

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington D.C. 20549

FORM 8-K
CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 15, 2020 (May 18, 2020)

AVISTA CORPORATION
(Exact name of registrant as specified in its charter)

Washington
(State of other jurisdiction of
incorporation)

1-3701
(Commission
file number)

91-0462470
(I.R.S. Employer
Identification No.)

1411 East Mission Avenue Spokane, Washington 99202-2600
(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: 509-489-0500
Web site: <http://www.myavista.com>

None

(Former name or former address, if changed since last report)

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class
Common Stock

Trading Symbols
AVA

Name of Each Exchange on Which Registered
New York Stock Exchange

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Section 7 – Regulation FD Disclosure

Item 7.01 Regulation FD Disclosure.

On May 18, 2020 and May 19, 2020, management of Avista Corporation (Avista Corp. or the Company) will be participating in meetings with investors and analysts at the annual American Gas Association Financial Forum, which will be held virtually. The same business update presentation will be used at all of the meetings. A copy of the business update presentation is furnished as Exhibit 99.1 and is available in the “Investors” section of Avista Corp.’s website at <http://investor.avistacorp.com/events-and-presentations>.

As part of this update, Avista Corp. expects to confirm earnings guidance for 2020. The 2020 earnings guidance was included in Avista Corp.’s first quarter of 2020 earnings release furnished on Form 8-K on May 8, 2020. The 2020 earnings guidance is subject to the risks, uncertainties and other factors set forth or referred to in such earnings release and the Company’s annual report on Form 10-K for the year ended December 31, 2019 and quarterly report on Form 10-Q for the quarter ended March 31, 2020.

The information in this report, including Exhibit 99.1, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference in such filing.

Section 9 - Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

(d)	Exhibits
99.1	Business update presentation dated May 18-19, 2020, which is being furnished pursuant to Item 7.01
104	Cover Page Interactive Data File (formatted as inline XBRL with applicable taxonomy extension information contained in Exhibits 101.)

Neither the furnishing of any press release as an exhibit to this Current Report nor the inclusion in such press releases of a reference to Avista Corp.’s internet website shall, under any circumstances, be deemed to incorporate the information available at such website into this Current Report. The information available at Avista Corp.’s internet website is not part of this Current Report or any other report furnished or filed by Avista Corp. with the Securities and Exchange Commission.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

AVISTA CORPORATION
(Registrant)

Date: May 15, 2020

/s/ Gregory C. Hesler
Gregory C. Hesler
Vice President, General Counsel,
Corporate Secretary and Chief Compliance Officer



Our Customers | Our People Perform | Invent

2020 AGA Financial Forum

May 18-19, 2020

NYSE: AVA

www.avistacorp.com

Disclaimer

All forward-looking statements in this presentation are based on underlying assumptions (many of which are based, in turn, upon further assumptions). These statements are subject to a variety of risks, uncertainties and other factors. Most these factors are beyond our control and may have a significant effect on our operations, results of operations, financial condition or cash flows, which could cause actual results to differ materially from those anticipated in our statements.

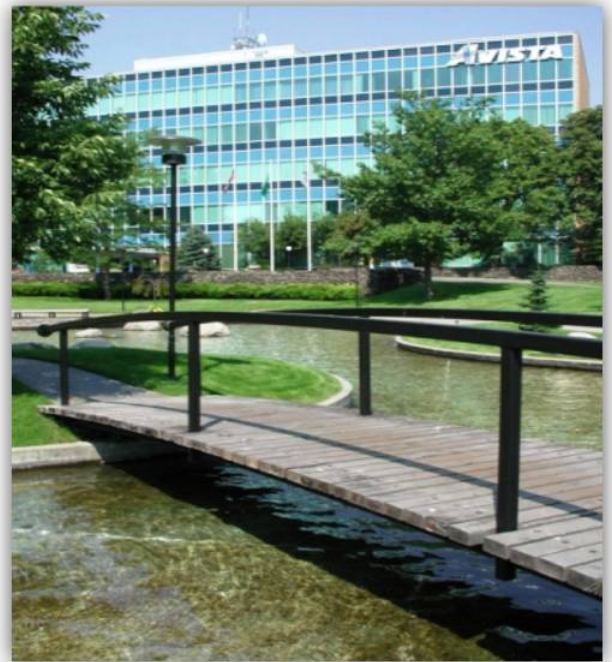
Such risks, uncertainties and other factors include, among others, those included in the appendix herein and in our most recent Annual Report on Form 10-K, or Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission. Those reports are also available on our website at www.avistacorp.com



Avista at a glance

- Incorporated in the territory of Washington in 1889
- Primarily an electric and natural gas utility
- At the end of 2019, employed 1,796 people at Avista Utilities and 124 in our subsidiary businesses (including Alaska Electric Light & Power)
- 2019 Operating revenue: \$1.3 billion
- 2019 Net income attributable to Avista Corporation shareholders: \$197 million*
- 2019 Diluted earnings per share: \$2.97*
- Annualized 2020 dividend per share: \$1.62
- Total Avista Corporation Shareholders' Equity as of December 31, 2019: \$1.9 billion

*2019 for Avista Utilities includes \$1.00 per diluted share for the termination fee received from Hydro One and the payment of final transaction costs.



We improve our customers' lives through innovative energy solutions.

Safely. Responsibly. Affordably.



Our focus for 2020

- Remain focused on running a great utility and providing reliable energy service to our customers during the COVID-19 pandemic
- Invest prudent capital in our utility infrastructure to maintain and enhance our system
- Maintain appropriate capital structure
- Continue to reduce regulatory lag and more closely align earned returns with those authorized
- Commitment to renewable energy
- Filed Electric Integrated Resource Plan in Idaho
- Clean Energy Transformation Act in Washington
- Continue process of joining the Western Energy Imbalance Market



Photo: Noxon Rapids Dam



COVID-19 Summary

- Primary focus is on the safety of our customers and employees while providing reliable energy service.
- Implemented business continuity plans and we believe that we will continue to be able to conduct our utility operations effectively.
- We have informed retail customers and state regulators that disconnections and late fees for non-payment are temporarily suspended.
- Although we have not experienced any significant supply chain issues to date, there could be negative impacts on the ability of suppliers, vendors or contractors to perform.
- Successfully transitioned more than 1,300 employees to work remotely.
- Our foundation's charitable giving across our service territory totals more than \$1.1 million, and includes more than \$865 thousand dollars toward relief from the impacts of COVID-19.



COVID-19 Financial Impacts

- April electric loads were a 5% overall decline, with a 10% increase in residential, a 12% decrease commercial and a 14% decrease in industrial. Natural gas loads were within normal bounds for the time of year.
- We have decoupling and other regulatory mechanisms in Washington, Idaho and Oregon, which mitigate the impact of lower loads and revenues for residential and certain commercial customer classes. Over 90 percent of our utility revenue is covered by regulatory mechanisms.
- Bad debt expense is expected to increase \$5 million for the full year of 2020, including \$1.6 million recognized in the first quarter of 2020.
- We expect to offset some of the negative impacts of COVID-19 at Avista Utilities with cost savings and we have filed petitions for an accounting order in each of our jurisdictions to defer the recognition of COVID-19 expenses as well as identified cost savings of other COVID-19 related benefits.
- We do not expect the impact of COVID-19 to change our estimate of Avista Utilities' capital expenditures of about \$405 million in 2020. It is possible that prolonged economic distress or business interruptions could cause a decrease in our utility capital expenditures.
- We are expecting additional losses at non-utility businesses for the remainder of the year due to overall market declines, including the impacts of COVID-19.
- Improved liquidity through a \$100 million credit agreement in April.



Expectations that drive performance

- **General rate cases in 2019:**
 - Settlement in Oregon, new rates effective January 15, 2020
 - Settlement in Idaho, new rates effective December 1, 2019
 - Partial settlement in Washington, new rates effective April 1, 2020
- **Earnings challenges in 2020**
 - Regulatory items in the first quarter
 - COVID-19
 - Managing other costs and seeking regulatory deferral/offset for COVID-19
 - Losses at other non-utility businesses
- **Plan to file general rate cases in 2020 in Washington, Idaho and Oregon**
- **Annual earnings growth***
 - Return to earning close to allowed returns in 2023
 - Projecting long-term earnings growth of 4% to 6% following 2023
- **Continued dividend growth**
 - Increased dividend 4.5% from 2019 to 2020
 - Targeting dividend payout of 65%-75% by 2023

* Assumes adequate and timely rate relief.



Net Income and Diluted EPS

(\$ in thousands, except per-share data)	Q1 2020	Q1 2019
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Net Income (Loss) by Business Segment attributable to Avista Corp. Shareholders

Avista Utilities	\$45,979	\$111,901
Alaska Electric Light and Power Company	\$3,395	\$3,552
Other	\$(950)	\$341
Total Net Income attributable to Avista Corp. Shareholders	\$48,424	\$115,794

Earnings (loss) per diluted share by Business Segment attributable to Avista Corp. Shareholders

Avista Utilities	\$0.68	\$1.70
Alaska Electric Light and Power Company	\$0.05	\$0.05
Other	\$(0.01)	\$0.01
Total Earnings per diluted share attributable to Avista Corp. Shareholders	\$0.72	\$1.76

Q1 2019 for Avista Utilities includes \$1.01 per diluted share for the termination fee received from Hydro One and the payment of final transaction costs.



Investments to upgrade our systems

5% to 6% rate base growth



Excludes projected capital expenditures at AEL&P of \$9 million in 2020 and 2021, \$15 million in 2022 and \$7 million in 2023.



Driving effective regulatory outcomes

Timely and adequate recovery of costs and capital investments

Washington



- In March 2020, the Washington Commission approved a partial settlement agreement in general rate case filed in April 2019. Settlement is designed to increase annual base electric revenues by \$28.5 million, or 5.7 percent, and annual natural gas base revenues by \$8.0 million, or 8.5 percent, effective Apr. 1, 2020.
- Based on 48.5% equity ratio and 9.4% return on equity.
- In March 2020, the 2015 general rate case remand was resolved by the Washington Commission. Results in a refund to Washington customers of \$8.4 million.
- In March 2020, the Washington Commission ordered the disallowance of \$3.3 million of replacement power costs related to an unplanned outage at Colstrip in 2018.
- Expect to file general rate cases in the fourth quarter of 2020.

Idaho



- In November 2019, the Idaho Commission approved a settlement designed to decrease annual base revenues by \$7.2 million or 2.8% effective Dec. 1, 2019. This outcome is in line with the Company's expectations.
- Based on 50% equity ratio and 9.5% return on equity.
- Expect to file general rate cases in the fourth quarter of 2020.

Oregon

- In October 2019, the Oregon Cor approved a settlement designed to increase annual base revenues by \$6.8 million or 4.2% effective Jan. 15, 2020.
- Based on 50% equity ratio and 9% return on equity.
- Filed general rate case in March 2020. The proposal is designed to increase annual base revenue by \$6.8 million or 9.8 percent. Based on a 50% equity ratio and a 9.9% return on equity.

Alaska



- In November 2017, all-party settlement agreement approved by Regulatory Commission of Alaska designed to increase base revenues by 3.86% or \$1.3 million, the level of interim rates that went into effect in November 2016.
- Based on a 58.18% equity ratio and an 11.95% return on equity.
- No plan to file general rate case until 2021.



Avista's commitment to renewable energy

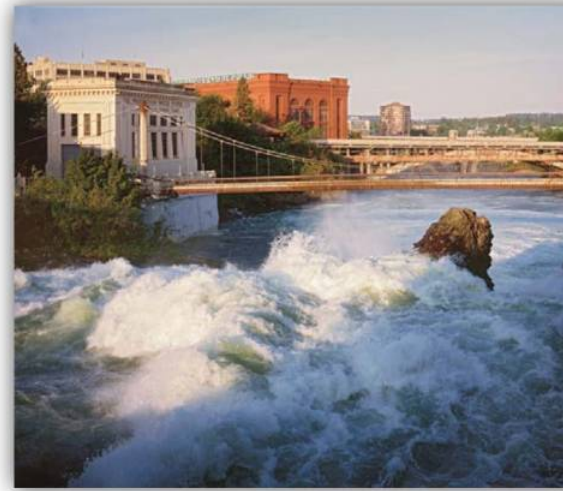
Our Commitment

- Carbon-neutral supply of electricity by the end of 2027
- Serve customers with 100% clean electricity by 2045

Our History

- Among the lowest carbon emitting electric utilities in the nation*
- Founded on clean, renewable hydro power in 1889
- First utility-scale biomass generation project in the 1980's
- Three renewable energy projects implemented in the last three years: two solar and one wind

*Source: Benchmarking Air Emissions of the 100 Largest Power Producers in the United States, NRDC, June 2019



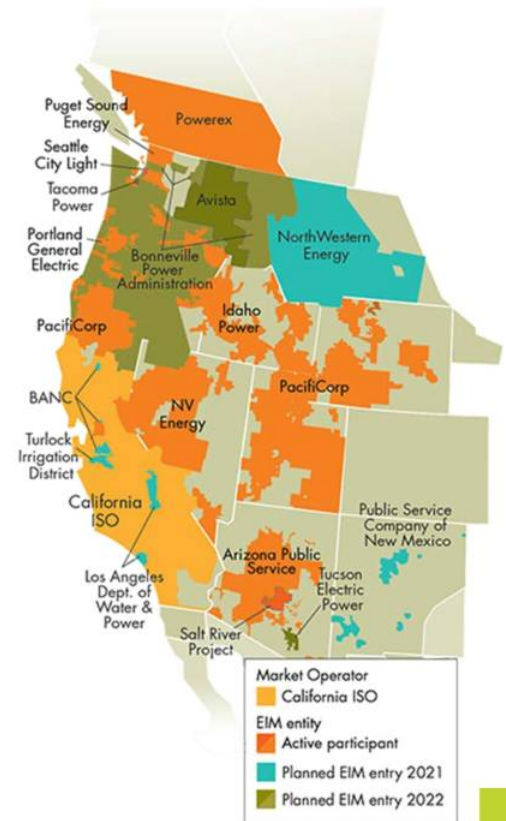
Long history of commitment
environmental stewardship

Photo: Spokane River Upper Falls



Western Energy Imbalance Market

- Plan to join in 2022.
- Real-time energy market should allow Avista to further integrate renewable generation on the system.
- Avista estimates the total cost of joining the EIM to be approximately \$25 million for both capital and operating expense over the three-year implementation period.
- Avista estimates annual benefits of approximately \$6 million from market participation.
- Avista expects to seek recovery of the net costs through the regulatory process.



Washington Clean Energy Transformation Act (CETA)

Energy Resources

- Must eliminate the allocation of coal-fired resources to Washington customers by the end of 2025
- Colstrip depreciation accelerated to 2025 in Washington general rate case, implemented April 1, 2020
- Achieve carbon neutrality by 2030 while meeting 80% of Washington load through renewable or non-emitting resources
- Serve entire Washington load with renewable or non-emitting resources by Jan. 1, 2045
- Consistent with Avista's commitment to renewable energy

Regulatory

- Commission issued Policy Statement on "used and useful" in January 2020
- Provides the Commission authority to allow for the recovery of costs of property which becomes used and useful during a period of up to 48 months after rates have been approved
- Acknowledges the Commission's authority to approve performance and incentive-based regulation, multi-year rate plans, and "other flexible regulatory mechanisms"
- Allows utilities to defer costs incurred to meet clean energy plans for a period of up to 36 months with a return, including an imputed return on power purchase agreements
- Limits rate increases to 2% to meet compliance requirements



2020 Earnings Guidance

2020 Earnings Guidance		
	Revised	Original
Avista Utilities	\$1.77 – \$1.89	\$1.89 – \$2.01
AEL&P	\$0.07 – \$0.11	\$0.08 – \$0.12
Other	\$(0.09) – \$(0.05)	\$(0.02) – \$0.02
Consolidated	\$1.75 – \$1.95	\$1.95 – \$2.15

Revised effective May 8, 2020

Guidance Assumptions

- The midpoint of our guidance range for Avista Utilities does not include any benefit or expense under the Energy Recovery Mechanism (ERM). We expect to be in a benefit position under the ERM within the 90 percent customers/10 percent shareholders sharing band, which is expected to add \$0.07 per diluted share.
- Our outlook for Avista Utilities and AEL&P assumes, among other variables, normal precipitation, temperatures and hydroelectric generation for the remainder of the year.
- We cannot predict the duration and severity of the COVID-19 global pandemic. The longer and more severe the economic restrictions and business disruption, the greater the impact on our operations, results of operations, financial condition and cash flows.



A solid investment

- Strong and responsible core utility
 - Investing substantially to modernize infrastructure and upgrade systems
 - Successful rate case settlements in 2019 in Washington, Oregon and Idaho
 - Committed to reducing regulatory timing lag by 2023; long-term growth rate of 4 to 6 percent after 2023
 - Steady returns and attractive dividend yield
 - Committed to renewable energy and one of the greenest electric utilities in the U.S.*
 - One of Ethisphere Institute's "2020 World's Most Ethical Companies"

*Source: Benchmarking Air Emissions of the 100 Largest Power Producers in the United States, NRDC, June 2019



Better energy for life....

Building purpose and aspiration, shaping the best public policy outcomes, and collaborating with others to achieve results – that's better for our customers, our employees, our communities, our shareholders.

Photo: Cabinet Gorge Dam



We welcome your questions

Company Contact

John Wilcox, Investor Relations Manager

509-495-4171

john.wilcox@avistacorp.com

www.avistacorp.com



Photo: Huntington Park, Spokane, Wash.



Appendix



Environment, Social and Governance

Environmental

- ❑ Founded in 1889 on clean, renewable hydropower
- ❑ Among the lowest carbon emitting electric utilities in the nation
- ❑ Carbon neutral electric supply by 2027 and serve customers with 100% clean electricity by 2045
- ❑ Three renewable energy projects implemented in the last three years

Social

- ❑ One of Ethisphere Institute's "2020 World's Most Ethical Companies"
- ❑ \$7 million commitment to help prevent homelessness, promote youth education and support small communities
- ❑ Strong safety culture
- ❑ Code of Conduct for employees and vendors

Governance

- ❑ Nine of eleven directors are independent
- ❑ Independent lead director
- ❑ Positions of Chairman and CEO are separated
- ❑ Diverse board with four female directors



Strong and stable utility core

Avista Utilities

- Regulated electric and natural gas operations
- Serves customers in Washington, Idaho and Oregon
- Contributes about 95% of earnings

Alaska Electric Light & Power Company (AEL&P)

- Regulated electric operations
- Serves customers in City and Borough of Juneau



Our Customers | Our People
Perform | Invent

Photo: Long Lake Dam



Significant investments in utility infrastructure



Avista Utilities Rate Base

Jurisdiction and service	Estimated Rate Base as of March 2020 (\$ in millions) (1)	Authorized Overall Rate of Return	Authorized Return on Equity	Authorized Comm. Equity Ratio
Washington electric	\$1,728	7.50%	9.4%	48.5%
Washington natural gas	418	7.50%	9.4%	48.5%
Idaho electric	833	7.61%	9.5%	50.0%
Idaho natural gas	174	7.61%	9.5%	50.0%
Oregon natural gas	278	7.35%	9.4%	50.0%
Total	\$3,431			

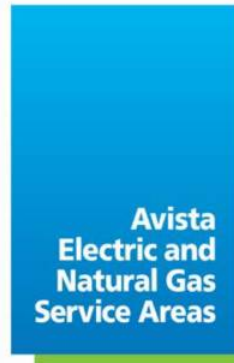
(1) Based on average-of-monthly averages for the prior 12-month period.



Solid foundation and continued commitment to innovation

Providing safe and reliable service for over 130 years

- Diverse customer base
 - 30,000 square mile service territory
 - Service area population 1.7 million
 - 395,000 retail electric customers
 - 363,000 retail natural gas customers
- Strong customer focus
 - 90% percent or better customer satisfaction ratings every year since 1999
 - We must hold our customers' interests at the forefront of all our decisions, operating our business by showing that we are transparent, genuinely care, and are easy to do business with.
- Invested in our communities
 - In 2019, announced donation of \$7 million to the Avista Foundation to help prevent homelessness, promote youth education and support small communities.



A responsible mix of generation

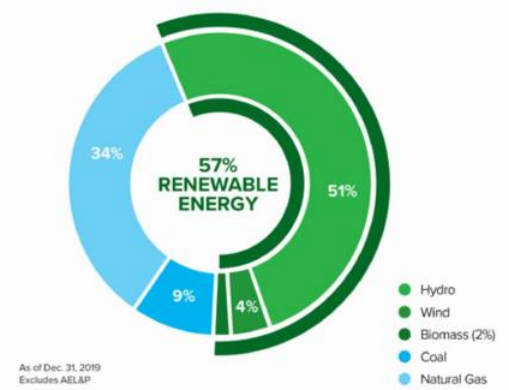
Founded on clean, renewable hydropower

- Strategy is to control a portfolio of resources that responsibly and affordably meet our long-term needs with carbon neutral by 2027 and 100% clean by 2045
- Filed electric Integrated Resource Plan in February 2020 in Idaho and will file in Washington in 2021
- Three renewable energy projects implemented in the last three years: two solar and one wind



Post Falls Dam, Idaho

Electricity Generation Resource Mix



Alaska Electric Light & Power Company

Oldest regulated electric utility in Alaska, founded in 1893



- Serves 17,000 electric customers in the City and Borough of Juneau, meeting nearly all of its energy needs with hydropower
- One of the lowest-cost electric utilities in the state
- Approved capital structure of 58.18% equity ratio and an authorized return on equity of 11.95%



Juneau, Alaska



Growth outside core utility

Strategic Investments

Developing platforms for future growth



Creating new growth platforms

- Targeted investments
 - Invested \$14 million in 2019
 - Plan to invest \$15 million in each of 2020 and 2021, \$12 million in 2022
 - Energy Impact Partners
 - Private equity fund that invests in emerging technologies, services, and business models throughout electric supply chain with a collaborative, strategic investment approach.
 - South University District Development
 - Joint venture for a real estate development hosting a zero-energy, zero-carbon cross laminated timber building and an energy innovation center coordinating utility grid operations with tenant and building operations.
 - OpenDSP
 - Open source software for smart grid interoperability



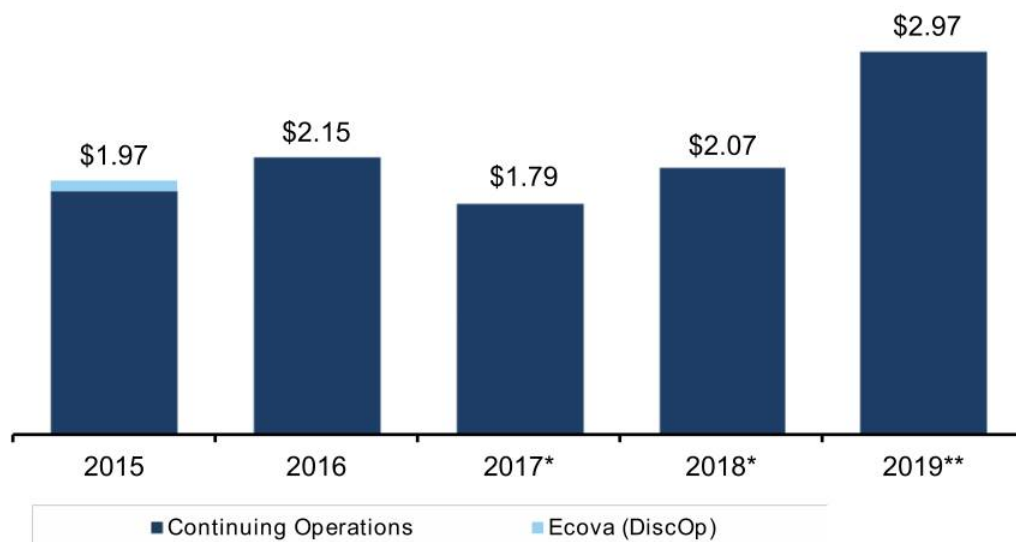
Avista Corporation

Financial Performance Metrics



Financial Performance

Total Earnings per Diluted Share Attributable to Avista Corporation



*2018 earnings reduced by \$0.04 per diluted share and 2017 earnings reduced by \$0.19 per diluted share of acquisition costs associated with the Hydro One transaction. 2017 earnings were also reduced by \$0.16 per diluted share associated with tax law changes.

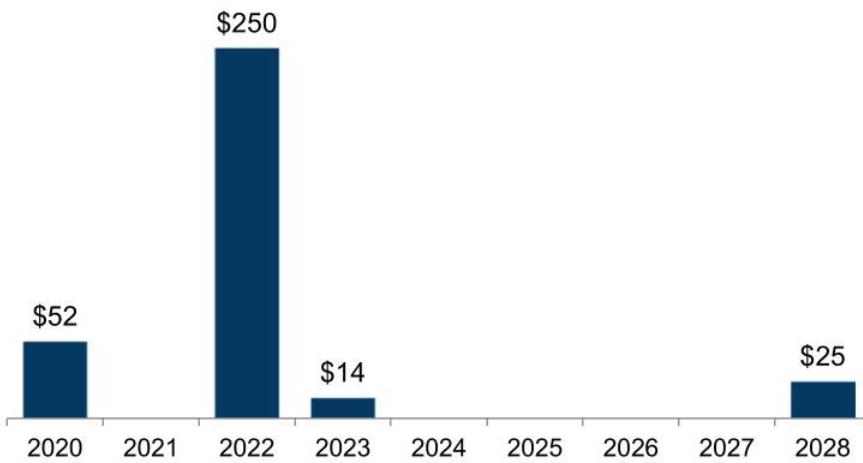
**2019 includes \$1.00 per diluted share for the termination fee received from Hydro One and the payment of final transaction costs.



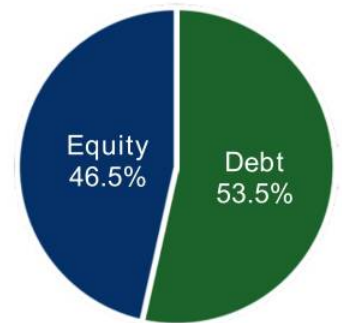
Prudent Balance Sheet and Liquidity

- As of April 30th, we had \$188 million of available liquidity under our \$400 million line of credit.
- In April 2020, we entered into a 364-day credit agreement to improve liquidity with COVID-19 in the amount of \$101 million.
- In 2020, we expect to issue approximately \$165 million of long-term debt and \$70 million of equity in order to refinance maturing long-term debt, fund planned capital expenditures and maintain an appropriate capital structure.

Upcoming debt maturities
(\$ millions)



Consolidated Capital Structure
March 31, 2020



Additional long-term debt maturities beyond 2028 not shown

Excludes debt maturities of \$15 million at Alaska Energy and Resources Company in 2024



Attractive and growing dividend

Targeting 65%-75% Payout Ratio by 2023



*Current quarterly dividend of \$0.405 annualized



Risks, Uncertainties and Other Factors That Could Affect Future Results

Forward-looking statements are subject to a variety of risks, uncertainties and other factors. Most of these factors are beyond our control and may have a significant effect on our operations, operations, financial condition or cash flows, which could cause actual results to differ materially from those anticipated in our statements. Such risks, uncertainties and other factors include others:

Utility Regulatory Risk

state and federal regulatory decisions or related judicial decisions that affect our ability to recover costs and earn a reasonable return including, but not limited to, disallowance or delay in the of capital investments, operating costs, commodity costs, interest rate swap derivatives, the ordering of refunds to customers and discretion over allowed return on investment; the loss of regulatory accounting treatment, which could require the write-off of regulatory assets and the loss of regulatory deferral and recovery mechanisms;

Operational Risk

pandemics (including the current COVID-19 pandemic), which could disrupt our business, as well as the global, national and local economy, resulting in a decline in customer demand, decrease the creditworthiness of our customers, increases in operating and capital costs, delays in capital projects, disruption in supply chains, and disruption, weakness and volatility in capital markets. In addition, any of these factors could negatively impact our liquidity and limit our access to capital, among other implications; wildfires ignited, or allegedly ignited, by Avista Corp. equipment at our facilities could cause significant loss of life and property, thereby causing serious operational and financial harm to Avista Corp. and our customers; severe weather or natural disasters, including but not limited to, avalanches, wind storms, wildfires, earthquakes, snow and ice storms, that can disrupt energy generation, transmission and distribution, as well as the availability and costs of materials, equipment, supplies and support services; explosions, fires, accidents, mechanical breakdowns or other incidents that could impair assets and may disrupt operations of any of our facilities, transmission, and electric and natural gas distribution systems or other operations and may require us to purchase replacement power or incur costs to repair our facilities; explosion accidents or other incidents arising from or allegedly arising from our operations that could cause injuries to the public or property damage; blackouts or disruptions of interconnected transmission systems (the regional power grid); terrorist attacks, cyberattacks or other malicious acts that could disrupt or cause damage to our utility assets or to the national or regional economy in general, including any effects of terrorism, cyberattacks, ransomware, or vandalism that damage or disrupt information technology systems; work-force issues, including changes in collective bargaining agreements, strikes, work stoppages, the loss of key executives, availability of workers in a variety of skill areas, and our ability to recruit and retain employees; increasing costs of insurance, restrictive coverage terms and our ability to obtain insurance; delays or changes in construction costs, and/or our ability to obtain required permits and materials for present or prospective facilities; increasing health care costs and cost of health insurance provided to our employees and retirees; third party construction of buildings, billboard signs, towers or other structures within our right-of-way or placement of fuel containers within close proximity to our transformers or other equipment, including overbuild atop natural gas distribution lines; the loss of key suppliers for materials or other disruptions to the supply chain; adverse impacts to our Alaska electric utility that could result from an extended outage of its hydroelectric generating resources or their inability to connect to the energy, due to their lack of interconnectivity to any other electrical grids and the availability or cost of replacement power (diesel); changing river regulation or operations at hydroelectric facilities owned by us, which could impact our hydroelectric facilities downstream; change in the use, availability or abundance of water resources and/or rights needed for operation of our hydroelectric facilities;

Cyber and Technology Risk

cyberattacks on the operating systems that are used in the operation of our electric generation, transmission and distribution facilities and our natural gas distribution facilities, and cyberattacks on the systems of other energy companies with which we are interconnected, which could damage or destroy facilities or systems or disrupt operations for extended periods of time and result in the incurrence of liabilities and costs; cyberattacks on the administrative systems that are used in the administration of our business, including customer billing and customer service, accounting, communications, compliance and other administrative functions, and cyberattacks on such systems of our vendors and other companies with which we do business, which could result in the disruption of business operations, the release of private information and the incurrence of liabilities and costs; changes in costs of technology that impede our ability to effectively implement new information technology systems or to operate and maintain current production technology; changes in technology, possibly making some of the current technology we utilize obsolete or introducing new cyber security risks; insufficient technology skills, which could lead to the inability to develop, modify or maintain our information systems;



Risks, Uncertainties and Other Factors That Could Affect Future Results

Strategic Risk

growth or decline of our customer base due to new uses for our services or decline in existing services, including, but not limited to, the effect of the trend toward distributed generation at customer sites; potential effects of negative publicity regarding our business practices, whether true or not, which could hurt our reputation and result in litigation or a decline in our common stock price; changes in our strategic business plans, which could be affected by any or all of the foregoing, including the entry into new businesses and/or the exit from existing businesses and the extent of our development efforts where potential future business is uncertain; wholesale and retail competition including alternative energy sources, growth in customer-owned power resource technologies that could displace utility-supplied energy or that may be sold back to the utility, and alternative energy suppliers and delivery arrangements; entering into or growth of non-regulated activities may increase earnings volatility; and the risk of municipalization or other form of service territory reduction;

External Mandates Risk

changes in environmental laws, regulations, decisions and policies, including present and potential environmental remediation costs and our compliance with these matters; the potential effects of new legislation or administrative rulemaking at the federal, state or local levels, including possible effects on our generating resources, prohibitions or restrictions on new or existing services, or restrictions on greenhouse gas emissions to mitigate concerns over global climate changes; political pressures or regulatory practices that could constrain or place additional cost burdens on our distribution system; accelerated adoption of distributed generation or electric-powered transportation or on our energy supply sources, such as campaigns to halt fossil fuel fired power generation and opposition to other generation, wind turbines or hydroelectric facilities; failure to identify changes in legislation, taxation and regulatory issues that could be detrimental or beneficial to our overall business; policy and legislative changes in various regulated areas, including, but not limited to, environmental regulation, healthcare regulations and import/export regulations;

Financial Risk

weather conditions, which affect both energy demand and electric generating capability, including the impact of precipitation and temperature on hydroelectric resources, the impact of wind patterns on wind generated power, weather-sensitive customer demand, and similar impacts on supply and demand in the wholesale energy markets; our ability to obtain financing through the issuance of debt and/or securities, which could be affected by various factors including our credit ratings, interest rates, other capital market conditions and global economic conditions; changes in interest rates that affect borrowing costs, our ability to effectively hedge interest rates for anticipated debt issuances, variable interest rate borrowing and the extent to which we recover interest costs through retail rates collected from customers; changes in actuarial assumptions, interest rates and the actual return on plan assets for our pension and other postretirement benefit plans, which could affect future funding obligations, pension and postretirement benefit expense and the related liabilities; the outcome of legal proceedings and other contingencies; economic conditions in our service areas, including the economy's effects on customer demand for utility services; economic conditions nationally may affect the valuation of our unregulated portfolio companies;

declining energy demand related to customer energy efficiency, conservation measures and/or increased distributed generation; changes in the long-term climate and weather could materially affect, among other things, customer demand, the volume and timing of streamflows required for hydroelectric generation, costs of generation, transmission and distribution. Increased or new risks may arise from weather or natural disasters, including wildfires; industry and geographic concentrations which could increase our exposure to credit risks due to counterparties, suppliers and customers being similarly affected by changing conditions; deterioration in the creditworthiness of our customers;

Energy Commodity Risk

volatility and illiquidity in wholesale energy markets, including exchanges, the availability of willing buyers and sellers, changes in wholesale energy prices that could affect operating income, cash requirements to purchase electricity and natural gas, value received for wholesale sales, collateral required of us by individual counterparties and/or exchanges in wholesale energy transactions and our exposure to us from such transactions, and the market value of derivative assets and liabilities; default or nonperformance on the part of any parties from whom we purchase and/or sell capacity or energy; potential environmental regulations or lawsuits affecting our ability to utilize or resulting in the obsolescence of our power supply resources; explosions, fires, accidents, pipeline ruptures or other incidents that could limit energy supply to our facilities or our surrounding territory, which could result in a shortage of commodities in the market that could increase the cost of replacement commodities from other sources;

Compliance Risk

changes in laws, regulations, decisions and policies at the federal, state or local levels, which could materially impact both our electric and gas operations and costs of operations; and the ability to comply with the terms of the licenses and permits for our hydroelectric or thermal generating facilities at cost-effective levels.



