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February 6, 2019

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street, 2nd Floor
Harrisburg, PA 17120

VIA ELECTRONIC FILING

Re: Joint Application of Aqua America, Inc., Aqua Pennsylvania, Inc., Aqua Pennsylvania Wastewater, Inc., Peoples Natural Gas Company LLC and Peoples Gas Company LLC for all of the Authority and the Necessary Certificates of Public Convenience to Approve a Change in Control of Peoples Natural Gas Company LLC and Peoples Gas Company LLC by Way of the Purchase of All of LDC Funding LLC's Membership Interests by Aqua America, Inc.;
Docket Nos. A-2018-3006061, et al.

Dear Secretary Chiavetta:

Please find enclosed for filing with the Pennsylvania Public Utility Commission ("PUC" or "Commission") the Petition of United States Steel Corporation for Leave to Withdraw its Petition to Intervene, in the above-referenced matter.

This document was filed electronically with the Commission on this date. All parties are being served a copy of this document in accordance with the enclosed Certificate of Service.

Please contact me if you have any questions concerning this filing.

Sincerely,

SPILMAN THOMAS & BATTLE, PLLC

By



Derrick Price Williamson
Barry A. Naum

DPW/sds
Enclosures

c: Administrative Law Judge Mary D. Long (via E-mail and First-Class Mail)
Certificate of Service

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of Aqua America, Inc.,	:	
Aqua Pennsylvania, Inc., Aqua Pennsylvania	:	
Wastewater, Inc., Peoples Natural Gas	:	Docket Nos. A-2018-3006061
Company LLC and Peoples Gas Company	:	A-2018-3006062
LLC for all of the Authority and the	:	A-2018-3006063
Necessary Certificates of Public	:	
Convenience to Approve a Change in	:	
Control of Peoples Natural Gas Company	:	
LLC and Peoples Gas Company LLC by	:	
Way of the Purchase of All of LDC Funding	:	
LLC's Membership Interests by Aqua	:	
America, Inc.	:	

**PETITION OF UNITED STATES STEEL CORPORATION
FOR LEAVE TO WITHDRAW ITS PETITION TO INTERVENE**

Pursuant to Section 5.94 of the Pennsylvania Public Utility Commission's ("PUC" or "Commission") regulations, 52 Pa. Code § 5.94, United States Steel Corporation ("U.S. Steel"), hereby submits this Petition for Leave to Withdraw its Petition to Intervene and requests to withdraw as a party in the above-captioned proceeding.

I. BACKGROUND

1. On November 13, 2018, Aqua America, Inc. ("Aqua America"), Aqua Pennsylvania, Inc. ("Aqua PA"), Aqua Pennsylvania Wastewater, Inc. ("Aqua PA Wastewater"), Peoples Natural Gas Company LLC ("Peoples Natural Gas"), and Peoples Gas Company LLC ("Peoples Gas") (collectively, "Joint Applicants") filed with the Pennsylvania Public Utility Commission ("PUC" or "Commission") a Joint Application that proposes the acquisition of Peoples Natural Gas and Peoples Gas (collectively, "Peoples Companies") by Aqua America

through the purchase of the interests of LDC Funding LLC ("Funding"), the parent company of the Peoples Companies.

2. On December 28, 2018, U.S. Steel filed a Petition to Intervene to participate in this proceeding. U.S. Steel's Petition to Intervene was granted in the Commission's January 24, 2019, Prehearing Order.

II. WITHDRAWAL OF PETITION TO INTERVENE

3. Section 5.94(a) of the Commission's regulations states:

... a party desiring to withdraw a pleading in a contested proceeding may file a petition for leave to withdraw the appropriate document with the Commission and serve it upon the other parties. The petition must set forth the reasons for the withdrawal. A party may object to the petition within 10 days of service. After considering the petition, an objection thereto and the public interest, the presiding officer or the Commission will determine whether the withdrawal will be permitted.

52 Pa. Code § 5.94(a).

4. U.S. Steel intervened primarily to protect its individual interest in the rates it pays to Peoples Natural Gas pursuant to its transportation contract. U.S. Steel has now had an opportunity to fully review the Joint Applicants' testimony and is assured that its individual interests will not be adversely impacted by the proposed merger.


5. No party will be harmed by U.S. Steel's withdrawal from this proceeding as U.S. Steel has not presented any evidence in this proceeding.

6. Permitting a party to withdraw from a proceeding, when it no longer wishes to pursue its claims, is in the public interest and promotes judicial economy.

III. CONCLUSION

WHEREFORE, United States Steel Corporation, respectfully requests that the Pennsylvania Public Utility Commission grant this Petition for Leave to Withdraw its Petition to Intervene.

Respectfully submitted,

By 
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Counsel to United States Steel Corporation

Dated: February 6, 2019

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of Aqua America, Inc.,	:	
Aqua Pennsylvania, Inc., Aqua Pennsylvania	:	
Wastewater, Inc., Peoples Natural Gas	:	Docket Nos. A-2018-3006061
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LLC for all of the Authority and the	:	A-2018-3006063
Necessary Certificates of Public	:	
Convenience to Approve a Change in	:	
Control of Peoples Natural Gas Company	:	
LLC and Peoples Gas Company LLC by	:	
Way of the Purchase of All of LDC Funding	:	
LLC's Membership Interests by Aqua	:	
America, Inc.	:	

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of the foregoing document upon the following parties to this proceeding in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by participant).

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Certificate of Service
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Dated: February 6, 2019