

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION
Harrisburg, PA 17105-3265**

Public Meeting held December 7, 2023

Commissioners Present:

Stephen M. DeFrank, Chairman
Kimberly Barrow, Vice Chair, Statement, Concurring in Result Only
Ralph V. Yanora
Kathryn L. Zerfuss
John F. Coleman, Jr.

Joint Application of Metropolitan	:	
Edison Company, Pennsylvania Electric	:	
Company, Pennsylvania Power Company,	:	A-2023-3038771
West Penn Power Company, Keystone	:	A-2023-3038792
Appalachian Transmission Company,	:	A-2023-3038793
Mid-Atlantic Interstate Transmission, LLC,	:	A-2023-3038794
and FirstEnergy Pennsylvania Electric	:	A-2023-3038795
Company for All of the Necessary Authority,	:	A-2023-3038807
Approvals, and Certificates of Public	:	A-2023-3038808
Convenience for (1) the Agreements and Plans of	:	G-2023-3038818
Merger; (2) the Establishment of FirstEnergy	:	G-2023-3038819
Pennsylvania Holding Company LLC as an	:	G-2023-3038820
Intermediate Holding Company in the	:	G-2023-3038821
Chain of Ownership of FirstEnergy Pennsylvania	:	G-00020956
Electric Company; (3) the Merger of Metropolitan	:	
Edison Company, Pennsylvania Electric Company,	:	
Pennsylvania Power Company, and West Penn	:	
Power Company with and into FirstEnergy	:	
Pennsylvania Electric Company; (4) the Initiation	:	
by FirstEnergy Pennsylvania Electric Company of	:	
Electric Service in All Territories in this	:	
Commonwealth where Metropolitan Edison	:	
Company, Pennsylvania Electric Company,	:	
Pennsylvania Power Company, and West Penn	:	
Power Company Do or May Provide Electric	:	
Service; (5) the Abandonment by Metropolitan	:	
Edison Company, Pennsylvania Electric Company,	:	
Pennsylvania Power Company, and West Penn	:	
Power Company of All Electric Service in this	:	
Commonwealth; (6) the Adoption by FirstEnergy	:	
Pennsylvania Electric Company of Metropolitan	:	

Edison Company, Pennsylvania Electric Company, :
 Pennsylvania Power Company, and West Penn :
 Power Company's Existing Tariffs and their :
 Application within New Service and Rate :
 Districts of FirstEnergy Pennsylvania Electric :
 Company Corresponding to their Existing Service :
 Territories as the Met-Ed Rate District, Penelec :
 Rate District, Penn Power Rate District, West Penn :
 Rate District, and The Pennsylvania State :
 University Rate District, Respectively; (7) the :
 Sale of Class B Membership Interests in :
 Mid-Atlantic Interstate Transmission, LLC :
 held by Met-Ed and Penelec to FirstEnergy Corp.; :
 (8) the Contribution of West Penn Power :
 Company's Transmission Assets to Keystone :
 Appalachian Transmission Company; (9) a :
 Certificate of Public Convenience Conferring Upon :
 Keystone Appalachian Transmission Company the :
 Status of a Pennsylvania Public Utility; (10) Where :
 Necessary, Associated Affiliated Interest :
 Agreements; and (11) Any Other Approvals :
 Necessary to Complete the Contemplated :
 Transaction :

ORDER

BY THE COMMISSION:

We adopt as our action the Recommended Decision of Administrative Law Judge Conrad A. Johnson and Administrative Law Judge Emily I. DeVoe dated October 19, 2023;

THEREFORE,

IT IS RECOMMENDED:

1. That the Pennsylvania Public Utility Commission approve the Joint Petition for Approval of Settlement of All Issues, filed in this proceeding, without modification.

2. That the Joint Application of Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, West Penn Power Company,

Keystone Appalachian Transmission Company, Mid-Atlantic Interstate Transmission, LLC, and FirstEnergy Pennsylvania Electric Company for All of the Necessary Authority, Approvals, and Certificates of Public Convenience for (1) the Agreements and Plans of Merger; (2) the Establishment of FirstEnergy Pennsylvania Holding Company LLC as an Intermediate Holding Company in the Chain of Ownership of FirstEnergy Pennsylvania Electric Company; (3) the Merger of Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, and West Penn Power Company with and into FirstEnergy Pennsylvania Electric Company; (4) the Initiation by FirstEnergy Pennsylvania Electric Company of Electric Service in All Territories in this Commonwealth where Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, and West Penn Power Company Do or May Provide Electric Service; (5) the Abandonment by Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, and West Penn Power Company of All Electric Service in this Commonwealth; (6) the Adoption by FirstEnergy Pennsylvania Electric Company of Metropolitan Edison Company, Pennsylvania Electric Company, Pennsylvania Power Company, and West Penn Power Company's Existing Tariffs and their Application within New Service and Rate Districts of FirstEnergy Pennsylvania Electric Company Corresponding to their Existing Service Territories as the Met-Ed Rate District, Penelec Rate District, Penn Power Rate District, West Penn Rate District, and The Pennsylvania State University Rate District, Respectively; (7) the sale of Class B Membership Interests in Mid-Atlantic Interstate Transmission, LLC held by Met-Ed and Penelec to FirstEnergy Corp.; (8) the Contribution of West Penn Power Company's Transmission Assets to Keystone Appalachian Transmission Company; (9) a Certificate of Public Convenience Conferring Upon Keystone Appalachian Transmission Company the Status of a Pennsylvania Public Utility; (10) Where Necessary, Associated Affiliated Interest Agreements; and (11) Any Other Approvals Necessary to Complete the Contemplated Transaction filed at Docket Nos. A-2023-3038771, A-2023-3038792, A-2023-3038793, A-2023-3038794, A-2023-3038795, A-2023-3038807, A-2023-3038808, G-2023-3038818, G-2023-3038819, G-2023-3038820, G-2023-3038821, G-00020956 be approved as clarified by the Joint Petition for Approval of Settlement of All Issues.

3. That the Joint Petitioners shall comply with the terms and conditions of the Settlement submitted in this proceeding as though each term and condition stated therein had been the subject of an individual ordering paragraph.

4. That the Protest filed by the Office of Consumer Advocate in this proceeding is hereby deemed withdrawn.

5. That the Protest filed by the Industrial Customer Groups in this proceeding is hereby deemed withdrawn.

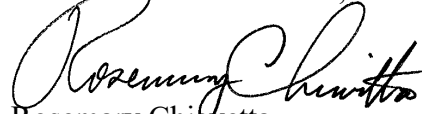
6. That the Protest filed by the Office of Small Business Advocate in this proceeding is hereby dismissed.

7. That the Secretary shall issue certificates of public convenience evidencing approval under Section 1102(a)(3) of the Pennsylvania Public Utility Code 66 Pa.C.S. § 1102(a)(3) of the proposed transactions set forth in ordering Paragraph 2 above.

8. That the Commission authorize the filing of the *pro forma* tariff supplements attached to the Joint Petition for Approval of Settlement of All Issues as Appendix A to become effective on one day's notice after entry of the Commission's Order approving the Settlement.

9. That upon acceptance and approval by the Commission of the filing of *pro forma* tariff supplements set forth in Paragraph 8 above and consistent with this Order, the Commission's Secretary's Bureau shall mark the dockets in this proceeding closed.

BY THE COMMISSION,


Rosemary Chiavetta
Secretary

(SEAL)

ORDER ADOPTED: December 7, 2023

ORDER ENTERED: December 7, 2023