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The Peoples Gas Light and Coke Company)
)
Informational statement pursuant to Section)
6-102(d) of the Illinois Public Utilities Act in)
connection with the proposed issuance and sale) 12-0285
of up to \$50 million aggregate principal amount)
of bonds or notes, or a combination thereof, in)
one or more series.)

ELEVENTH REPORT

The Peoples Gas Light and Coke Company ("Company") respectfully submits this eleventh report, for the period ended December 31, 2014, with respect to the bonds authorized by the order of the Commission entered on May 16, 2012, and the order on reopening entered on May 13, 2014, in the above-entitled Docket No. 12-0285. (Reference is made to the initial report to the Commission in this Docket for the period ended June 30, 2012, dated August 22, 2012.)

On September 8, 2014, the Company agreed to sell \$200,000,000 in principal amount of its First and Refunding Mortgage Bonds, Series BBB, to the initial purchasers:

American Equity Investment Life Insurance Company
Companion Life Insurance Company
Erie Family Life Insurance Company
Jackson National Life Insurance Company
John Hancock Life & Health Insurance Company
John Hancock Life Insurance Company (U.S.A.)
MetLife Reinsurance Company of South Carolina
MetLife Reinsurance Company of Vermont
Metropolitan Life Insurance Company
Mutual of Omaha Insurance Company
Teachers Insurance and Annuity Association of America
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 \$200,000,000. Settlement and issuance of these bonds occurred on November 3, 2014. The Series BBB Bonds, which will mature on November 1, 2044, will bear interest at a rate of 4.21% per annum. \$50,000,000 of the principal amount of these Series BBB Bonds was authorized by the order of this Docket No. 12-0285, \$75,000,000 of the principal amount was authorized by the order of Docket No. 14-0207, and \$75,000,000 of the principal amount was authorized by the order of Docket No. 14-0208. (Reference is made to the Initial Report to the Commission to Docket No. 14-0207 for the period ended June 30, 2014, dated August 21, 2014 and to the Initial Report to the Commission to Docket No. 14-0208 for the period ended June 30, 2014, dated August 21, 2014.)

The proceeds realized from the issuance of the Series BBB Bonds authorized under these Dockets were used to fund capital expenditures including the Accelerated Main Replacement Program, for other general corporate utility purposes, and to refinance the Company's previously issued \$75,000,000, 4.875% First and Refunding Mortgage Bonds, Series QQ. The Series QQ bonds were redeemed on November 1, 2014.

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 BBB Bonds.

During the period ended December 31, 2014, the Company paid the following expenses in connection with the issuance and sale of said Series BBB Bonds:

	Docket 12-0285 Three Months Ended <u>Dec. 31, 2014</u>	Total BBB Bonds Three Months Ended <u>Dec. 31, 2014</u>	Docket 12-0285 Cumulative Total at <u>Dec. 31, 2014</u>	Cumulative Total BBB Bonds at <u>Dec. 31, 2014</u>
Series BBB (1)				
-ICC Issuance Fee			\$120,000.00	\$300,000.00
-Legal Fees and Expenses	\$14,430.17	\$57,720.66	18,553.88	74,215.51
-Accounting Fee			11,100.00	44,400.00
-Trustee Fee	375.00	1,500.00	375.00	1,500.00
-Placement Agent Fees	251,290.09	1,005,160.35	251,290.09	1,005,160.35
-Title Fees	<u>1,017.88</u>	<u>4,071.50</u>	<u>1,017.88</u>	<u>4,071.50</u>
Total	\$267,113.13	\$1,068,452.51	\$402,336.84	\$1,429,347.36

Note: (1) \$200 million Series BBB Bonds were issued under docket 12-0285 (\$50 million), 14-0207 (\$75 million), and 14-0208 (\$75 million). Other than the ICC issuance fees, which were directly charged to each docket, other issuance costs are split 25.0%, 37.5% and 37.5% respectively, between the docket.

STATE OF WISCONSIN)
) SS
COUNTY OF BROWN)

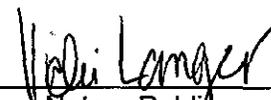
William J. Guc, being first duly sworn, on oath states that he is Treasurer of The Peoples Gas Light and Coke Company, that he has read the foregoing report and knows the contents thereof, and that the facts stated therein are true to the best of his knowledge, information and belief.



William J. Guc

Subscribed and sworn to before me this 12th day of February, 2015.





Notary Public