

NEW BRUNSWICK ENERGY AND UTILITIES BOARD

IN THE MATTER of a request for an Order pursuant to section 27 of the *Gas Distribution Act, 1999*.

ORDER

WHEREAS Enbridge Gas New Brunswick Limited Partnership (EGNBLP) currently has 284,467 Limited Partnership Units outstanding, 43% of which are held by Enbridge Energy Distribution Inc. (EEDI), an indirect wholly-owned subsidiary of Enbridge Inc. and 57% of which are held by Enbridge Atlantic (Holdings) Inc. (EAHI), a direct wholly-owned subsidiary of Enbridge Inc.;

AND WHEREAS as part of an internal restructuring to streamline Enbridge Inc.'s internal corporate organization, EEDI will sell its Limited Partnership Units to EAHI;

AND WHEREAS the ultimate beneficial owner of all of the Limited Partnership Units will remain Enbridge Inc.;

AND WHEREAS EEDI will also sell all of its common shares of Enbridge Gas New Brunswick Inc., the general partner of EGNBLP that holds a 1% general partnership interest in EGNBLP, to Enbridge Inc.;

IT IS HEREBY ORDERED THAT pursuant to section 27 of the *Gas Distribution Act, 1999*, EAHI and Enbridge Inc. may acquire more than 20% of the beneficial ownership of EGNBLP.

DATED at the City of Saint John, New Brunswick, this 1st day of September, 2016.

BY THE BOARD



Kathleen Mitchell
Chief Clerk of the Board