

BEFORE THE PUBLIC SERVICE COMMISSION

OF THE STATE OF DELAWARE

IN THE MATTER OF THE APPLICATION)
OF DELMARVA POWER & LIGHT COMPANY,)
EXELON CORPORATION,) PSC Docket No. 14-193
PEPCO HOLDINGS, INC., PURPLE)
ACQUISITION CORPORATION, EXELON)
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))

ORDER NO. 8638
AGREED ORDER REGARDING DEPOSITIONS

This 2nd day of October, 2014, the Delaware Public Service Commission (the "Commission"), through its designated Hearing Examiner, adopts the following Order regarding depositions in this docket:

1. Counsel for Staff and the Public Advocate have each indicated that depositions upon oral examination need to be taken in this docket.

2. These parties have agreed that the depositions Christopher Crane, Exelon's President and Chief Executive Officer, Joseph M. Rigby, PHI's Chairman, President and Chief Executive Officer, and Denis P. O'Brien, Exelon's Chief Executive Officer, will be limited in duration. The parties should attempt to complete these depositions within four (4) hours, approximately. Additionally, due to the number of and complexity of the issues in this docket, the parties agree that there is a limited amount of time to take the depositions of other witnesses affiliated with the Joint Applicants, even if those

depositions are not specifically limited in duration.

In order for this docket to proceed in an orderly manner, I find as follows:

3. Pursuant to the statutory authority for their respective agencies, Counsel for Staff and Counsel for the Public Advocate shall take all depositions in this docket, and in the case of those limited in duration, Counsel for Staff and Counsel for the Public Advocate shall share time with the Joint Applicants if requested by the Joint Applicants, which may extend the length of any time limited deposition.

4. Regarding depositions limited in duration which the Joint Applicants do not seek equal time, the Joint Applicants' remaining time shall be equally allocated between or agreed upon by Staff's Counsel and the Public Advocate's Counsel.

5. If Staff's Counsel and the Public Advocate's Counsel agree that one is "the lead" on any deposition of limited duration, they may agree on a different allocation of time between themselves.

6. Staff's Counsel and the Public Advocate's Counsel shall file Notices of Depositions at least ten (10) days prior to the depositions. One (1) Notice may include all depositions.

7. The Notice of Deposition shall include the deponent, the location of the deposition, its date and time, and if applicable, its duration.

8. Each intervener which is represented by an attorney who is a member of the Delaware Bar shall be allotted fifteen (15) minutes to question each witness in a deposition, whether of limited duration or

not. The Intervener's Counsel's questioning shall occur after Staff's Counsel and the Public Advocate's Counsel have completed their direct examinations.

9. Intervener's Counsel shall file a Notice of Deposition(s) to participate in the depositions as noticed by Staff's Counsel and Counsel for the Public advocate at least seven (7) days prior to the depositions. One (1) Notice may include all depositions. If not timely filed, Intervener's Counsel will not be permitted to ask questions at the deposition, although they may attend the deposition.

10. Interveners not represented by an attorney who is a member of the Delaware Bar may attend the depositions, but are not permitted to ask the witnesses any questions.

11. As the Hearing Examiner for this matter, I will strive to make myself available via telephone while such depositions are pending, should disputes arise and there is a need for my intervention.

/s/ Mark Lawrence
Mark Lawrence
Senior Hearing Examiner