

FORM OF DISBURSEMENT CERTIFICATE

October 3, 2012

This certificate is being delivered pursuant to Section 4 of the Escrow Agreement dated as of June 15, 2010 (the "Escrow Agreement"), among Frontier Northwest Inc. ("Frontier"), Washington Utilities and Transportation Commission (the "WUTC") and the Bank of New York Mellon, as Escrow Agent (the "Escrow Agent"). Unless otherwise indicated, capitalized terms used by not define herein have the respective meanings specified in the Escrow Agreement.

In accordance with Section 4 of the Escrow Agreement, the undersigned, on behalf of the WUTC and not in a personal capacity, hereby directs the Escrow Agent to release from the Escrow Funds and disburse to Frontier an amount equal to \$25,620,944.

IN WITNESS WHEREOF, the undersigned, on behalf of the WUTC and not in a personal capacity, has signed this certificate as of the date first above written.

WASHINGTON UTILITIES AND  
TRANSPORTATION COMMISSION

BY  \_\_\_\_\_

Name: David W. Danner

Title: Executive Director and Secretary