

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF DELAWARE

IN THE MATTER OF THE APPLICATION)
OF DELMARVA POWER & LIGHT)
COMPANY, EXELON CORPORATION,)
PEPCO HOLDINGS, INC., PURPLE)
ACQUISITION CORPORATION, EXELON) PSC Docket No. 14-193
ENERGY DELIVERY COMPANY, LLC AND)
NEW SPECIAL PURPOSE ENTITY FOR)
APPROVALS UNDER THE PROVISIONS OF)
26 DEL. C. §§ 215 and 1016 (Filed June 18,)
2014))

**SECOND AMENDED SCHEDULING ORDER RELATED TO APPLICATION
OF MOST FAVORED NATIONS PROVISIONS
OF AMENDED SETTLEMENT AGREEMENT**

Pursuant to the agreement of the parties, the Delaware Public Service Commission (the “Commission”), through its designated Hearing Examiner, adopts the following Second Amended Scheduling Order related to the consideration of allocation of additional benefits from the merger of Exelon Corporation and Pepco Holdings, Inc. (the “Merger”) in accordance with the Most Favored Nations (“MFN”) provisions of Paragraphs 103 through 105 of the Amended Settlement Agreement filed in this matter on April 7, 2015 (the “Amended Settlement Agreement”) (as previously approved by Commission Order No. 8746 on June 2, 2015). This Second Amended Scheduling Order supersedes the prior Scheduling Order dated May 30, 2016 and the Amended Scheduling Order dated June 15, 2016.

1. Hearing Date. The Commission has set Tuesday, September 20, 2016, at 1:00 p.m. as the date and time for a hearing on the MFN provisions. At the hearing, the Commission may take evidence, hear argument and deliberate concerning the allocation of additional benefits in accordance with Paragraphs 103 through 105 of the Amended Settlement Agreement.

2. Calculation of Additional Benefits Under MFN Provision. Not later than 5:00 p.m.

on Monday, July 11, 2016, the Joint Applicants shall file with the Commission a summary of additional benefits to be provided in Delaware pursuant to the MFN provisions of the Amended Settlement Agreement (calculated on a per-distribution customer basis).

3. Proposed Allocation of MFN Benefits. Not later than 5:00 p.m. on Friday, August 12, 2016, any party (or any parties jointly) that propose for the Commission to adopt an allocation of the additional benefits pursuant to the MFN provisions shall file its proposed allocation with the Commission.

4. Hearing Notice. The Joint Applicants are directed to publish a hearing notice not later than Wednesday, August 31, 2016.

5. Identification of Exhibits. The parties shall identify for all other parties any exhibits that they intend to introduce at the hearing not later than 5:00 p.m. on Monday, August 29, 2016. No previously introduced and admitted exhibits shall be required to be identified for purposes of the hearing.

6. Objections to Evidence. The parties shall file any objections related to evidence to be presented at the hearing not later than 5:00 p.m. on Friday, September 2, 2016.

7. Motions. The parties shall file any pre-hearing motions not later than 5:00 p.m. on Wednesday, September 7, 2016. Any party opposing a motion may file a response not later than 5:00 p.m. on Monday, September 12, 2016. The Hearing Examiner will rule on pre-hearing motions by 5:00 p.m. on Thursday, September 15, 2016.

8. Written comments. Any interested member of the public shall be entitled to submit or file written comments related to the application of the MFN provisions and any suggested or proposed allocation of additional benefits related to the merger at any time before 5:00 p.m. on Monday, September 12, 2016.

9. Pre-hearing Submissions. Any party may file a pre-hearing submission not later than 5:00 p.m. on Monday, September 12, 2016. Submissions need not be formal briefs, but may present argument or proposals for allocation of additional benefits as referred to in Paragraph 104 of the Amended Settlement Agreement.

10. Submission of Hearing Exhibits. Not later than 5:00 p.m. on Tuesday, September 13, 2016, each party intending to introduce exhibits at the hearing will deliver ten (10) copies of such exhibits to the Hearing Examiner. Hearing exhibits shall not be filed on Delafile. Any previously admitted exhibit is part of the record and may be relied upon in connection with the hearing.

11. Order of Presentation. At the hearing, the Commission shall consider the admission of evidence and the closing of the record. Thereafter, the Commission shall hear and consider arguments from the parties or their counsel related to the allocation of additional benefits pursuant to the MFN provisions of the Amended Settlement Agreement.



Mark Lawrence
Senior Hearing Examiner
Delaware Public Service Commission

Dated: June 20, 2016

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