OFFICIAL FILE
ILLINOIS COMMERCE COMMISSION

ORIGINAL

ILLINOIS COMMERCE COMMISSION

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

2009 DEC -7 A 10: 53

CHIEF CLERK'S OFFICE

THE PEOPLES GAS LIGHT AND COKE COMPANY	)	
	)	
Informational Statement pursuant to Section 6-102(d) of the Public Utilities Act in connection with the proposed issuance and sale of up to $250 million aggregate principal amount of bonds or notes or a combination thereof, in one or more series.	)	01-0655

THIRTY-SECOND REPORT

The Peoples Gas Light and Coke Company ("Company") respectfully submits this thirty-second report, for the period ended September 30, 2009 with respect to the bonds authorized by the order of the Commission entered on November 7, 2001, in the above-entitled Docket No. 01-0655. (Reference is made to the initial report to the Commission in this Docket for the period ended December 31, 2001, dated February 27, 2002.)

On February 6, 2003, the Company issued $50,000,000 in principal amount of its First and Refunding Mortgage Bonds, Series KK, to the Illinois Development Finance Authority ("IDFA"). IDFA contemporaneously sold $50,000,000 principal amount of its Gas Supply Refunding Revenue Bonds, Series 2003A to the underwriters, LaSalle Capital Markets, A Division of ABN AMRO Financial Services Inc., and Loop Capital Markets, LLC at 98.622% of the principal amount (i.e., $98.622 per one hundred dollars face amount) for an aggregate consideration of $49,311,000, which was then loaned by IDFA to the Company. The Series KK Bonds, which will mature on February 1, 2033, bear interest at a rate of 5.00% per annum.

The proceeds realized from the issuance of the Series KK Bonds have been used to redeem the Company's previously issued $50,000,000, 6.875% First and

Refunding Mortgage Bonds, Series X.

No entity is or became an "affiliated interest" of the Company within the meaning of section 7-101 of the Illinois Public Utilities Act as a result of acquiring the Series KK Bonds.

On February 27, 2003, the Company also issued and sold its $50,000,000 First and Refunding Mortgage Bonds, Series MM-1, to the initial purchaser, Banc One Capital Markets, Inc., at 99.317% of the principal amount (i.e., $99.317 per one hundred dollars face amount) for an aggregate consideration of $49,658,500. The Series MM-1 Bonds, which would have matured on March 1, 2010, bore an interest rate of 4.00% per annum. On October 15, 2003, Peoples Gas completed a registered exchange offer of $50,000,000 principal amount of 4.00% Series MM-2 bonds due March 1, 2010 for all of the outstanding Series MM-1 bonds.

The proceeds realized from the sale of the Series MM-1 Bonds have been used for the purpose of refunding short-term indebtedness.

No entity is or became an "affiliated interest" of the Company within the meaning of section 7-101 of the Illinois Public Utilities Act as a result of acquiring the Series MM-1 Bonds.

On April 29, 2003, the Company also issued and sold its $75,000,000 First and Refunding Mortgage Bonds, Series NN-1, to the initial purchasers, Banc of America Securities LLC and U.S Bancorp Piper Jaffray, Inc., at 99.920% of the principal amount (i.e., $99.920 per one hundred dollars face amount) for an aggregate consideration of $74,940,000. The Series NN-1 Bonds, which would have matured on May 1, 2013, bore an interest rate of 4.625% per annum. On October 15, 2003, Peoples Gas completed a registered exchange offer of $75,000,000 principal amount of 4.625% Series NN-2 bonds due May 1, 2013 for all of the outstanding Series NN-1 bonds.

The proceeds realized from the sale of the Series NN-1 Bonds have been used for the purpose of refunding the $75,000,000, 6.37% First and Refunding Mortgage

Bonds, Series CC.

No entity is or became an "affiliated interest" of the Company within the meaning of section 7-101 of the Illinois Public Utilities Act as a result of acquiring the Series NN-1 Bonds.

On November 3, 2008, the Company issued and sold $45,000,000 in principal amount of its First and Refunding Mortgage Bonds, Series SS, to the initial purchasers, Companion Life Insurance Company, Thrivent Financial For Lutherans, and United of Omaha Life Insurance Company at 100% of the principal amount (i.e., $100.00 per one hundred dollars face amount) for an aggregate consideration of $45,000,000. The Series SS Bonds, which will mature on November 1, 2013, bear an interest rate of 7.00% per annum.

The proceeds realized from the sale of the Series SS Bonds have been used for the purpose of refunding short-term indebtedness.

No entity is or became an "affiliated interest" of the Company within the meaning of section 7-101 of the Illinois Public Utilities Act as a result of acquiring the Series SS Bonds.

On November 3, 2008, the Company also issued and sold $5,000,000 in principal amount of its First and Refunding Mortgage Bonds, Series TT, to the initial purchaser, Unum Life Insurance Company of America at 100% of the principal amount (i.e., $100.00 per one hundred dollars face amount) for an aggregate consideration of $5,000,000. The Series TT Bonds, which will mature on November 1, 2018, bear an interest rate of 8.00% per annum.

The proceeds realized from the sale of the Series TT Bonds have been used for the purpose of refunding short-term indebtedness.

No entity is or became an "affiliated interest" of the Company within the meaning of section 7-101 of the Illinois Public Utilities Act as a result of acquiring the Series TT Bonds.

On September 30, 2009, the Company issued and sold $75,000,000 in principal amount of its First and Refunding Mortgage Bonds, Series UU, to the initial purchasers, Country Life Insurance Company, Modern Woodmen of America, The Lincoln National Life Insurance Company, Metropolitan Life Insurance Company, Pacific Life Insurance Company, Southern Farm Bureau Life Insurance Company, and Thrivent Financial For Lutherans at 100% of the principal amount (i.e. $100.00 per one hundred dollars face amount) for an aggregate consideration of $75,000,000. The Series UU Bonds, which will mature on September 1, 2019, bear an interest rate of 4.63% per annum. $25,000,000 of the principal amount of these Series UU Bonds were issued by the order of this Docket No. 01-0655 and $50,000,000 of the principal amount were issued by the order of Docket No. 09-0207. (Reference is made to the Second Report to the Commission to Docket No. 09-0207 for the period ended September 30, 2009, dated November 25, 2009.)

During the period ended September 30, 2009, the Company incurred the following expenses on its books in connection with the issuance and sale of said Series KK, MM-2, NN-2, SS, TT and UU Bonds:

	Docket 01-0655 Three Months Ended September 30, 2009	Total UU Bonds Three Months Ended September 30, 2009	Docket 01-0655 Cumulative Total at September 30, 2009	Cumulative Total UU Bonds at September 30, 2009
Series KK				
-Accounting Fee			$23,000.00	
-Legal Fees and Expenses			110,694.79	
-Rating Fee			30,000.00	
-Insurance Fee			1,324,642.36	
-Underwriters Discount			381,150.00	
-IDFA Issuance Fee			92,500.00	
-Trustee Fee			7,350.00	
-Acceptance Fee			1,500.00	
			$1,970,837.15	
Series MM-2				
-Filing Fee			$15,867.28	
-Accounting Fee			34,000.00	
-Rating Fee			66,800.00	
-Initial Purchaser's Fee			312,500.00	
-Legal Fees and Expenses			51,881.65	
-SEC Registration Fee			4,045.00	
-Acceptance Fee			1,500.00	
-ICC Issuance Fee			100,000.00	
			$586,593.93	
Series NN-2				
-Filing Fee			$15,867.28	
-Accounting Fee			25,000.00	
-Rating Fee			86,250.00	
-Legal Fees and Expenses			29,488.42	
-Acceptance Fee			1,500.00	
-SEC Registration fee			6,068.00	
-Underwriters Discount			487,500.00	
-ICC Issuance Fee			150,000.00	
			$801,673.70	
Series SS				
-Accounting Fee			$10,350.00	
-Placement Agent Fee			272,599.19	
-Legal Fees and Expenses			198,664.36	
-ICC Issuance Fee			90,000.00	
-Trustee Fee			2,700.00	
			$574,313.55	
Series TT				
-Accounting Fee			$1,150.00	
-Placement Agent Fee			30,288.80	
-Legal Fees and Expenses			22,073.83	
-ICC Issuance Fee			10,000.00	
-Trustee Fee			300.00	
			$63,812.63	
Illinois Commerce Commission				
-ICC Issuance Fee	($50,000.00) (1)		$0	
Series UU (2)				
-ICC Issuance Fee	$50,000.00	$50,000.00	$50,000.00	$170,000.00
-Legal Fees and Expenses	440.07	1,320.22	440.07	1,320.22
-Accrual for Placement Agent Fees	135,000.00	405,000.00	135,000.00	405,000.00
-Accrual for Accounting Fees	6,500.00	19,500.00	6,500.00	19,500.00
-Accrual for Legal Fees and Expenses	26,357.63	79,072.89	26,357.63	79,072.89
	$217,297.70	$554,893.11	$217,297.70	$674,893.11

Notes: (1) Fee utilized for $25 million of Series UU Bonds issued September 30, 2009.
(2) $75 million Series UU Bonds were issued under dockets 01-0655 ($25 million) and 09-0207 ($50 million). Other than the ICC issuance fee, which is directly charged under each docket, other issuance costs are split 1/3 and 2/3 between the dockets.

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

James F. Schott, being first duly sworn, on oath states that he is Vice President Regulatory Affairs of The Peoples Gas Light and Coke Company, that he has read the foregoing report and knows the contents thereof, and that the facts stated therein are true to the best of his knowledge, information and belief.

James F. Schott

Subscribed and sworn to before me this 25th day of November, 2009.

"OFFICIAL SEAL"
VICKI LANGER
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 4/3/2013

Vicki Langer
Notary Public

My Commission Expires:

4/3/2013