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**BRITISH COLUMBIA
UTILITIES COMMISSION**

**ORDER
NUMBER G-193-11**

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

and

**An Application by Pacific Northern Gas Ltd.
to Register a Transfer of the Issued and Outstanding Common Shares
to AltaGas Utility Holdings (Pacific) Inc.**

BEFORE: A.W.K. Anderson, Panel Chair/Commissioner
D.M Morton, Commissioner
R.D. Revel, Commissioner
November 23, 2011

O R D E R

WHEREAS:

- A. On October 31, 2011 AltaGas Utility Holdings (Pacific) Inc. (AltaGas) applied pursuant to section 54 of the *Utilities Commission Act* (the Act) for an Order approving the acquisition of the issued and outstanding common shares of Pacific Northern Gas Ltd. (PNG) (AltaGas Application);
- B. On October 31, 2011, PNG applied pursuant to section 54(5) of the Act for approval to register a transfer of its common shares to AltaGas (the Application);
- C. By Order G-183-11, the British Columbia Utilities Commission (the Commission) established an Integrated Review Process and a Timetable to review the Application and the AltaGas Application;
- D. AltaGas and PNG have jointly undertaken communication and consultation with key stakeholders of PNG and Pacific Northern Gas (N.E.) Ltd. and on November 14, 2011 submitted a summary of comments as part of the materials filed in support of the Application;
- E. On November 15, 2011, the Commission issued a letter establishing the process for the Integrated Review Process scheduled for November 22, 2011;
- F. On November 22, 2011, the Commission held an Integrated Review Process to review the Application and the AltaGas Application. The Commission, PNG, AltaGas, as well as Registered Interveners participated in the Integrated Review Process;

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- G. The Commission approved the acquisition by AltaGas of the issued and outstanding common shares of PNG under Order G-192-11, subject to certain conditions; and
- H. The Commission has reviewed the Application and considers that approval is warranted subject to conditions contained in that Order G-192-11.

NOW THEREFORE the Commission approves, pursuant to section 54(5) of the Act, the registration of a transfer of the issued and outstanding common shares of Pacific Northern Gas Ltd. to AltaGas Utility Holdings (Pacific) Inc. subject to the conditions contained in Order G-192-11.

DATED at the City of Vancouver, in the Province of British Columbia, this 23rd day of November 2011.

BY ORDER

Original signed by:

A.W. K. Anderson
Panel Chair/Commissioner