

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

UNITIL CORPORATION)
AND)
NORTHERN UTILITIES, INC.)
_____)

DG 08-048

MOTION FOR PROTECTIVE ORDER

Now comes Unitil Corporation, and respectfully requests that the New Hampshire Public Utilities Commission (the "Commission") grant a protective order for certain confidential information submitted in this proceeding, consistent with R.S.A. 91-A:5(IV) and N.H. Admin. Rules, Puc 203.08. Specifically, the Company requests confidential treatment for the Direct Testimony of David Brevitz on behalf of the Maine Office of Public Advocate ("OPA") that was filed by the OPA in the related Maine proceeding, Docket No. 2008-155, on July 18, 2008. Unitil intends to make such information available to the Consumer Advocate ("OCA") and the Commission Staff consistent with the requested Protective Order. In support of this Motion, Unitil states as follows:

1. The New Hampshire Staff has requested that Unitil provide the confidential version of the Direct Testimony of David Brevitz on behalf of the Maine OPA that was filed by the OPA in the related Maine proceeding, Docket No. 2008-155, on July 18, 2008. Mr. Brevitz' testimony contains a discussion of certain confidential merger-sensitive information relating to Unitil's strategic business decisions, and references material, non-public, confidential business information that is not made available to the public. Public disclosure of Unitil's strategies and analyses relating

to the proposed acquisition could have a negative impact on its ongoing negotiations in the pending transaction, and could be detrimental to Unitil in any future transactions

2. 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 204.06, also recognizes that confidential, commercial or financial information may be appropriately protected from public disclosure pursuant to an order of the Commission.

3. Unitil'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 specifically recognizes that "records that would be within the scope of a privilege against discovery or used as evidence recognized by the court" may be protected from public disclosure. 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. Union Leader v. New Hampshire Housing Finance Authority, 142 N.H. 540 (1997). In this instance, Unitil submits that the interests discussed above sufficiently outweigh the public interest in full disclosure. Moreover, Unitil is not requesting non-disclosure protection from the Commission Staff or the OCA. Unitil is filing this motion for protective order to allow it to make the information available to the OCA and the Commission Staff during this proceeding subject to the requested order from the Commission that such information should be afforded confidential treatment.

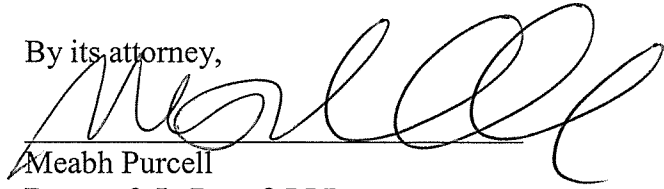
4. Pursuant to N.H. Code Admin. Rule Puc 203.04(e), Unitil sought the position of the Commission Staff, the OCA and the other parties. By the time of filing, neither the Commission Staff nor the other parties had indicated their positions on the Motion.

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

Respectfully submitted,

UNITIL CORPORATION

By its attorney,

A handwritten signature in black ink, appearing to read 'Meabh Purcell', written over a horizontal line.

Meabh Purcell
Dewey & LeBoeuf, LLP
260 Franklin Street
Boston, MA 02110
(617) 748-6847

Date: July 22, 2008

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BEFORE THE
PUBLIC UTILITIES COMMISSION

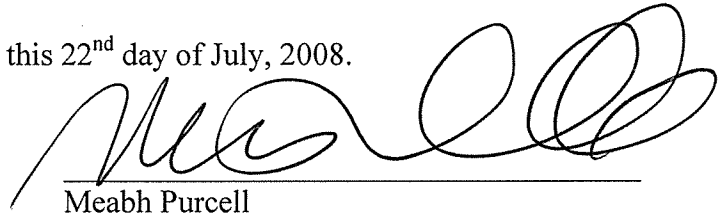
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CERTIFICATE OF SERVICE

I certify that I have caused a copy of the within to be served on each of the individuals on the Service List on file with the Secretary of the New Hampshire Public Utilities Commission.

Dated at Boston, Massachusetts, this 22nd day of July, 2008.



Meabh Purcell

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