

SIXTH FLOOR, 900 HOWE STREET, BOX 250
VANCOUVER, B.C. V6Z 2N3 CANADA
web site: <http://www.bcuc.com>



**BRITISH COLUMBIA
UTILITIES COMMISSION**

**ORDER
NUMBER** G-137-05

TELEPHONE: (604) 660-4700
BC TOLL FREE: 1-800-663-1385
FACSIMILE: (604) 660-1102

**IN THE MATTER OF
the Utilities Commission Act, R.S.B.C. 1996, Chapter 473**

and

**An Application by Terasen Gas Inc.
for Approval to Issue Medium Term Note Debentures**

BEFORE: L.F. Kelsey, Commissioner
L.A. Boychuk, Commissioner December 15, 2005

O R D E R

WHEREAS:

- A. On November 30, 2005, Terasen Gas Inc. ("Terasen Gas") applied to the Commission pursuant to Section 50(2) of the Utilities Commission Act ("the Act") for approval to issue up to \$700 million Medium Term Note ("MTN") Debentures until December 31, 2007 ("the Application"); and
- B. The approval given by Commission Order No. G-11-04 to issue up to \$700 million of MTN Debentures is due to expire at the end of December 2005; and
- C. Terasen Gas expects that the proposed \$700 million issue limit will provide for the financing of scheduled redemptions and anticipated capital expenditures with additional capacity to deal with unexpected developments; and
- D. The Commission has reviewed the Application and supporting material and finds that approval of the Application is warranted and in the public interest.

NOW THEREFORE pursuant to Sections 23 and 50(2) of the Act, the Commission orders as follows:

- 1. The Commission approves for Terasen Gas the authority to issue up to \$700 million MTN Debentures from time-to-time, effective from the date of this Order until the end of December 2007.

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2. Terasen Gas shall continue to file with the Commission within one week of issue, a pricing supplement for each MTN Debenture issued.

DATED at the City of Vancouver, in the Province of British Columbia, this 22nd day of December 2005.

BY ORDER

Original signed by:

L.F. Kelsey
Commissioner