

**BEFORE THE STATE CORPORATION COMMISSION
OF THE STATE OF KANSAS**

In the Matter of the Joint Application of)
Invenergy Transmission LLC, Invenergy)
Investment Company LLC, Clean Line)
Energy Partners LLC, Grain Belt Express) Docket No. 19-GBEE-253-ACQ
Clean Line LLC and Grain Belt Express)
Holding LLC for an Order Approving)
the Acquisition by Invenergy)
Transmission LLC of Grain Belt Express)
Clean Line LLC)

JOINT MOTION FOR PROCEDURAL SCHEDULE

Invenergy Transmission LLC (“Invenergy Transmission”), on behalf of itself and its parent company Invenergy Investment Company LLC (together with Invenergy Transmission, “Invenergy”), as well as Clean Line Energy Partners LLC (“Clean Line EP”) and its subsidiaries, Grain Belt Express Clean Line LLC (“GBE” or “Grain Belt Express”) and Grain Belt Express Holding LLC (together with Clean Line EP and GBE, “Clean Line”) (collectively, the “Joint Applicants”) and the Staff of the State Corporation Commission of the State of Kansas (“Staff” and “Commission”, respectively, and Joint Applicants and Staff are hereafter referred to as the “Joint Movants”), jointly submit this motion for an Order establishing a procedural schedule. In support of this Motion, Joint Movants state as follows:

1. On December 28, 2018, Joint Applicants filed an application pursuant to K.S.A. §§ 66-101, 66-104, 66-131, and 66-136 requesting approval by the Commission of a transaction involving an upstream change in ownership of GBE. As discussed in the application, Joint Applicants have agreed pursuant to a Membership Interest Purchase Agreement that, pending a number of conditions precedent including review and approval by the KCC, Invenergy Transmission will acquire GBE. GBE is the owner of all of the current assets and rights of the

Grain Belt Express Clean Line Project (“GBE Project”). The GBE Project is a proposed approximately 780-mile, overhead, multi-terminal ±600 kilovolt high voltage direct current transmission line and associated facilities that will connect over 4,000 megawatts of low-cost, wind-generated power in western Kansas. The GBE Project is designed to facilitate the development and export of this low-cost wind to load and population centers in Missouri, Illinois, Indiana, and states farther east.

2. Joint Movants have conferred and have agreed upon the following procedural schedule to govern this proceeding:

Event	Date
Filing	December 28, 2018
Intervention Deadline	February 28, 2019
Staff Report & Recommendation and/or Testimony	March 26, 2019
Intervener Response to Staff Report & Recommendation and/or Testimony	April 5, 2019
Joint Applicants Response to Staff Report & Recommendation and/or Testimony	April 15, 2019
Settlement Conference	April 22, 2019
Settlement & Supporting Testimony Due	April 29, 2019
Prehearing Conference	May 2, 2019
Evidentiary Hearing	May 9, 2019
Post-Hearing Briefs	May 22, 2019
Reply Briefs	May 28, 2019
Commission Order	June 27, 2019

3. No additional parties have sought intervention as of the date of this Joint Motion. Accordingly, Joint Movants request that the Commission adopt the above-stated procedural schedule.

WHEREFORE, Joint Movants respectfully request that the Commission adopt the procedural schedule discussed herein, and for such further relief as may be required.

Respectfully submitted,

/s/ Anne E. Callenbach

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the above and foregoing pleading has been emailed this 6th day of February 2019, to:

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