



September 30, 2016

Ms. Kimberly D. Bose, Secretary
Federal Energy Regulatory Commission
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Washington, D.C. 20426

ANR Pipeline Company
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Re: ANR Pipeline Company
Non-Conforming Agreement
Docket No. RP16-_____ - _____

Dear Ms. Bose:

Pursuant to Section 4 of the Natural Gas Act (“NGA”) and Part 154 of the Federal Energy Regulatory Commission’s (“FERC” or “Commission”) regulations,¹ ANR Pipeline Company (“ANR”) hereby tenders for filing and acceptance revised tariff sections Part 1 – Table of Contents (“Table of Contents”) and Part 6.28 – GT&C, Non-Conforming Agreements (“Section 6.28”) to be part of its FERC Gas Tariff, Third Revised Volume No. 1 (“Tariff”), and a tariff record reflecting one (1) Rate Schedule ETS (“ETS”) service agreement containing non-conforming provisions (“Agreement”) entered into with Northern Illinois Gas Company d/b/a Nicor Gas Company (“Nicor”). ANR requests that the Commission accept the revised tariff sections and tariff record, included herein as Appendix A, to become effective November 1, 2016.

Correspondence

The names, titles, mailing addresses, and telephone numbers of those persons to whom correspondence and communications concerning this filing should be addressed are as follows:

¹ 18 C.F.R. Part 154 (2016).

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* Persons designated for official service pursuant to Rule 2010.

Statement of the Nature, Reasons and Basis for Filing

ANR and Nicor mutually agreed to enter into the Agreement, dated December 2, 2015, whereby ANR would provide ETS service to Nicor commencing November 1, 2016. The Agreement, filed herein, includes a provision which deviates from ANR's *pro forma* Form of Service Agreement ("FSA"), as more fully discussed below.

ANR's ETS service provides that ANR and a shipper may agree to aggregate multiple delivery points into a single delivery point, commonly referred to as an ETS Delivery Point Group or ETS Group, for nomination and allocation purposes. Additionally, ANR and a shipper may further agree to limit the maximum delivery levels applicable to a specific delivery point within an ETS Group.²

As part of the Agreement, ANR and Nicor have agreed that Nicor will aggregate their delivery points into an ETS Group. To effectuate such aggregation, the Further Agreement section of the Agreement (*i.e.*, Article 8) includes a provision which is not included as either fixed or optional language in ANR's FSA. The provision sets forth the allocation of Nicor's maximum daily quantity for its ETS Group, as stated on the Agreement's Primary Route Exhibit, detailing the specific delivery points within the ETS Group and the maximum delivery levels for each point. Specifically, ANR has agreed to deliver 110,000 dekatherms to Nicor GRP 1, of which 65,000 dekatherms will be the maximum delivery level for the Hampshire delivery point and 45,000 dekatherms will be maximum delivery level for the Galena Road Sales delivery point.

² See, Section 5.1.2, paragraph (e) – Rate Schedule ETS, Applicability and Character of Service, and Section 6.4 paragraph 2(c) – GT&C, Receipt and Delivery Point Options, of ANR's Tariff.

ANR believes that this deviation does not affect the substantive rights of the parties because it merely provides for the allocation and limitation of deliveries within an ETS Group, as permitted by Section 5.1.2, paragraph (e) and Section 6.4, paragraph 2(c) of ANR's tariff. Thus, the provision should not be deemed a material deviation by the Commission. However, in the event the Commission finds that the provision represents a material deviation under Commission policy, ANR respectfully requests that the Commission accept and approve the deviation as of the effective date of the Agreement, in as much as it does not present a risk of undue discrimination.

Pursuant to Sections 154.112(b) and 154.201 of the Commission's regulations, ANR is including the Agreement individually and in its entirety, in Appendix A, as tariff record 10.4. A marked version of the Agreement is provided as Appendix C. Additionally, a revised Table of Contents and revised Section 6.28 are submitted herein as Appendix A to reflect the housing of the Agreement in ANR's Tariff.

Effective Date and Request for Waiver

ANR respectfully requests that the Commission approve the Agreement, included as Appendix A, to become effective November 1, 2016.

Other Filings Which May Affect This Proceeding

There are no other filings before the Commission that may significantly affect the changes proposed herein.

Contents of Filing

In accordance with Section 154.7 of the Commission's regulations and Order No. 714, ANR is submitting the following XML filing package, which includes:

1. This transmittal letter;
2. Clean tariff sections and tariff record (Appendix A);
3. Marked tariff sections (Appendix B); and
4. Marked Agreement (Appendix C).

Certificate of Service

As required by Sections 154.7(b) and 154.208 of the Commission's regulations, copies of this filing are being served on all of ANR's existing customers and interested state regulatory agencies. A copy of this letter, together with the other attachments, is available during regular business hours for public inspection at ANR's principal place of business.

Pursuant to Section 385.2005 and Section 385.2011(c) (5), the undersigned has read this filing and knows its contents, and the contents are true as stated, to the best of his knowledge and belief. The undersigned possesses full power and authority to sign such filing.

Any questions regarding this filing may be directed to Joan Collins at (832) 320-5651.

Respectfully submitted,

ANR PIPELINE COMPANY

A handwritten signature in cursive script that reads "John A. Roscher". The signature is written in black ink and extends to the right with a long horizontal flourish.

John A. Roscher
Director, Rates & Regulatory

Enclosures

Appendix A
ANR Pipeline Company
FERC Gas Tariff, Third Revised Volume No. 1
Clean Tariff

Tariff Sections

Version

1 – TABLE OF CONTENTS	v.35.0.0
6.28 – GT&C, Non-Conforming Agreements	v.16.0.0

Tariff Records

Section 8 - Negotiated Rate Agreements

<u>Tariff Record</u>	<u>Shipper</u>	<u>Rate Schedule</u>	<u>Agreement</u>	<u>Version</u>
10.4	Northern Illinois Gas Company d.b.a Nicor Gas Company	NNS	#127096	v.0.0.0

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Contract No. 113710
55. Wisconsin Electric Power Company, ETS Agreement, dated November 1, 2007.
Contract No. 114091

56. Vectren Energy Delivery of Ohio, Inc., ETS Agreements, dated May 20, 2015.

Contract Nos. 126278, 126279

57. Northern Illinois Gas Company d/b/a Nicor Gas Company, ETS Agreement dated December 2, 2015.

Contract No. 127096

Firm Transportation Service Agreement
Rate Schedule ETS

Northern Illinois Gas Company d/b/a
Nicor Gas Company
(#127096)

Agreement Effective Date: November 1, 2016

Date: December 02, 2015

Contract No.: 127096

ETS SERVICE AGREEMENT

This AGREEMENT is entered into by ANR Pipeline Company (Transporter) and NORTHERN ILLINOIS GAS COMPANY D/B/A NICOR GAS COMPANY (Shipper).

WHEREAS, Shipper has requested Transporter to transport Gas on its behalf and Transporter represents that it is willing to transport Gas under the terms and conditions of this Agreement.

NOW, THEREFORE, Transporter and Shipper agree that the terms below, together with the terms and conditions of Transporter's applicable Rate Schedule and General Terms and Conditions of Transporter's Tariff constitute the Transportation Service to be provided and the rights and obligations of Shipper and Transporter.

1. **AUTHORITY FOR TRANSPORTATION SERVICE:**

Pursuant to Part 284 of the Federal Energy Regulatory Commission's (FERC or Commission) Regulations.

2. **RATE SCHEDULE: Enhanced Transportation Service (ETS)**

3. **CONTRACT QUANTITIES:**

Primary Routes - see Exhibit attached hereto.

Such Contract Quantities shall be reduced for scheduling purposes, but not for billing purposes, by the Contract Quantities that Shipper has released through Transporter's capacity release program for the period of any release.

4. **TERM OF AGREEMENT:**

November 01, 2016 to

October 31, 2018

Right of First Refusal:

Not Applicable to this Agreement.

Date: December 02, 2015

Contract No.: 127096

5. RATES:

Maximum rates, charges, and fees shall be applicable for the entitlements and quantities delivered pursuant to this Agreement unless Transporter and Shipper have agreed otherwise as provided herein.

It is further agreed that Transporter may seek authorization from the Commission and/or other appropriate body at any time and from time to time to change any rates, charges or other provisions in the applicable Rate Schedule and General Terms and Conditions of Transporter's Tariff, and Transporter shall have the right to place such changes in effect in accordance with the Natural Gas Act. This Agreement shall be deemed to include such changes and any changes which become effective by operation of law and Commission order. Nothing contained herein shall be construed to deny Shipper any rights it may have under the Natural Gas Act, including the right to participate fully in rate or other proceedings by intervention or otherwise to contest changes in rates in whole or in part.

- A. The rate for the Primary Route MDQ as listed in the attached Primary Route Exhibit and secondary receipts/deliveries as listed below shall be a Monthly Reservation Rate of \$6.6894 per dth and the applicable Commodity Rate. This rate shall be inclusive of any other adjustments or surcharges under Transporter's Tariff, not to exceed the total of Transporter's Maximum Reservation, Commodity and applicable surcharge rates. In addition, Shipper shall be charged any applicable ACA, Transporter's Use (Fuel %), EPC Charge (Electric Power Cost) and any other applicable governmental surcharges in accordance with Transporter's Tariff.

Secondary Receipt(s): ANR Joliet Hub (243097), Joliet West Horizon (322986), Joliet West NGPL (40419), Joliet/NGPL (2610), Joliet (MGT-Recpt) (48641), Alliance (277072), Vector (360885), Will County (NB) (246067), all receipt points in MW5 and MW6

Secondary Delivery(ies): Hampshire (183670), Shorewood (138675), Galena Road Sales (384135), Caton Farm Road (697645), Joliet/NGPL (2610), Joliet West/Horizon (322986), Joliet West/NGPL (40419), Joliet (MGT-Del) (4194), Will County (NB) (246067), ANR Joliet Hub (243097) and S. Woodstock/NGPL Del (3908)

Date: December 02, 2015

Contract No.: 127096

- B. The mutually agreed upon rate for the use of any point not listed in Paragraph A above shall be ANR's Maximum Applicable Reservation and Maximum Applicable Commodity Rates under ETS service. In addition, Shipper shall be charged ACA, Transporter's Use (Fuel %) and EPC Charge (Electric Power Cost) and any other fees or surcharges under Transporter's Tariff.
- C. In addition, if one rate component which was at or below the applicable Maximum Rate at the time this discount agreement was executed subsequently exceeds the applicable Maximum Rate due to a change in Transporter's Maximum Rates so that such rate component must be adjusted downward to equal the new applicable Maximum Rate, then other rate components may be adjusted upward to achieve the agreed overall rate, as long as none of the resulting rate components exceeds the Maximum Rate applicable to that rate component. Such changes to rate components shall be applied prospectively, commencing with the date a Commission Order accepts revised tariff sheet rates. However, nothing contained herein shall be construed to alter a refund obligation under applicable law for any period during which rates that had been charged under a discount agreement exceeded rates, which ultimately are found to be just and reasonable.

6. **INCORPORATION BY REFERENCE:**

The provisions of Transporter's applicable Rate Schedule and the General Terms and Conditions of Transporter's Tariff are specifically incorporated herein by reference and made a part hereof.

7. **NOTICES:**

All notices can be given by telephone or other electronic means, however, such notice shall be confirmed in writing at the addresses below or through Transporter's Internet website. Shipper or Transporter may change the addresses below by written notice to the other without the necessity of amending this agreement:

Date: December 02, 2015

Contract No.: 127096

TRANSPORTER:

ANR Pipeline Company
700 Louisiana Street, Suite 700
Houston, Texas 77002-2700
Attention: Commercial Services

SHIPPER:

NORTHERN ILLINOIS GAS COMPANY D/B/A NICOR GAS COMPANY
1844 FERRY ROAD
NAPERVILLE, IL 60563-0000
Attention: DIRECTOR GAS CONTROL

Telephone: 630-983-8676
FAX: 630-983-9885
E-mail: gascont@agresources.com

INVOICES AND STATEMENTS:

NORTHERN ILLINOIS GAS COMPANY D/B/A NICOR GAS COMPANY
P.O. BOX 190
AURORA, IL 60507-0190
Attention: GAS SUPPLY ACCOUNTING

Telephone: 630-983-8676
FAX: 630-983-8527
E-mail:

8. FURTHER AGREEMENT:

In absence of a Maximum Delivery Level (MDL) agreement, Shipper and Transporter agree to the following allocation of volumes:
65,000 Dth/d to Hampshire (Loc ID #183670)
45,000 Dth/d to Galena Road Sales (Loc ID #384135)

Date: December 02, 2015

Contract No.: 127096

Pursuant to Section 6.11 of Transporter's Tariff, Transporter and Shipper have mutually agreed to receipt and/or delivery pressure commitment(s) as stipulated herein: such that the maximum hourly deliveries shall equal to one-twenty-fourth (1/24) of the Delivery Point MDQ set forth in this Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be signed by their respective Officers or Representatives thereunto duly authorized to be effective as of the date stated above.

SHIPPER: NORTHERN ILLINOIS GAS COMPANY D/B/A NICOR GAS COMPANY

By: [Signature]

Title: Vice President, Gas Supply Operations

Date: 1-25-2016

Handwritten notes:
1/25/16
TW 1/16/16
1/15/16
1/15/16

TRANSPORTER: ANR PIPELINE COMPANY

By: [Signature]

Title: Director, Commercial Services

Date: 2-9-16

Handwritten notes:
1/15/16
SDS 1/15/16

PRIMARY ROUTE EXHIBIT

To Agreement Between

ANR PIPELINE COMPANY (Transporter)

AND NORTHERN ILLINOIS GAS COMPANY D/B/A NICOR GAS COMPANY (Shipper)

Contract No: 127096

Rate Schedule: ETS

Contract Date: December 02, 2015

Amendment Date:

Receipt Location Name	Delivery Location Name	Annual MDQ (DTH)	Winter MDQ (DTH)	Summer MDQ (DTH)
103702 S W HEADSTATION FROM: November 01, 2016	395744 NICOR GRP 1 TO: October 31, 2018	110000	0	0

Appendix B
ANR Pipeline Company
FERC Gas Tariff, Third Revised Volume No. 1
Marked Tariff

Tariff Sections

Version

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1. Midland Cogeneration Venture Limited Partnership FTS-1 Agreements, dated August 30, 2001.

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2. Wisconsin Gas LLC, ETS Agreement, dated September 27, 2004.

Contract Nos. 107784, 108014
3. Wisconsin Public Service Corporation, ETS Agreement, dated October 22, 2004.

Contract No. 5500
4. Wisconsin Public Service Corporation, FTS-1 Agreement, dated October 22, 2004.

Contract No. 12000
5. Callon Petroleum Operating Company, Habanero Lease Dedication Agreement, dated December 1, 2003.
6. PXP Offshore LLC, Letter Agreement Regarding Natural Gas Reserve Commitment, dated September 1, 2002.
7. Kerr-McGee Oil & Gas Corp., Red Hawk Lease Dedication Agreement, dated September 12, 2002.
8. ExxonMobil Gas Marketing Company, Lease Dedication Agreement, dated November 1, 2002.
9. BP Exploration & Production, Inc., Red Hawk Lease Dedication Agreement, dated November 1, 2002.
10. Wisconsin Electric Power Company, ETS Agreement, dated September 27, 2004.

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12. Chevron U.S.A. Inc. & BHP Billiton Petroleum (Deepwater) Inc., Lease Dedication Agreement, dated November 14, 2001.

13. City Gas Company, FTS-1 Agreement, dated June 28, 2004.
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24. Wisconsin Gas LLC, ETS Agreement, dated October 17, 2003.
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25. Rice Energy Marketing LLC, FTS-1 Agreements, dated February 23, 2015.
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44. Wisconsin Public Service Corporation, FSS Agreement, dated March 28, 2008.
Contract Nos. 114369, 114370

45. Wisconsin Gas LLC, ETS Agreement, dated June 26, 2002.
Contract No. 107873
46. Wisconsin Electric Power Company, ETS Agreement, dated June 26, 2002.
Contract No. 107893
47. Madison Gas and Electric Company, FTS-1 Agreement, dated April 8, 2008.
Contract No. 114512
48. Chevron U.S.A. Inc., PTS-2 Agreement, dated November 14, 2001.
Contract No. 107146
49. BHP Billiton Petroleum (Deepwater) Inc., PTS-2 Agreement, dated November 14, 2001.
Contract No. 107147
50. PXP Offshore LLC, PTS-2 Agreement, dated September 12, 2002.
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51. Wisconsin Electric Power Company, FSS Agreement, dated June 26, 2002.
Contract Nos. 107889, 107900, 107901
52. Wisconsin Gas LLC, FSS Agreement, dated October 10, 2007.
Contract No. 113715
53. Wisconsin Electric Power Company, FSS Agreement, dated October 10, 2007.
Contract No. 113729
54. Wisconsin Gas LLC, ETS Agreement, dated October 31, 2007.
Contract No. 113710
55. Wisconsin Electric Power Company, ETS Agreement, dated November 1, 2007.
Contract No. 114091

56. Vectren Energy Delivery of Ohio, Inc., ETS Agreements, dated May 20, 2015.

Contract Nos. 126278, 126279

57. Northern Illinois Gas Company d/b/a Nicor Gas Company, ETS Agreement dated December 2, 2015.

Contract No. 127096

Appendix C

ANR Pipeline Company

Marked Amendment

- 1) Northern Illinois Gas Company d/b/a Nicor Gas Company
Rate Schedule ETS Service Agreement (#127096)

Date: December 02, 2015

Contract No.: 127096

ETS SERVICE AGREEMENT

This AGREEMENT is entered into by ANR Pipeline Company (Transporter) and NORTHERN ILLINOIS GAS COMPANY D/B/A NICOR GAS COMPANY (Shipper).

WHEREAS, Shipper has requested Transporter to transport Gas on its behalf and Transporter represents that it is willing to transport Gas under the terms and conditions of this Agreement.

NOW, THEREFORE, Transporter and Shipper agree that the terms below, together with the terms and conditions of Transporter's applicable Rate Schedule and General Terms and Conditions of Transporter's Tariff constitute the Transportation Service to be provided and the rights and obligations of Shipper and Transporter.

1. **AUTHORITY FOR TRANSPORTATION SERVICE:**

Pursuant to Part 284 of the Federal Energy Regulatory Commission's (FERC or Commission) Regulations.

2. **RATE SCHEDULE: Enhanced Transportation Service (ETS)**

3. **CONTRACT QUANTITIES:**

Primary Routes - see Exhibit attached hereto.

Such Contract Quantities shall be reduced for scheduling purposes, but not for billing purposes, by the Contract Quantities that Shipper has released through Transporter's capacity release program for the period of any release.

4. **TERM OF AGREEMENT:**

November 01, 2016 to

October 31, 2018

Right of First Refusal:

Not Applicable to this Agreement.

5. **RATES:**

Maximum rates, charges, and fees shall be applicable for the entitlements and quantities delivered pursuant to this Agreement unless Transporter and Shipper have agreed otherwise as provided herein.

It is further agreed that Transporter may seek authorization from the Commission and/or other appropriate body at any time and from time to time to change any rates, charges or other provisions in the applicable Rate Schedule and General Terms and Conditions of Transporter's Tariff, and Transporter shall have the right to place such changes in effect in accordance with the Natural Gas Act. This Agreement shall be deemed to include such changes and any changes which become effective by operation of law and Commission order. Nothing contained herein shall be construed to deny Shipper any rights it may have under the Natural Gas Act, including the right to participate fully in rate or other proceedings by intervention or otherwise to contest changes in rates in whole or in part.

- A. The rate for the Primary Route MDQ as listed in the attached Primary Route Exhibit and secondary receipts/deliveries as listed below shall be a Monthly Reservation Rate of \$6.6894 per dth and the applicable Commodity Rate. This rate shall be inclusive of any other adjustments or surcharges under Transporter's Tariff, not to exceed the total of Transporter's Maximum Reservation, Commodity and applicable surcharge rates. In addition, Shipper shall be charged any applicable ACA, Transporter's Use (Fuel %), EPC Charge (Electric Power Cost) and any other applicable governmental surcharges in accordance with Transporter's Tariff.

Secondary Receipt(s): ANR Joliet Hub (243097), Joliet West Horizon (322986), Joliet West NGPL (40419), Joliet/NGPL (2610), Joliet (MGT-Recpt) (48641), Alliance (277072), Vector (360885), Will County (NB) (246067), all receipt points in MW5 and MW6

Secondary Delivery(ies): Hampshire (183670), Shorewood (138675), Galena Road Sales (384135), Caton Farm Road (697645), Joliet/NGPL (2610), Joliet West/Horizon (322986), Joliet West/NGPL (40419), Joliet (MGT-Del) (4194), Will County (NB) (246067), ANR Joliet Hub (243097) and S. Woodstock/NGPL Del (3908)

- B. The mutually agreed upon rate for the use of any point not listed in Paragraph A above shall be ANR's Maximum Applicable Reservation and Maximum Applicable Commodity Rates under ETS service. In addition, Shipper shall be charged ACA, Transporter's Use (Fuel %) and EPC Charge (Electric Power Cost) and any other fees or surcharges under Transporter's Tariff.

- C. In addition, if one rate component which was at or below the applicable Maximum Rate at the time this discount agreement was executed subsequently exceeds the applicable Maximum Rate due to a change in Transporter's Maximum Rates so that such rate component must be adjusted downward to equal the new applicable Maximum Rate, then other rate components may be adjusted upward to achieve the agreed overall rate, as long as none of the resulting rate components exceeds the Maximum Rate applicable to that rate component. Such changes to rate components shall be applied prospectively, commencing with the date a Commission Order accepts revised tariff sheet rates. However, nothing contained herein shall be construed to alter a refund obligation under applicable law for any period during which rates that had been charged under a discount agreement exceeded rates, which ultimately are found to be just and reasonable.

6. INCORPORATION BY REFERENCE:

The provisions of Transporter's applicable Rate Schedule and the General Terms and Conditions of Transporter's Tariff are specifically incorporated herein by reference and made a part hereof.

7. NOTICES:

All notices can be given by telephone or other electronic means, however, such notice shall be confirmed in writing at the addresses below or through Transporter's Internet website. Shipper or Transporter may change the addresses below by written notice to the other without the necessity of amending this agreement:

Date: December 02, 2015

Contract No.: 127096

TRANSPORTER:

ANR Pipeline Company
700 Louisiana Street, Suite 700
Houston, Texas 77002-2700
Attention: Commercial Services

SHIPPER:

NORTHERN ILLINOIS GAS COMPANY D/B/A NICOR GAS COMPANY
1844 FERRY ROAD
NAPERVILLE, IL 60563-0000
Attention: DIRECTOR GAS CONTROL

Telephone: 630-983-8676
FAX: 630-983-9885
E-mail: gascont@aglresources.com

INVOICES AND STATEMENTS:

NORTHERN ILLINOIS GAS COMPANY D/B/A NICOR GAS COMPANY
P.O. BOX 190
AURORA, IL 60507-0190
Attention: GAS SUPPLY ACCOUNTING

Telephone: 630-983-8676
FAX: 630-983-8527
E-mail:

8. FURTHER AGREEMENT:

In absence of a Maximum Delivery Level (MDL) agreement, Shipper and Transporter agree to the following allocation of volumes:
65,000 Dth/d to Hampshire (Loc ID #183670)
45,000 Dth/d to Galena Road Sales (Loc ID #384135)

Date: December 02, 2015

Contract No.: 127096

Pursuant to Section 6.11 of Transporter's Tariff, Transporter and Shipper have mutually agreed to receipt and/or delivery pressure commitment(s) as stipulated herein: such that the maximum hourly deliveries shall equal to one-twenty-fourth (1/24) of the Delivery Point MDQ set forth in this Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be signed by their respective Officers or Representatives thereunto duly authorized to be effective as of the date stated above.

SHIPPER: NORTHERN ILLINOIS GAS COMPANY D/B/A NICOR GAS COMPANY

By: _____

Title: _____

Date: _____

TRANSPORTER: ANR PIPELINE COMPANY

By: _____

Title: Director, Commercial Services

Date: _____

Contract No: 127096

PRIMARY ROUTE EXHIBIT

Rate Schedule: ETS

To Agreement Between

Contract Date: December 02, 2015

ANR PIPELINE COMPANY (Transporter)

Amendment Date:

AND NORTHERN ILLINOIS GAS COMPANY D/B/A NICOR GAS COMPANY (Shipper)

Receipt	Delivery	Annual	Winter	Summer
Location	Location	MDQ	MDQ	MDQ
Name	Name	(DTH)	(DTH)	(DTH)
103702 S W HEADSTATION FROM: November 01, 2016	395744 NICOR GRP 1 TO: October 31, 2018	110000	0	0