



COMMONWEALTH OF PENNSYLVANIA  
PENNSYLVANIA PUBLIC UTILITY COMMISSION  
COMMONWEALTH KEYSTONE BUILDING  
400 NORTH STREET  
HARRISBURG, PENNSYLVANIA 17120  
December 16, 2025

Docket Nos. G-2023-3045143  
G-2024-3050728

MICHAEL S SWERLING  
UGI CORPORATION  
500 NORTH GULPH ROAD  
KING OF PRUSSIA, PA 19406-2807

Re: Amended Affiliated Interest Agreement – UGI Utilities, Inc. – Services Agreement with UGI Corporation together with its affiliates Mountaineer Gas Company, UGI Energy Services, LLC, UGI Enterprises, LLC, and AmeriGas Propane, Inc.

Dear Mr. Swerling:

On July 11, 2025, UGI Utilities, Inc. – Electric Division, Utility Code 111100 and Gas Division, Utility Code 123100 (collectively, UGI Utilities) filed with the Pennsylvania Public Utility Commission (Commission), pursuant to 66 Pa. C.S. §§ 2102, *et seq.*, the above-referenced Amendment to its Affiliated Interest Agreement (Agreement or AIA).

This Amendment proposes three changes: 1) to change the AIA to be a mutual AIA for UGI Utilities and Mountaineer Gas Company (MGC), 2) to remove UGI Development Company from the AIA, and 3) to provide for billings to be made on either a monthly or quarterly basis. The Agreement pertains to and authorizes UGI Utilities, (MGC), and UGI Corporation (UGI Corp.) together with its affiliates UGI Energy Services, LLC (UGIES), UGI Enterprises, LLC, and AmeriGas Propane, Inc. (collectively, UGI Affiliates) to receive/provide mutual services.

Per the previously approved AIA, the UGI Utilities' departments administering shared services include finance and accounting, executive offices, human resources, information technology, board of directors, legal, environmental compliance, procurement, operations, and external affairs. All services are clearly labeled in the Agreement and Appendix A.

The proposed Amendment follows the same terms as the currently approved Agreement and is modified to be a mutual AIA for UGI Utilities and MGC which will facilitate the filing of the exact same 2025 Shared Services Agreement with both the Commission and the Public Service Commission of West Virginia. The Amendment will also remove UGI Development Company from the Agreement to reflect the current corporate structure of affiliates and provide for billings to be made on either a monthly or quarterly basis which will allow for flexibility in billing between affiliates.

UGI Utilities states that the Amendment was approved by the Public Service Commission of West Virginia on August 18, 2025.

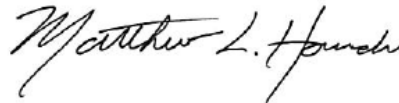
This Agreement will continue indefinitely, unless earlier terminated in whole or part by the parties per the relevant sections of the Agreement. Any party may terminate its respective interest by providing sixty (60) days written notice of such termination to the other parties.

The filing was received by the Commission on July 11, 2025. Section 2102(b) of the Public Utility Code, 66 Pa. C.S. 2102(b), provides that an Affiliated Interest Agreement shall be deemed approved if no order rejecting the agreement is entered by the end of the thirty days after the filing of the agreement, unless the Commission extends the thirty-day period. The Commission took no action within the 30-day review period; therefore, the Agreement was deemed approved on August 11, 2025, by operation of law.

Upon review of the filing, it does not appear that this Agreement is unreasonable or contrary to the public interest and approval will apply only to the agreement, services, matters and parties specifically and clearly defined under this instant proceeding as well as under any associated and previously filed filings. However, approval of this filing does not constitute a determination that the associated costs or expenses are reasonable or prudent for the purposes of determining just and reasonable rates. Furthermore, the Commission's approval is contingent upon the possibility that subsequent audits, reviews and inquiries in any Commission proceeding may be conducted, pursuant to 66 Pa. C.S. §§ 2102, *et seq.*

The Commission reiterates that the Companies must abide by all applicable competitive safeguards, including the code of conduct at § 54.122 (for Electric Distribution Companies) and the standards of conduct at § 62.142 (for Natural Gas Distribution Companies) when handling any potentially competitively sensitive information while performing any services under this Agreement. Specifically, UGIES must ensure that, while operating in its capacity as a licensed Electric Generation Supplier (EGS) at Docket No. A-110076 or as a licensed Natural Gas Supplier (NGS) at Docket No. A-2013-2369286, it does not misuse customer information or other data from UGI Utilities that it obtained through shared personnel rather than through Commission approved information sharing mechanisms available to all other EGSs and NGSs.

Sincerely,

A handwritten signature in black ink that reads "Matthew L. Homsher". The signature is written in a cursive style with a large, prominent initial "M".

Matthew L. Homsher  
Secretary