

FILED

April 18, 2018

STATE OF INDIANA
INDIANA UTILITY REGULATORY COMMISSION

INDIANA UTILITY

REGULATORY COMMISSION

PETITION OF GRAIN BELT EXPRESS CLEAN LINE LLC)
 FOR: (1) A DETERMINATION OF ITS STATUS AS A)
 "PUBLIC UTILITY" UNDER INDIANA LAW; (2) A)
 DETERMINATION THAT IT HAS THE TECHNICAL,)
 MANAGERIAL, AND FINANCIAL CAPABILITY TO)
 OPERATE AS A PUBLIC UTILITY IN INDIANA;)
 (3) AUTHORITY TO OPERATE AS A PUBLIC UTILITY IN)
 INDIANA, INCLUDING AUTHORITY TO EXERCISE ALL)
 RIGHTS AND PRIVILEGES OF A PUBLIC UTILITY)
 ACCORDED BY INDIANA LAW; (4) AUTHORITY TO)
 TRANSFER FUNCTIONAL CONTROL OF OPERATION)
 OF ITS TRANSMISSION FACILITIES TO BE)
 CONSTRUCTED IN INDIANA TO A FULLY-)
 FUNCTIONING REGIONAL TRANSMISSION)
 ORGANIZATION; (5) A DETERMINATION THAT THE)
 COMMISSION SHOULD DECLINE TO EXERCISE)
 CERTAIN ASPECTS OF ITS JURISDICTION OVER GRAIN)
 BELT CLEAN LINE LLC; (6) AUTHORITY TO LOCATE)
 ITS BOOKS AND RECORDS OUTSIDE THE STATE OF)
 INDIANA; (7) CONSENT BY THE COMMISSION TO)
 BOARDS OF COUNTY COMMISSIONERS FOR GRAIN)
 BELT EXPRESS CLEAN LINE LLC TO OCCUPY PUBLIC)
 RIGHTS OF WAY, TO THE EXTENT IT MAY BE)
 NECESSARY; AND (8) ALL OTHER APPROPRIATE)
 RELIEF.)

CAUSE NO. 44264

**GRAIN BELT EXPRESS CLEAN LINE LLC'S 2017 ANNUAL REPORT TO
THE INDIANA UTILITY REGULATORY COMMISSION**

Grain Belt Express Clean Line LLC ("Grain Belt Express"), by counsel, submits the following information to the Indiana Utility Regulatory Commission ("Commission") in accordance with the March 13, 2013 Settlement Agreement (the "Settlement Agreement") and the May 22, 2013 Order (the "Order") in Cause No. 44264.

Annual Update Requirement

The Settlement Agreement and Order in Cause No. 44264 require that Grain Belt Express provide the Commission with annual updates on the Grain Belt Express Clean Line transmission project (the "Project"), summarizing the Project construction and operational status and financing milestones, including the following:



1. Identification of major construction vendors and contractors hired;
2. Identification of major operation and maintenance contractors retained;
3. Significant new debt and equity financings completed at the Grain Belt Express level;
and
4. Significant changes in parent Clean Line Energy Partners' or Grain Belt Express' senior management.

In compliance with the Settlement Agreement and the Order in Cause No. 44264, Grain Belt Express respectfully submits its Annual Report for 2017, attached hereto.

FERC Form 1 Requirement

The Settlement Agreement and Order in Cause No. 44264 also require that Grain Belt Express file annually with the Commission its FERC Form 1, once the Project is completed and in service. This requirement is not applicable at this time, because the Project is not completed or in service.

Affiliate Report

The Settlement Agreement and Order in Cause No. 44264 also require that Grain Belt Express file annually with the Commission information about any affiliates that own or control electric generation resources in the MISO or PJM regions. This requirement is not applicable at this time, because Grain Belt Express does not have any affiliates that own or control generation, resources in the MISO or PJM regions, as the attached Annual Report indicates.

Dated this 13th day of April, 2018.



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CERTIFICATE OF SERVICE

The undersigned counsel for Grain Belt Express Clean Line LLC certifies that on the 13th day of April, 2018, she caused a copy of the foregoing to be served, by e-mail, on the following counsel:

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Grain Belt Express Clean Line LLC's Annual Report to the Indiana Utility Regulatory Commission for 2018

Grain Belt Express Clean Line LLC (referred to herein as "Grain Belt") provides the following Annual Update to the Indiana Utility Regulatory Commission ("Commission") on its progress developing the Grain Belt Express Clean Line transmission project ("Grain Belt Express Project" or "Project") in 2017. This annual report serves to update the Commission on progress made since its certification of Grain Belt as a public utility in Indiana on May 22, 2013 in IURC Cause No. 44264.

State Regulatory Update

On November 12, 2015, the Illinois Commerce Commission issued Grain Belt a Certificate of Public Convenience and Necessity to construct and operate the Illinois portion of the Grain Belt Express Project. On March 13, 2017, the Fifth District Appellate Court of Illinois reversed the Illinois Commerce Commission's Order. Grain Belt is evaluating options to re-obtain its Certificate in Illinois.

On August 30, 2016, Grain Belt filed an application for a Certificate of Need and Necessity ("CCN") with the Missouri Public Service Corporation ("PSC") requesting approval of the Project. On August 16, 2017, the PSC found the Grain Belt Express Project to be in the public interest, but declined to issue a CCN due to a decision on an unrelated project regarding county road crossing assents. On appeal, the Eastern District Appellate Court of Missouri ruled that the PSC erred in denying Grain Belt's application for a CCN, and referred the decision to the Missouri Supreme Court. Oral arguments for the Supreme Court occurred on April 3, 2018, and a decision is expected in mid-2018.

Interconnection Update

In October 2012, MISO completed the Feasibility Study for the 500 MW interconnection to the Ameren Missouri's Maywood-Montgomery 345 kV transmission line, pursuant to an interconnection request filed in September 2012 and assigned queue position J-255. In January 2017, Ameren Services Company Transmission Planning, on behalf of MISO, completed a more advanced Optional Study for J-255 which identified the need for \$21 million in Network Upgrades to accommodate the interconnection of the Project. MISO is now in the process of creating a tailored study process for HVDC projects. Since this process is new and the Grain Belt Express Project was in a "pre-queue" phase, Grain Belt will submit a new interconnection request once the new process has been approved by FERC and state regulatory approvals have been acquired.

Commercial Update

Grain Belt experienced no material commercial changes inform the 2017 Annual Report.

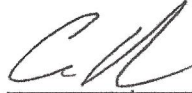
Financing and Senior Management

There were no material changes to Grain Belt's financing status or senior management in 2017. / /

Affiliate Ownership of Generation Resources

Grain Belt is not affiliated with any entities that own or control generation resources in either the MISO or PJM regions.

Please do not hesitate to contact us if we may answer any additional questions.

By: 
Name: Cary Kottler
Title: EVPA GC

I verify that the foregoing representations are true and correct, to the best of my knowledge, information and belief.

Dated: April 12, 2018