

**STATE OF NEW HAMPSHIRE  
BEFORE THE PUBLIC UTILITIES COMMISSION**

<b>F-4 PETITION FOR AUTHORITY TO ISSUE SECURITIES</b>	)	
<b>NORTHERN UTILITIES, INC.</b>	)	<b>DOCKET NO. DG 17-__</b>
<b>Petitioner</b>	)	
	)	

**MOTION FOR CONFIDENTIAL TREATMENT  
AND PROTECTIVE ORDER**

Northern Utilities, Inc. (“Northern” or the “Company”) respectfully requests that the New Hampshire Public Utilities Commission (the “Commission”) grant a limited duration protective order for certain confidential information contained in the Company’s “F-4 Petition for Authority to Issue Securities”), consistent with R.S.A. 91-A:5(IV) and N.H. Admin. Rules, Puc 203.08. Specifically, UES requests that the Commission issue an order requiring confidential treatment for:

- (a) Exhibit NU-4, Balance Sheet as of December 31, 2016, proformed for the proposed financing (unaudited); and
- (b) Exhibit NU-5, Income Statement for the year ended December 31, 2016, proformed for the proposed financing (unaudited).

In support of this motion, Northern states as follows:

1. In its Petition, Northern seeks Commission authorization, pursuant to RSA 369:1, 2, and 4, for the issuance and sale of up to \$75 million of unsecured promissory notes in the manner and upon the terms set forth and explained in Northern’s supporting testimony.

2. Northern seeks a protective order and confidential treatment for Exhibit NU-4, Balance Sheet as of December 31, 2016, and Exhibit NU-5, Income Statement for the year ended December 31, 2016. The protective order and confidential treatment is sought only for a limited period of time: up until the Company distributes its audited noteholder financial statements for fiscal year 2016 with its debt holders. The Company intends to distribute these financial statements by March 31, 2017.

3. Northern seeks protection from public disclosure of all of the information contained in Exhibits NU-4 and NU-5 because these are preliminary unaudited financial statements, and is therefore confidential commercial and financial information. The Company's audited 2016 financial statements are currently being prepared and will be provided by March 31, 2017 after auditing is complete. Until this information is disclosed in these noteholder financial statements, it is confidential financial information, as it may have an impact upon the markets in which Unitil's securities are traded.

4. R.S.A. 91-A:5(IV) expressly exempts from the public disclosure requirements of the Right-to-Know law, R.S.A. 91-A, any records pertaining to "confidential, commercial or financial information." The Commission's rule on confidential treatment of public records, Puc 203.08, also recognizes that confidential, commercial or financial information may be appropriately protected from public disclosure pursuant to an order of the Commission.

5. Northern's request for a protective order is not inconsistent with the public disclosure requirements of the Right-to-Know law, R.S.A. 91-A. This statute generally provides open access to public records, but the Commission has recognized that the determination whether to disclose confidential information involves a balancing of the

public's interest in full disclosure with the countervailing commercial or private interests for non-disclosure. In this instance, the interests in support of a protective order of limited duration include the interest of the State in not disclosing unaudited financial data, and protecting the integrity and proper functioning of the financial markets in which the securities of the utility companies which serve the State are traded. In addition, the public interest is protected as the Company is making this information available in confidential form to the Commission and its Staff, as well as the Office of Consumer Advocate, to allow a full examination and review.

WHEREFORE, Northern respectfully requests that the Commission issue an order protecting the confidential information specified herein from public disclosure.

Respectfully submitted,

NORTHERN UTILITIES, INC.  
By its Attorney,

A handwritten signature in black ink, appearing to read "Gary Epler". The signature is written in a cursive, flowing style.

Gary Epler  
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Dated: January 31, 2017