

**EQ Holdings and Questar Gas
Commitments Matrix**

No.	Commitment
Corporate Structure; Local Presence; Local Management	
1	<p>a. At the closing of the Transaction, Fall West will become a direct subsidiary of EQ Holdings and each of Questar Gas and Wexpro will remain direct, subsidiaries of Fall West and will continue to exist as separate legal entities.</p> <p>b. Thereafter, EQ Holdings will not sell or otherwise dispose of all or a majority of Questar Gas' common stock without Commission approval.</p>
2	<p>Upon completion of the Transaction, Questar Gas will be operated as a separate legal entity and its headquarters will, for the foreseeable future, remain at 333 South State Street in Salt Lake City, Utah.</p>
3	<p>a. Questar Gas will continue to be locally managed by a seasoned team of executives with expertise in the retail natural gas utility industry who will have responsibility for implementing policies and practices to achieve the objectives of customer satisfaction, reliable service, public and employee safety, environmental stewardship, and collaborative and productive relationships with customers, regulators, governmental entities, and other interested stakeholders.</p> <p>b. In support of the foregoing, EQ Holdings commits that Questar Gas will be provided with access to the resources of the larger Enbridge Inc. ("Enbridge") group of companies and shared services provided by Enbridge and its affiliates.</p>

	Regulatory; Jurisdiction of the Commission; Compliance with Law
4	<p>a. EQ Holdings and Questar acknowledge that Questar Gas is and will remain subject to full regulation by the Commission¹ as prescribed by the Utah Code and by the rules promulgated by the Commission.</p> <p>b. The Transaction will in no way diminish the authority of the Commission to regulate the service quality and rates charged to Questar customers. Neither EQ Holdings nor Questar Gas will assert in any forum or proceeding that the authority of the Commission to regulate Questar Gas has been diminished by reason of the Transaction.</p> <p>c. EQ Holdings and Questar Gas commit to honor existing laws, rules, regulations, provisions of its Tariff, orders, and directives of the Commission, as applicable, following completion of the Transaction.</p>
5	<p>a. EQ Holdings and Questar Gas commit that senior officers and management responsible for determining policies applicable to the Enbridge group of companies will, with reasonable notice, be available to testify before the Commission and provide relevant information related to matters within the jurisdiction of the Commission, including any such information required to be provided in response to discovery or requests about Enbridge or any of its subsidiaries.</p> <p>b. EQ Holdings and Questar Gas commit to maintain access to books and records requested pursuant to Commitment 5(a) in Salt Lake City, Utah.</p>
6	<p>Upon request, EQ Holdings and its affiliates will provide the Commission, the Division, and the OCS, including their auditors and authorized agents, and intervenors in rate proceedings, as appropriate, with reasonable access to transactional, accounting and other information, including personnel necessary to explain the requested information, regarding any costs directly or indirectly allocated to Questar Gas.</p>

¹ Questar Gas and EQ Holdings are concurrently making filings in each of the three states in which Questar Gas provides retail natural gas service: Utah, Wyoming, and Idaho.

7	<p>a. All Wexpro agreements, stipulations, and associated guideline letters will be honored and all will be posted and available on a publicly available website.</p> <p>b. Annually the Company will undertake to provide information showing the source of Wexpro production and natural gas purchases by pipeline interconnection or hub.</p>
8	<p>EQ Holdings will develop a plan identifying how it intends to communicate the change in ownership of the Questar Gas from Dominion Energy to EQ Holdings.</p>
Ratemaking; Accounting	
9	<p>a. Questar Gas commits that no changes will be made to Questar Gas' existing filed rates, rules, regulations, and classifications under its existing Tariff as a result of the Transaction.</p> <p>b. Questar Gas will file a revised Tariff following the Transaction that changes only the name of the operating entity.</p> <p>c. To the extent necessary, changes to the Tariff will be made in the ordinary course.</p>
10	<p>Questar Gas will not seek recovery on any acquisition premium (goodwill) cost associated with the Transaction from its customers and no goodwill costs will be recorded on Questar Gas's books and Questar Gas will make the required accounting entries associated with the Transaction on that basis.</p>
11	<p>Transaction costs associated with the Transaction will not be recovered through the rates of Questar Gas or recovered through charges from affiliated companies of Enbridge or EQ Holdings to Questar Gas. Transaction costs are defined as: (i) Legal, consulting, or other professional advisor costs to initiate, prepare, consummate, and implement Transaction, including obtaining regulatory approvals, (ii) Rebranding costs, including websites, advertising, vehicles, signage, printing, stationary, (iii) Executive change in control costs (severance payments and accelerated vesting of share-based compensation), (iv) Financing cost related to the Transaction, including bridge and permanent financing costs, executive retention payments, costs associated with shareholder meetings, and proxy statement related to Transaction approval.</p>
12	<p>For regulatory purposes Questar Gas's accounting will continue to reflect assets at historical costs, approved depreciation rates and deferred income taxes based on original cost in accordance with the Uniform System of Accounts.</p>

Shared Services; Affiliate Transactions	
13	At closing of the Transaction, Questar Gas will enter into a Master Transition Services Agreement pursuant to which it will receive certain corporate services that it currently receives from Dominion Energy and affiliates of Dominion Energy on terms and at rates previously approved by the Commission. The purpose of the TSA is to ensure that service quality, safety, and reliability will not be adversely affected by the Transaction. Questar Gas commits that the costs charged to Questar Gas under the TSA for services will be modeled on the basis of allocation methodologies previously reviewed by the Commission for comparable services provided by affiliates of Dominion Energy to Questar Gas.
14	Questar Gas commits to continue to file its affiliate transaction report with the Commission on an annual basis.
15	Questar Gas will clearly reflect all of its costs and investments in its financial reports, including costs and assets that are directly assigned or allocated to it from another subsidiary of Enbridge. An audit trail will be maintained so that allocable costs can be specifically identified.
16	Questar Gas will have the burden of proof to show that prices for goods and services provided by Enbridge or its other subsidiaries are just and reasonable and priced consistent with the Affiliate Expense Standard set forth in Section 2.06 of the Tariff.
Community	
17	Questar Gas's charitable contributions were \$1.731 million in 2022. Commencing in the first calendar year in which the closing occurs, EQ Holdings will increase Questar Gas' charitable contributions by \$175,000 per year for three years. The continuation of these contributions, with the incremental support, will benefit the local communities by helping to ensure continuity in efforts to support local charitable causes.
Operations	
18	EQ Holdings and Questar Gas commit that Questar Gas will continue to install, upgrade, and maintain Questar Gas's infrastructure as necessary for safe, reliable, and affordable operations and, in the absence of material unforeseen or unanticipated circumstances, as contemplated by Questar Gas' planned capital expenditure program.
19	EQ Holdings commits to implement Enbridge's Integrated Management System (which includes safety and risk management programs, processes and procedures) at Questar Gas, and will seek to do so within two years following completion of the Transaction.

20	Questar Gas will continue to file an Integrated Resource Plan on an annual basis.
21	Questar Gas will maintain the established gas-supply interchangeability Wobbe indices for Questar Gas receipt points, and remain in compliance with the Commission’s requirements.
22	Questar Gas agrees to retain the thermwise.com website and maintain it under local control so long as there are any energy efficiency programs in its Utah tariff to ensure Utah customer access to comprehensive and up-to-date information about those programs.
Customer Satisfaction	
23	<p>a. Following completion of the Transaction, Questar Gas will work with the Division and the OCS on a collaborative basis and update the Customer Satisfaction Standards, taking into account recent historical results.</p> <p>b. Questar Gas will report quarterly on its performance relative to the Customer Satisfaction Standards. Quarterly reporting will continue until the next general rate case filing. If service levels fall short of the agreed “goals” identified in the updated Customer Satisfaction Standards, Questar Gas will file a remediation plan with the Commission explaining the undertakings Questar gas will implement to improve and restore service to meet these goals.</p>
Financial and Ring-Fencing	
24	EQ Holdings commits to support the financial strength and integrity of Questar Gas, including by (i) maintaining Questar Gas as a separate legal entity with clearly understood management and reporting lines, (ii) facilitating operational enhancements, (iii) ensuring that Questar Gas has access to the resources, funding and credit needed to support its operations and growth, and (iv) establishing and implementing thoughtfully tailored ring-fencing structures adapted to the needs of Questar Gas given the overall policies and practices of the Enbridge group of companies and with due respect for the needs of Questar Gas’ customers and the evolving important priorities confronting Questar Gas.
25	None of EQ Holdings, Questar Gas or Wexpro will incur any new indebtedness or liability for any acquisition debt incurred to finance the Transaction, and Questar Gas will not seek recovery in its rates for transaction costs related to the Transaction. Questar Gas’s obligations in respect of its existing indebtedness will continue in connection with the Transaction.

26	<p>a. Questar Gas will be supported with funding with the intention of maintaining strong credit metrics consistent with past practice.</p> <p>b. Questar Gas will be provided with funding to meet its ongoing operational needs consistent with past practice and as necessary to provide safe and reliable service to all its customers.</p> <p>c. Any debt used to capitalize Questar Gas will be kept within the regulated utility.</p> <p>d. Without Commission approval, neither Enbridge nor any of its affiliates will make any loan to Questar Gas that bears interest at rates that are greater than the lower of (i) rates being paid at the time of such loan by Enbridge or such other affiliate on its own debt or (ii) rates available, at the time of such loan, on similar loans to Questar Gas from the market.</p>
27	Questar Gas will be provided with the same access to short-term debt, commercial paper, and other liquidity as per past practices.
28	Questar Gas will maintain separate long-term debt with its own debt rating supplied by at least two of the three recognized debt rating agencies.
29	Questar Gas will continue to maintain its own bank accounts that are in its own name and direct access to exclusively committed credit facilities.
30	<p>a. To the extent that any future dividends are offered, EQ Holdings intends to continue Questar Gas' practice of setting its dividend rates at levels that maintain Questar Gas' capital structure in an appropriate range.</p> <p>b. Questar Gas will provide notification to the Commission of any such dividends paid, and include in such notice an associated projection of cash flows.</p>
31	A "Special Bankruptcy Director" will be appointed to serve as a member of the Board of Directors of Questar Gas. This Director will be nominated by and retained from an independent entity such as CT Corporation (at EQ Holdings' expense) and will not be employed by Enbridge or any of its affiliates. This Director will not participate in ordinary and routine activities of the Questar Gas Board and will not have voting rights except in the event of a vote by the Questar Gas Board to approve a voluntary bankruptcy petition to be filed under Title II of the U.S. Code on behalf of Questar Gas.

32	EQ Holdings or Questar Gas will provide notice to the Commission, the Division and the OCS of any bankruptcy petition or other filing that petitions for Enbridge or any of its material subsidiaries to be declared bankrupt.
Employees	
33	For 24 months after closing Questar Gas employees will have (i) base pay and target annual cash bonuses that are no less than the employee’s base pay and target annual cash bonus in effect prior to closing and (ii) benefit plans that, in the aggregate, are equivalent to the employee’s various benefits prior to closing.
34	<p>a. Questar Gas employees will be offered opportunities to learn from and share experiences, including with respect to enhanced safety practices and protocols, with other Enbridge company employees and thereby share best practices for improving their and customer experiences.</p> <p>b. Questar Gas will offer employee training and opportunities for career development, including due and fair consideration for other employment and promotion opportunities within the larger Enbridge organization, both inside and outside of Utah.</p>
Clean Energy	
35	EQ Holdings, as a member of the Enbridge family, is committed to conducting its business operations in an environmentally friendly and responsible manner. Consequently, EQ Holdings has embraced carbon reduction as a component of its sustainability goals and will, in its capacity as the owner of Questar Gas, seek to have Questar Gas operate and conduct the business of Questar Gas in accordance with this corporate philosophy. Consistent with this effort, EQ Holdings will explore the possibilities for implementing these and other clean energy projects and undertake and explore possibilities for implementing clean energy projects within Questar Gas’s service area with respect to renewable natural gas, hydrogen and compressed natural gas. Such exploration will include assessment of Federal funding eligibility of any such projects under the U.S. Inflation Reduction Act. These efforts will ultimately benefit consumers by helping to reduce combustion-related and methane emissions and reducing the carbon intensity of the energy delivered to customers.