

**AMENDMENT No. 1 TO
PRECEDENT AGREEMENT**

This amendment No. 1 (“Amendment”), dated as of December 8, 2015, is made to that certain Precedent Agreement entered into by and between Tennessee Gas Pipeline Company, L.L.C. (“Transporter”) and Liberty Utilities (EnergyNorth Natural Gas) Corp. (“Shipper”), dated November 18, 2015 (the “Agreement”). Transporter and Shipper are collectively referred to herein as the “Parties.”

WHEREAS, Transporter and Shipper now wish to amend the Agreement as set forth herein.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein, Transporter and Shipper agree to amend the Agreement as follows:

1. Effective as of the date hereof, the Agreement is hereby changed and amended by deleting the date “**December 8, 2015**” as it appears in the first sentence of Section 13(a), and replacing the date with “**December 11, 2015**”.
2. This Amendment No. 1 may be executed in two or more counterparts, each of which shall be an original, and all of which together shall constitute one and the same agreement.
3. The Agreement is hereby ratified and affirmed and, except as expressly amended herein, all other items and provisions of the Agreement remain unchanged and continue to be in full force and effect.

IN WITNESS WHEREOF, the Parties have caused this Amendment to be executed by their duly authorized representatives as of the date hereinabove written.

TENNESSEE GAS PIPELINE COMPANY,
L.L.C.

Signature: 

Name: H. PRESTON TROUTMAN

Title: VICE PRESIDENT, BUSINESS DEVELOPMENT

AMP ctp

LIBERTY UTILITIES (ENERGYNORTH
NATURAL GAS) CORP.

Signature: 

Name: F. Chico DaFonte

Title: Vice President, Energy Procurement