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January 2, 2019

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Lynn Retz  
Secretary to the Commission  
1500 SW Arrowhead Road  
Topeka, KS 66604-4027

**Re: Designation of Confidential Information in Docket No. 19-GBEE-253-ACQ**

Dear Ms. Retz,

On December 28, 2019, Invenergy Transmission LLC (“Invenergy Transmission”), on behalf of itself and its parent company Invenergy Investment Company LLC (“Invenergy Investment” and 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”) and Grain Belt Express Holding LLC (“GBE Holding” and together with Clean Line EP and GBE, “Clean Line”), jointly submitted an Application requesting approval by the State Corporation Commission of the State of Kansas (“Commission”) of a transaction involving Invenergy Transmission’s acquisition of GBE. Invenergy and Clean Line are referred to herein and in the Application as “Joint Applicants.” As part of that Application, Joint Applicants submitted public and confidential versions of the Membership Interest Purchase Agreement (“MIPA”) and the Development Management Agreement (“DMA”) as Exhibit B and Exhibit C, respectively.

Joint Applicants are providing this letter requesting confidential treatment of the confidential versions of Exhibit B and Exhibit C, pursuant to K.S.A. 66-1220a and K.A.R. 82-1-221a. The confidential versions of Exhibit B and Exhibit C contain competitive market data and other financial information as well as proprietary transactional data that, if released, would damage Invenergy’s and Clean Line’s commercial interests and ability to negotiate future transactions. Invenergy and Clean Line are both private companies and the information is not otherwise publicly available.

The confidential versions of Exhibit B and Exhibit C, while significantly less redacted than the public versions, still contain minimal redactions. The remaining redactions protect highly sensitive commercial data and financial information, such as specific payment structures and amounts that, if released, would be particularly damaging to Invenergy’s and Clean Line’s commercial interests and ability to negotiate future transactions.

Sincerely,

/s/ Frank A. Caro, Jr.  
Frank A. Caro, Jr.

COUNSEL FOR INVENERGY  
TRANSMISSION LLC AND INVENERGY  
INVESTMENT COMPANY LLC

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a true and correct copy of the above and foregoing pleading has been emailed, this 2nd day of January, 2019, to:

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*/s/ Andrew O. Schulte* \_\_\_\_\_