

**BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI**

In the Matter of Southern Union Company )	
d/b/a Missouri Gas Energy, Sigma Acquisition )	
Corporation and Energy Transfer Equity, L.P. )	
for an Order Authorizing them to Perform in )	Case No. GM-2011-0412
Accordance with a Merger Agreement and )	
to Undertake Related Transactions )	

**JOINT RECOMMENDATION**

Come now Staff of the Missouri Public Service Commission ("Staff"), the Office of the Public Counsel ("OPC), Southern Union Company ("Southern Union"), d/b/a Missouri Gas Energy ("MGE"), Sigma Acquisition Corporation ("Sigma") and Energy Transfer Equity, L.P. ("ETE"), (hereinafter "the Parties") and for their Joint Recommendation respectfully state as follows to the Missouri Public Service Commission:

1. By Order dated January 6, 2012, the Commission directed the Staff, no later than January 18, 2012, to either file its recommendation regarding the proposed merger, or a recommendation as to how the Commission should proceed to consider the application which is the subject of this case.

2. The Parties continue to be engaged in the process of pursuing a settlement of this matter. In this regard, a comprehensive settlement document has been prepared and circulated among the parties as a basis of negotiations and the Parties, on January 12, 2012, met and discussed same.

3. In view of this and while the ultimate outcome of these settlement negotiations cannot be determined at this time, the Parties now anticipate that they will be in a position, on or before February 3, 2012, to notify the Commission

as to the status of these negotiations and indicate the likelihood of a resolution of these matters or whether the establishment of a procedural schedule might be appropriate.

WHEREFORE, the Parties respectfully submit this Joint Recommendation and request the Commission to establish February 3, 2012, as the date on or before which the Parties shall file their recommendation as to how the Commission should proceed to consider the subject application.

Respectfully submitted,

/s/Lera Shemwell

Lera Shemwell Mo #43792  
Deputy General Counsel  
Missouri Public Service Commission  
P.O. Box 360  
Jefferson City, MO 65102  
Tel: (573) 751-7431  
Fax: (573) 751-9285  
[Lera.shemwell@psc.mo.gov](mailto:Lera.shemwell@psc.mo.gov)

Attorney for the Staff of the Missouri  
Public Service Commission

/s/Marc Poston

Marc Poston Mo # 45722  
Assistant Public Counsel  
Office of the Public Counsel  
P.O. Box 2230  
Jefferson City, MO 65102  
Tel: (573) 751-5558  
Fax: (573) 751-5562  
[marc.poston@ded.mo.gov](mailto:marc.poston@ded.mo.gov)

Attorney for the Office of  
the Public Counsel

/s/James C. Swearengen

James C. Swearengen Mo #21510  
Paul A. Boudreau Mo #33155  
Brydon, Swearengen & England, P.C.  
312 E. Capitol Avenue  
P.O. Box 456  
Jefferson City, MO 65102-0456  
Tel: (573) 635-7166  
Fax: (573) 634-7431  
[LRackers@brydonlaw.com](mailto:LRackers@brydonlaw.com)

Todd J. Jacobs Mo #52366  
Senior Attorney  
Missouri Gas Energy  
3420 Broadway  
Kansas City, MO 64111  
Tel: (816) 360-5976  
Fax: (816) 360-5903  
[todd.jacobs@sug.com](mailto:todd.jacobs@sug.com)

Attorneys for Southern Union  
Company d/b/a Missouri Gas Energy

/s/Larry Dority

James M. Fischer Mo #27543  
Larry W. Dority Mo #25617  
Fischer & Dority, P.C.  
101 Madison – Suite 400  
Jefferson City, MO 65101  
Tel: (573) 636-6758  
Fax: (573) 636-0383  
[jfischerpc@aol.com](mailto:jfischerpc@aol.com)  
[lwdority@sprintmail.com](mailto:lwdority@sprintmail.com)

Attorneys for Energy Transfer  
Equity, L.P. and Sigma  
Acquisition Corporation

### **Certificate of Service**

I hereby certify that copies of the foregoing have been mailed, hand-delivered, or transmitted by facsimile or electronic mail to all counsel of record this 13<sup>th</sup> day of January, 2012.

/s/ James C. Swearengen