

REGULATIONS OF CONNECTICUT STATE AGENCIES

Department of Energy and Environmental Protection

Public Utilities Regulatory Authority

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Petitions and Applications, Sec. 16-47, Gen. Stat.**Sec. 16-47-1. Applicability**

These rules apply to all applications required to be filed pursuant to Section 16-47 of the General Statutes of Connecticut.

(Effective October 27, 1988; transferred from § 16-1-64, August 23, 2000)

Sec. 16-47-2. Required information

Each application under Section 16-47 of the General Statutes of Connecticut shall contain the following information:

(a) General description of the property, field of operation, and existing business interests of the applicant or description of the official, board or commission purporting to act under any governmental authority other than that of this state or of its divisions, municipal corporations or courts;

(b) Applicant's financial statement for the most recent fiscal year and the pro forma period (include assumptions), giving effect to the proposed transaction, to include balance sheet, income statement and statement of source and application of funds;

(c) Applicant's most recent Form 10-K and subsequent Forms 10-Q filed with the securities and exchange commission, or comparable information if the applicant is not required to submit the identified documents to the securities and exchange commission;

(d) Applicant's most recent Form 8-K filed with the securities and exchange commission, or comparable information if the applicant is not required to submit the identified document to the securities and exchange commission;

(e) Applicant's most recent annual report to stockholders, or comparable information if such report is not published;

(f) Applicant's latest proxy statement sent to stockholders, or comparable information if such report is not published;

(g) Description of transaction or series of transactions, including intended financing, by which the proposed transaction will be effected, and agreements or other instruments associated with the proposed transaction;

(h) A statement of purpose and intent of the applicant in undertaking the proposed transaction(s);

(i) A statement of the benefits, including rates, standards of service and efficiency and adequacy of management, that would result to the customers and stockholders of the public service company or holding company the interference with, or acquisition or control of which, is the subject of the application (hereinafter "affected company");

(j) Any prospectus, official statement, preliminary prospectus or preliminary official statement prepared by or on behalf of the applicant or any other person with regard to the proposed transaction(s);

(k) Applicant's capital structure and capitalization ratios, present and pro forma (include assumptions), assuming approval of the proposed transaction(s);

(l) Applicant's interest (before and after income taxes) and fixed charge coverages, present and pro forma (include assumptions), assuming approval of the proposed transaction(s);

(m) The proposed table of organization of the management of the applicant, and of the affected company, after giving effect to the proposed transaction(s), including the name of each executive officer on each such proposed table of organization;

(n) The names of the proposed members of the board of directors of the applicant, and of the affected company, after giving effect to the proposed transaction(s);

(o) A narrative description of the proposed operations of the applicant and the affected company for the first calendar year following the effectiveness of the proposed transaction(s), including, but not limited to, employment levels and office and service center locations, and details of all changes from the existing operations of the affected company;

(p) A description of the experience of each of the applicants in the operation, management or control of any public service company, and, to the extent not otherwise provided, a statement as to the suitability of the applicants to control the affected company;

(q) A list of all department orders, rulings and regulations in effect and applicable to the affected company, and an indication of those which the applicant proposes would be discontinued in connection with the proposed transaction(s), together with a statement of the reason for each such proposed discontinuance;

(r) A list of stockholder approval and all federal, state and local governmental approvals required in order to effect the proposed transaction(s), together with a description of the status of the applicant's efforts to obtain each such approval as of the date reasonably proximate to the date of the application;

(s) A statement of the percentage of voting securities of the affected company owned or controlled by the applicant, and control exercised or capable of being exercised over the public service company after the conclusion of the proposed transaction.

(Effective October 27, 1988; transferred from § 16-1-65, August 23, 2000)

Sec. 16-47-3. Date of application

An application under section 16-47 of the Connecticut General Statutes shall be deemed filed under subsection (d) of said section on the date all the information required by section 16-1-65 of the regulations of Connecticut state agencies has been provided to the department.

(Effective October 27, 1988; transferred and amended from § 16-1-65A, August 23, 2000)

Sec. 16-47-4. Additional information

The gas, electric distribution, water, telephone or community antenna television company, or holding company, the interference with, acquisition or control of which is the subject of the application (the affected company), shall provide the following information. The required information may be included in the application, if jointly submitted, as part of the statement of application, written testimony or exhibits annexed thereto. If not provided as part of a joint application, the following information shall be filed separately in the form of written testimony or exhibits, no later than ten (10) days after the application is deemed filed under subsection (d) of section 16-47 of the Connecticut General Statutes:

(1) Financial statements for the most recent fiscal year and the pro forma period (include assumptions), with and without approval of the proposed transaction, to include balance sheet, income statement and statement of source and application of funds;

(2) Existing reporting structure for personnel, from Connecticut local operations to chief executive officer, including board of directors;

(3) Capital structure and capitalization ratios, present and pro forma (include assumptions), giving effect to the proposed transaction;

(4) Any prospectus, official statement, preliminary prospectus or preliminary official statement associated with the transaction for which approval is sought; and

(5) A statement of the interference, authority or control that applicant is capable of exercising over the affected company after completion of the proposed transaction.

(Effective October 27, 1988; transferred and amended from § 16-1-65B, August 23, 2000)

Sec. 16-47-5. Service

The applicant shall serve the application on the gas, electric distribution, water, telephone or community antenna television company, or holding company, the interference with, acquisition or control of which is the subject of the application, at the time the application is filed with the department. Service shall be in accordance with the provisions of subsection (a) of section 16-1-15 of the regulations of Connecticut state agencies.

(Effective October 27, 1988; transferred and amended from § 16-1-65C, August 23, 2000)