



One Riverfront Plaza
Newark, New Jersey 07102

NAME: DEBORAH M. FRANCO, ESQ.
TITLE: PARTNER
DIRECT DIAL: 973-849-9005
DFRANCO@CULLENANDDYKMAN.COM

Jwd
8/2/18

RECEIVED
CASE MANAGEMENT July 31, 2018

Via Federal Express

Records Custodian
NJ Board of Public Utilities
44 S. Clinton Ave., 3rd Floor
Suite 314
Trenton, NJ 08625

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TRENTON, NJ

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BOARD OF PUBLIC UTILITIES
TRENTON, NJ

**Re: In the Matter of the Acquisition of Elizabethtown Gas, a Division of Pivotal Utility Holdings, Inc., by ETG Acquisition Corp., a Subsidiary of South Jersey Industries, Inc. and Related Transactions
BPU Docket No. GM17121309**

Dear Records Custodian,

Under a cover letter dated July 31, 2018, a public version of a 30 Day Compliance Filing ("Compliance Filing") was filed with the New Jersey Board of Public Utilities ("Board") by South Jersey Industries, Inc. ("SJI") and Elizabethtown Gas Company ("Elizabethtown") in accordance with the Board's June 22, 2018 Order in the above-referenced matter. As required by the Acquisition Order, this Compliance Filing includes three Appendices: Appendix A, SJI's Form 8-K, filed with the United States Securities and Exchange Commission on July 1, 2018, as proof of closing; Appendix B, SJI's net transaction costs; and Appendix C, the preliminary opening balance sheet of Elizabethtown.

The purpose of this letter is to file with the Board's designated Custodian of Records to request confidential treatment for Appendices B and C to the Compliance Filing in accordance with the Open Public Records Act ("OPRA") (*N.J.S.A. 47:1A-1, et seq.*) and Section 14:1-12, *et seq.* of the Board's regulations on behalf of SJI.¹ Consistent with those regulations, submitted herewith are (a) both a preliminary public copy and a confidential copy of the Compliance Filing and its appendices, and (b) a substantiation of claim as required under *N.J.A.C. 14:1-12.8*. The confidential copy of the referenced information has been sealed within a separate envelope as required by *N.J.A.C. 14:1-12.3(d)*.²

¹ *N.J.A.C. 14:1-12.1 et seq.*

² In accordance with Section 14:1-12.3 of the Board's rules, the unredacted version of the filing is labeled "CONFIDENTIAL COPY" and is sealed in an envelope displaying the word "CONFIDENTIAL" which is enclosed in another envelope bearing no markings indicating the confidential nature of the contents. The redacted version of the filing is labeled "PRELIMINARY PUBLIC COPY" with the confidential information identified.

CMS - Conf.
M. Russo, Esq.
C. Vachier
S. Peterson

In accordance with *N.J.A.C.* 14:1-12.8, substantiation of SJI's request for confidential treatment is attached hereto and contains the affidavit of Stacy A. Mitchell, Vice President, Rates and Regulatory Affairs of South Jersey Gas Company, a subsidiary of SJI. As set forth below and in the attached substantiation, certain information in the appendices to the Compliance Filing should be afforded confidential treatment as such information is not normally disclosed to the public and is proprietary and competitively sensitive.

Consistent with the provisions of *N.J.A.C.* 14:1-12.10, SJI requests that the information submitted herein be treated as confidential pending a final determination that the request for confidential treatment has been substantiated. A copy of the confidential information has been provided to representatives of Board Staff and Rate Counsel pursuant to fully executed confidentiality agreements.

Kindly acknowledge receipt and filing of the enclosures by date stamping the enclosed copy of this letter and returning it to us in the enclosed self-addressed and stamped envelope. Should you have any questions, please contact the undersigned.

Sincerely,

Deborah M. Franco/KR

Deborah M. Franco
Cullen and Dykman LLP
Of Counsel to Elizabethtown Gas Company

Enclosures: Confidentiality Claim, Preliminary Public Copy and Confidential Copy

cc: Secretary Camacho w/ Confidentiality Claim and Preliminary Public Copy
Paul Flanagan, Executive Director, Board Staff*
Stacy Peterson, Director, Division of Energy Board Staff*
Stefanie A. Brand, Director, Division of Rate Counsel*
Felicia Thomas-Friel, Managing Attorney-Gas*

*In addition to the Confidentiality Claim and Public Copy, the Confidential Copy is being provided to these parties in accordance with the Non-Disclosure Agreement established in BPU Docket No. GM17121309.