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November 15, 2019

VIA ELECTRONIC FILING

Mark L. Johnson
Executive Director and Secretary
Washington Utilities and Transportation Commission
621 Woodland Square Loop SE,
Lacey, WA 98503

Re: **Docket No. UW- ____: In the Matter of the Joint Application for Approval of the Sale and Transfer of All Issued and Outstanding Membership Interests in Suncadia Water Company, LLC from New Suncadia, LLC to NW Natural Water of Washington, LLC**

Dear Mr. Johnson,

NW Natural Water of Washington, LLC (“NW Natural Water of Washington”) and Suncadia Water Company, LLC (“Suncadia Water”) submit this claim of confidentiality pursuant to WAC 480-07-160(4)(a) in connection with confidential information filed with the Washington Utilities and Transportation Commission on November 15, 2019 in the above-captioned proceeding. NW Natural Water of Washington and Suncadia Water, through the supporting Confidential Exhibit 3 to the Joint Application, disclose certain information that is confidential and constitutes “valuable commercial information” as defined by WAC 480-07-160(2) and is protected under WAC 480-07-160 and RCW 80.04.095. The specific confidential information that NW Natural Water of Washington and Suncadia Water disclose is: the Membership Interest Purchase Agreement between NW Natural Water of Washington and New Suncadia, LLC (Confidential Exhibit 3), including the purchase price and its other terms and conditions for NW Natural Water of Washington’s acquisition of all issued and outstanding membership interests in Suncadia Water. The confidential information is sensitive information due to the competitive market for water utility acquisitions, and as such, comprises valuable commercial information. Disclosure of the confidential information could negatively impact NW Natural Water of Washington’s ability to negotiate future acquisitions. Accordingly, this information is confidential, as defined by WAC 480-07-160(2), and should be protected from public inspection, examination and copying.

Sincerely,

/s/ Eric W. Nelsen

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/s/ Lawrence H. Reichman

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