

## **Political Spending Policy**

We are committed to being a good corporate citizen in the communities in which we conduct our business. This includes participating constructively in the political process where legal and appropriate. Consistent with this commitment, we support and encourage our employees to actively engage in community and civic activities. We also encourage employees to participate in the political process as private citizens, should they desire to do so.

### **NiSource Contributions**

NiSource does not contribute corporate funds to federal candidates. Such contributions may be made only by NiSource Inc. Political Action Committee (NiPAC), a non-profit entity that solicits voluntary contributions from eligible employees in compliance with applicable law. NiPAC contributes to the campaigns of federal and state candidates, where permissible, and files required reports with the Federal Election Commission and various state and local election commissions. These reports are publicly available. Reports filed with the Federal Election Commission are available at [www.fec.gov](http://www.fec.gov).

Additionally, it is NiSource's policy to not make direct independent expenditures at the federal level. Direct independent expenditures would consist of corporate funds spent on public communications in support of or in opposition to any federal candidate, without coordination with any candidate.

Corporate funds may be used, where legally permissible, for indirect political support and to participate in the election of state and local candidates who share NiSource's public policy views or in support of state and local ballot measures having an impact on the industry.

### **Corporate Governance Process**

The Nominating and Governance Committee of the Board of Directors of NiSource Inc. is responsible for overseeing corporate political spending. The Senior Vice President, Corporate Affairs, of NiSource shall review corporate political spending, including indirect political spending through third parties, and at least annually review the same with the Nominating and Governance Committee.

In order to facilitate the internal monitoring and tracking of political spending, direct and indirect political contributions and ballot initiatives made by NiSource or any of its subsidiaries (not including any PACs) shall be reported to the Vice President, Federal Governmental Affairs.

*May 13, 2014*