



STOLL
KEENON
OGDEN
P.L.L.C.

300 WEST VINE STREET
SUITE 2100
LEXINGTON, KY 40507-1801
MAIN: (859) 231-3000
FAX: (859) 253-1093

RECEIVED

FEB 19 2016

PUBLIC SERVICE
COMMISSION

ROBERT M. WATT, III
DIRECT DIAL: (859) 231-3043
DIRECT FAX: (859) 246-3643
Robert.Watt@skofirm.com

February 19, 2016

HAND DELIVERED

Hon. Jeff Derouen
Executive Director
Public Service Commission
211 Sower Boulevard
P.O. Box 615
Frankfort, KY 40601

Re: T. Rowe Price Associates, Inc.
Case No. 2015-00389

Dear Mr. Derouen:

Please find enclosed for filing in the above-captioned case an original and ten copies of the Acknowledgement of T. Rowe Price Associates, Inc. and Motion to Submit Case on Existing Record. Thank you in advance for your assistance. Best regards.

Sincerely,

Robert M. Watt, III

rmw:rmw
Enclosures
cc: Counsel of Record (w/encl.)

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**COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION**

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PUBLIC SERVICE
COMMISSION**

In the Matter of:

APPLICATION OF T. ROWE PRICE)	
ASSOCIATES, INC. FOR A DECLARATORY)	CASE NO. 2015-00389
ORDER REGARDING THE ACQUISITION OF)	
COMMON STOCK)	

* * * * *

**ACKNOWLEDGEMENT OF T. ROWE PRICE ASSOCIATES, INC.
AND MOTION TO SUBMIT CASE ON EXISTING RECORD**

T. Rowe Price Associates, Inc. ("TRP Associates"), by counsel, in accordance with discussions that occurred in the course of the telephonic informal conference held in this proceeding on February 11, 2016, does hereby tender its acknowledgement of, and agreement to, the request made by Commission Staff that if TRP Associates' investment policy changes and it seeks to acquire control or influence control of NiSource, Inc. or its wholly-owned subsidiary, Columbia Gas of Kentucky, Inc., TRP Associates will provide notice to the Commission before taking action and will file an application for approval of the acquisition pursuant to KRS 278.020(6). Consistent with oral representations at the informal conference, TRP Associates, as evidenced by the signature of Ryan P. Nolan, its Vice President, set forth below, does hereby formally acknowledge and consent to be bound by the commitment and affirmatively states that it will abide by it in the event the declaratory relief sought by TRP Associates is granted by the Commission.

Based upon the foregoing, TRP Associates does not believe that a hearing is necessary in this proceeding and hereby moves the Commission to submit the case for a final adjudication based on the administrative record.

Dated: February 19, 2016

Respectfully submitted,



Robert M. Watt, III
Monica H. Braun
Stoll Keenon Ogden, PLLC
300 West Vine Street, Suite 2100
Lexington, Kentucky 40507
Tel: 859-231-3000
robert.watt@skofirm.com
monica.braun@skofirm.com

Ryan P. Nolan, Esq.
Vice President & Senior Legal Counsel
T. Rowe Price Associates, Inc.
100 East Pratt Street
Baltimore, MD 21202
Tel: (410) 345-6618
ryan_nolan@troweprice.com

Ellen A. York, Esq.
Legal Counsel
T. Rowe Price Associates, Inc.
100 East Pratt Street
Baltimore, MD 21202
Tel: (410) 345-4676
ellen_york@troweprice.com

Attorneys for T. Rowe Price Associates, Inc.

T. Rowe Price Associates, Inc., by and through its Vice President, Ryan P. Nolan, hereby accepts and agrees to be bound by the commitment described above in the event the declaratory relief sought in the Application is granted by the Commission.

Dated: February 17, 2016



Ryan P. Nolan, Vice President
T. Rowe Price Associates, Inc.