

**PUBLIC SERVICE COMMISSION OF THE DISTRICT OF COLUMBIA  
1325 G STREET, N.W., SUITE 800  
WASHINGTON, D.C. 20005**

**PUBLIC NOTICE**

**May 25, 2017**

**FORMAL CASE NO. 1142 IN THE MATTER OF THE MERGER OF ALTAGAS LTD.  
AND WGL HOLDINGS, INC.**

1. By this Public Notice, the Public Service Commission of the District of Columbia (“Commission”) sets the date for the prehearing conference in this proceeding. The Commission also establishes filing deadlines related to the prehearing conference.

2. On April 25, 2017, the Commission opened this proceeding to review the merger Application filed by AltaGas, WGL Holdings, Inc. (“WGL Holdings”), and Washington Gas Light Company (“WGL”) (collectively, “Joint Applicants”) pursuant to D.C. Code § 34-504 and 34-1001 on April 24, 2017.<sup>1</sup> The Joint Applicants propose to merge WGL Holdings, the parent of WGL, and Wrangler Inc. (“Merger Sub”), a wholly-owned indirect subsidiary of AltaGas (the “Merger”).<sup>2</sup> However, the Joint Applicants represent that WGL will continue to operate as a District of Columbia utility subject to the continuing jurisdiction of the Commission and without any reduction in the Commission’s existing oversight or authority.<sup>3</sup> The Merger will be an all cash transaction for approximately \$4.5 billion.

3. The Commission opened this proceeding in an April 25, 2017, Public Notice. In that Notice, the Commission scheduled a procedural conference for May 18, 2017, to discuss the factors to be used in evaluating the Application and the procedural schedule for this proceeding. The Public Notice noted that a prehearing conference would be scheduled after that date.<sup>4</sup>

4. Pursuant to 15 DCMR § 121, the Commission will hold a Prehearing Conference in this proceeding at **10:00 a.m. on July 6, 2017**, in the Commission’s Hearing Room, 1325 G Street, NW, 8<sup>th</sup> Floor, Washington, D.C. 20005. In preparation for the prehearing conference, the parties shall file joint statements indicating any agreement on the factors and the procedural schedule on June 19, 2017. They shall also file separate statements if they differ on factors and issues to be included in this proceeding on June 19, 2017. On June 28, 2017, parties may respond to the June 19, 2017, filings.

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<sup>1</sup> *Formal Case No. 1142, In the Matter of the Merger of AltaGas Ltd. and WGL Holdings, Inc.*, Application (“Joint Application”), filed April 24, 2017.

<sup>2</sup> Joint Application at 1.

<sup>3</sup> Joint Application at 7.

<sup>4</sup> *Formal Case No. 1142*, Public Notice at 3, rel. April 25, 2017.