

**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA**

**IN THE MATTER OF THE APPLICATION OF)
MDU RESOURCES GROUP, INC. FOR)
AUTHORIZATION FOR REORGANIZATION)
OF COMPANY STRUCTURE)**

**ORDER APPROVING
MERGER
REORGANIZATION**

GE18-001

On January 31, 2018, the South Dakota Public Utilities Commission (Commission) received an Application for Authorization to Merge from MDU Resources Group, Inc. (MDU Resources) seeking authorization to implement a plan of merger reorganization through which Montana-Dakota Utilities Co., currently an operating division of MDU Resources, will merge into and become a wholly-owned subsidiary of a newly formed holding company. According to the filing, the subsidiary will operate as the public utility and will be named Montana-Dakota Utilities Co. The holding company will be named MDU Resources Group, Inc. The holding company will be the parent company and will be publicly traded. There will be no changes sought or experienced in the manner in which utility service is provided to ratepayers in South Dakota. No costs associated with the transaction will be paid by ratepayers. The restructuring is being undertaken for the benefit of separating and insulating MDU Resources' public utility businesses from its other business activities.

On February 1, 2018, the Commission electronically transmitted notice of the filing and the intervention deadline of February 16, 2018, to interested individuals and entities on the Commission's PUC Weekly Filings electronic listserv. No petitions to intervene or comments were received.

The Commission has jurisdiction over this matter pursuant to SDCL Chapter 49-34A, specifically 49-34A-35 and 49-34A-36.

At its regularly scheduled meeting on February 22, 2018, this matter came before the Commission for consideration and action. Commission staff recommended that the Commission approve the merger reorganization. Finding there is not a likelihood of significant adverse impacts to South Dakota customers, the Commission voted unanimously to approve the merger reorganization. It is therefore

ORDERED, that MDU Resources' merger reorganization is hereby approved.

Dated at Pierre, South Dakota, this 28th day of February 2018.

CERTIFICATE OF SERVICE
The undersigned hereby certifies that this document has been served today upon all parties of record in this docket, as listed on the docket service list, electronically or by mail.
By: <u>Karen E. Bremer</u>
Date: <u>02/28/18</u>
(OFFICIAL SEAL)

BY ORDER OF THE COMMISSION:

Kristie Fiegen
KRISTIE FIEGEN, Chairperson
Gary Hanson
GARY HANSON, Commissioner
Chris Nelson
CHRIS NELSON, Commissioner