

Friday, July 27, 2018

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NOTICE – Items in this issue will be listed online weekly and printed monthly.

AT&T INC

Acquisition Development On July 10, 2018, Co. announced that it has signed a deal to acquire AlienVault, a software security company based in San Mateo, California, that specializes in detecting threats. Terms of the transaction were not disclosed.

BLACK HILLS CORPORATION

Annual Meeting Development The Company held its Annual Meeting of Shareholders on April 24, 2018, at which three proposals were submitted. The proposals are described in detail in the Company's proxy statement for the Annual Meeting filed with the Securities and Exchange Commission on March 15, 2018.

BLACK HILLS CORPORATION

Official Changes On June 19, 2018, Linda K. Massman informed the Governance Committee of the Board of Directors that she will resign from the Board of Directors, effective July 1, 2018, so that she can focus more of her time and attention on her duties as President and CEO as well as Director of Clearwater Paper Corporation.

BLACK HILLS CORPORATION

Operations Comment Co. announced financial results for the first-quarter 2018. GAAP net income from continuing operations available for common stock for the first quarter of 2018 was \$135 million or \$2.50 per diluted share, compared to net income from continuing operations available for common stock for the first quarter of 2017 of \$78 million, or \$1.42 per diluted share. The first quarter of 2018 included a tax benefit of \$0.91 per diluted share related to legal entity restructuring at our gas utilities that resulted in the recognition of a deferred tax benefit of \$49 million associated with amortizable goodwill for tax purposes. Net income from continuing operations available for common stock, as adjusted, for the first quarter of 2018 was \$88 million, or \$1.63 per diluted share compared to net income from continuing operations available for common stock, as adjusted, of \$79 million, or \$1.44 per diluted share, for the same period in 2017 (this is a non-GAAP measure and an accompanying schedule for the GAAP to non-GAAP adjustment reconciliation is provided). Net income available for common stock for the first quarter of 2018 was \$133 million or \$2.46 per diluted share compared to net income available for common stock for the first quarter of 2017 of \$77 million or \$1.39 per diluted share. Net income available for common stock includes results from discontinued operations for both periods presented. "We delivered excellent operational performance and solid financial results for the first quarter," said David R. Emery, chairman and CEO of Black Hills Corp. "Earnings of \$1.63 per share, as adjusted, increased 13 percent over the prior year driven by strong results at our natural gas utilities, which benefited from weather that was slightly colder compared to normal but much colder than the same period last year. "Progress continued on a number of key regulatory activities for our utilities. A settlement agreement was approved for the Rocky Mountain Natural Gas rate review in Colorado and is awaiting a final commission decision. Rate reviews are also in process for our Arkansas and Northwest Wyoming gas utilities. In April, we started delivering the benefits of recently enacted federal corporate income tax reform to our Kansas gas utility customers. We continue to work with other state utility regulators to provide similar benefits to customers in those states.

BLACK HILLS CORPORATION

Revenue Recognition Revenue Recognition Revenues are recognized in an amount that reflects the consideration we expect to receive in exchange for goods or services, when control of the promised goods or services is transferred to our customers. Our primary types of revenue contracts are: ○ Regulated natural gas and electric utility services tariffs - Our utilities have regulated operations, as defined by ASC 980, that provide services to regulated customers under rates, charges, terms and conditions of service, and prices determined by the jurisdictional regulators designated for our service territories. Collectively, these rates, charges, terms and conditions are included in a tariff, which governs all aspects of the provision of our regulated services. Our

regulated services primarily encompass single performance obligations material to the context of the contract for delivery of either commodity natural gas, commodity electricity, natural gas transportation or electric transmission services. These service revenues are variable based on quantities delivered, influenced by seasonal business and weather patterns. Tariffs are only permitted to be changed through a rate-setting process involving the regulator-empowered statute to establish contractual rates between the utility and its customers. All of our utilities' regulated sales are subject to regulatory-approved tariffs. ○ Power sales agreements - Our electric utilities and power generation segments have long-term wholesale power sales agreements with other load-serving entities, including affiliates, for the sale of excess power from owned generating units. These agreements include a combination of "take or pay" arrangements, where the customer is obligated to pay for the energy regardless of whether it actually takes delivery, as well as "requirements only" arrangements, where the customer is only obligated to pay for the energy the customer needs. In addition to these long-term contracts, Black Hills also sells excess energy to other load-serving entities on a short-term basis as a member of the Western States Power Pool. The pricing for all of these arrangements is included in the executed contracts or confirmations, reflecting the standalone selling price and is variable based on energy delivered. ○ Coal supply agreements - Our mining segment sells coal primarily under long-term contracts to utilities for use at their power generating plants, including affiliate electric utilities, and an affiliate non-regulated power generation entity. The contracts include a single promise to supply coal necessary to fuel the customers' facilities during the contract term. The transaction price is established in the coal supply agreements, including cost-based agreements with the affiliated regulated utilities, and is variable based on tons of coal delivered. ○ Other non-regulated services - Our natural gas and electric utility segments also provide non-regulated services primarily comprised of appliance repair service and protection plans, electric and natural gas technical infrastructure construction and maintenance services, and in Nebraska and Wyoming, an unbundled natural gas commodity offering under the regulatory-approved Choice Gas Program. Revenue contracts for these services generally represent a single performance obligation with the price reflecting the standalone selling price stated in the agreement, and the revenue is variable based on the units delivered or services provided.

BLACK HILLS CORPORATION

Services Electric Utilities: Our Electric Utilities segment generates, transmits and distributes electricity to approximately 210,000 customers in South Dakota, Wyoming, Colorado and Montana. Our electric generating facilities and power purchase agreements provide for the supply of electricity principally to our own distribution systems. Additionally, we sell excess power to other utilities and marketing companies, including our affiliates. Gas Utilities: Our Gas Utilities conduct natural gas utility operations through our Arkansas, Colorado, Iowa, Kansas, Nebraska and Wyoming subsidiaries. Our Gas Utilities distribute and transport natural gas through our pipeline network to approximately 1,042,000 natural gas customers. Additionally, we sell contractual pipeline capacity and gas commodities to other utilities and marketing companies, including our affiliates, on an as available basis. Our Gas Utilities also provide non-regulated services through Black Hills Energy Services. Black Hills Energy Services provides approximately 52,000 retail distribution customers in Nebraska and Wyoming with unbundled natural gas commodity offerings under the regulatory-approved Choice Gas Program. We also sell, install and service air conditioning, heating and water-heating equipment, and provide associated repair service and protection plans under various trade names. Service Guard and CAPP provide appliance repair services to approximately 63,000 and 31,000 residential customers, respectively, through Company technicians and third-party service providers, typically through on-going monthly service agreements. Tech Services serves gas transportation customers throughout our ser-

vice territory by constructing and maintaining customer-owned gas infrastructure facilities, typically through one-time contracts. Power Generation: Our Power Generation segment produces electric power from its generating plants and sells the electric capacity and energy principally to our utilities under long-term contracts. Mining: Our Mining segment produces coal at our coal mine near Gillette, Wyoming and sells the coal primarily to on-site, mine-mouth power generation facilities. Our reportable segments are based on our method of internal reporting, which is generally segregated by differences in products, services and regulation. All of our operations and assets are located within the United States. All of our non-utility business segments support our utilities. Certain unallocated corporate expenses that support our operating segments are presented as Corporate and Other. Certain industries in which we operate are highly seasonal, and revenue from, and certain expenses for, such operations may fluctuate significantly among quarterly periods. Demand for electricity and natural gas is sensitive to seasonal cooling, heating and industrial load requirements, as well as changes in market prices. In particular, the normal peak usage season for our electric utilities is June through August while the normal peak usage season for our gas utilities is November through March. Significant earnings variances can be expected between the Gas Utilities segment's peak and off-peak seasons. Due to this seasonal nature, our results of operations for the three months ended March 31, 2018 and 2017, and our financial condition as of March 31, 2018, December 31, 2017 and March 31, 2017, are not necessarily indicative of the results of operations and financial condition to be expected as of or for any other period or for the entire year.

CINCINNATI BELL INC

Merger Completed On July 2, 2018, Co.'s wholly-owned subsidiary, Twin Acquisition Corp. ("Merger Sub"), merged with and into Hawaiian Telcom Holdco, Inc. ("Hawaiian Telcom"), with Hawaiian Telcom continuing as the surviving corporation and became a wholly-owned subsidiary of Co. As the result of the merger, each share of Hawaiian Telcom's common stock, par value \$0.01 ("Hawaiian Telcom Common Stock"), outstanding immediately prior to the effective time of the Merger (the "Effective Time"), other than shares of Hawaiian Telcom Common Stock held by (i) Hawaiian Telcom as treasury stock, (ii) Co. or Merger Sub, (iii) any direct or indirect wholly-owned subsidiary of Hawaiian Telcom or Co. or (iv) any Hawaiian Telcom stockholders who have perfected and not withdrawn a demand for appraisal rights pursuant to the General Corporation Law of the State of Delaware, was cancelled and converted at the Effective Time into the right to receive, without interest and subject to applicable tax withholding, at the holder of such share's election and subject to proration as set forth in the Merger Agreement and as described below: (i) 1.6305 common shares, par value \$0.01 per share, of Co. ("Co. Common Shares") (the "Share Consideration"); (ii) 0.6522 Co. Common Shares and \$18.45 in cash, without interest (the "Mixed Consideration"); or (iii) \$30.75 in cash, without interest (the "Cash Consideration", together with and any combination of, the Share Consideration and the Mixed Consideration, the "Merger Consideration"). As a result of the Merger, (i) each Hawaiian Telcom restricted stock unit granted on or after Jan. 1, 2017 that did not provide for automatic vesting upon the consummation of the Merger was converted at the Effective Time into a time-based restricted stock unit of Co. (with any applicable performance criteria deemed satisfied at target) in respect of a number of Co. Common Shares (rounded down to the nearest whole share) based on an exchange ratio of 1.8274 (each, an "Assumed RSU") and (ii) each other Hawaiian Telcom restricted stock unit (each, a "Cash-Out RSU") was cancelled and converted at the Effective Time into the right to receive in respect of each share of Hawaiian Telcom Common Stock subject to such Cash-Out RSU (with any applicable performance criteria calculated based on actual performance), without interest and subject to applicable tax withholding, at the holder of such Cash-Out RSU's election and subject to proration as set forth in the Merger Agreement and as

described above, one or more forms of the Merger Consideration.

DAYTON POWER & LIGHT COMPANY

Environmental Matters Environmental Matters DP&L's facilities and operations are subject to a wide range of federal, state and local environmental regulations and laws. The environmental issues that may affect us include: ○ The federal CAA and state laws and regulations (including State Implementation Plans) which require compliance, obtaining permits and reporting as to air emissions; ○ Rules and future rules issued by the USEPA, the Ohio EPA or other authorities that require or will require reporting and reductions of GHGs; ○ Rules and future rules issued by the USEPA, the Ohio EPA or other authorities associated with the federal Clean Water Act, which prohibits the discharge of pollutants into waters of the United States except pursuant to appropriate permits; and ○ Solid and hazardous waste laws and regulations, which govern the management and disposal of certain waste. In addition to imposing continuing compliance obligations, these laws and regulations authorize the imposition of substantial penalties for noncompliance, including fines, injunctive relief and other sanctions. In the normal course of business, we have investigatory and remedial activities underway at our facilities to comply, or to determine compliance, with such regulations. We record liabilities for loss contingencies related to environmental matters when a loss is probable of occurring and can be reasonably estimated in accordance with the provisions of GAAP. Accordingly, we have immaterial accruals for loss contingencies for environmental matters. We also have a number of environmental matters for which we have not accrued loss contingencies because the risk of loss is not probable, or a loss cannot be reasonably estimated. We evaluate the potential liability related to environmental matters quarterly and may revise our estimates. Such revisions in the estimates of the potential liabilities could have a material adverse effect on our results of operations, financial condition or cash flows. We have several pending environmental matters associated with our coal-fired generation units. Some of these matters could have material adverse impacts on the operation of the power stations.

DAYTON POWER & LIGHT COMPANY

FD Disclosure On June 18, 2018, The Dayton Power and Light Company ("DP&L"), a subsidiary of DPL Inc. ("DPL") and The AES Corporation ("AES"), entered into a Stipulation and Recommendation (the "Settlement") with various intervening parties and the Staff of the Public Utilities Commission of Ohio ("PUCO") with respect to DP&L's pending electric service distribution rate case filing at the PUCO. The Settlement provides for updated base distribution rates for electric service customers in DP&L's service territory and is subject to, and conditioned upon, approval by the PUCO. Along with setting the updated base distribution rates and in addition to establishing certain deferrals and other items, the Settlement, if approved, would: ○ Establish a revenue requirement of \$247,951,788 for DP&L's electric service base distribution rates, inclusive of necessary adjustments to implement the Tax Cuts and Jobs Act of 2017 with respect to federal income tax expense and the gross revenue conversion factor (but excluding amounts related to excess accumulated deferred income taxes and related regulatory liabilities, which will be addressed in separate proceedings pursuant to the terms of the Settlement); ○ Provide for a return on equity of 9.999% and a cost of long-term debt of 4.8% on a rate base of \$643,518,823 and based on a capital structure of 47.52% equity and 52.48% long-term debt; ○ Populate the components of DP&L's existing non-bypassable distribution investment rider to be used to recover incremental distribution capital investments by the company and previously approved by the PUCO as part of DP&L's electric security plan (the "ESP"), including the setting of annual revenue caps with respect to such capital investments; and ○ Provide for the implementation of revenue decoupling rates, based on a revenues per customer methodology, through DP&L's existing decoupling rider previously approved by the PUCO as part of DP&L's ESP.

DAYTON POWER & LIGHT COMPANY

Regulatory Matters On November 30, 2015, DP&L filed a distribution rate case using a 12-month test year of June 1, 2015 to May 31, 2016 to measure revenue and expenses and a date certain of September 30, 2015 to measure its asset base. DP&L is seeking an increase to distribution revenues of \$65.8 million per year. DP&L has asked for recovery of certain regulatory assets as well as two new riders that would allow DP&L to recover certain costs on an ongoing basis. It has proposed a modified rate design, which would increase the monthly customer charge, in an effort to decouple distribution revenues from electric sales. If approved as filed, the rates are expected to increase a typical residential customer bill approximately 4% based on rates in effect at the time of the filing. On March 12, 2018, the PUCO Staff filed its Staff Report of Investigation in the distribution rate case. In response, DP&L submitted objections and supplemental testimony

on April 11, 2018. The PUCO has set the evidentiary hearing in this case for June 6, 2018. Impact of tax reform On January 10, 2018, the PUCO initiated a proceeding to consider the impacts of the TCJA to determine the appropriate course of action to pass benefits resulting from the legislation on to ratepayers. The PUCO also directed Ohio utilities to record deferred liabilities for the estimated reduction in federal income tax resulting from the TCJA beginning January 1, 2018. This did not have a material impact to our financial statements during the three months ended March 31, 2018. Under the terms of the ESP, DPL will not make tax sharing payments and if DP&L's rates are reduced as a result of the TCJA, our cash flows could be adversely affected. At this time, we are unable to determine whether any of the above issues may have a material impact in the future on DP&L's business, financial condition, results of operations or cash flows. On March 15, 2018, the FERC initiated "show cause" proceedings against DP&L and numerous other utilities that had stated transmission rates, directing each utility to file either revised transmission rates to reflect the effects of the TCJA or to show cause why no changes in transmission rates were appropriate. DP&L intends to file new transmission rates in response to the show cause order. Because the filing will then be subject to review by the FERC and any interveners, DP&L is unable to determine the impact of the proceeding at this time.

EQT CORP

Merger Completed On July 23, 2018, EQT Midstream Partners, LP ("EQM"), a wholly-owned subsidiary of EQT GP Holdings LP ("EQT GP"), which in turn a wholly-owned subsidiary of Co., through its wholly-owned subsidiary, EQM Acquisition Sub, LLC ("Merger Sub"), merged with and into Rice Midstream Partners LP ("RMP"), with RMP continuing as the surviving limited partnership in the Merger and a wholly owned indirect subsidiary of EQM (The "Merger"), immediately following the merger, EQM's wholly-owned subsidiary, EQM GP Acquisition Sub, LLC ("GP Merger Sub"), merged with and into Rice Midstream Management LLC (the "RMP General Partner"), the general partner of RMP, with the RMP General Partner continuing as the surviving entity and a wholly-owned indirect subsidiary of EQM. As the result of the merger, (i) each common unit representing a limited partner interest in RMP (each, an "RMP Common Unit") issued and outstanding immediately prior to the Effective Time was converted into the right to receive 0.3319 common units representing limited partner interests in EQM (the "EQM Common Units") (the Merger Consideration), (ii) the issued and outstanding incentive distributions rights of RMP were cancelled and (iii) each outstanding award of phantom units in respect of RMP Common Units fully vested and converted into the right to receive the Merger Consideration, less applicable tax withholding, in respect of each RMP Common Unit subject thereto. The aggregate Merger Consideration consisted of approximately 34,000,000 EQM Common Units. As the result, as of July 23, 2018, Co. owned a 12.7% limited partner interest in EQM, and EQT GP owned a 1.2% general partner interest in EQM, all of the incentive distribution rights in EQM and a 17.9% limited partner interest in EQM.

FIRSTENERGY CORP

Bankruptcy Proceedings On June 28, 2018, Co.'s subsidiary, FirstEnergy Solutions Corp filed with the U.S. Bankruptcy Court a motion to extend the exclusive periods during which the Company can file a Chapter 11 plan, and solicit acceptances thereof, through and including Jan. 25, 2019 and Mar. 26, 2019, respectively. The motion explains, Given the complexity of the Chapter 11 Cases, the Debtors need additional time to achieve their goal of consummating a global, value-maximizing restructuring or sale transaction. An extension of the Exclusive Periods will allow the Debtors to continue productive discussions while maintaining the stability for business operations that they have successfully achieved during the first 90 days of these Chapter 11 Cases. The Court scheduled a July 19, 2018 hearing to consider the extension motion.

FIRSTENERGY CORP

Bankruptcy Proceedings On July 2, 2018, Co.'s wholly-owned subsidiary, FirstEnergy Solutions Corp. ("FES"), filed with the U.S. Bankruptcy Court a motion to extend the exclusive periods during which FES can file a Chapter 11 plan, and solicit acceptances thereof, through and including Jan. 25, 2019 and Mar. 26, 2019, respectively. The motion explains, "Given the complexity of the Chapter 11 Cases, the Debtors need additional time to achieve their goal of consummating a global, value-maximizing restructuring or sale transaction. An extension of the Exclusive Periods will allow the Debtors to continue productive discussions while maintaining the stability for business operations that they have successfully achieved during the first 90 days of these Chapter 11 Cases." The Court scheduled a July 19, 2018 hearing to

consider the extension motion. Also on July 2, 2018, Co.'s wholly-owned subsidiary, FirstEnergy Solutions Corp. ("FES"), filed with the U.S. Bankruptcy Court a monthly operating report for May 2018. For the month, FES reported a net loss of \$311,900,000 on \$211,600,000 in total revenue and; \$195,000,000 in total operating expenses and \$10,800,000 in professional and contractor services.

SOUTH JERSEY INDUSTRIES, INC.

Acquisition Completed On July 1, 2018, Co. acquired the assets of the Elizabethtown Gas operating division (the "Elizabethtown Business") of Pivotal Utility Holdings, Inc., a company engaged in natural gas distribution, and assumed certain liabilities of the Elizabethtown Business, for an aggregate purchase price equal to \$1,690,000,000 in cash, subject to certain adjustments for the net working capital of the Elizabethtown Business. Also on July 1, 2018, Co. acquired the assets of the Elkton Gas operating division (the "Elkton Business") of Pivotal Utility Holdings, Inc., a company engaged in natural gas distribution, and assumed certain liabilities of the Elkton Business, for an aggregate purchase price equal to \$10,000,000 in cash, subject to certain adjustments for the net working capital of the Elkton Business.

TOKYO GAS CO LTD

Annual Report Consolidated Income Statement, Years Ended Mar. 31 (¥Millions):

	2018	2017	2016
		(revised)	(revised)
Total revenue	1,777,344	1,587,085	1,884,656
Cost of sales	(1,203,991)	(1,051,885)	(1,239,020)
Gross profit	573,353	535,200	645,636
Selling expenses	(392,680)	(410,125)	(385,572)
General & administrative expenses	(64,370)	(66,708)	(68,054)
Selling, general & administrative expenses	(457,050)	(476,834)	(453,627)
Operating income	116,302	58,365	192,008
Interest income	1,158	901	615
Dividend income	2,967	2,178	1,878
Rent income	1,637	1,740	2,177
Investment profit on equity method	2,493	3,583	2,122
Miscellaneous income	4,800	5,889	8,776
Total other non-operating income	13,057	14,293	15,570
Interest expense	(11,619)	(11,514)	(12,158)
Differences on settlement of other construction received	(1,829)	(2,564)	(2,189)
Miscellaneous expenses	(4,364)	(2,893)	(4,421)
Total other non-operating expenses	(17,813)	(16,971)	(18,769)
Ordinary income	111,546	55,688	188,809
Gain on sale of fixed assets	3,403	6,610	...
Gain on sales of investment securities	3,049	9,120	...
Total extraordinary income	6,452	15,730	...
Impairment loss	(3,213)	(2,408)	(28,293)
Loss on devaluation of investment securities	(4,747)
Total extraordinary losses	(3,213)	(2,408)	(33,040)
Income before income taxes	114,784	69,010	155,768
Income taxes - current	(31,527)	(25,271)	(43,782)
Income taxes (benefits) - deferred	(7,957)	10,305	991
Total income taxes	(39,484)	(14,966)	(42,791)
Profit	75,300	54,044	112,977
Profit (loss) attributable to non-controlling			

interests	312	910	1,040
Profit attributable to owners of parent ...	74,987	53,134	111,936
Average number of shares outstanding			
- basic	457	462	480
Year end shares outstanding	457	459	478
Net income per share - basic	¥164.12	¥115.09	¥233.40
Interim dividends per share	¥27.50	¥27.50	...
Final dividends per share	¥27.50	¥27.50	...
Total dividends per share	55	55	...
Total number of employees	17,138	16,823	16,998
Number of common stockholders	86,208	87,495	90,374

□ Reclassified to conform with 2017 presentation; □ Adjusted for 1-for-5 reverse split on October 1, 2017; □ As is

Consolidated Balance Sheet, Years Ended Mar. 31
(¥Millions):

	2018	2017	2016
Production facilities	236,334	235,152	235,152
Distribution facilities	560,216	539,840	539,840
Service & maintenance facilities	52,244	53,623	53,623
Other facilities	406,221	416,142	416,142
Inactive facilities	316	316	316
Construction in progress	157,913	147,074	147,074
Total property, plant & equipment	1,413,246	1,392,149	1,392,149
Goodwill	1,254	1,600	1,600
Other intangible assets	92,167	77,615	77,615
Total intangible assets	93,422	79,215	79,215
Investment securities	239,379	182,443	182,443
Long-term loans receivable	27,929	28,128	28,128
Net defined benefit asset	17	24	24
Deferred tax assets	30,864	40,127	40,127
Other investments & assets	36,693	39,100	39,100
Allowance for doubtful accounts	(378)	(367)	(367)
Total investments & other assets	334,505	289,456	289,456
Total non-current assets	1,841,174	1,760,821	1,760,821
Cash & deposits	128,331	132,626	132,626
Trade notes & accounts receivables	216,234	194,240	194,240
Lease receivables & lease investment assets	22,188	24,097	24,097
Marketable securities	15
Merchandise & finished goods	2,494	2,317	2,317
Work in progress	12,417	12,466	12,466
Raw materials & supplies	45,454	40,763	40,763
Deferred tax assets	10,396	9,050	9,050
Other current assets	56,897	54,259	54,259
Allowance for doubtful accounts	(884)	(374)	(374)
Total current assets	493,547	469,447	469,447
Total assets	2,334,721	2,230,269	2,230,269
Bonds	294,998	314,997	314,997
Long-term borrowings	358,680	326,752	326,752
Deferred tax liabilities	11,303	11,299	11,299
Net defined benefit liability	73,161	73,524	73,524
Provision for repairs of gas holders	3,107	3,262	3,262
Provision for safety measures	3,115	4,711	4,711
Provision for appliance warranties	9,984	10,298	10,298
Provision for point program	835
Asset retirement obligations	13,200	11,975	11,975

Other non-current liabilities	61,572	31,650	31,650
Total non-current liabilities	829,959	788,474	788,474
Current portion of non-current borrowings	58,094	56,395	56,395
Trade notes & accounts payable	80,819	96,413	96,413
Short-term borrowings	7,800	10,333	10,333
Income taxes payable	30,237	20,000	20,000
Other current liabilities	179,376	145,843	145,843
Total current liabilities	356,328	328,987	328,987
Total liabilities	1,186,288	1,117,461	1,117,461
Capital stock	141,844	141,844	141,844
Capital surplus	1,898	1,883	1,883
Retained earnings	936,635	893,436	893,436
Treasury shares	(3,642)	(3,087)	(3,087)
Total shareholders' equity	1,076,736	1,034,076	1,034,076
Valuation difference on available-for-sale securities	30,282	27,166	27,166
Deferred gains (losses) on hedges	(251)	(990)	(990)
Foreign currency translation adjustment	33,206	36,399	36,399
Remeasurements of defined benefit plans	(3,945)	4,845	4,845
Total accumulated other comprehensive income	59,291	67,422	67,422
Non-controlling interests	12,405	11,309	11,309
Net assets	1,148,433	1,112,807	1,112,807
Total liabilities & net assets	2,334,721	2,230,269	2,230,269

Recent Dividends:

1. Tokyo Gas Co Ltd common.

ExDate	Amt	Declared	Record	Payable
	5.00		03/31/2015	06/29/2015
09/28/2015	5.00		09/30/2015	11/27/2015
03/29/2016	6.00		03/31/2016	06/30/2016
09/28/2016	5.50		09/30/2016	11/30/2016
03/29/2017	5.50		03/31/2017	06/30/2017
09/27/2017	5.50		09/30/2017	11/30/2017

2. Tokyo Gas Co Ltd American Depositary Receipt.

No dividends paid.

Annual Dividends:

1. Tokyo Gas Co Ltd common.

2015	10.00	2016	11.50	2017	11.00
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2. Tokyo Gas Co Ltd American Depositary Receipt.

No dividends paid.

WGL HOLDINGS INC

Merger Completed On July 6, 2018, AltaGas Ltd. ("Parent") indirect wholly-owned subsidiary, Wrangler Inc. ("Merger Sub"), merged with and into Co., with Co. continuing as the surviving corporation and became an indirect wholly-owned subsidiary of Parent. As the result of the merger, each share of Co. Common Stock issued and outstanding immediately prior to the Effective Time (other than shares of Co. Common Stock that were held by Co. or any of its subsidiaries or by Parent or Merger Sub or any of their respective subsidiaries, in each case, immediately prior to the Effective Time) was converted automatically into and thereafter represented solely the right to receive \$88.25 in cash, without interest (the "Merger Consideration"). Shares of Co. Common Stock held by Co. or any of its subsidiaries or by Parent or Merger Sub or any of their respective subsidiaries were not entitled to receive the Merger Consideration. In addition, each Pre-Signing Co. Equity Award (as defined in the Merger Agreement) outstanding immediately prior to the Effective Time, whether or not then vested and exercisable, automatically became fully vested at the Effective Time, and each such Pre-Signing Co. Equity Award, whether payable in cash or shares of Co. Common Stock, was cancelled in consideration for the right to receive a lump sum cash payment in an amount equal to: (1) with respect to each Pre-Signing Co. Performance Share Award (as defined in the Merger Agreement), the product of (a) the Merger Consideration and (b) the number of shares of Co. Common Stock represented by such Pre-Signing Co. Performance Share Award, and (2) with respect to each Pre-Signing Co. Performance Unit Award (as defined in

the Merger Agreement), the product of (a) \$1.00 and (b) the number of performance units represented by such Pre-Signing Co. Performance Unit Award, in each case, subject to the following: (i) with respect to each such Pre-Signing Co. Equity Award that was subject to a relative total shareholder return ("Relative TSR") performance condition, the number of shares or units, as applicable, represented by such Pre-Signing Co. Equity Award was based upon the greater of (x) satisfaction of such performance condition at Co.'s actual percentile position as of the date on which the Effective Time occurred (determined without regard to any four-quarter averaging mechanism) and (y) deemed satisfaction of such performance condition at the target level; and (ii) with respect to each such Pre-Signing Co. Equity Award that was subject to a performance condition other than Relative TSR, the number of shares or units, as applicable, represented by such Pre-Signing Co. Equity Award was based upon deemed satisfaction of applicable performance conditions at the target level. As of the Effective Time, all dividends, if any, accrued but unpaid with respect to Pre-Signing Co. Equity Awards automatically became fully vested and were paid to the holder thereof.

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