SCHEDULE 3.1

2017 Actuals

Balance Sheet for Regulatory Purposes For the year ended December 31, 2017

1 Notice to Reader: Subject to review by the New Brunswick Energy and Utilities Board		
2 (in thousands of dollars)		
3 Assets	2017	2016
4 Regulated Assets		
5 Property, Plant and Equipment (Note 2)		
 Gas Distributor Plant in Service - Net (includes AFUDC capitalized during 2017 of \$19.44) 	\$ 174,580	\$ 172,455 \$ 173,628
8 Construction Work In Progress - Gas Distributor Plant	967	1,402
9 10 Total Property, Plant & Equipment	175,547	173,857 —— 175,030
11 Deferred Charges		
Deferred Development Costs - Net (Note 3) Development O&M Capitalized Costs - Net (Note 4)	1,273 86,034	1,056 88,826
14 Total Deferred Charges	87,307	89,882
15 Short Term Investments	2,965	2,972
16 17 Total Regulated Rate Base Assets	265,819	266,711 —— 267,884
18 Other Regulated Assets (Note 5)	26,174	24,707
19 20 Total Regulated Assets	291,993	291,418 —— 292,591
21 Regulatory Deferral (Note 1)	143,606	144,500
22 23 Total Assets	\$ 435,599	\$ 435,918 \$ 437,091
24 Liabilities and Partner's Equity		
25 26 Partner's Equity (Ratebase) (Note 1)	\$ 130,913	\$ 130,339 \$ 131,512
27 Long-term Advances from Associates and Affiliates (Notes 1 and 6)	149,500	149,500
28 Other Regulated Liabilities (Note 7)	11,580	11,579
29 30	\$ 291,993	\$ 291,418 \$ 292,591
31 Partner's Equity (Regulatory Deferral)	143,606	144,500
32 33 Total Liabilities and Equity	\$ 435,599	\$ 435,918 \$ 437,091

Financial Statement Effects of Rate Regulation and Legislative Changes – Note 1 Rate Base for Regulatory Purposes – Note 12 Capital Structure for Regulatory Purposes – Note 13

Statement of Income for Regulatory Purposes For the year ended December 31, 2017

- 1 Notice to Reader: Subject to review by the New Brunswick Energy and Utilities Board
- 2 (in thousands of dollars)

		201	7	2016
3	Revenue			
4	Operating Revenue (Note 8)			
5	Gas distribution	\$ 43,76	\$	42,578
6	Miscellaneous	93	1	757
7	Allowance for Funds Used During Construction	1:	3	28
		44,71)	43,363
8	Service and Inspection			
9	Revenue	64		572
10	Cost of goods sold	(39		(315)
11		25:		257
12	Total Revenue	44,96	<u> </u>	43,620
10	Evnance			
13 14	Expenses Operating Expenses			
15	Operating Expenses Operating and maintenances (Note 9)	11,97	1	10,690
16	Transportation (net)	1,57		1,577
17	Total Operating and maintenance expenses	13,54		12,267
18	Other Expenses	19,54		207
19	Bad debt expense	10		159
	244 455.05			.00
20	Amortization of Property, Plant and Equipment	5,97	1	6,590
21	Municipal and Other Taxes	1,24	3	1,241
22				7,477
23	Interest on Amounts Due to Associates & Affiliates and Other Interest (Note 10)	6,97	7 _	7,508
24	Amortization of Deferred Development Costs	2,91	3	3,007
	Amortization of Bolomou Bovolopinon Good	2,01	<u> </u>	0,007
25			_	30,948
26	Total Expenses	30,95	<u> </u>	30,978
27				12,672
28	Income before Extraordinary Items, Regulatory Deferral and Return on Rate Base	14,00	1 –	12,642
29	Regulatory Deferral	(89:	5)	(33,593)
	-			/
30			\$	(20,921)
31	Regulated Return on Equity (Note 11)	\$ 13,10	9 <u>*</u>	
		,,	<u> </u>	(,)

Financial Statement Effects of Rate Regulation and Legislative Changes – Note 1 Details of Affiliate Transactions – Note 14

Notes to 2017 Regulatory Financial Results For the year ended December 31, 2017

Note 1 Financial Statement Effects of Rate Regulation and Legislative Changes

The Public Utility's primary business activities are subject to regulation by the New Brunswick Energy and Utilities Board (EUB). The Public Utility follows accounting practices prescribed by its regulator or stipulated in approved ratemaking decisions that are subject to examination and approval by the EUB and are similar to those being used by other enterprises in the gas distribution industry in Canada. Accordingly, the timing and recognition of certain revenues and expenses may differ from that otherwise expected under generally accepted accounting principles (GAAP) applicable to non-regulated operations. The ultimate recoverability of costs incurred is dependent upon the approval of the EUB.

Rate regulation creates differences between the manner in which the Public Utility accounts for transactions or events and how they would be accounted for if the Public Utility was not subject to rate regulation. The differences in accounting treatment include:

The EUB permits an "allowance for funds used during construction" (AFUDC) to be included in the rate base. In addition, AFUDC is included in the cost of property, plant and equipment and is depreciated over future periods as part of the total cost of the related asset, based on the expectation that depreciation expense, including the AFUDC component, will be approved for inclusion in future rates. AFUDC for rate-regulated entities includes both an interest component and a cost of equity component. In the absence of rate regulation, GAAP would permit the capitalization of only the interest component. Therefore, the initial set up of the equity component as a capitalized asset and the corresponding revenue recognized during the construction phase would not be recognized nor would the subsequent depreciation of the asset.

As prescribed by the EUB, the Public Utility does not recognize gains and losses on the sale of Enbridge Utility Gas (EUG) in the statement of income and uses a purchase gas variance account to defer the gain or loss on sale. Non-regulated enterprises would normally account for the gain or loss in the statement of income or comprehensive income.

Enbridge Inc., on behalf of the Public Utility, maintains a pension plan which provides defined benefit pension benefits to employees. As prescribed by the EUB, contributions made to the plan are expensed as paid, consistent with the recovery of such costs in rates. Under GAAP, pension costs and obligations for defined benefit pension plans are determined using the projected benefit method and are charged to income as services are rendered

On December 16, 2016, the Government of New Brunswick enacted amendments to the Gas Distribution Act, 1999. The General Franchise Agreement was extended for an additional 25 years with an additional 25 year option. The new legislation modifies the current approach to setting rates from a combination of cost of service and market based rates to a cost of service approach only. The amendments allow for an annual increase of 3% for Small General Service customers to current EUB approved rates in each of 2018 and 2019 and a rate freeze for non-SGS customers at current EUB approved rates for 2018 and 2019, after which the EUB will set the rates based on the cost of service methodology. The regulatory deferral account was reduced to \$144.5 million with \$100 million to be included in revenue requirement over 25 years commencing in January 1, 2020. The remaining regulatory deferral account balance of \$44.5 million is to be recovered in accordance with the amendments and as authorized by the EUB.

(in thousands of dollars)

Note 2 Property, Plant & Equipment

1 2 3		Cost	Accumulated Amortization	2017 Net Book Value	2016 Net Book Value
4	Property, plant & equipment				
5	General plant				
6	Computer hardware & software	716	\$ (294)	\$ 422	\$ 451
7	Tools and work equipment	1,867	(1,393)	474	721
8	Office furniture and equipment	464	(283)	181	211
9	Transportation	1,667	(974)	693	499
11	Incentives	342	(171)	171	110
12	Leasehold improvements	189	(130)	59	68
13	Subtotal	5,245	(3,245)	2,000	2,060
14	Distribution plant				
15	Land	375	-	375	375
16	Rights of way and easements	189	-	189	189
17					94,701
18	Distribution mains	128,009	(31,864)	96,145	95,477
19					45,910
20	Street services	65,821	(18,261)	47,560	46,307
21	Meters and regulators	22,874	(4,222)	18,652	19,313
23	Stations	16,528	(6,869)	9,659	9,907
24					170,395
25	Subtotal	233,796	(61,216)	172,580	171,568
26					172,455
27	Total plant in service	239,041	(64,461)	174,580	— 173,628
_,	Total plant in solvios	200,011	(01,101)	114,000	170,020
28	Construction work in progress	967		967	\$ 1,402
29					\$ 173,857
30	Total property plant & equipment	\$ 240,008	\$ (64,461)	\$ 175,547	\$ 175,037 \$ 175,030
30	Total property, plant & equipment	ψ 240,000	ψ (04,401)	φ 175,547	φ 170,030

^{31 &}lt;sup>1</sup> Amortized over the term of the related leases.

(in thousands of dollars)

Note 3 Deferred Development Costs - Net

1 2 3		 Cost	 umulated ortization	2017 Net Book Value	ı	2016 Net Book Value A	Rates of Amortization
4 5 5	Franchise fee Intangible Software Intangible Software - Construction work in progress	\$ 1,500 1,299 72	\$ (1,375) (223)	\$ 125 1,076 72	\$	200 746 110	5.00% 4.96%
6	Total deferred development costs, net	\$ 2,871	\$ (1,598)	\$ 1,273	\$	1,056	

Note 4 Development O&M Capitalized Costs - Net

7					2017	2016	
8			Acc	umulated	Net Book	Net Book	Rates of
9		Cost	Am	ortization	Value	Value	Amortization
10	Development O&M capitalized costs	\$ 114,952	\$	(28,919)	\$ 86,033	\$ 88,825	2.43%
11	Total development O&M capitalized costs, net	\$ 114,952	\$	(28,919)	\$ 86,033	\$ 88,825	

(in thousands of dollars)

Note 5 Other Regulated Assets

1		_	2017	2016
2	Cash & Short Term Investments		\$ 2,788	\$ 5,038
3	Accounts Receivable		21,618	17,164
4	Inventory		1,043	1,166
5	Long term receivable	_	725	 1,339
6		=	\$ 26,174	\$ 24,707
7 (Other Regulated Assets		26,174	24,707

Notes to 2017 Regulatory Financial Results For the year ended December 31, 2017

(in thousands of dollars)

Note 6 Long-term Advances from Associates and Affiliates

1					•	2017				2016	
2		I	M - 4 - 1/4 - D - 4 -	·		ost of Debt	Dlata I	A		Cost of Debt	Be well to I
3		Issue Date	Maturity Date	Amount	Enbridge Inc.	EGNB	Regulated	Amount	Enbridge Inc.	EGNB	Regulated
4	Promissory Note	12-Dec-12	9-Dec-19	15,000	4.63%	5.63%	5.63%	15,000	4.63%	5.63%	5.63%
5	Promissory Note	12-Dec-12	30-Dec-21	14,000	3.50%	4.50%	4.50%	14,000	3.50%	4.50%	4.50%
6	Promissory Note	8-Jan-13	8-Jan-20	7,500	3.67%	4.67%	4.67%	7,500	3.67%	4.67%	4.67%
7	Promissory Note	24-Feb-14	26-Feb-18	-	4.16%	5.16%	5.16%	25,000	4.16%	5.16%	5.16%
8	Promissory Note	24-Mar-14	24-Mar-17	-	3.69%	4.69%	4.69%	5,000	3.69%	4.69%	4.69%
9	Promissory Note	29-Dec-14	28-Dec-18	-	3.72%	4.72%	4.72%	21,000	3.72%	4.72%	4.72%
10	Promissory Note	30-Mar-15	29-Mar-19	6,000	3.45%	4.45%	4.45%	6,000	3.45%	4.45%	4.45%
11	Promissory Note	15-Sep-15	15-Sep-19	18,000	3.84%	4.84%	4.84%	18,000	3.84%	4.84%	4.84%
12	Promissory Note	15-Sep-15	15-Sep-20	18,000	4.23%	5.23%	5.23%	18,000	4.23%	5.23%	5.23%
13	Promissory Note	8-Aug-16	9-Aug-21	20,000	3.55%	4.55%	4.55%	20,000	3.55%	4.55%	4.55%
14	Promissory Note	15-Mar-17	15-Mar-22	5,000	3.02%	4.02%	4.02%	· <u>-</u>	-	-	-
15	Promissory Note	15-Mar-17	15-Mar-22	21,000	3.02%	4.02%	4.02%	-	-	-	-
16	Promissory Note	15-Mar-17	15-Mar-24	25,000	3.60%	4.60%	4.60%		-	-	<u>-</u>
17	Total long-term adv	ances									
18	from associates an	d affiliates		\$ 149,500	3.73%	4.73%	4.73%	\$ 149,500	4.06%	5.01%	5.06%

¹⁹ The cost of debt of EGNB is limited to the actual borrowing rate of Enbridge Inc. plus 1%.

(in thousands of dollars)

Note 7 Other Regulated Liabilities

1	 2017	 2016
2 Due to Affiliated Companies	\$ -	\$ -
3 Accounts Payable	9,052	8,044
4 Long Term Payable	561	980
5 Long Term Deferred Post Employment Liabilities	 1,967	2,555
6	\$ 11,580	\$ 11,579

Notes to 2017 Regulatory Financial Results For the year ended December 31, 2017

(in thousands of dollars)

Note 8 Operating Revenue

a. Gas Distribution

1			2017		 2016		
2		Revenue	Customers	Throughput TJs	Revenue	Customers	Throughput TJs
4	Small general service (SGS)	\$ 7,371	8,292	595	\$ 5,186	8,279	577
5	Mid-general service (MGS)	13,152	3,051	1,063	12,536	3,071	1,007
6	Large general service (LGS)	12,102	379	1,481	12,323	377	1,355
7	Contract general service (CGS)	6,249	69	704	5,771	74	854
8	Industrial contract general service (ICGS)	4,694	9	1,647	6,612	9	1,698
9	Off peak service (OPS)	 192	13	30	 150	14	23
10) Total	\$ 43,760	11,813	5,520	\$ 42,578	11,824	5,514

11 1 Terajoule (TJ) = 1,000 Gigajoules (GJ)

(in thousands of dollars)

Note 8 Operating Revenue (continued)

b. Miscellaneous

1			2017	2016
2	Agent billing and collection Other miscellaneous revenue	\$	196 735	\$ 189 568
4	Total miscellaneous	\$	931	\$ 757
5 6	Details of Agent Billing and Collection Reve (in dollars)	enues		
			2017	 2016
7	Agent billing and collection			
8	Small general service (SGS)	\$	128,542	\$ 122,743
9	Mid-general service (MGS)		52,042	49,232
10	Large general service (LGS)		12,837	13,827
11	Contract general service (CGS)		1,843	1,981
12	Industrial contract general service (ICGS)		398	372
13	Off peak service (OPS)		691	 708
14	Total agent billing and collection revenue	\$	196,353	\$ 188,863

(in thousands of dollars)

Note 9 Operating and Maintenance Expenses

1			2017		2016
•	0	Φ.	707	Φ.	4 005
2	Corporate management	\$	797	\$	1,085
3	Corporate administration		361		421
4	Financial reporting		1,134		1,150
5	Information technology		1,460		1,306
6	Regulatory & upstream		761		833
7	Sales & marketing		1,277		1,051
8	Distribution & maintenance		5,238		5,181
9	Customer care		1,266		1,308
10	Human resources		3,125		1,976
11	Gas transportation and related activities		1,574		1,577
12	Total prior to capitalization		16,993		15,888
	. ett. p. e. to oup turibution		.0,000		10,000
13	Total capitalized		3,448		3,621
14	Total expense	\$	13,545	\$	12,267

Notes to 2017 Regulatory Financial Results For the year ended December 31, 2017

(in thousands of dollars)

Note 10 Interest on Amounts Due to Associates & Affiliates and Other Interest

1			2017		2016
2	Interest on long-term debt	\$	6.950	\$	7,448
3	Other interest (revenue)/expense	Ψ	20	Ψ	18
4	AIDC - allowance for funds used during construction (debt component)		7		11
				\$	7,477
5	Total interest on amounts due to associates & affiliates and other interest	\$	6,977	\$	7,508

Note 11 Regulated Return on Equity

6		 2017	 2016
			\$ 13,145
7	Regulated return on equity	\$ 13,908	\$ 13,115
8	Disallowed return as per previous Matters	-	(548)
9	Write down to Regulatory Deferral as per legislation	-	(33,535)
10	2017 mechanism to adjust Regulatory Deferral as per legislation	(811)	-
11	AEDC - allowance for funds used during construction (equity component)	 12	 17
			\$ (20,921)
12	Total regulated return on equity	\$ 13,109	\$ (20,951)

(in thousands of dollars)

Note 12 Rate Base for Regulatory Purposes

1			2017	2016
2	Property, plant & equipment			
3 4	Cost Accumulated amortization	\$	239,041 (64,461)	\$ 234,063 \$ 235,236 (61,608)
5	Net		174,580	172,455 —— 173,628
6	Deferred charges			
7 8 9	Franchise fee, at cost Accumulated amortization Net		1,500 (1,375) 125	1,500 (1,300) 200
10 11 12	Development O&M capitalized costs Accumulated amortization Net		114,952 (28,919) 86,033	114,952 (26,127) 88,825
13 14 15	Intangible software, at cost Accumulated amortization Net		1,299 (223) 1,076	3,193 (2,447) 746
16	* Deferral account		<u>-</u>	
17	Total deferred charges		87,234	89,771
18	Term deposit		2,965	2,972
19	Working capital allowance		1,377	1,510
20	Total rate base	\$	266,156	\$ 266,708 \$ 267,881
21	Average rate base		\$267,027	\$ 267,411 \$ 267,411
22 23	* Deferral account excluded for rate ma Effective January 1, 2012	aking	purposes	

(in thousands of dollars)

Note 13 Capital Structure for Regulatory Purposes

1			2017		2016
2	Capital structure				
3	Long-term debt	\$	149,500	\$	149,500
1	Equity		130,913		130,339 131,512
7	Equity		100,910	\$	279,839
5	Total	\$	280,413		281,012
6	Capital structure percentage				
					53.42%
7	Long-term debt		53.31%		53.20%
					46.58%
	Equity		46.69%		46.80%
9	Total		100.00%		100.00%
10	Capital structure average percentage for regu	lato	ry purposes	6	
11	Long-term debt		55.00%		55.00%
	Equity		45.00%		45.00%
13	Total		100.00%		100.00%
14	Weighted cost of capital for regulatory purpos	es			
15	Long-term debt		2.60%		2.78%
	Equity		4.91%		4.91%
17	Total		7.51%		7.69%

Notes to 2017 Regulatory Financial Results For the year ended December 31, 2017

(in thousands of dollars)

Note 14 **Details of Affiliate Transactions**

1			bridge Inc.	Enbridge Employee Services Canada Inc.	Enbridge Gas Distribution Inc.	St. Lawrence Gas	Gazifère Inc.	Affiliate Consulting and Services	Total Consulting and Services	Affiliate Expenditure as Percent of Total Consulting and Services
2 F	or the period ending December 31,	2017								
3	Corporate management	\$	-	\$ -	\$ 52	\$ -	\$ -	\$ 52	\$ 115	45%
4	Sales & marketing		-	-	-	-	-	-	107	0%
5	Human resources		215	-	7	-	-	222	248	90%
6	Distribution & maintenance		-	-	426	-	-	426	1,138	37%
7	Budget & regulatory		-	-	-	-	-	-	623	0%
8	Financial reporting		11	18	35	-	-	64	174	37%
9	Customer care		-	-	-	-	879	879	1,005	88%
10	Corporate administration		305	-	4	-	-	309	309	100%
11	Gas transportation & related		-	-	126	-	-	126	126	100%
12	Information technology		835	-	11	-	-	846	979	86%
13	Recoveries		-	-	-	(281)	(272)	(553)	(553)	100%
14 T	otal	\$	1,366	\$ 18	\$ 661	\$ (281)	\$ 607	\$ 2,371	\$ 4,271	56%
15 F	or the period ending December 31,	2016								
16	Corporate management	\$	-	\$ -	\$ 103	\$ -	\$ -	\$ 103	\$ 335	31%
17	Sales & marketing		-	-	-	-	-	-	138	0%
18	Human resources		156		13	-	-	169	177	96%
19	Distribution & maintenance		-	-	441	-	-	441	1,116	40%
20	Budget & regulatory		-	-	1	-	-	1	639	0%
21	Financial reporting		11	13	30	-	-	54	145	37%
22	Customer care		-	-	-	-	846	846	1,032	82%
23	Corporate administration		379	-	4	-	-	383	383	100%
24	Gas transportation & related		-	-	126	-	-	126	133	94%
25	Information technology		682	-	11	-	-	693	810	86%
26	Recoveries		-	-	-	(25)	-	(25)	(25)	100%
27 T	otal	\$	1,228	\$ 13	\$ 729	\$ (25)	\$ 846	\$ 2,791	\$ 4,883	57%

(in thousands of dollars)

Note 15 Service & Inspection Profitability Margin

1	 2017	 2016
2 Revenues as per regulatory financial statements	\$ 647	\$ 572
3	\$ 647	\$ 572
4 Less: Cost of goods sold		
5 COGS as per regulatory financial statements	\$ 395	\$ 315
6	\$ 395	\$ 315
7 Adjusted net margin	\$ 252	\$ 257
8 Less: Allocated expenses		
9 O&M expenses	\$ 264	\$ 263
10 Cost of capital	8	8
11 Depreciation	16	18
12 Billing services (Customer Care)	2	2
13 Bad debt expense	 2	 1
	\$ 292	\$ 292
14 Net revenue (loss)	\$ (40)	\$ (35)

(in thousands of dollars)

Note 16 System Expansion Portfolio Test

1			17 Actual	2016 Actual	
2	Capital				
3				\$	308
4	Main	\$	1,763	\$	1,084
5					358
6	Service Line		1,644		755
7	Sales Incentive		74		34
8	Meter & Regulators		314		545
9	O&M Capitalized to Main		1,117		679
10	O&M Capitalized to Service Line		1,133		1,481
11	O&M Capitalized to Meter & Regulators		305		416
12					3,821
13	Total Capital		6,350		4,994
14	Cost of Capital		7.51%		7.69%
15	Depreciation Rates				
16	Main		1.64%		1.64%
17	Service Line		1.74%		1.74%
18	Meter & Regulators		7.63%		7.63%
19	Sales Incentives		20.00%		20.00%
20	Net Annual Impact on Revenue Requirement				
21	Energy (GJs)		46,590		37,536
22	Revenue	\$	487	\$	413
23	Less:				
24					16
25	Depreciation: Mains (item 1 + item 5) * item 10		47		29
26					32
27	Depreciation: Service Line (item 2 + item 6) * item 11		48		39
28	Depreciation: Sales Incentive (item 3 * item 13)		15		7
29	Depreciation: Meter & Regulator (item 4 + item 7) * item 12		47		73
30					294
31	Cost of Capital (item 8 * item 9)		477		384
32				\$	(9)
33	Annual Impact		(147)	\$	(119)
34					98%
	Revenue/Cost Ratio		77%		78%