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**BRITISH COLUMBIA
UTILITIES COMMISSION**

**ORDER
NUMBER G-90-14**

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

and

**Canwest Propane ULC
Application for Approval to Acquire Cal-Gas Inc.**

BEFORE: L.F. Kelsey, Commissioner
C.A. Brown, Commissioner
H.G. Harowitz, Commissioner
K.A. Keilty, Commissioner
N.E. MacMurchy, Commissioner July 10, 2014
I.F. MacPhail, Commissioner
B.A. Magnan, Commissioner
D.M. Morton, Commissioner

O R D E R

WHEREAS:

- A. On April 11, 2014, Canwest Propane ULC (Canwest) and Cal-Gas Inc. (Cal-Gas) have entered into a letter agreement under which all of the issued and outstanding common shares of Cal-Gas will be purchased by Canwest subject to the finalization of formal documents. Such formal documents have been finalized;
- B. On May 30, 2014, Canwest applied to the British Columbia Utilities Commission (the Commission), pursuant to section 54 of the *Utilities Commission Act* (the Act), for approval to acquire all of the issued and outstanding shares of Cal-Gas, which would result in Cal-Gas becoming a direct, wholly owned subsidiary of Canwest (the Application);
- C. Cal-Gas is a public utility regulated by the Commission under the Act and provides propane service to residential customers in the Kicking Horse Mountain Resort area and Canyon Ridge Estates area near Golden, B.C.;
- D. Canwest and Cal-Gas are incorporated in the Province of Alberta;
- E. In accordance with the regulatory timetable established in Order G-78-14, Canwest published a public notice in the Vancouver Sun and Golden Star and the Commission issued information requests to Canwest on June 20, 2014 in review of the Application;

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- F. Canwest filed its responses to the information requests on June 25 and 27, 2014;
- G. Canwest states that the acquisition of Cal-Gas will not result in adverse change or detrimental effect on Cal-Gas' existing customers or how current propane service is provided to existing customers. It also states that it will not seek to recover any of the acquisition premium or transaction costs incurred directly in connection with the sales transaction from Cal-Gas' customers;
- H. No interveners registered for this proceeding or participated in the review of the Application; and
- I. The Commission reviewed the Application along with the supporting materials and has determined that approval of the Application is in the public interest.

NOW THEREFORE the British Columbia Utilities Commission orders that the Application by Canwest Propane ULC to acquire the issued and outstanding common shares of Cal-Gas Inc. is hereby approved pursuant to section 54 of the *Utilities Commission Act*.

DATED at the City of Vancouver, in the Province of British Columbia, this 10th day of July 2014.

BY ORDER

Original signed by:

D.M. Morton
Commissioner