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ILLINOIS COMMERCE COMMISSION

ORIGINAL

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

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) 13-0120
issuance and sale of up to \$120 million aggregate)
principal amount of bonds or notes or a combination)
thereof, in one or more series.)

THIRD REPORT

The Peoples Gas Light and Coke Company ("Company") respectfully submits this third report, for the period ended September 30, 2013, with respect to the bonds authorized by the order of the Commission entered on March 6, 2013, in the above-entitled Docket No. 13-0120. (Reference is made to the initial report to the Commission in this Docket for the period ended March 31, 2013, dated May 22, 2013.)

On May 1, 2013, the Company agreed to sell \$220,000,000 in principal amount of its First and Refunding Mortgage Bonds, Series AAA, to the initial purchasers:

American United Life Insurance Company
CMFG Life Insurance Company
ING Life Insurance and Annuity Company
ING USA Annuity and Life Insurance Company
John Hancock Life & Health Insurance Company
John Hancock Life Insurance Company (U.S.A.)
John Hancock Life Insurance Company of New York
MetLife Alico Life Insurance K.K.
MetLife Insurance Company of Connecticut
MetLife Investors USA Insurance Company
Metropolitan Life Insurance Company
National Guardian Life Insurance Company
Pioneer Mutual Life Insurance Company
Reliastar Life Insurance Company
Reliastar Life Insurance Company of New York
Security Life of Denver Insurance Company
The State Life Insurance Company
Thrivent Financial for Lutherans
Union Fidelity Life Insurance Company
United of Omaha Life Insurance Company

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at 100.00% of the principal amount (i.e., \$100.00 per one hundred dollars face amount) for an aggregate consideration of \$220,000,000. Settlement and issuance of these bonds occurred on August 1, 2013. The Series AAA Bonds, which will mature on August 1, 2043, will bear interest at a rate of 3.96% per annum. \$120,000,000 of the principal amount of these Series AAA Bonds was authorized by the order of this Docket No. 13-0120 and \$100,000,000 of the principal amount was authorized by the order of Docket No. 13-0144. (Reference is made to the Initial Report to the Commission to Docket No. 13-0144 for the period ended June 30, 2013, dated August 20, 2013.)

The proceeds realized from the issuance of the Series AAA Bonds authorized under this Docket were used to redeem short-term debt that was issued to refinance the Company's previously issued \$75,000,000, 4.625% First and Refunding Mortgage Bonds, Series NN-1, and will be used to redeem short-term debt that was issued to refinance the Company's previously issued \$45,000,000, 7.00% First and Refunding Mortgage Bonds, Series SS, having maturity dates of May 1, 2013, and November 1, 2013, respectively.

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 AAA Bonds.

During the period ended September 30, 2013, the Company paid the following expenses in connection with the issuance and sale of said Series AAA Bonds:

	Docket 13-0120 Three Months Ended <u>Sept. 30, 2013</u>	Total AAA Bonds Three Months Ended <u>Sept. 30, 2013</u>	Docket 13-0120 Cumulative Total at <u>Sept. 30, 2013</u>	Cumulative Total AAA Bonds at <u>Sept. 30, 2013</u>
Series AAA (1)				
-ICC Issuance Fee				\$240,000.00
-Legal Fees and Expenses	\$30,004.29	\$55,053.75	\$43,738.93	80,254.92
-Accounting Fee			10,246.00	18,800.00
-Trustee Fee	817.50	1,500.00	817.50	1,500.00
-Placement Agent Fees	600,453.75	1,101,750.00	600,453.75	1,101,750.00
-Title Fees	<u>2,912.48</u>	<u>5,344.00</u>	<u>2,912.48</u>	<u>5,344.00</u>
Total	\$634,188.02	\$1,163,647.75	\$658,168.66	\$1,447,648.92

Note: (1) \$220 million Series AAA Bonds were issued under docket 13-0120 (\$120 million) and 13-0144 (\$100 million). Other than the ICC issuance fee, which was directly charged to Docket No. 13-0144, other issuance costs are split 54.5% and 45.5% between the docket.

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

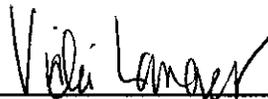
Willard S. Evans, Jr., being first duly sworn, on oath states that he is President of The Peoples Gas Light and Coke Company, that he has read the foregoing report and knows the contents thereof, and that the facts stated therein are true to the best of his knowledge, information and belief.



Willard S. Evans, Jr.

Subscribed and sworn to before me this 20th day of November, 2013.





Notary Public