

## US utility sector upgrades driven by stable and transparent regulatory frameworks

- » We recently upgraded most US investor-owned utilities and many of their holding companies due to our view that the US regulatory environment has improved over the past several years. Most of the companies placed on review for upgrade in November 2013<sup>1</sup> were upgraded in late January 2014, and most by one notch. Please see Appendix A for a list of companies that were upgraded.
- » US regulated utilities appear financially secure, thanks to their suite of transparent and timely cost and investment recovery mechanisms. When compared with other regulatory environments in developed countries<sup>2</sup>, the overall regulatory environment for US utilities has steadily improved over the past few years and is expected to remain supportive and constructive for at least the next 3-5 years.
- » A more favorable regulatory environment allows US regulated utilities to generate relatively stable and predictable revenue and cash flow, which can support a material amount of leverage. But most US utilities maintain a conservative capital structure, where the ratios of debt to EBITDA and cash flow to debt hover in the 4.0x and 20% range, respectively. Key financial ratios are likely to decline over the next few years, as interest rates rise and tax payments increase with the expiration of bonus depreciation.
- » US utilities own and operate enormous, capital intensive, long-lived critical infrastructure assets. They are often one of the larger companies residing in a particular state, they pay big property taxes and employ lots of people. The importance of utilities to state and local governments is not lost on elected officials, and utilities maintain very effective constituency outreach programs.
- » Utilities have demonstrated strong, stable access to the capital markets. Utilities do not maintain high cash balances, but their committed credit facilities are typically syndicated across several banks and contain few, if any, borrowing constraints. However, a combination of significant capital investments and sizable shareholder dividends that are typically well beyond the cash generated from operations means that utilities are generally in a negative free cash flow position.
- » A handful of companies placed on review in late 2013 were not upgraded. Some of the reasons include sizable non-utility businesses with higher business risk, or a large amount of debt at the holding company as a percentage of total consolidated debt. For a few issuers, ratings weren't upgraded because these companies were viewed as being appropriately positioned at their existing rating category, relative to their rated peers.

<sup>1</sup> See press release: [Moody's places ratings of most US regulated utilities on review for upgrade, November 08, 2013.](#)

<sup>2</sup> For example: Australia, Canada, Japan, South Korea and the United Kingdom.

## Supportive regulatory frameworks

Over the past few years, the US regulatory environment has been very supportive of utilities. We think this is partly a function of regulators acknowledging that their utility infrastructure needs a material amount of ongoing investment for maintenance, refurbishment and renovation purposes. Utility infrastructure is necessary to facilitate a growing economy, and since utility investments help create jobs, utilities have been able to garner support from both politicians and regulators to authorize prudently incurred investments in these critical assets. We also think regulators prefer to regulate financially healthy utilities. Recent legislation that helps utilities recover their costs and investments in a more timely manner are evidenced in Virginia, South Carolina, Florida and Illinois.

We think political risks are also manageable, in part, because elected officials are increasingly viewing their local utilities as a reliable source of investment into the local infrastructure. Investments bring jobs, and employment growth helps the economy. This is part of the "virtuous circle" for regulated utilities, and we see a few more years of continued smooth sailing, where elected officials, their regulators, consumer groups and utilities share a common understanding with respect to strengthening this infrastructure sector.

From a practical perspective, a few regulatory hot spots of contentiousness will flare up over our rating horizon, but it is unclear at this time as to which utilities might be affected. We have generally seen such situations result in outcomes that were difficult for utilities but not punitive, and they have generally been isolated incidents rather than a broad pandemic. As a result, we continue to keep an eye on the magnitude of rate increases, and how likely those rates can be absorbed by the service territory or market before consumers become intolerant, in order to identify utilities that are exceptions to the generally positive regulatory environment.

## Stable and predictable financial profile

A transparent suite of timely recovery mechanisms helps utilities generate stable and predictable revenues and cash flows, which can support a material amount of leverage. But most US utilities maintain a relatively solid capital structure, where the ratios of debt to EBITDA and cash flow to debt hovers in the 4.0x and 20% range, respectively. Key financial ratios are likely to decline over the next few years, as interest rates rise and tax payments increase with the expiration of bonus depreciation.

In the table below, we illustrate the sector's financial stability by showing the historical medians for most of the companies included in our US utility rated universe. We show the 4-year (2009 – 2012) and 2-year (2011 – 2012) average medians by rating category. We also include the latest twelve months ended September 2013. In general, lower debt to EBITDA and dividend payout ratios correspond with higher credit ratings, as do higher cash flow to debt ratios. We note that A1 rated companies invest more heavily in their assets, relative to depreciation and amortization (D&A). Because we show these financial ratios by rating category, the rating category might include different kinds of companies included in our peer groups. For example, the Baa1 rating category might include parent holding companies (which also include hybrid integrated companies), vertically integrated, transmission and distribution, local gas distribution or transmission only companies.

EXHIBIT 1

US regulated utilities – selected financial ratios, by rating category (medians)

Rating	Debt / EBITDA			CFO / debt			Dividend payout			Cap Ex / D&A		
	4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM
A1	2.7	2.8	3.0	31%	32%	25%	35%	33%	39%	2.4	2.7	2.7
A2	3.3	3.3	3.5	27%	26%	22%	67%	70%	64%	1.8	1.9	2.0
A3	3.9	4.0	4.0	22%	23%	22%	56%	67%	52%	2.1	1.9	2.2
Baa1	4.1	4.2	4.0	19%	20%	19%	61%	64%	52%	1.8	1.9	2.2
Baa2	4.3	4.3	4.5	17%	17%	17%	56%	56%	78%	1.7	1.9	2.1
Baa3	4.2	4.4	4.3	18%	17%	18%	120%	91%	99%	1.3	1.5	1.4

We also examined the broad peer group of utilities by sector classification. For example, we looked at the selected financial ratios for parent holding companies, vertically integrated utilities, transmission and distribution utilities and natural gas local distribution companies. We note that the financial ratios by sector classification means that both A3 and Baa3 rated companies might be included in the “Vertically Integrated” peer group and in other peer groups. We observe that the ratio of cash flow to debt is better for the utilities than it is for the parent holding companies<sup>3</sup>.

EXHIBIT 2

US regulated utilities – selected financial ratios, by sector classification

Sector		Debt / EBITDA			CFO / debt			Dividend payout			Cap Ex / D&A		
		4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM
Holding companies	Median	4.5	4.7	4.4	18%	18%	17%	68%	69%	69%	2.3	2.3	2.5
	Total	4.1	4.3	4.2	19%	19%	18%	67%	73%	78%	2.0	2.1	2.1
LDC's	Median	4.0	4.0	4.1	24%	22%	22%	75%	70%	76%	2.0	2.2	3.1
	Total	3.5	3.5	3.4	26%	25%	23%	60%	61%	58%	2.1	2.3	2.5
T&D (electric or gas)	Median	4.0	3.7	4.2	21%	22%	20%	97%	88%	57%	1.6	1.9	1.5
	Total	3.7	3.7	3.7	22%	22%	20%	92%	86%	67%	1.5	1.8	1.9
Transmission	Median	2.3	2.3	2.5	37%	33%	26%	82%	92%	71%	5.7	6.4	6.4
	Total	3.9	3.9	4.1	20%	19%	16%	80%	83%	58%	4.7	5.3	5.5
Vertically Integrated	Median	3.7	3.7	3.7	22%	23%	20%	53%	59%	56%	2.0	2.0	2.1
	Total	3.6	3.6	3.6	23%	23%	23%	59%	64%	68%	2.1	2.1	2.1

<sup>3</sup> See [Appendix A](#) for a table of selected financial ratios by sector classification, by rating

## Critical infrastructure assets

US utilities own and operate enormous, capital intensive, long-lived critical infrastructure assets. They are often cited as being one of the larger companies residing in a particular state, pay big property taxes and employ lots of people. The importance of utilities to state and local governments is not lost on elected officials, and utilities maintain very effective constituency outreach programs<sup>4</sup>.

EXHIBIT 3

### US regulated utilities – selected financial data, by rating category (\$ billions)

Rating	Revenues			EBITDA			CFO			Debt		
	4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM
<b>Medians</b>												
A1	\$2.6	\$2.7	\$2.8	\$0.8	\$0.8	\$0.8	\$0.6	\$0.7	\$0.6	\$2.1	\$2.2	\$2.4
A2	\$1.6	\$1.5	\$1.4	\$0.4	\$0.5	\$0.5	\$0.4	\$0.4	\$0.4	\$1.5	\$1.6	\$1.7
A3	\$1.7	\$1.7	\$1.7	\$0.4	\$0.5	\$0.5	\$0.4	\$0.4	\$0.4	\$1.7	\$1.8	\$1.9
Baa1	\$1.6	\$1.6	\$1.6	\$0.4	\$0.4	\$0.5	\$0.3	\$0.4	\$0.4	\$1.7	\$1.8	\$1.9
Baa2	\$1.6	\$1.6	\$1.6	\$0.8	\$0.5	\$0.5	\$0.3	\$0.4	\$0.4	\$2.0	\$2.1	\$2.3
Baa3	\$1.7	\$1.7	\$1.6	\$0.5	\$0.5	\$0.5	\$0.4	\$0.4	\$0.4	\$2.2	\$2.2	\$2.3
<b>Total</b>												
A1	\$50.3	\$50.2	\$51.3	\$15.8	\$16.3	\$17.5	\$13.2	\$13.7	\$14.2	\$50.7	\$54.8	\$58.3
A2	\$86.4	\$85.4	\$86.6	\$25.6	\$27.1	\$29.0	\$22.2	\$23.6	\$22.8	\$86.6	\$92.0	\$98.9
A3	\$151.3	\$154.0	\$166.8	\$47.5	\$49.9	\$54.2	\$39.3	\$42.5	\$45.3	\$187.3	\$199.4	\$221.6
Baa1	\$468.5	\$473.4	\$499.6	\$144.4	\$150.8	\$160.0	\$117.3	\$125.7	\$130.9	\$576.9	\$610.6	\$668.0
Baa2	\$1.7	\$1.6	\$1.6	\$32.7	\$32.2	\$40.4	\$25.5	\$26.9	\$27.1	\$125.1	\$129.1	\$135.8
Baa3	\$5.4	\$5.6	\$5.6	\$17.6	\$18.8	\$18.2	\$1.7	\$1.8	\$1.8	\$81.3	\$89.6	\$94.8

EXHIBIT 4

### US regulated utilities – selected financial data, by sector classification (\$ billions)

Sector		Revenue			EBITDA			CFO			Total Debt		
		4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM
Holding companies	Median	\$4.0	\$4.1	\$4.5	\$1.1	\$1.1	\$1.2	\$0.9	\$1.0	\$0.9	\$5.2	\$5.3	\$5.2
	Total	\$337.4	\$342.1	\$358.4	\$106.3	\$109.7	\$121.9	\$84.7	\$89.8	\$92.1	\$437.5	\$467.0	\$509.5
LDC's	Median	\$0.7	\$0.7	\$0.6	\$0.1	\$0.2	\$0.2	\$0.1	\$0.1	\$0.1	\$0.6	\$0.6	\$0.6
	Total	\$26.8	\$25.7	\$26.0	\$5.9	\$6.3	\$6.5	\$5.4	\$5.4	\$5.1	\$20.5	\$22.0	\$22.3
T&D (electric or gas)	Median	\$1.4	\$1.2	\$1.1	\$0.3	\$0.4	\$0.3	\$0.3	\$0.3	\$0.3	\$1.3	\$1.3	\$1.4
	Total	\$74.7	\$70.5	\$67.3	\$21.3	\$21.8	\$22.5	\$16.8	\$17.7	\$16.5	\$78.1	\$80.0	\$84.2
Transmission	Median	\$0.3	\$0.3	\$0.3	\$0.2	\$0.2	\$0.2	\$0.1	\$0.1	\$0.1	\$0.4	\$0.5	\$0.6
	Total	\$2.0	\$2.2	\$2.5	\$1.4	\$1.5	\$1.7	\$1.1	\$1.1	\$1.2	\$5.5	\$6.0	\$7.1
Vertically Integrated	Median	\$1.7	\$1.7	\$1.7	\$0.5	\$0.5	\$0.5	\$0.4	\$0.4	\$0.4	\$1.7	\$1.8	\$1.9
	Total	\$195.3	\$197.9	\$202.7	\$60.1	\$62.9	\$65.5	\$49.2	\$52.4	\$53.6	\$215.9	\$227.7	\$237.5

<sup>4</sup> See [Appendix B](#) for a table of selected financial data, by sector classification by rating

## Strong, Stable access to capital

Our view of the supportive US utility regulatory environments resulted in several rating upgrades where companies attained an A2 rating from A3, or Baa2 from Baa3. Consistent with these long term rating changes, some utilities also achieved a change in their short-term commercial paper (CP) ratings. For more information on the linkage between long term ratings and short term ratings, please see [Moody's Rating Symbols and Definitions](#).

EXHIBIT 5

### Selected companies that received short-term commercial paper rating changes\*

Name	Sector	Old Rating	New Rating	Rating Outlook	Short term Rating
Questar Corporation	Holdco	A3	A2	Stable	P-1 from P-2
Wisconsin Energy Corporation	Holdco	A3	A2	Stable	P-1 from P-2
DTE Gas Company	LDC	A3	A2	Stable	P-1 from P-2
Northern Illinois Gas Company	LDC	A3	A2	Stable	P-1 from P-2
Peoples Gas Light and Coke Company	LDC	A3	A2	Stable	P-1 from P-2
Consolidated Edison Company of New York, Inc.	T&D (electric or gas)	A3	A2	Stable	P-1 from P-2
PECO Energy Company	T&D (electric or gas)	A3	A2	Stable	P-1 from P-2
Public Service Electric and Gas Company	T&D (electric or gas)	A3	A2	Stable	P-1 from P-2
Atmos Energy Corporation	LDC	Baa1	A2	Stable	P-1 from P-2
DTE Electric Company	Vertically Integrated	A3	A2	Stable	P-1 from P-2
Northern States Power Company (Minnesota)	Vertically Integrated	A3	A2	Stable	P-1 from P-2
Northern States Power Company (Wisconsin)	Vertically Integrated	A3	A2	Stable	P-1 from P-2
Southern California Edison Company	Vertically Integrated	A3	A2	Stable	P-1 from P-2
Piedmont Natural Gas Company, Inc.	LDC	A3	A2	Stable	P-1 from P-2
South Jersey Gas Company	LDC	A3	A2	Stable	P-1 from P-2
Vectren Utility Holdings, Inc.	Vertically Integrated	A3	A2	Stable	P-1 from P-2
Virginia Electric and Power Company	Vertically Integrated	A3	A2	Stable	P-1 from P-2
Pinnacle West Capital Corporation	Holdco	Baa2	Baa1	Stable	P-2 from P-3
Ameren Corporation	Holdco	Baa3	Baa2	Stable	P-2 from P-3
NiSource Finance	Holdco	Baa3	Baa2	Stable	P-2 from P-3
Union Electric Company	Vertically Integrated	Baa2	Baa1	Stable	P-2 from P-3
Kansas City Power & Light Greater MO Op.	Vertically Integrated	Baa3	Baa2	Stable	P-2 from P-3

\*Not all short-term ratings are listed here. Instead, we show a list of upgrades associated with the short term commercial paper rating. This list does not include utilities that may have had short-term ratings on industrial development bonds, such as Duke Indiana and Duke Carolinas. In Duke's case, both companies had their short-term IDB ratings upgraded (both VMIG and Prime ratings), but are not included on our list, but are available on the individual company's press releases.

Utility credit facilities are usually unsecured, so we tend to examine the few instances of secured revolving credits more closely. In many cases, security for credit facilities was initially granted when the utility incurred financial stress and/or was rated below investment grade. Similar to first mortgage bonds, secured credit facilities at the utility level are mostly viewed as having a materially lower risk of incurring any losses given a default. As a result, the costs and fees for secured credit facilities are typically lower than unsecured credit facilities, which regulators may view in a positive light, although we typically view utilities with secured credit facilities as possessing somewhat less financial flexibility.

One of the big credit positives that unsecured credit facilities provide utilities is the "ability" to raise capital or secure continued liquidity through a secured facility. This is a type of financial flexibility that can be useful for utilities experiencing a period of financial distress, since the security may be

granted in exchange for accommodations from lenders such as an increase in facility size, longer maturities, or easing of financial covenants or other terms.

EXHIBIT 6

**Selected companies with secured credit facilities**

Name	Sector	Old	New	Outlook	Comment
Avista Corp.	Vertically Integrated	Baa2	Baa1	Stable	Secured Revolver
Consumers Energy Company	Vertically Integrated	Baa1	A3	Stable	Secured Revolver
Oncor Electric Delivery Company LLC	T&D (electric or gas)	Baa3	Baa3	Stable	Secured Revolver
Puget Energy, Inc.	Holdco	Ba1	Baa3	Stable	Cross - Over / secured rev.
UNS Energy Corporation	Holdco	Baa3	Baa2	Stable	Secured Revolver
Westar Energy, Inc.	Holdco	Baa2	Baa1	Stable	Secured Revolver

**Notable upgrades**

Two companies were upgraded by 2-rating notches, Edison International (EIX: A3 stable) and Western Massachusetts Electric Company (WMECO: A3 stable). Prospectively, both companies are increasing the stability and predictability of their revenues and cash flows, because they are becoming more regulated.

EXHIBIT 7

**Selected companies with 2 notch rating upgrades**

Name	Sector	Old	New	Outlook
Atmos Energy Corporation	LDC	Baa1	A2	Stable
Edison International	Holdco	Baa2	A3	Stable
Western Massachusetts Electric Company	T&D (electric or gas)	Baa2	A3	Stable

For EIX, the increase in regulated revenues and cash flows (as a percentage of the total) will result from the divestiture of its risky non-utility businesses. In this case, EIX has benefitted because the former merchant generation operations at Edison Mission Energy (EME not rated) are no longer part of the consolidated entity, and we view the litigation risk from suits by EME creditors as manageable for EIX.

With the recent completion of a large transmission project in December 2013, WMECO is increasing the portion of its revenues derived from FERC-regulated transmission only assets. The FERC regulatory environment is viewed as being both transparent and predictable over the long term, with a very timely suite of cost recovery mechanisms and a reasonable assurance of a guaranteed return.

Four companies crossed over to the investment grade rating category from the non-investment grade category. Three are parent holding companies, all of which own solid investment grade utility operating subsidiaries.

EXHIBIT 8

**Selected companies that crossed-over into investment grade from non-investment grade**

Name	Sector	Old	New	Outlook
PNM Resources, Inc.	Holdco	Ba1	Baa3	Positive
Entergy Texas, Inc.	Vertically Integrated	Ba1	Baa3	Stable
Puget Energy, Inc.	Holdco	Ba1	Baa3	Stable
IPALCO	Holdco	Ba1	Baa3	Stable

For Entergy Texas Inc (ET: Baa3 stable), where we think Texas regulation is less favorable for non-ERCOT, vertically integrated utilities than they are on the unbundled transmission and distribution utilities, we see a steadily improving financial profile, including a sustainable production of cash flow to debt in the low-teen's, at a minimum. However, ET has the most most challenging regulatory relations of all the Texas utilities.

Puget Energy's (PE: Baa3 Stable) cross over to investment grade reflects an expectation for sustained improvement in the company's financials, due to supportive regulatory treatment. For example, the most recent rate case decision for its utility Puget Sound Energy, Inc. (PSE: Baa1, stable) by the Washington Utilities and Transportation Commission's (WUTC) allowance for a full electric and gas revenue decoupling mechanism and a series of predetermined annual delivery rate increases, including cost escalation factors.

Five issuers in two corporate families, Cleco Corporation (Cleco: Baa2, positive) and PNM Resources Inc. (PNM: Baa3, positive), continue to exhibit materially favorable regulatory or financial trends, reflected in the positive rating outlooks assigned at the conclusion of our review. For the remainder of the companies, stable rating outlooks were the norm.

EXHIBIT 9

**Selected companies with positive rating outlooks**

Name	Sector	Old	New	Outlook	Comment
Cleco Corporation	Holdco	Baa3	Baa2	Positive	
Cleco Power LLC	Vertically Integrated	Baa2	Baa1	Positive	
PNM Resources, Inc.	Holdco	Ba1	Baa3	Positive	Cross - Over
Texas-New Mexico Power Company	T&D (electric or gas)	Baa2	Baa1	Positive	
Public Service Company of New Mexico	Vertically Integrated	Baa3	Baa2	Positive	

For PNM, as soon as its San Juan Generating Station environmental compliance requirement is resolved, or close to it, and assuming financial metrics remain consistent with our expectations, additional rating upgrades could be considered. For Cleco, the positive outlooks reflect our expectation that Cleco Power LLC (CNL: Baa1, positive) will receive a constructive outcome on its latest regulatory filing, including the extension of its formula rate plan for another five-year period. This would follow the December 2013 approval received from the Louisiana Public Service Commission to transfer the Coughlin power plant to CLN.

EXHIBIT 10

**Selected companies still on review for possible upgrade**

Name	Sector	Old	New	Outlook	Comment
Brooklyn Union Gas Company	LDC	A3	A3	RUR - up	
Key Span Gas East Corp	LDC	A3	A3	RUR - up	
Niagara Mohawk Power Corp	T&D (electric or gas)	A3	A3	RUR - up	
New England Power Corp	T&D (electric or gas)	A3	A3	RUR - uP	

## Companies not upgraded

For some holding companies with material non-utility businesses, rating upgrades were constrained. Our analysis was heavily influenced by the size, composition and strategy of those non-utility businesses. We widened the notching between some parent holding companies and their operating subsidiaries, especially if there was significant non-utility subsidiary debt or parent holding company debt. Negative rating consequences might also hold back the rating at the utility subsidiary, since parent holding company debt could be viewed as a proxy for utility subordinated debt or preferred stock.

As part of our review process, several corporate families are now characterized by a wider rating notching differential between the parent and one or more utility subsidiaries.

EXHIBIT 11

### Parent holding companies with a three notch differential from one or more subsidiaries

Parent	Rating	Subsidiary	Rating	Notch differential
NextEra	Baa1	Florida Power & Light	A1	3
Sempra	Baa1	San Diego Gas & Electric	A1	3
Exelon Corp	Baa2	PECO Energy	A2	3
Dominion Resources	Baa2	VEPCO / DomGas	A2	3
PS Enterprises Group	Baa2	Public Service Electric & Gas	A2	3
Southern Company	Baa1	Alabama Power	A1	3
Integrus Energy	Baa1	Wisconsin Public Service	A1	3
Duquesne Light Holdgs.	Baa3	Duquesne Light Company	A3	3

In the table below, we show the utilities and holdcos that were placed on review for upgrade but were not upgraded. For these companies, ratings were confirmed at their existing rating categories<sup>5</sup>.

EXHIBIT 12

### Selected companies that were not upgraded

Name	Sector	Old	New	Outlook	Summary Rationale
American Transmission Company LLC	Transmission	A1	A1	Stable	Credit supportive FERC regulation already incorporated
Madison Gas and Electric Company	Vertically Integrated	A1	A1	Stable	Credit supportive regulation already incorporated
NSTAR Electric Company	T&D (electric or gas)	A2	A2	Stable	Credit supportive regulation already incorporated
International Transmission Company	Transmission	A3	A3	Stable	Credit supportive FERC regulation already incorporated
ITC Midwest LLC	Transmission	A3	A3	Stable	Credit supportive FERC regulation already incorporated
Michigan Electric Transmission Company, LLC	Transmission	A3	A3	Stable	Credit supportive FERC regulation already incorporated
Otter Tail Power Company	Vertically Integrated	A3	A3	Stable	Supportive regulation already incorporated
Integrus Energy Group, Inc.	Holdco	Baa1	Baa1	Stable	Non-utility business / Holdco debt
ITC Great Plains LLC	Transmission	Baa1	Baa1	Stable	Credit supportive FERC regulation already incorporated
Hawaiian Electric Company, Inc.	Vertically Integrated	Baa1	Baa1	Stable	Declining metrics, higher leverage
Duke Energy Kentucky, Inc.	Vertically Integrated	Baa1	Baa1	Stable	Declining metrics, higher leverage
Dominion Resources Inc.	Holdco	Baa2	Baa2	Stable	Non-utility business / Holdco debt
Hawaiian Electric Industries, Inc.	Holdco	Baa2	Baa2	Stable	Declining metrics, higher leverage
LG&E and KU Energy LLC	Holdco	Baa2	Baa2	Stable	Holdco debt
Bay State Gas Company	LDC	Baa2	Baa2	Stable	Supportive regulation already incorporated

<sup>5</sup> See [Appendix C](#) for a table of selected companies that were not placed on review for upgrade on 8 November 2013.



EXHIBIT 12

**Selected companies that were not upgraded**

Name	Sector	Old	New	Outlook	Summary Rationale
ITC Holdings Corp.	Transmission	Baa2	Baa2	Stable	Credit supportive FERC regulation already incorporated
Entergy Arkansas, Inc.	Vertically Integrated	Baa2	Baa2	Stable	Supportive regulation already incorporated
Kentucky Power Company	Vertically Integrated	Baa2	Baa2	Stable	Supportive regulation already incorporated
Duquesne Light Holdings, Inc.	Holdco	Baa3	Baa3	Stable	Non-utility business / Holdco debt
Pepco Holdings, Inc.	Holdco	Baa3	Baa3	Stable	Holdco debt
PPL Corporation	Holdco	Baa3	Baa3	Stable	Holdco debt
Atlantic City Electric Company	T&D (electric or gas)	Baa2	Baa2	Stable	Supportive regulation already incorporated

For a few companies, such as Madison Gas and Electric Company (MG&E: A1, stable) and NSTAR Electric Company (NSTAR Electric: A2, stable), their ratings already captured our view about the credit supportiveness of their regulatory environment and they exhibit prospective financials that are commensurate with their rating category. Their ratings also compare well with similarly rated utilities that operate in commensurately sized metro areas. The same can be said for Otter Tail Power Company (OTP: A3, stable), where we confirmed the utility at A3 and upgraded the parent holding company Otter Tail Corporation (OTC: Baa2, stable) to Baa2, thus narrowing the notching differential between the parent and the subsidiary.

The FERC regulated transmission companies, namely American Transmission Company LLC (ATC: A, stable) and ITC Holdings Corp. (ITC: Baa2, stable) and its operating subsidiaries, were not upgraded because the credit supportive FERC regulatory framework is already sufficiently incorporated into our credit analysis. Moreover, unlike most state regulatory jurisdictions, which are improving, we see the FERC maintaining a relatively steady level of supportiveness, which is high.

We summarize the rationale behind our rating confirmations for the rest of the companies in the pages that follow.

**American Transmission Company (A1, stable)**

The rating confirmation for American Transmission Company (ATC) reflects our view of the supportive regulatory framework of the FERC. We believe ATC's A1 issuer rating is well positioned reflecting the relatively stable and predictable cash flows supported by a federal regulatory framework governed by the FERC that promotes a tariff framework that allows timely recovery of operating and investment costs. The rating also considers ATC's low business risk profile, which is characterized by limited exposure to demand volatility and solid market position. The rating is constrained by ATC's small size, lack of geographic diversification, financial metrics that are weak for the rating but mitigated by the favorable FERC regulatory framework and the funding requirements associated with the company's significant capital expenditure program.

Our view of the supportive federal regulatory framework governed by the FERC is balanced against the current Section 206 complaint filed against the regional rate used by Transmission Owners in the Midcontinent Independent System Operator, Inc. (MISO) in November 2013. To date, FERC has taken no action on this complaint, which the TOs have filed a motion to dismiss. While it is too early in the process to determine the ultimate credit impact of any final outcome from the Section 206 complaint on ATC, we believe the final resolution of a similar Section 206 complaint filed at FERC currently being litigated against TOs in the New England ISO will provide some clarity on how similar cases will be treated going forward as to FERC's policies on these matters. We expect a final resolution by the FERC on the New England Section 206 complaint by the second quarter of 2014.

Given that ATC's credit metrics are expected to continue to be weak for its rating, ongoing favorable regulatory support provided by the FERC regulatory construct represents an essential factor in ATC's ability to maintain its financial strength.

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#### **ITC Holdings Corp (Baa2, stable) & subsidiaries**

The rating confirmation for ITC Holdings Corp (ITC) and its subsidiaries reflects our view of the supportive regulatory framework of the FERC. We believe ITC Holdings' Baa2 senior unsecured rating is well positioned reflecting the relatively stable and predictable cash flows provided by its electric transmission operating subsidiaries and a solid market position. The Baa2 rating is constrained by the significant amount of debt maintained at the parent level and consolidated credit metrics that are weak for the rating but mitigated by the favorable FERC regulatory framework. The rating also considers the significant capital expenditure program currently being undertaken at ITC Holdings' operating subsidiaries.

Our view of the supportive federal regulatory framework governed by the FERC is balanced against the current Section 206 complaint filed against the regional rate used by Transmission Owners in the MISO including ITC's MISO-based subsidiaries (ITC Transmission, METC and ITC Midwest) in November 2013. To date, FERC has taken no action on this complaint, which the TOs have filed a motion to dismiss. While it is too early in the process to determine the ultimate credit impact of any final outcome from the Section 206 complaint on ITC's MISO-based subsidiaries, we believe the final resolution of a similar Section 206 complaint filed at FERC currently being litigated against the TOs in the New England ISO will provide some clarity on how similar cases will be treated going forward as to FERC's policies on these matters. We expect a final resolution by the FERC on the New England Section 206 complaint by the second quarter of 2014. Given that ITC's credit metrics are expected to continue to be weak for its rating, ongoing favorable regulatory support provided by the FERC regulatory construct represents an essential factor in ITC's ability to maintain its financial strength.

The ratings of ITC's subsidiaries reflect the same supportive FERC regulatory framework that provides a robust set of timely recovery mechanisms and healthy returns resulting in strong credit metrics. However, ITC's subsidiary ratings are constrained by the significant leverage at its parent, ITC Holdings, Corp. ITC has historically issued debt at the parent level to finance acquisitions, which accounts for approximately 70% of total parent level debt, as well as to finance equity infusions to its transmission subsidiaries. This holdco/opco financing approach used within the industry creates a benefit of double leverage by having higher equity ratios at the utility subsidiaries. As of September 30, 2013, parent level debt represented approximately 54% of ITC's consolidated debt. ITC has indicated it expects to continue funding its operations with internally generated cash, revolving credit facilities and long-term debt at the operating subsidiaries and parent as necessary.

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#### **Madison Gas & Electric Company (A1, stable)**

The rating confirmation of MG&E's rating reflects our view that the utility already capture the regulatory environment in Wisconsin as above average relative to its integrated utility peers. The rating further acknowledges that MG&E's credit metrics have historically been strong for the rating category but are expected to soften as the company funds its near term capital expenditure program with a mix of internally generated funds and incremental debt, but should remain in line with comparable A1 rated utilities. Finally, the rating captures MG&E's comparatively small and concentrated service territory relative to the other utilities in the same rating category.

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### **NSTAR Electric Company (A2, stable)**

The rating confirmation of NSTAR Electric reflects our view that the regulatory environment in Massachusetts is slightly above average for T&D utilities, and those associated benefits have already been incorporated with NSTAR's current rating. The rating further acknowledges that NSTAR Electric's credit metrics are commensurate with the mid range of the A-rating category and that it compares well relative to other A2-rated transmission and distribution peers operating in a single metro area. It also captures that NSTAR Electric has a standalone \$450 million committed credit facility and that the utility's historical ability to report significant amounts of positive free cash flow has diminished in recent years.

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### **Otter Tail Power Company (A3, stable)**

The rating confirmation of OTP reflects the overall credit supportive regulatory environments which the utility currently operates; a robust suite of recovery mechanisms that provide timely recovery of prudent costs and investments; and reasonably diverse service territory spread across three states. The rating also factors in the expected slight decline in financial metrics due to the current substantial capex program to grow rate base, including sizeable investments in transmission assets, as well as the continued pressure from material upstream dividend distributions to help the parent meet its somewhat aggressive dividend policy.

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### **Duke Energy Kentucky, Inc (Baa1, stable)**

The rating confirmation of Duke Energy Kentucky, Inc. reflects adequate but declining financial metrics, increasing capital expenditures, and anticipated higher debt levels that offset the generally credit supportive regulatory environment in Kentucky. The utility's cash flow pre-working capital to debt ratio has fallen from the 25% range in 2011 and prior years to the 20% range more recently, and is likely to fall into the high teens as debt levels rise. The utility has not filed for a rate increase in several years and has no immediate plans to file a base rate case. Duke Energy Kentucky Inc's small size and status as a subsidiary of Baa1 rated Duke Energy Ohio, which was not placed on review for upgrade in November, are also rating constraints.

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### **Hawaiian Electric Industries, Inc. (Baa2, stable) and utility subsidiary**

The rating confirmation of Hawaiian Electric Company, Inc. (HECO: Baa1, stable) reflects a weak financial profile. The ratings of Hawaiian Electric Industries, Inc (HEI: Baa2, stable) at current levels reflect the relatively stable earnings and cash flow historically provided by both the vertically integrated utility businesses at HECO and the stable banking operations at American Savings Bank. The ratings also recognize the challenges at HECO and its subsidiaries, which have some of the highest retail electric rates in the country. The utility operations face heavy pressure from regulators and stakeholders to reduce rates and dependence on fuel oil. While rate reduction initiatives involving infrastructure improvements and new generation may present investment opportunities for the utilities, they also present the potential for under-recovery. HEI projects \$2.9 billion of capital expenditures at the utilities over the next five years, which is sizable compared with the total authorized rate base of \$2.2 billion. HECO benefits from a robust suite of regulatory mechanisms to mitigate this risk, including the revenue adjustment mechanism (RAM), which allows for rate base additions in between rate cases. The banking subsidiary, which provides about one-third of operating income to HEI, is managing well through the housing downturn and the low net interest margin environment.

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### **Integrus Energy Group (Baa1, stable)**

The confirmation of Integrus Energy Group's (Integrus: Baa1, stable) rating takes into consideration the company's sizable non-regulated energy marketing business, currently making up about 10-15% of consolidated earnings as well as the substantial amount of debt held at the parent. Today's rating action assumes Integrus' management will keep holding company debt around 30% of consolidated debt, while maintaining the size of its unregulated segment at current levels. It further assumes that management would take necessary actions to address any deterioration in its business risk profile if required in the future.

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### **Bay State Gas Company (Baa2, stable)**

The rating confirmation of Bay State Gas Company (Bay State: Baa2, stable) reflects the inter-company relationship with its parent, NiSource. This intercompany relationship constrains Bay State's rating at the parent rating level because Bay State's debt is being guaranteed by its Baa2 rated parent.

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### **Dominion Resources Inc. (Baa2 stable)**

The rating confirmation of Dominion Resources Inc (Dominion: Baa2, stable) reflects high leverage at the parent holding company. We also see weak near term cash flow generation at the non-utilities businesses; a sustained period of high capital investments, much of which is associated with a risky, multi-year construction program to construct an LNG export terminal (which will also create some asset concentration risk), and; a more welcoming stance towards corporate financial engineering, which contribute to a more complex capital structure and a net reduction of financial flexibility.

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### **Duquesne Light Holdings, Inc (Baa3, stable)**

The rating confirmation of Duquesne Light Holdings, Inc (DLH: Baa3, stable) reflects the high level of parent company debt and unregulated operations which do not benefit from our more favorable view of the US regulatory environment.

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### **Pepco Holdings Inc. (Baa3, stable) and subsidiary**

The rating confirmation of Pepco Holdings Inc.'s (PHI: Baa3, stable) reflects meaningful parent company debt and an aggressive dividend payout policy primarily funded through incremental debt issuances prevented upward movement in its rating.

Despite generally improving regulatory environments across the US, Atlantic City Electric Company's (ACE: Baa2, stable) regulatory construct has not benefitted from similar developments. For instance, unlike the majority of its sister utilities, ACE does have access to a decoupling mechanism that would improve the predictability of its earnings by eliminating fluctuations based on weather and changes in customer usage patterns. Furthermore, ACE continues to wrestle with significant lag in its earnings which keep the company's financial metrics squarely in the mid-Baa range.

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### **Kentucky Power Company (Baa2, stable)**

The rating confirmation of Kentucky Power Company (KEPCO: Baa2, stable) reflects the high leverage, a large capital expenditure program and weak financial metrics. The settlement outcome of last October clears the path to complete the transfer of the Mitchell Plant (including considerations of potential greenhouse initiatives), and the conversion of the Big Sandy Unit 1 to natural gas. KEPCO'S financial metrics for LTM third-quarter 2013, are reasonably within the range for the rating

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category. However, on a forward looking basis, a large capital expenditure program and increased leverage will contribute to weaker financial metrics such as CFO pre-WC to debt averaging between 12-14% and CFO pre WC – Div to debt between 9-11%.

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#### **Entergy Arkansas, Inc. (Baa2, stable)**

The rating confirmation of Entergy Arkansas Inc. (EA: Baa2, stable) reflects less favorable rate case outcomes in May 2010 and December 2013. Arkansas operates under traditional rate of return regulation rather than the more credit supportive formula rate plans in place in Louisiana and Mississippi, where Entergy's other large subsidiaries operate. The rate of return regulation contributes to regulatory lag at EA. Under Arkansas regulation, the test year is either fully historical or 6 months historical and 6 months projected. However, there are fuel and certain other riders that help offset some aspects of the lag.

LTM third-quarter 2013 metrics are consistent with that of fiscal year end 2012, with Cash Flow Interest Coverage of 4.5x and CFO pre-WC to debt of 13%. According to Moody's adjusted projections, EA will be able to maintain appropriate metrics for the rating, including CFO pre-WC to debt, and CFO pre-WC – Div to debt of around 16% and 14% respectively.

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#### **PPL Corporation (Baa3, stable)**

The rating confirmation of PPL Corporation (PPL: Baa3, stable) reflects the upgrades of its US regulated utilities, which represent 31% of consolidated earnings, but these upgrades were not sufficient to shift PPL's consolidated credit profile as their financial metrics remain weak for its rating category. LKE did not receive an upgrade because of the high debt level at LKE relative to the consolidated LKE. Moreover, because there is free movement of cash between PPL and LKE, PPL has a constraining effect on LKE's ratings.

## Appendix A: Selected utility sector rating changes

Name	Sector	Old	New	Outlook
AES Corporation, (The)	HoldCo	Ba3	Ba3	Stable
Indianapolis Power & Light Company	Integrated	Baa2	Baa1	Stable
IPALCO Enterprises, Inc.	HoldCo	Ba1	Baa3	Stable
AGL Resources Inc.	HoldCo	Baa1	A3	Stable
AGL Resources Inc.	HoldCo	Baa1	A3	Stable
Atlanta Gas Light Company	LDC	A3	A2	Stable
Northern Illinois Gas	LDC	A3	A2	Stable
Pivotal Utility Holdings	LDC	A3	A2	Stable
ALLETE, Inc.	Integrated	Baa1	A3	Stable
Superior Water, Light and Power Company	Integrated	Baa1	A3	Stable
Alliant Energy Corporation	HoldCo	Baa1	A3	Stable
Wisconsin Power and Light Company	Integrated	A2	A1	Stable
Ameren Corporation	HoldCo	Baa3	Baa2	Stable
Ameren Illinois Company	T&D	Baa2	Baa1	Stable
Union Electric Company	Integrated	Baa2	Baa1	Stable
American Electric Power Company, Inc.	HoldCo	Baa2	Baa1	Stable
AEP Texas Central Company	T&D	Baa2	Baa1	Stable
AEP Texas North Company	T&D	Baa2	Baa1	Stable
Appalachian Power Company	Integrated	Baa2	Baa1	Stable
Indiana Michigan Power Company	Integrated	Baa2	Baa1	Stable
Public Service Company of Oklahoma	Integrated	Baa1	A3	Stable
Southwestern Electric Power Company	Integrated	Baa3	Baa2	Stable
Atmos Energy Corporation	LDC	Baa1	A2	Stable
Avista Corp.	Integrated	Baa2	Baa1	Stable
MidAmerican Energy Holdings Co.	HoldCo	Baa1	A3	Stable
MidAmerican Energy Company	Integrated	A2	A1	Stable
MidAmerican Funding, LLC	HoldCo	A3	A2	Stable
PacifiCorp	Integrated	Baa1	A3	Stable
NV Energy Inc.	HoldCo	Baa3	Baa2	Stable
Nevada Power Company	Integrated	Baa2	Baa1	Stable
Sierra Pacific Power Company	Integrated	Baa2	Baa1	Stable
Black Hills Corporation	HoldCo	Baa2	Baa1	Stable
Black Hills Power, Inc.	Integrated	Baa1	A3	Stable
CenterPoint Energy, Inc.	HoldCo	Baa2	Baa1	Stable
CenterPoint Energy Houston Electric, LLC	T&D	Baa1	A3	Stable

MOODY'S INVESTORS SERVICE

Name	Sector	Old	New	Outlook
CH Energy Group, Inc.	HoldCo	not rated		
Central Hudson Gas & Electric Corporation	T&D	A3	A2	Stable
Cleco Corporation	HoldCo	Baa3	Baa2	Positive
Cleco Power LLC	Integrated	Baa2	Baa1	Positive
CMS Energy Corporation	HoldCo	Baa3	Baa2	Stable
Consumers Energy Company	Integrated	Baa1	A3	Stable
Consolidated Edison, Inc.	HoldCo	Baa1	A3	Stable
Consolidated Edison Company of New York, Inc.	T&D	A3	A2	Stable
Orange and Rockland Utilities, Inc.	T&D	Baa1	A3	Stable
Dominion Resources Inc.	HoldCo	Baa2	Baa2	Stable
Dominion Gas Holdings	LDC	A3	A2	Stable
Virginia Electric and Power Company	Integrated	A3	A2	Stable
DTE Energy Company	HoldCo	Baa1	A3	Stable
DTE Electric Company	Integrated	A3	A2	Stable
DTE Gas Company	LDC	A3	A2	Stable
Duke Energy Corporation	HoldCo	A3	Baa1	Stable
Duke Energy Carolinas, LLC	Integrated	A2	A1	Stable
Duke Energy Florida, Inc.	Integrated	Baa1	A3	Stable
Duke Energy Indiana, Inc.	Integrated	A3	A2	Stable
Duke Energy Progress, Inc.	Integrated	A2	A1	Stable
Progress Energy, Inc.	HoldCo	Baa2	Baa1	Stable
Duquesne Light Holdings, Inc.	HoldCo	Baa3	Baa3	Stable
Duquesne Light Company	T&D	Baa1	A3	Stable
Edison International	HoldCo	Baa2	A3	Stable
Southern California Edison Company	Integrated	A3	A2	Stable
El Paso Electric Company	Integrated	Baa2	Baa1	Stable
Empire District Electric Company (The)	Integrated	Baa2	Baa1	Stable
Portland General Electric Company	Integrated	Baa1	A3	Stable
Entergy Corporation	HoldCo	Baa3	Baa3	Stable
Entergy Gulf States Louisiana, LLC	Integrated	Baa2	Baa1	Stable
Entergy Louisiana, LLC	Integrated	Baa2	Baa1	Stable
Entergy Mississippi, Inc.	Integrated	Baa3	Baa2	Stable
Entergy Texas, Inc.	Integrated	Ba1	Baa3	Stable

MOODY'S INVESTORS SERVICE

Name	Sector	Old	New	Outlook
Exelon Corporation	HoldCo	Baa2	Baa2	Stable
Baltimore Gas and Electric Company	T&D	Baa1	A3	Stable
Commonwealth Edison Company	T&D	Baa2	Baa1	Stable
PECO Energy Company	T&D	A3	A2	Stable
Great Plains Energy Incorporated	HoldCo	Baa3	Baa2	Stable
Kansas City Power & Light Company	Integrated	Baa2	Baa1	Stable
Kansas City Power & Light Greater MO Oper	Integrated	Baa3	Baa2	Stable
Iberdrola S.A.	HoldCo	Baa1	Baa1	Negative
Central Maine Power Company	T&D	Baa1	A3	Stable
New York State Electric and Gas Corporation	T&D	Baa1	A3	Stable
Rochester Gas & Electric Corporation	T&D	Baa2	Baa1	Stable
IDACORP, Inc.	HoldCo	Baa2	Baa1	Stable
Idaho Power Company	Integrated	Baa1	A3	Stable
Integrus Energy Group, Inc.	HoldCo	Baa1	Baa1	Stable
North Shore Gas Company	LDC	A3	A2	Stable
Peoples Gas Light and Coke Company	LDC	A3	A2	Stable
Wisconsin Public Service Corporation	Integrated	A2	A1	Stable
Laclede Group, Inc. (The)	LDC	Baa2	Baa1	Stable
Laclede Gas Company	LDC	Baa1	A3	Stable
LDC HOLDINGS LLC	HoldCo	not rated		
PNG Companies LLC	LDC	Baa3	Baa2	Stable
New Jersey Resources Corp	HoldCo	not rated		
New Jersey Natural Gas Company	LDC	Aa3	Aa2	Stable
NextEra Energy, Inc.	HoldCo	Baa1	Baa1	Stable
Florida Power & Light Company	Integrated	A2	A1	Stable
NiSource Inc.	HoldCo	(P)Ba2 (preferred)	(P)Ba1 (preferred)	Stable
NiSource Finance	HoldCo	Baa3	Baa2	Stable
Northern Indiana Public Service Company	Integrated	Baa2	Baa1	Stable
Northeast Utilities	HoldCo	Baa1	Baa1	Stable
Connecticut Light and Power Company	T&D	Baa2	Baa1	Stable
Public Service Company of New Hampshire	Integrated	Baa2	Baa1	Stable
Western Massachusetts Electric Company	T&D	Baa2	A3	Stable
Yankee Gas Services Company	LDC	Baa2	Baa1	Stable
NorthWestern Corporation	Integrated	Baa1	A3	Stable



MOODY'S INVESTORS SERVICE

Name	Sector	Old	New	Outlook
OGE Energy Corp.	HoldCo	Baa1	A3	Stable
Oklahoma Gas & Electric Company	Integrated	A2	A1	Stable
Otter Tail Corporation	HoldCo	Baa3	Baa2	Stable
Pepco Holdings, Inc.	HoldCo	Baa3	Baa3	Stable
Delmarva Power & Light Company	T&D	Baa2	Baa1	Stable
Potomac Electric Power Company	T&D	Baa2	Baa1	Stable
Piedmont Natural Gas Company, Inc.	LDC	A3	A2	Stable
Pinnacle West Capital Corporation	HoldCo	Baa2	Baa1	Stable
Arizona Public Service Company	Integrated	Baa1	A3	Stable
PNM Resources, Inc.	HoldCo	Ba1	Baa3	Positive
Public Service Company of New Mexico	Integrated	Baa3	Baa2	Positive
Texas-New Mexico Power Company	T&D	Baa2	Baa1	Positive
PPL Corporation	HoldCo	Baa3	Baa3	Stable
Kentucky Utilities Co.	Integrated	Baa1	A3	Stable
Louisville Gas & Electric	Integrated	Baa1	A3	Stable
PPL Electric Utilities Corporation	T&D	Baa2	Baa1	Stable
Public Service Enterprise Group Incorporated	HoldCo	(P)Baa2	(P)Baa2	Stable
Public Service Electric and Gas Company	T&D	A3	A2	Stable
Puget Energy, Inc.	HoldCo	Ba1	Baa3	Stable
Puget Sound Energy, Inc.	Integrated	Baa2	Baa1	Stable
Questar Corporation	HoldCo	A3	A2	Stable
Questar Gas Company	LDC	A3	A2	Stable
SEMCO Energy, Inc.	LDC	Baa2	Baa1	Stable
Sempra Energy	HoldCo	Baa1	Baa1	Stable
San Diego Gas & Electric Company	Integrated	A2	A1	Stable
Southern California Gas Company	LDC	A2	A1	Stable
SourceGas Holdings LLC	HoldCo	not rated		
SourceGas LLC	LDC	Baa3	Baa2	Stable
South Jersey Industries Inc	HoldCo	not rated		
South Jersey Gas Company	LDC	A3	A2	Stable
Southern Company (The)	HoldCo	Baa1	Baa1	Stable
Alabama Power Company	Integrated	A2	A1	Stable
Gulf Power Company	Integrated	A3	A2	Stable

MOODY'S INVESTORS SERVICE

Name	Sector	Old	New	Outlook
Southwest Gas Corporation	LDC	Baa1	A3	Stable
TECO Energy, Inc.	HoldCo	Baa2	Baa1	Stable
Tampa Electric Company	Integrated	A3	A2	Stable
UGI Corporation	HoldCo	not rated		
UGI Utilities, Inc.	LDC	A3	A2	Stable
UIL Holdings Corporation	HoldCo	Baa3	Baa2	Stable
Berkshire Gas Company	LDC	Baa2	Baa1	Stable
Connecticut Natural Gas Corporation	LDC	Baa1	A3	Stable
Southern Connecticut Gas Company	LDC	Baa2	Baa1	Stable
United Illuminating Company	T&D	Baa2	Baa1	Stable
UNS Energy Corporation	HoldCo	Baa3	Baa2	Stable
Tucson Electric Power Company	Integrated	Baa2	Baa1	Stable
UNS Electric, Inc.	Integrated	Baa2	Baa1	Stable
UNS Gas, Inc.	LDC	Baa2	Baa1	Stable
Vectren Utility Holdings, Inc.	HoldCo	A3	A2	Stable
Indiana Gas Company, Inc.	LDC	A3	A2	Stable
Southern Indiana Gas & Electric Company	Integrated	A3	A2	Stable
Westar Energy, Inc.	HoldCo	Baa2	Baa1	Stable
WGL Holdings, Inc.	HoldCo	no long term rating		
Washington Gas Light Company	LDC	A2	A1	Stable
Wisconsin Energy Corporation	HoldCo	A3	A2	Stable
Wisconsin Electric Power Company	Integrated	A2	A1	Stable
Wisconsin Gas LLC	LDC	A2	A1	Stable
Xcel Energy Inc.	HoldCo	Baa1	A3	Stable
Northern States Power Company (Minnesota)	Integrated	A3	A2	Stable
Northern States Power Company (Wisconsin)	Integrated	A3	A2	Stable
Public Service Company of Colorado	Integrated	Baa1	A3	Stable
Southwestern Public Service Company	Integrated	Baa2	Baa1	Stable

## Appendix B: Selected financial ratios – by sector classification, by rating

Name		Debt / EBITDA			CFO / debt			Dividend payout			Cap Ex / D&A		
		4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM
Holding companies	Median	4.3	4.3	3.8	21%	22%	23%	51%	60%	62%	2.7	2.8	2.7
A2 and A3 rated	Total	4.1	4.2	4.3	21%	20%	19%	56%	59%	60%	2.2	2.2	2.2
Holding companies	Median	4.6	5.0	3.8	19%	15%	18%	66%	71%	59%	1.7	1.8	1.5
Baa1 rated	Total	4.1	4.2	4.4	19%	19%	18%	65%	65%	74%	2.2	2.3	2.2
Holding companies	Median	5.4	5.3	5.2	14%	15%	16%	71%	79%	110%	2.0	2.0	1.9
Baa2 and lower rated	Total	4.1	4.3	3.9	19%	19%	17%	83%	99%	103%	1.7	1.9	2.0
LDC's	Median	3.9	3.8	3.8	24%	23%	19%	71%	78%	79%	1.9	2.3	2.4
A - rated	Total	3.3	3.3	3.4	27%	26%	23%	63%	65%	58%	2.0	2.3	2.6
LDC's	Median	3.8	3.9	3.4	26%	21%	26%	82%	76%	74%	1.7	1.9	2.0
Baa1 and Baa2 rated	Total	4.0	4.0	3.3	23%	21%	23%	42%	39%	52%	2.3	2.0	2.1
T&D (electric or gas)	Median	2.9	2.8	2.7	27%	30%	26%	60%	67%	37%	1.7	2.0	1.8
A - rated	Total	3.5	3.5	3.6	24%	26%	22%	67%	67%	57%	1.8	2.0	2.1
T&D (electric or gas)	Median	5.0	4.6	4.3	16%	16%	16%	72%	69%	55%	1.9	2.0	2.3
Baa1 rated	Total	3.9	3.8	3.8	21%	20%	18%	98%	89%	66%	1.6	1.8	2.1
T&D (electric or gas)	Median	3.6	4.1	4.5	21%	18%	19%	155%	141%	87%	1.0	1.0	1.0
Baa2 and lower rated	Total	3.6	3.7	3.8	20%	20%	20%	133%	127%	95%	1.2	1.4	1.3
Transmission	Median	2.3	2.3	2.5	37%	33%	26%	82%	92%	71%	5.7	6.4	6.4
	Total	3.9	3.9	4.1	20%	19%	16%	80%	83%	58%	4.7	5.3	5.5
Vertically Integrated	Median	3.6	3.7	4.1	25%	25%	17%	29%	29%	33%	2.0	1.9	1.8
A1 rated	Total	3.1	3.2	3.2	27%	26%	25%	45%	46%	63%	2.3	2.4	2.0
Vertically Integrated	Median	3.6	3.6	3.7	22%	20%	18%	76%	80%	61%	2.2	2.2	2.2
A2 rated	Total	3.2	3.2	3.1	27%	26%	25%	57%	58%	51%	2.2	2.1	2.1
Vertically Integrated	Median	3.9	4.0	4.0	22%	22%	20%	50%	64%	48%	2.1	1.9	2.2
A3 rated	Total	3.8	3.8	3.8	22%	23%	23%	66%	84%	71%	2.0	1.9	2.1
Vertically Integrated	Median	3.8	3.9	4.2	18%	18%	17%	69%	74%	73%	1.8	1.8	2.1
Baa1 rated	Total	4.2	4.1	4.5	19%	19%	19%	67%	70%	103%	1.9	2.0	2.2
Vertically Integrated	Median	5.8	5.7	5.4	14%	16%	17%	55%	47%	74%	2.1	1.9	2.1
Baa2 and lower rated	Total	4.4	4.3	4.0	16%	18%	17%	65%	46%	65%	2.3	2.4	2.4

### Appendix C: Selected financial data – by sector classification, by rating

Name		Revenue			EBITDA			CFO			Total Debt		
		4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM	4-yr avg	2-yr avg	LTM
Holding companies	Median	\$4.0	\$4.1	\$4.5	\$1.1	\$1.2	\$1.4	\$1.0	\$1.2	\$1.2	\$4.9	\$5.3	\$5.2
A2 and A3 rated	Total	\$90.5	\$92.4	\$103.7	\$28.6	\$30.2	\$34.0	\$24.1	\$25.8	\$27.9	\$117.6	\$126.9	\$147.2
Holding companies	Median	\$5.9	\$5.5	\$7.2	\$1.6	\$1.7	\$2.4	\$1.3	\$1.2	\$1.7	\$7.3	\$8.6	\$9.2
Baa1 rated	Total	\$111.0	\$111.0	\$114.9	\$35.3	\$36.5	\$37.5	\$27.5	\$29.3	\$29.7	\$145.7	\$153.8	\$163.4
Holding companies	Median	\$3.2	\$3.2	\$3.1	\$1.0	\$1.0	\$1.0	\$0.7	\$0.8	\$0.8	\$5.1	\$5.3	\$5.1
Baa2 and lower rated	Total	\$135.9	\$138.7	\$139.8	\$42.3	\$43.0	\$50.4	\$33.0	\$34.7	\$34.5	\$174.2	\$186.3	\$198.8
LDC's	Median	\$0.9	\$0.9	\$0.8	\$0.2	\$0.2	\$0.2	\$0.2	\$0.2	\$0.2	\$0.7	\$0.8	\$0.8
A - rated	Total	\$19.0	\$18.6	\$18.7	\$4.5	\$4.9	\$5.1	\$4.1	\$4.3	\$4.0	\$14.9	\$16.4	\$17.7
LDC's	Median	\$0.4	\$0.4	\$0.4	\$0.1	\$0.1	\$0.1	\$0.1	\$0.1	\$0.1	\$0.3	\$0.3	\$0.3
Baa1 and Baa2 rated	Total	\$7.7	\$7.1	\$7.4	\$1.4	\$1.4	\$1.4	\$1.3	\$1.2	\$1.0	\$5.6	\$5.6	\$4.6
T&D (electric or gas)	Median	\$1.7	\$1.6	\$1.6	\$0.6	\$0.6	\$0.7	\$0.5	\$0.5	\$0.5	\$1.7	\$1.8	\$1.8
A - rated	Total	\$27.4	\$25.8	\$25.3	\$7.9	\$8.1	\$8.5	\$6.5	\$7.2	\$6.6	\$27.4	\$28.3	\$30.7
T&D (electric or gas)	Median	\$1.3	\$1.2	\$1.2	\$0.3	\$0.4	\$0.4	\$0.3	\$0.3	\$0.3	\$1.6	\$1.7	\$1.8
Baa1 rated	Total	\$31.4	\$30.4	\$28.3	\$8.2	\$8.6	\$9.0	\$6.7	\$6.6	\$6.1	\$32.1	\$32.8	\$34.2
T&D (electric or gas)	Median	\$1.3	\$1.1	\$0.9	\$0.4	\$0.3	\$0.3	\$0.3	\$0.2	\$0.3	\$1.3	\$1.3	\$1.4
Baa2 and lower rated	Total	\$16.0	\$14.4	\$13.7	\$5.2	\$5.1	\$5.1	\$3.6	\$3.8	\$3.8	\$18.6	\$18.9	\$19.3
Transmission	Median	\$0.3	\$0.3	\$0.3	\$0.2	\$0.2	\$0.2	\$0.1	\$0.1	\$0.1	\$0.4	\$0.5	\$0.6
	Total	\$2.0	\$2.2	\$2.5	\$1.4	\$1.5	\$1.7	\$1.1	\$1.1	\$1.2	\$5.5	\$6.0	\$7.1
Vertically Integrated	Median	\$3.4	\$3.5	\$3.7	\$1.0	\$1.1	\$1.2	\$0.9	\$1.0	\$0.8	\$3.7	\$4.1	\$4.8
A1 rated	Total	\$39.7	\$39.7	\$40.7	\$13.0	\$13.5	\$14.7	\$10.9	\$11.2	\$11.7	\$40.2	\$43.2	\$46.6
Vertically Integrated	Median	\$3.3	\$3.3	\$3.3	\$0.9	\$0.9	\$1.0	\$0.7	\$0.7	\$0.6	\$3.2	\$3.4	\$3.6
A2 rated	Total	\$40.1	\$40.7	\$42.4	\$12.8	\$13.7	\$14.9	\$11.0	\$11.3	\$11.5	\$40.8	\$43.6	\$46.8
Vertically Integrated	Median	\$1.7	\$1.7	\$1.7	\$0.4	\$0.5	\$0.5	\$0.4	\$0.4	\$0.4	\$1.7	\$1.8	\$1.9
A3 rated	Total	\$66.4	\$67.2	\$68.6	\$20.3	\$21.0	\$21.5	\$16.6	\$18.2	\$18.8	\$76.1	\$79.2	\$80.9
Vertically Integrated	Median	\$1.5	\$1.5	\$1.6	\$0.4	\$0.4	\$0.4	\$0.3	\$0.3	\$0.3	\$1.5	\$1.6	\$1.7
Baa1 rated	Total	\$36.8	\$37.7	\$38.0	\$10.5	\$11.1	\$10.6	\$8.2	\$8.9	\$8.9	\$43.6	\$45.8	\$47.7
Vertically Integrated	Median	\$1.2	\$1.2	\$1.3	\$0.3	\$0.3	\$0.3	\$0.2	\$0.3	\$0.3	\$1.6	\$1.6	\$1.6
Baa2 and lower rated	Total	\$12.3	\$12.5	\$12.9	\$3.5	\$3.7	\$3.9	\$2.5	\$2.8	\$2.6	\$15.2	\$15.8	\$15.6

## Appendix D: Companies not placed on review for upgrade

Name	Sector	Old	New	Outlook	Comment
Northwest Natural Gas Company	LDC	A3	A3	Negative	Not placed on review on November 8
Public Service Co. of North Carolina, Inc.	LDC	A3	A3	Stable	Not placed on review on November 8
Georgia Power Company	Vertically Integrated	A3	A3	Stable	Not placed on review on November 8
Pacific Gas & Electric Company	Vertically Integrated	A3	A3	Stable	Not placed on review on November 8
Interstate Power and Light Company	Vertically Integrated	A3	A3	Stable	Not placed on review on November 8
Oncor Electric Delivery Company LLC	T&D (electric or gas)	Ba2	Ba2	Stable	Not placed on review on November 8
DPL Inc.	Holdco	Ba2	Ba2	Stable	Not placed on review on November 8
Entergy New Orleans, Inc.	Vertically Integrated	Ba2	Ba2	Stable	Not placed on review on November 8
NextEra Energy, Inc.	Holdco	Baa1	Baa1	Stable	Not placed on review on November 8
PG&E Corporation	Holdco	Baa1	Baa1	Stable	Not placed on review on November 8
Sempra Energy	Holdco	Baa1	Baa1	Stable	Not placed on review on November 8
Southern Company (The)	Holdco	Baa1	Baa1	Stable	Not placed on review on November 8
Duke Energy Ohio, Inc.	T&D (electric or gas)	Baa1	Baa1	Stable	Not placed on review on November 8
Monongahela Power Company	T&D (electric or gas)	Baa1	Baa1	Stable	Not placed on review on November 8
Ohio Power Company	T&D (electric or gas)	Baa1	Baa1	Stable	Not placed on review on November 8
Mississippi Power Company	Vertically Integrated	Baa1	Baa1	Stable	Not placed on review on November 8
Exelon Corporation	Holdco	Baa2	Baa2	Stable	Not placed on review on November 8
Public Service Enterprise Group Incorporated	Holdco	Baa2	Baa2	Stable	Not placed on review on November 8
CenterPoint Energy Resources Corp.	LDC	Baa2	Baa2	Stable	Not placed on review on November 8
Jersey Central Power & Light Company	T&D (electric or gas)	Baa2	Baa2	Negative	Not placed on review on November 8
Metropolitan Edison Company	T&D (electric or gas)	Baa2	Baa2	Stable	Not placed on review on November 8
Ohio Edison Company	T&D (electric or gas)	Baa2	Baa2	Stable	Not placed on review on November 8
Pennsylvania Electric Company	T&D (electric or gas)	Baa2	Baa2	Stable	Not placed on review on November 8
Pennsylvania Power Company	T&D (electric or gas)	Baa2	Baa2	Stable	Not placed on review on November 8
South Carolina Electric & Gas Company	Vertically Integrated	Baa2	Baa2	Stable	Not placed on review on November 8
Entergy Corporation	Holdco	Baa3	Baa3	Stable	Not placed on review on November 8
FirstEnergy Corp.	Holdco	Baa3	Baa3	Negative	Not placed on review on November 8
SCANA Corporation	Holdco	Baa3	Baa3	Stable	Not placed on review on November 8
Cleveland Electric Illuminating Company (The)	T&D (electric or gas)	Baa3	Baa3	Stable	Not placed on review on November 8
Dayton Power & Light Company	T&D (electric or gas)	Baa3	Baa3	Stable	Not placed on review on November 8
Potomac Edison Company (The)	T&D (electric or gas)	Baa3	Baa3	Stable	Not placed on review on November 8
Toledo Edison Company	T&D (electric or gas)	Baa3	Baa3	Stable	Not placed on review on November 8

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Report Number: 163726

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