treatment*, are deemed highly confidential.
2. The treatment of proprietary and highly confidential information is governed by Commission Rule 4 CSR 240-2.135. Proper filing in the Commission Electronic and Information System (EFIS) is required to maintain this confidentiality.
3. This order shall be effective when issued.

BY THE COMMISSION



A handwritten signature in black ink that reads "Morris L. Woodruff".

Morris L. Woodruff
Secretary

Kim S. Burton, Regulatory
Law Judge, by delegation of authority
pursuant to Section 386.240, RSMo 2000.

Dated at Jefferson City, Missouri,
on this 11th day of May, 2016.