

BEFORE THE TENNESSEE PUBLIC UTILITY COMMISSION

NASHVILLE, TENNESSEE

IN RE:	June 24, 2019)	
)	
RESPONSE OF ATMOS ENERGY)	DOCKET NO.
CORPORATION TO THE COMMISSION'S)	18-00034
ORDER OPENING AN INVESTIGATION AND)	
REQUIRING DEFERRED ACCOUNTING)	
TREATMENT)	

**ORDER APPROVING JOINT PETITION TO APPROVE STIPULATION AND
SETTLEMENT AGREEMENT**

This matter came before Chair Robin L. Morrison, Vice Chair Kenneth C. Hill, and Commissioner John Hie of the Tennessee Public Utility Commission ("Commission" or "TPUC"), the voting panel assigned to this docket, at a regularly scheduled Commission Conference held on April 15, 2019, for consideration of the *Joint Petition to Approve the Stipulation and Settlement Agreement* ("Joint Petition"), filed on April 4, 2019 by Atmos Energy Corporation ("Atmos" or the "Company") and the Consumer Advocate Unit in the Financial Division of the Office of the Tennessee Attorney General and Reporter ("Consumer Advocate").

Before the filing of the *Joint Petition*, the Company and the Consumer Advocate submitted the *Stipulation and Settlement Agreement* ("Settlement Agreement") on March 25, 2019 to resolve both this docket and TPUC Docket No. 18-00097. Neither docket has been consolidated or joined. For purposes of this docket, sections of the *Settlement Agreement* are intended to resolve many of the ultimate consequences of the change in tax rates resulting from

the 2017 Tax Cuts and Jobs Act, Pub.L. No. 115-97 (“2017 Tax Act” or TCJA).¹

BACKGROUND AND PROCEDURAL HISTORY

Generally, the statutory rate for federal income tax expense is included as a component of the revenue requirement when utility rates are set by the Commission. On December 22, 2017, new federal tax reductions, including those for businesses, were signed into law. The primary business tax reduction impacting utilities and utility rates was the lowering of the corporate tax rate from 35% to 21%, which will significantly reduce income tax expenses that are currently recovered in utility service rates. The lower tax rates will also impact the future tax liability for utilities that have deferred income taxes because the tax deferrals were included in ratemaking calculations at 35% when in fact the rate is now 21%; this lower tax liability is not reflected in existing rates because future recovery in previous proceedings was based upon a 35% tax rate.²

Income taxes and deferred tax liabilities are major components included in establishing rates for all corporate investor-owned utilities. Many public utility commissions, including the Tennessee Public Utility Commission, require depreciation methods to recognize depreciation benefits over the life of the asset placed into service.³ The Internal Revenue Service (“IRS”), however, allows businesses, including utilities, to recover investment at a faster rate by utilizing accelerated depreciation methods. Accelerated depreciation lowers a utility’s income for federal tax purposes in the early years when an asset is placed in service thereby reducing income taxes owed in those early years. These tax savings are then recorded as deferred income taxes and returned to ratepayers in future years to avoid utility windfall profits.⁴

¹ See *In re: Tennessee Public Utility Commission Investigation of Impacts of Federal Tax Reform on the Public Utility Revenue Requirement*, Docket No. 18-00001, *Order Opening an Investigation and Requiring Deferred Accounting Treatment*, pp. 2-3 (February 6, 2018) (hereinafter *TPUC 2018 Tax Reform Order*).

² *Id.*

³ *TPUC 2018 Tax Reform Order*, pp. 2-3 (February 6, 2018).

⁴ *Id.* at 2.

Absent an adjustment, utilities' service rates would be unreflective of a significantly lower cost. This Commission and other state commissions have in the past allowed for deferring expenses and/or revenues until such time as a final decision can be made as to (1) the proper amounts to be recovered by the utility or returned to ratepayers and (2) the method by which amounts are recovered by utilities or returned to ratepayers.⁵

On January 16, 2018, the Commission ordered Atmos to immediately apply deferred accounting treatment with respect to the impact of the lowering of the federal corporate income tax ("FIT") rate resulting from the 2017 Tax Act.⁶ The Commission also ordered Atmos to provide no later than March 31, 2018, the amounts deferred, as well as a proposal to reduce rates or otherwise make adjustments to account for the computed tax benefits. The Commission specifically required Atmos to:

1. Track and accumulate monthly in a deferred account the portion of its revenue representing the difference between the cost of service approved by the Commission in its most recent rate case and the cost of service that would have resulted had the provision for federal income taxes been based on 21% rather than 35%; and
2. Calculate the excess deferred tax reserve caused by the reduction in the corporate federal income tax rate and recognize as a deferred liability the estimated reduction of the utilities' revenue requirement resulting from the 2017 Tax Act; and
3. Calculate and defer any other tax effects resulting from the 2017 Tax Act on revenue requirement that are not included in the preceding calculations.⁷

The present docket was opened and in accordance with the Commission's order, Atmos submitted the *Response of Atmos Energy Corporation to the Commission's Order Opening an*

⁵ *Id.* at 2-3 (citing *In re: Application to Lower Rates and Charges for Any Refund Due to Customers of Centerpoint Energy Resources Corporation*, Oklahoma Corporation Commission, No. PUD 201700568, *Order*, (January 9, 2018); *Kentucky Industrial Utility Customers v. Kentucky Utilities Company, et al.* Kentucky Public Service Commission, Case No. 2017-00477, *Order* (December 27, 2017); *In Re: Tax Reform Act of 1986*, Mass. Dept. of Public Utilities, *Order*, D.P.U. 87-21-A, (June 1, 1987); *Pennsylvania Public Utility Commission v. ALLTEL Pennsylvania, Inc.* M-860105, *Order Prescribing Temporary Rate Reductions in Response to the Tax Reform Act of 1986*, (June 10, 1987)).

⁶ *TPUC 2018 Tax Reform Order*, p. 3 (February 6, 2018).

⁷ *Id.* at 4-5.

Investigation and Requiring Deferred Accounting Treatment on March 29, 2018. Following the convening of a contested case and the intervention of the Consumer Advocate, a procedural schedule providing for discovery and pre-filed testimony deadlines was entered by the Hearing Officer.⁸ On October 8, 2018, the Company filed the Pre-Filed Direct Testimony of Jennifer K. Story concerning an overview of accumulated deferred income taxes (“ADIT”) and the Company’s position for why an ADIT reduction in rate base is appropriate.⁹ On December 21, 2018, the Consumer Advocate filed the Pre-Filed Direct Testimony of David Dittermore which provided areas of agreement and disagreement between the Company and the Consumer Advocate.¹⁰ The Company submitted pre-filed rebuttal testimony on January 23, 2019.

THE FILING OF THE SETTLEMENT AGREEMENT

On March 25, 2019, the *Settlement Agreement* was filed by the Consumer Advocate and Atmos Energy (the “Parties”) in Docket Nos. 18-00034 and 18-00097.¹¹ The *Settlement Agreement* was intended to resolve both dockets. The Parties acknowledge in the *Settlement Agreement* that Docket Nos. 18-00034 and 18-00097 have not been formally merged into a single docket. However, the Parties assert there are issues within both Dockets that overlap or are interrelated. The Parties concluded a single “global” settlement agreement to address all issues in both dockets was appropriate.

THE FILING OF JOINT PETITION TO APPROVE THE SETTLEMENT AGREEMENT

On April 4, 2019, the Parties filed the *Joint Petition*. The *Joint Petition* submitted excerpted provisions from the *Settlement Agreement* which the Parties submitted would resolve

⁸ *Order Establishing a Procedural Schedule* (October 22, 2018)

⁹ Jennifer K. Story, Pre-filed Direct Testimony (October 8, 2018).

¹⁰ David Dittermore, Pre-filed Testimony (December 21, 2018).

¹¹ *Stipulation and Settlement Agreement* (March 25, 2018).

the issues in the present docket, Docket No. 18-00034. The following nine points summarize and describe the central portions of the *Settlement Agreement* relating to Docket No. 18-00034:

1. The Parties agree that Atmos' annual review mechanism ("ARM") shall be used as the mechanism to address the Income Tax Savings for the reduction of the FIT rate from 35% to 21%. Further, the parties agree that a blended FIT rate of 29.26% shall be used in Atmos the ARM Docket. Going forward Atmos' ARM, as established in Commission Docket No. 14-00146, provides the mechanism to address the Income Tax Savings from the TCJA's reduction of the federal corporate tax rate from 35% to 21%.¹²
2. The Parties agree to the removal of Pension Expense, Restricted Stock Program, Restricted Stock – Management Incentive Plan ("MIP") and MIP Variable Pay Plan Accrual from Atmos Energy's Accumulated Deferred Income Tax ("ADIT") accounts (with the exception of certain Directors Stock Award amounts) as the methodology to be applied in order to synchronize Operating & Maintenance costs for ratemaking purposes. The Parties further agree to remove \$134,123 from the ADIT balance in this docket to recognize this removal.¹³
3. The Parties agree to use the Tennessee specific excise tax rate for both income tax expense and ADIT. This increases the 13-month average balance of ADIT by \$6,953,884 and decreases rate base by \$6,955,572. This also reflects a correction to the Regulatory Liability balance for the impact of excess ADIT using the Tennessee rate rather than a composite system average tax rate. This adjustment results in a Regulatory Liability balance for the impact of excess ADIT using the Tennessee excise tax rate rather than a composite average tax rate. An adjustment of \$68,802 has been applied to the months of

¹² *Id.* at 5-6.

¹³ *Id.* at 8-9.

December 2017 – May 2018 resulting in an adjustment of \$31,755 to the thirteen-month average.¹⁴

4. Exhibit A reconciles the adjusted rate base to the Company's original rate base and includes the changes to Cash Working Capital (-\$40,061), Accumulated Depreciation and Amortization (\$9,733), Storage Gas Investment Assets/Liabilities (-\$31,755) and ADIT (\$134,123). Exhibits B, C, D, E, and F show the impact to the individual accounts. In summary, the Parties agree the estimated ADIT is \$48,514,590 and the estimated total of excess ADIT as of May 31, 2018 is \$29,232,886 with both being finalized after the Company files its FIT return for its prior fiscal year.¹⁵
5. Due to the lack of vintage records, Atmos will use the Reverse South Georgia Method (RSGM) for the reversal of the excess ADIT. The Parties agree to resolve the issue of the classification of the Repair Deduction in Commission Docket No. 18-00034; through a Private Letter Ruling (PLR) process with the Internal Revenue Service (IRS) in accordance with Rev. Proc 2019-1, or its successor. The PLR is to be filed with the Commission within 90 days of written approval of the *Settlement Agreement* for Commission review to determine whether it is adequate and complete.¹⁶ The question to be posed in the PLR is "whether a Company using the RSGM, due to lack of vintage plant records, must normalize Excess ADIT associated with the Repair Deduction or whether Excess ADIT associated with the Repair Deduction may be flowed back to ratepayers over an amortization period determined by the state utility regulatory agency."

¹⁴ *Id.* at 9-10.

¹⁵ *Id.* at 10.

¹⁶ At the Hearing, Counsel for Atmos and Ms. Story indicated the Company had been advised by tax counsel that the IRS intends to issue guidance on the issue and has asked parties to hold off from requesting such PLRs. Counsel for the Consumer Advocate also indicated agreement. Therefore, the Parties agreed that the deadline for the PLR should be extended from ninety (90) to one hundred and eighty (180) days. Transcript of Commission Conference, pp. 42, 49-50, 52-53 (April 15, 2019).

Further the cost to be recovered from ratepayers related to the PLR are capped at \$100,000.¹⁷

6. Because of the uncertainty regarding the Repair deduction, the Parties agree the exact classification between Protected and Unprotected excess ADIT cannot be determined at this time. The parties agree, however, that the amortization period for Protected excess ADIT shall be 28 years and the Commission should address the amortization period for Unprotected excess ADIT upon resolution of the repair deduction issue. Until such time as the PLR is addressed, the Company will continue to amortize its defined amount of Protected excess ADIT.¹⁸
7. The Company is not required to identify the Tennessee specific Net Operating Loss in this docket.¹⁹
8. The amortizations of both the Protected and Unprotected excess ADIT shall be credited to Income Tax Expense.²⁰
9. The Company is not required to upgrade its plant accounting accumulated reserve records or modify its accounting systems in order to utilize the Average Rate Assumption Method (“ARAM”) in future filings.²¹

The Parties state in the *Joint Petition* that the *Settlement Agreement* is subject to all terms and conditions of the *Settlement Agreement*, whether applicable to the present docket or not.²²

THE HEARING

¹⁷ *Stipulation and Settlement Agreement*, pp. 11-14 (March 25, 2018).

¹⁸ *Id.* at 14.

¹⁹ *Id.* at 15.

²⁰ *Id.* at 14.

²¹ *Id.* at 15-16.

²² *Joint Petition*, p. 9 (April 4, 2019).

The Hearing in this matter was held before the voting panel during the regularly scheduled Commission Conference on April 15, 2019, as noticed by the Commission on April 5, 2019. On April 5, 2019, A. Scott Ross, Esq., Attorney for Atmos, filed with the TPUC a Notice demonstrating the Company's compliance with the notice requirements of TPUC Rule 1220-04-01-.05. Prior to the Hearing, the parties jointly informed the Hearing Officer that there were no outstanding procedural issues and, further, that they waived cross-examination of each party's respective expert witness.²³ Participating in the Hearing were:

Atmos Energy Corporation – A. Scott Ross, Esq., Neal & Harwell, 2000 One Nashville Place, 150 Fourth Avenue North, Nashville, Tennessee 37219-2498

Consumer Advocate– Karen Stachowski, Esq. and Vance Broemel, Esq., Office of the Attorney General and Reporter, Post Office Box 20207, Nashville, Tennessee 37202-0207.

The Parties appeared jointly and waived cross-examination of witnesses. During the Hearing, Jennifer K. Story, the Company's Director of Regulatory Reporting, appeared telephonically.²⁴ Ms. Story summarized the relevant points of the *Settlement Agreement* filed by the Parties, including an amendment to Paragraph #42 in which the deadline for the issuance of the PLR would be extended from ninety (90) to one hundred and eighty (180) days.²⁵ Members of the public were given an opportunity to offer comments, but no one sought recognition to do so.

FINDINGS AND CONCLUSIONS

It is procedurally unusual for one settlement agreement to resolve two separate dockets which were not previously joined or consolidated, even more so when the settlement agreement is hedged with an "all or nothing" non-severability clause. In essence, the *Settlement Agreement* is heard in parts in two separate dockets and by separate hearing panels. With the consequences

²³ *Pre-Hearing Order* (April 11, 2019).

²⁴ *Order Granting Electronic Participation in Hearing* (April 15, 2019).

²⁵ Transcript of Commission Conference, p. 49-50 (April 15, 2019).

of federal tax rate changes considered in this docket and the impact on the annual reconciliation of alternative rate mechanism pending in TPUC Docket No. 18-00097, there are issues present which intersect and have a ripple effect between the two dockets the Parties have sought to resolve. Be that as it may, parties that submit global settlements to resolve dockets which have not been joined or consolidated run the risk of whole settlements falling apart if one or both Commission hearing panels concludes one or more settlement provisions are not acceptable, just and reasonable, or otherwise in the public interest.

The Commission Hearing panel here considered the agreements between the Parties in the *Settlement Agreement* as they applied to the ARM Reconciliation in Docket No. 18-00034. After the Hearing and upon consideration of the record and the *Settlement Agreement*, the panel found the methodologies, adjustments and procedures relating to the issues contained within Docket No. 18-00034 to be reasonable and acceptable. The panel voted unanimously for approval of provisions within the *Stipulation and Settlement*, as amended by the Parties at the Hearing, as it applies to Commission Docket No. 18-00034. Further, the panel determined the docket shall remain open in order to address the outstanding issues which may be addressed subsequent to the IRS's response to Atmos Energy's Private Letter Ruling Request as proposed by the *Settlement Agreement*.

IT IS THEREFORE ORDERED THAT:

1. The *Joint Petition to Approve Stipulation and Settlement Agreement* filed on March 25, 2019, as it applies to Docket No. 18-00034, and attached herein as Exhibit A, and amended by the Parties at the Hearing, is approved. A copy of the Stipulation and Settlement Agreement is attached herein as Exhibit B.

2. The Docket shall remain open to resolve the outstanding issues related to the response of the Internal Revenue Service to the Private Letter Ruling Request as proposed by the *Stipulation and Settlement Agreement*.

3. Any person who is aggrieved by the Commission's decision in this matter may file a Petition for Reconsideration with the Commission within fifteen (15) days from the date of this Order.

4. Any person who is aggrieved by the Commission's decision in this matter has the right to judicial review by filing a Petition for Review in the Tennessee Court of Appeals, Middle Section, within sixty (60) days from the date of this Order.

Chair Robin L. Morrison, Vice Chair Kenneth C. Hill, and Commissioner John Hie concur.

ATTEST:



Earl R. Taylor, Executive Director

EXHIBIT A

IN THE TENNESSEE PUBLIC UTILITY COMMISSION
AT NASHVILLE, TENNESSEE

RECEIVED
2019 APR -4 PM 3:55
T.P.U.C. DOCKET ROOM

IN RE:)
)
RESPONSE OF ATMOS ENERGY) Docket No. 18-00034
CORPORATION TO THE)
COMMISSION'S ORDER OPENING)
AN INVESTIGATION AND REQUIRING)
DEFERRED ACCOUNTING)
TREATMENT)

JOINT PETITION TO APPROVE STIPULATION AND SETTLEMENT AGREEMENT

The Parties jointly request approval of the Stipulation and Settlement Agreement (Settlement Agreement) filed in the above-referenced Docket and in Docket No. 18-00097 on March 25, 2019. The Stipulation and Settlement Agreement is incorporated in its entirety by reference herein. While the Parties request approval as written of all provisions of the entire Settlement Agreement in both dockets, for ease of reference, and at the request of the Hearing Officer, the Parties submit the following excerpted provisions from the Settlement Agreement. Subject to all of the terms and conditions of the Settlement Agreement, including provisions not reproduced below, the Settlement Agreement includes the following resolution of issues in this Docket 18-00034 (as excerpted from the Settlement Agreement):

Reduction in Federal Income Tax Rate

16.¹ The issue in this subsection concerning the reduction in federal income tax rates under the TCJA was raised in both TPUC Docket Nos. 18-00034 and 18-00097.

¹ For ease of reference, paragraph numbering from the Settlement Agreement has been maintained. Footnote number from the Settlement Agreement has not been maintained. Footnote number 1 was not in the original text.

17. The Parties agree that the recommendation set out in Consumer Advocate witness Novak's Direct Testimony in the ARM Reconciliation Docket for a pro forma blended federal tax rate that reflects a systematic adjustment from the pre-2018 tax rate to the current rate is the correct tax rate for purposes of the ARM Reconciliation Docket.² Mr. Novak's recommendation was to agree with and accept the Company's proposed tax rate calculation.³ Specifically, the Parties agree, and recommend that the Commission approve, a blended rate of 29.26%. Further, such blended rate shall be used in the ARM Reconciliation Docket to take into account the income tax savings from the TCJA's reduction of the federal corporate tax rate from 35% to 21%.

18. For TPUC Docket No. 18-00034, the Parties agree that going forward Atmos Energy's annual review mechanism (ARM) as established in TPUC Docket No. 14-00146 provides the mechanism to address the Income Tax Savings from the TCJA's reduction of the federal corporate tax rate from 35% to 21%.

Synchronization of Accumulated Deferred Income Tax (ADIT)

30. The issue in this subsection concerning the synchronization of ADIT was raised in both TPUC Docket Nos. 18-00034 and 18-00097.

31. The Parties agree that in order to properly synchronize certain operating and maintenance (O&M) costs for ratemaking certain adjustments must be made to Atmos Energy's ADIT balance. The Parties agree that the recommendation of Consumer Advocate witness Dittemore to remove certain amounts (Pension Expense, Restricted Stock Program, Restricted Stock – MIP,

² Novak Direct Testimony, TPUC Docket No. 18-00097, pg. 4, lines 19-21.

³ *Id.*

MIP/VPP Accrual) from the Atmos Energy's ADIT accounts (with the exception of certain Directors Stock Award amounts) for ratemaking purposes is the correct methodology. Thus, the Parties agree to the adjustments described in the table below.⁴

Line	Description	Attrition Year 13 Month Average
1	Accumulated Deferred Income Tax	(41,695,007) A/
	Adjustments	
2	To Remove Pension Expense	(679,249) B/
3	To Remove Restricted Stock Program	93,067 B/
4	To Remove Restricted Stock- MIP /C	480,664 B/
6	To Remove MIP/VPP Accrual /C	(28,606) B/
7	Total Adjustments	(134,123)
8	Adjusted Total	(41,560,884)

A/ Attrition Period Trial Balance 5.31.18.xlsx from TPUC Docket No. 18-00097

B/ ADIT 06-30-18.xlsx from TPUC Docket No. 18-00097

C/ Management Incentive Plan/Variable Pay Plan from TPUC Docket No. 18-00097

The Parties agree that the appropriate modification to the Atmos Energy proposed ADIT balance associated with synchronizing components of the ADIT with their corresponding treatment within Operating and Maintenance costs reduces the ADIT balance \$134,123.

Classification of the Repair Deduction

37. The issue in this subsection concerning the classification of the Repair Deduction was raised in TPUC Docket No. 18-00034.

⁴ The original table is set out in Dittmore Direct Testimony, pg. 5, TPUC Docket No. 18-00097 (January 9, 2019). The table in this Settlement Agreement has been revised with the removal of "line 5" which is the Director's Stock Award as described in Story Rebuttal Testimony, pg. 4, line 14, through pg. 5, line 9 and fn. 3, TPUC Docket No. 18-00097 (February 6, 2019).

38. The Repair Deduction results from the current deduction for certain costs as incurred in computing federal taxable income, while those same costs are capitalized as plant-in-service for financial reporting purposes and included in rate base for ratemaking purposes.⁵ Although the Parties agree to the current estimate of total Excess ADIT, there is a difference of opinion on the categorization of the Repair Deduction as either Protected⁶ or Unprotected Excess ADIT⁷ as reflected in the testimonies of Mr. Dittmore and Ms. Story in the Tax Docket. The Parties agree to resolve the issue of the classification of the Repair Deduction in TPUC Docket 18-00034 through the Private Letter Ruling (PIR) Process with the Internal Revenue Service (IRS) in accordance with Rev Proc 2019-1 or its successor.

39. Atmos Energy hereby represents that it does not have the vintage plant books and records that would be required to calculate the reversal of excess ADIT under the Average Rate Assumption Method (ARAM); therefore, Atmos Energy is utilizing the Reverse South Georgia Method (RSGM).

40. The Parties agree that the question posed to the IRS within the PIR is whether a Company utilizing RSGM, due to lack of vintage plant records, must normalize Excess ADIT associated with the Repair Deduction or whether Excess ADIT associated with the Repair Deduction may be flowed back to ratepayers over an amortization period determined by the state utility regulatory agency.

⁵ Dittmore Direct Testimony at pg. 16, lines 2-6.

⁶ For discussion of Protected Excess ADIT, see the testimony of the Consumer Advocate witness, Mr. Dittmore, TPUC Docket No. 18-00034, pg. 6, line 13 – pg. 7, line 3.

⁷ For discussion of Unprotected Excess ADIT, see the testimony of the Consumer Advocate witness, Mr. Dittmore, TPUC Docket No. 18-00034, pg. 7, lines 4-6.

41. The Parties agree to continue their strong, collaborative working relationship during this process of resolving the classification of the Repair Deduction. This includes collaboration and information-sharing, in good faith, during the drafting of the PLR request prior to Atmos Energy's formal submittal of the PLR request to the Commission. Accordingly, Atmos Energy agrees to (a) provide a draft copy of the PLR to the Consumer Advocate a reasonable period of time before any filing of such draft at the Commission or IRS to permit review and comment by the Consumer Advocate; (b) in good faith consider such comment and input from the Consumer Advocate into such draft; (c) provide prompt notice to the Consumer Advocate of each interaction, teleconference, or meeting with the Commission or IRS related to the PLR, and (d) to not object to the participation by the Consumer Advocate in any proceeding, teleconference, or meeting with the Commission or IRS related to the PLR, as permitted by Rev Proc 2019-1 or its successor.

42. Within 90 days of the Commission's written approval of this Settlement Agreement, Atmos Energy shall submit its draft PLR request to the Commission for review of the request to determine whether it is adequate and complete with a copy provided to the Consumer Advocate concurrently therewith. Atmos Energy agrees to provide prior notice to the Consumer Advocate of any meeting or telephone conference with Commission staff concerning such submission (along with a copy of any documents or materials pertinent to such meeting or telephone conference) and, further, Atmos Energy agrees not to object to the intervention or participation of the Consumer Advocate in any proceeding

related to such submission. Within 30 days of the Commission's determination of whether the request is adequate and complete the Company shall submit its PLR request to the IRS.

43. Within five business days of the IRS publishing the PLR, Atmos Energy will file a copy in TPUC Docket No. 18-00034 for review and consideration by the Commission of issues, including but not limited to, a determination of the balances of Protected and Unprotected Excess ADIT and their corresponding amortization periods.

44. If for any reason the IRS declines to address the issue presented, Atmos Energy will file notice of such decision within five business days. Within 60 days of this notice, the Parties will submit their position to the Commission in TPUC Docket No. 18-00034 for review and consideration by the Commission of issues, including but not limited to, a determination of the balances of Protected and Unprotected Excess ADIT and their corresponding amortization periods.

45. The Parties agree that Atmos Energy will continue, on an interim basis, to amortize its balance of Unprotected ADIT -- as Atmos Energy has defined such balances -- until resolution of the appropriate Unprotected ADIT balance and amortization period is determined.

Amortization Periods of Excess ADIT

46. The issue in this subsection concerning amortization of Excess ADIT was raised in TPUC Docket No. 18-00034.

47. The Parties recognize that the current amounts of Excess ADIT are estimates and cannot be finalized until after Atmos Energy files its federal income tax return for its prior fiscal year.

48. The Parties also recognize that the specific amounts for Unprotected and Protected Excess ADIT cannot be finalized until after resolution of the classification of the Repair Deduction as agreed to in Section II.H. above.

49. The Parties agree that the Company's expenses related to the PLR Request that are recoverable from ratepayers are capped at \$100,000.

50. The Parties agree that due to the uncertainty regarding the resolution of the status of the Repair Deduction, the classification between Protected and Unprotected of the Excess ADIT between Protected and Unprotected cannot be determined at this time and is not defined in this Settlement Agreement.

51. The Parties agree that the appropriate estimated amortization period for Protected ADIT is 28 years, relying upon the RSGM method.

52. Despite the lack of agreement regarding the classification of Protected and Unprotected Excess ADIT, the Parties agree that the total rate base deduction for ADIT, is \$48,514,590 (13 month average as of May 31, 2018 which is the test period for the Reconciliation docket) and the estimate of total Excess ADIT as of May 31, 2018 is \$29,232,886.

53. The Parties agree that the Commission should reevaluate the matter of the appropriate amortization period for Unprotected Excess ADIT upon resolution of the dispute involving classification of the Repair Deduction.⁸

⁸ The Company commenced 28 year amortization of Protected and Unprotected Excess ADIT on October 15, 2018.

54. The Parties agree that the amortizations of both the Protected and Unprotected Excess ADIT should be credited to Income Tax Expense.

**Appropriate Net Operating Loss (NOL) Balance Methodology
for the Excess ADIT**

59. The issue in this subsection concerning the method of determining the appropriate NOI balance for Excess ADIT was raised in TPUC Docket No. 18-00034.

60. The Parties agree that, solely for the purpose of resolving this issue in the Atmos Energy Tax Docket, Atmos Energy will not be required to identify the Tennessee specific NOL. The Parties agree, however, that the Consumer Advocate has not waived its right to challenge such methodology in future dockets. The resolution of this issue has no precedential impact on positions that any Party may take regarding this issue in an existing or future Atmos Energy docket.⁹

Atmos Energy's Plant Accounting Accumulated Reserve Records

61. The issue in this subsection was raised in TPUC Docket No. 18-00034.

62. The Parties agree that for the purpose of resolving this issue in the Atmos Tax Docket, Atmos Energy will not be required to upgrade its plant accounting accumulated reserve records or modify its accounting systems to accommodate ARAM.

63. The Parties agree, however, that the Consumer Advocate has not

⁹ The Consumer Advocate likewise reserves the right to challenge any other methodology incorporated in or position taken by Atmos in the Tax Docket or the ARM Reconciliation Docket in future dockets. The resolution of the issues in this Settlement Agreement has no precedential impact on any position that any Party may take in any future Atmos docket.

waived its right to challenge such methodology in future dockets. The resolution of this issue has no precedential impact on positions that any Party may take regarding this issue in an existing or future Atmos Energy docket.

The above provisions, excerpted from the Settlement Agreement, are subject to all of the terms and conditions of the Settlement Agreement, including those not reproduced herein.

Based upon the entirety of the record, the Parties respectfully request approval of the Settlement Agreement in this Docket No. 18-000034 and in Docket No. 18-00097.

Respectfully submitted,

NEAL & HARWELL, PLC

By: 

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FINANCIAL DIVISION, CONSUMER
ADVOCATE UNIT**

By:  

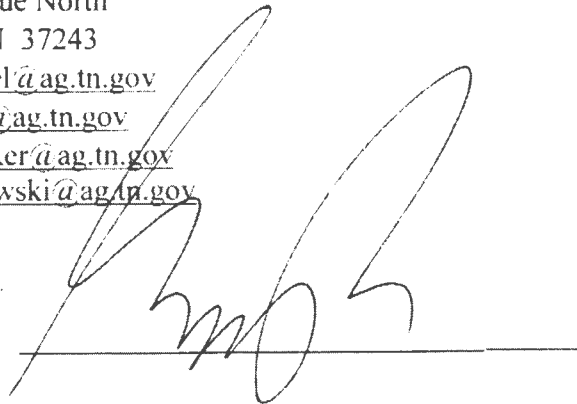
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CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing has been served, via the method(s) indicated below, on the following counsel of record, this the 1st day of April, 2019.

<input type="checkbox"/> Hand	Vance Broemel, Esq.
<input type="checkbox"/> Mail	Wayne Irvin, Esq.
<input type="checkbox"/> Fax	Daniel P. Whitaker, III, Esq.
<input type="checkbox"/> Fed. Ex.	Karen H. Stachowski, Esq.
<input checked="" type="checkbox"/> E-Mail	Assistant Attorneys General
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A handwritten signature in black ink, appearing to read 'Vance Broemel', is written over a horizontal line.

EXHIBIT B

**IN THE TENNESSEE PUBLIC UTILITY COMMISSION
AT NASHVILLE, TENNESSEE**

IN RE:)	
)	
TENNESSEE PUBLIC UTILITY)	
COMMISSION INVESTIGATION OF)	
IMPACTS OF FEDERAL TAX REFORM)	Docket No. 18-00034
ON THE PUBLIC UTILITY REVENUE)	
REQUIREMENTS)	
)	
ATMOS ENERGY CORPORATION)	
ANNUAL RECONCILIATION OF)	Docket No. 18-00097
ANNUAL REVIEW MECHANISM)	

STIPULATION AND SETTLEMENT AGREEMENT

In a global stipulation and settlement of these two matters, Tennessee Public Utility Commission (TPUC or Commission) Docket Nos. 18-00034 and 18-00097, Herbert H. Slatery III, the Tennessee Attorney General and Reporter, by and through the Consumer Advocate Unit (Consumer Advocate) of the Financial Division and Atmos Energy Corporation (Atmos Energy or the Company), respectfully submit this Stipulation and Settlement Agreement (Settlement Agreement). The Consumer Advocate and Atmos Energy (individually, a Party and collectively, the Parties) recognize that these two Dockets have not been formally merged into a single docket. However, due to issues within the Dockets that overlap or are interrelated, the Parties determined that subject to Commission approval the use of this single, global Settlement Agreement is the most appropriate approach to resolving these Dockets.

I. BACKGROUND
A. TPUC Docket No. 18-00034 (Tax Docket)

1. On December 22, 2017, President Trump signed into law the Tax Cuts and Jobs Act (TCJA). Among other provisions, the TCJA lowers the federal corporate tax rate from 35% to 21%.¹

2. In the public utility context, regulated utilities will realize significantly reduced federal income tax expense as a result of the TCJA.² Further, as a result of the lower federal tax rate, utilities will experience excess deferred tax reserves.³ These reserves accumulate funds for the future payment of federal income tax. Effective with implementation of a lower federal income tax rate, a portion of these future obligations, paid by ratepayers, was effectively cancelled. Funding for these cancelled obligations was provided by ratepayers, and such funds should be returned to ratepayers.⁴

3. On February 6, 2018, the Commission issued its Order in TPUC Docket No. 18-00001 opening an investigation into the effects of the TCJA on certain public utilities.⁵ The Order required Tennessee's five largest public utilities – Tennessee American Water Company, Piedmont Natural Gas, Kingsport Power Company, Atmos Energy Corporation, and Chattanooga

¹ Act to Provide for Reconciliation Pursuant to Titles II and V of the Concurrent Resolution on the Budget for Fiscal Year 2018. Pub. L. No. 116-97, 133 Stat. 2054 (Dec. 22, 2017).

² *Order Opening an Investigation and Requiring Deferred Accounting Treatment, In Re: Tennessee Public Utility Commission Investigation of Impacts of Federal Tax Reform on the Public Utility Revenue Requirements*, TPUC Docket No. 18-00001, pgs. 2, 4 (February 6, 2018).

³ Commission's Order, TPUC Docket No. 18-00001, pg. 4.

⁴ *Consumer Advocate's Petition to Intervene, In Re: Tennessee Public Utility Commission Investigation of Impacts of Federal Tax Reform on the Public Utility Revenue Requirements*, TPUC Docket No. 18-00001, pg. 2, ¶3 (March 13, 2018).

⁵ TPUC Docket No. 18-00001 was first set on the TPUC Conference Agenda on January 16, 2018. During this January Conference, the TPUC voted to open an investigation into the impacts of the recent federal tax reform and directed action by both utilities and the TPUC staff. Transcript, pgs. 8-12. The Commission issued its written order on February 6, 2018.

Gas Company – to file reports with the Commission by March 31, 2018 regarding the impact of the TCJA.⁶

4. Further, each of these utilities was directed to include three subject areas in the reports: (a) the portion of revenue representing the difference between the cost of service in the utility's most recent rate case and the cost of service if the tax rate had been 21% rather than 35%; (b) the excess deferred tax reserve caused by the reduction in the corporate tax rate; and (c) any other tax effects experienced by the utility resulting from the TCJA.⁷

5. On March 29, 2018, Atmos Energy filed its report in Response to the Commission's Order in TPUC Docket No. 18-00001 (Response).⁸ In response to Atmos Energy's filing, the Commission opened the present TPUC Docket 18-00034 separate from the original docket and separate from the other utilities previously named in the Commission's Order.⁹

6. On April 24, 2018, the Consumer Advocate filed a Petition to Intervene in this Docket.¹⁰ The intervention petition was subsequently granted without objection.¹¹

7. On October 8, 2018, Atmos Energy's Witness, Jennifer K. Story, filed testimony in support of Atmos Energy's Response to the Commission's Order.¹²

⁶ Commission's Order, TPUC Docket No. 18-00001, pgs. 5-6.

⁷ Commission's Order, TPUC Docket No. 18-00001, pgs. 4-5.

⁸ *Response of Atmos Energy Corporation to the Commission Order Opening An Investigation and Requiring Deferred Accounting Treatment*, TPUC Docket No. 18-00034 (March 29, 2018).

⁹ E-mail from Kelly Cashman-Grans, General Counsel, Tenn. Public Utility Comm. to Roberta Davis, Paralegal, Hunter, Smith & Davis, LLP (March 29, 2018, 1:41PM CT). In this e-mail, Ms. Cashman-Grans advised that compliance filings in response to TPUC Docket No. 18-00001 of each utility should be made in a separate docket from TPUC Docket No. 18-00001.

¹⁰ *Consumer Advocate's Petition to Intervene, In Re: Response of Atmos Energy Corporation to the Commission's Order Opening an Investigation and Requiring Deferred Accounting Treatment*, TPUC Docket No. 18-00034 (April 24, 2018).

¹¹ *Order Granting the Petition to Intervene Filed by the Consumer Advocate, In Re: Response of Atmos Energy Corporation to the Commission's Order Opening an Investigation and Requiring Deferred Accounting Treatment*, TPUC Docket No. 18-00034 (June 11, 2018).

¹² *Pre-Filed Testimony of Jennifer K. Story on Behalf of Atmos Energy Corporation, In Re: Response of Atmos Energy Corporation to the Commission's Order Opening an Investigation and Requiring Deferred Accounting Treatment*, TPUC Docket No. 18-00034 (October 8, 2018).

8. On November 21, 2018, Atmos Energy filed updated financials based upon the fiscal year ending September 30, 2018.

9. On December 21, 2018, the Consumer Advocate's witness, David N. Dittmore, filed testimony.¹³

10. On January 23, 2019, Atmos Energy's Witness, Jennifer K. Story, filed rebuttal testimony.¹⁴

B. TPUC Docket No. 18-00097 (ARM Reconciliation Docket)

11. On September 4, 2018, Atmos Energy filed its *Petition of Atmos Energy For Approval of 2018 Annual Reconciliation Filing* in TPUC Docket No. 18-00097 (ARM Reconciliation Petition).¹⁵ In the same filing on this date, Atmos Energy's witness, Gregory K. Waller, filed testimony in support of the ARM Reconciliation Petition.¹⁶

12. On October 9, 2018, the Consumer Advocate filed a Petition to Intervene in this Docket.¹⁷ The intervention petition was subsequently granted without objection.¹⁸

13. On January 9, 2019, the Consumer Advocate filed direct testimony of two witnesses, David Dittmore¹⁹ and William H. Novak.²⁰

14. On February 6, 2018, Atmos Energy filed rebuttal testimony of two witnesses,

¹³ *Direct Testimony of David Dittmore, In Re: Response of Atmos Energy Corporation to the Commission's Order Opening an Investigation and Requiring Deferred Accounting Treatment*, TPUC Docket No. 18-00038 (December 21, 2018).

¹⁴ *Rebuttal Testimony of Jennifer K. Story on Behalf of Atmos Energy Corporation, In Re: Response of Atmos Energy Corporation to the Commission's Order Opening an Investigation and Requiring Deferred Accounting Treatment*, TPUC Docket No. 18-00034 (January 23, 2019).

¹⁵ *In Re: Atmos Energy Corporation Annual Reconciliation of Annual Review Mechanism*, TPUC Docket No. 18-00097 (September 4, 2018).

¹⁶ *Pre-Filed Testimony of Gregory K. Waller on Behalf of Atmos Energy Corporation*, TPUC Docket No. 18-00097 (September 4, 2018).

¹⁷ *Consumer Advocate's Petition to Intervene*, TPUC Docket No. 18-00097 (October 9, 2018).

¹⁸ *Order Granting the Petition to Intervene Filed by the Consumer Advocate*, TPUC Docket No. 18-00097 (October 25, 2018).

¹⁹ *Direct Testimony of David Dittmore*, TPUC Docket No. 18-00097 (January 9, 2019).

²⁰ *Direct Testimony of William H. Novak*, TPUC Docket No. 18-00097 (January 9, 2019).

Gregory K. Waller²¹ and Jennifer K. Story²².

II. SETTLEMENT AGREEMENT TERMS

15. The Parties to this Settlement Agreement have engaged in discovery and have undertaken discussions to resolve all disputed issues in these cases. As a result of the information obtained during discovery and the discussions between the Parties, and for the purpose of avoiding further litigation and resolving this matter upon acceptable terms, the Parties have reached this Settlement Agreement. Subject to the TPUC's approval, in furtherance of this Settlement Agreement, the Parties have agreed to the settlement terms set forth below:

A. Reduction in Federal Income Tax Rate

16. The issue in this subsection concerning the reduction in federal income tax rates under the TCJA was raised in both TPUC Docket Nos. 18-00034 and 18-00097.

17. The Parties agree that the recommendation set out in Consumer Advocate witness Novak's Direct Testimony in the ARM Reconciliation Docket for a pro forma blended federal tax rate that reflects a systematic adjustment from the pre-2018 tax rate to the current rate is the correct tax rate for purposes of the ARM Reconciliation Docket.²³ Mr. Novak's recommendation was to agree with and accept the Company's proposed tax rate calculation.²⁴ Specifically, the Parties agree, and recommend that the Commission approve, a blended rate of 29.26%. Further, such blended rate shall be used in the ARM Reconciliation Docket to take into account the income tax savings from the TCJA's reduction of the federal corporate tax rate from 35% to 21%.

²¹ *Rebuttal Testimony of Gregory K. Waller on Behalf of Atmos Energy Corporation*, TPUC Docket No. 18-00097 (February 6, 2019).

²² *Rebuttal Testimony of Jennifer K. Story on Behalf of Atmos Energy Corporation*, TPUC Docket No. 18-00097 (February 6, 2019).

²³ Novak Direct Testimony, TPUC Docket No. 18-00097, pg. 4, lines 19-21.

²⁴ *Id.*

18. For TPUC Docket No. 18-00034, the Parties agree that going forward Atmos Energy's annual review mechanism (ARM) as established in TPUC Docket No. 14-00146 provides the mechanism to address the Income Tax Savings from the TCJA's reduction of the federal corporate tax rate from 35% to 21%.

B. Correction of Tax Rates for Calculating Allowance for Funds Used During Construction (AFUDC)

19. The issue in this subsection concerning the correction of tax rates for calculating AFUDC was raised in TPUC Docket No. 18-00097.

20. The Parties agree that the recommendation set out in Consumer Advocate witness Novak's Direct Testimony in the ARM Reconciliation Docket that the methodology used by Atmos Energy for calculating AFUDC be used along with the tax rates of 6.5% for state and 29.26% for federal should be adopted by the Commission.²⁵

C. Calculation of Gross-Up Factors

21. The issue in this subsection concerning the calculation of gross-up factors was raised in TPUC Docket No. 18-00097.

22. As reflected in the Consumer Advocate witness Novak's Direct Testimony, Table 5,²⁶ two ratios – or gross-up factors – are used to convert any operating margin deficiency or surplus approved by the Commission into operating revenues.²⁷ Those two factors are the Forfeited Discount factor and the Uncollectible Expense factor. The Parties agree that the recommendation of Consumer Advocate witness Novak to use Operating Revenue in those calculations, as reflected on Table 5 of Mr. Novak's testimony, is the correct methodology for the calculation of those respective factors. Thus, the Parties agree for purposes of the ARM

²⁵ Novak Direct Testimony at pg. 18, line 9, Table 6.

²⁶ Novak Direct Testimony at pg. 15, Table 5.

²⁷ Novak Direct Testimony at pg. 16, lines 8-14.

Reconciliation Docket, that a forfeited discount ratio of 0.005167 and an uncollectible expense ratio of 0.001731.²⁸

23. The Parties agree, however, that the Company has not waived its right to challenge such methodology in future dockets. The resolution of this issue has no precedential impact on positions that any Party may take regarding this issue in an existing or future Atmos Energy docket.

D. Long-Term Debt and Stockholder's Equity to Compute Capital Structure

24. The issue in this subsection concerning the calculation of capital structure was raised in TPUC Docket No. 18-00097.

25. The Parties agree, for the purpose of resolving this issue in the ARM Reconciliation Docket, with the recommendation set out in the rebuttal testimony of Company witness Mr. Greg Waller that end-of-period balances be used for long term debt and shareholders' equity in the computation of capital structure.

26. The Parties agree, however, that the Consumer Advocate has not waived its right to challenge such methodology in future dockets. The resolution of this issue has no precedential impact on positions that any Party may take regarding this issue in an existing or future Atmos Energy docket.

E. Annualizing Versus Actual Expenses for Long Term Debt

27. The issue in this subsection concerning the calculation of the long term debt rate was raised in TPUC Docket No. 18-00097.

28. The Parties agree, for the purpose of resolving this issue in the ARM Reconciliation Docket, with the recommendation set out in the rebuttal testimony of Company witness Mr. Greg

²⁸ Novak Direct Testimony at pg. 15, line 11, Table 5.

Waller that certain debt cost expenses should be annualized in the calculation of the long term debt rate.

29. The Parties agree, however, that the Consumer Advocate has not waived its right to challenge such methodology in future dockets. The resolution of this issue has no precedential impact on positions that any Party may take regarding this issue in an existing or future Atmos Energy docket.

F. Synchronization of Accumulated Deferred Income Tax (ADIT)

30. The issue in this subsection concerning the synchronization of ADIT was raised in both TPUC Docket Nos. 18-00034 and 18-00097.

31. The Parties agree that in order to properly synchronize certain operating and maintenance (O&M) costs for ratemaking certain adjustments must be made to Atmos Energy's ADIT balance. The Parties agree that the recommendation of Consumer Advocate witness Dittmore to remove certain amounts (Pension Expense, Restricted Stock Program, Restricted Stock – MIP, MIP/VPP Accrual) from the Atmos Energy's ADIT accounts (with the exception of certain Directors Stock Award amounts) for ratemaking purposes is the correct methodology. Thus, the Parties agree to the adjustments described in the table below.²⁹

²⁹ The original table is set out in Dittmore Direct Testimony, pg. 5, TPUC Docket No. 18-00097 (January 9, 2019). The table in this Settlement Agreement has been revised with the removal of "line 5" which is the Director's Stock Award as described in Story Rebuttal Testimony, pg. 4, line 14, through pg. 5, line 9 and fn. 3, TPUC Docket No. 18-00097 (February 6, 2019).

Line	Description	Attrition Year 13 Month Average
1	Accumulated Deferred Income Tax	(41,695,007) A/
	Adjustments	
2	To Remove Pension Expense	(679,249) B/
3	To Remove Restricted Stock Program	93,067 B/
4	To Remove Restricted Stock- MIP /C	480,664 B/
6	To Remove MIP/VPP Accrual /C	(28,606) B/
7	Total Adjustments	(134,123)
8	Adjusted Total	(41,560,884)

A/ Attrition Period Trial Balance 5.31.18.xlsx from TPUC Docket No. 18-00097

B/ ADIT 06-30-18.xlsx from TPUC Docket No. 18-00097

C/ Management Incentive Plan/Variable Pay Plan from TPUC Docket No. 18-00097

The Parties agree that the appropriate modification to the Atmos Energy proposed ADIT balance associated with synchronizing components of the ADIT with their corresponding treatment within Operating and Maintenance costs reduces the ADIT balance \$134,123.

G. Synchronization of ADIT Calculation with a Tennessee Specific Excise Tax Rate

32. The issue in this subsection concerning synchronization of ADIT with a Tennessee specific excise tax rate was raised in TPUC Docket No. 18-00097.

33. Atmos Energy's proposed ADIT balance is comprised of a number of individual book/tax timing differences multiplied by federal and state tax rates. The Parties agree to use the Tennessee specific excise tax rate for both income tax expense and ADIT. More specifically, the Parties agree that Atmos Energy shall calculate the Tennessee ADIT using the Tennessee State Excise Tax Rate in its Income Tax Expense and within its Division 93 (TN) ADIT balances.

34. The result of this modification is an increase in the 13-month average balance of ADIT of \$6,953,884 and reduction to Atmos Energy's rate base of \$6,955,572.³⁰ The difference

³⁰ The difference in ADIT balance and rate base adjustment is due to the impact of the ADIT adjustment on cash working capital.

between these amounts and the \$8.7 million adjustment proposed by the Consumer Advocate reflects corrections to this amount as identified in the rebuttal testimony of Ms. Story. Specifically, the use of the Tennessee state rate is applied to only those book/tax timing differences in which a rate other than the Tennessee state tax rate was previously used.

35. In addition to the adjustment discussed above, the stipulated adjustment reflects a correction to the Regulatory Liability balance for the impact of Excess ADIT using the Tennessee rate rather than a composite system average tax rate. The adjustment of \$68,802 is applied to the months of December 2017 - May 2018 resulting in an adjustment to the thirteen-month average balance of \$31,755.

36. The Rate Base as set forth in the Settlement Agreement (settlement Rate Base) is reconciled with the Company's original Rate Base³¹ as set forth in Exhibit A. This settlement Rate Base also incorporates changes to the balance of Cash Working Capital consistent with other Rate Base adjustments. The original balance of ADIT³² is reconciled with the settlement balance of ADIT as set forth in Exhibit B. The original balance of Cash Working Capital³³ is reconciled with the settlement balance of Cash Working Capital as set forth in Exhibit C. The original balance of the Atmos Regulatory Liability is reconciled with the settlement balance of the Atmos Regulatory Liability as set forth in Exhibit D.³⁴ The original balance of Accumulated Depreciation and Amortization³⁵ is reconciled with the settlement balance of Accumulated Depreciation and Amortization as set forth in Exhibit E. The original balance of Storage and Gas Investment³⁶ is reconciled with the settlement balance of Storage and Gas Investment as set forth in Exhibit F.

³¹ Waller Direct Testimony, Exhibit GKW-1, Schedule 7, line 29.

³² Waller Direct Testimony, Exhibit GKW-1, Schedule 7, line 15.

³³ *Id.* at Schedule 7, line 9.

³⁴ *Id.* at Schedule 7, line 13.

³⁵ *Id.* at Schedule 7, line 3.

³⁶ *Id.* at Schedule 7, line 7.

H. Classification of the Repair Deduction

37. The issue in this subsection concerning the classification of the Repair Deduction was raised in TPUC Docket No. 18-00034.

38. The Repair Deduction results from the current deduction for certain costs as incurred in computing federal taxable income, while those same costs are capitalized as plant-in-service for financial reporting purposes and included in rate base for ratemaking purposes.³⁷ Although the Parties agree to the current estimate of total Excess ADIT, there is a difference of opinion on the categorization of the Repair Deduction as either Protected³⁸ or Unprotected Excess ADIT³⁹ as reflected in the testimonies of Mr. Dittmore and Ms. Story in the Tax Docket. The Parties agree to resolve the issue of the classification of the Repair Deduction in TPUC Docket 18-00034 through the Private Letter Ruling (PLR) Process with the Internal Revenue Service (IRS) in accordance with Rev Proc 2019-1 or its successor.

39. Atmos Energy hereby represents that it does not have the vintage plant books and records that would be required to calculate the reversal of excess ADIT under the Average Rate Assumption Method (ARAM); therefore, Atmos Energy is utilizing the Reverse South Georgia Method (RSGM).

40. The Parties agree that the question posed to the IRS within the PLR is whether a Company utilizing RSGM, due to lack of vintage plant records, must normalize Excess ADIT associated with the Repair Deduction or whether Excess ADIT associated with the Repair

³⁷ Dittmore Direct Testimony at pg. 16, lines 2-6.

³⁸ For discussion of Protected Excess ADIT, see the testimony of the Consumer Advocate witness, Mr. Dittmore, TPUC Docket No. 18-00034, pg. 6, line 13 – pg. 7, line 3.

³⁹ For discussion of Unprotected Excess ADIT, see the testimony of the Consumer Advocate witness, Mr. Dittmore, TPUC Docket No. 18-00034, pg. 7, lines 4-6.

Deduction may be flowed back to ratepayers over an amortization period determined by the state utility regulatory agency.

41. The Parties agree to continue their strong, collaborative working relationship during this process of resolving the classification of the Repair Deduction. This includes collaboration and information-sharing, in good faith, during the drafting of the PLR request prior to Atmos Energy's formal submittal of the PLR request to the Commission. Accordingly, Atmos Energy agrees to (a) provide a draft copy of the PLR to the Consumer Advocate a reasonable period of time before any filing of such draft at the Commission or IRS to permit review and comment by the Consumer Advocate; (b) in good faith consider such comment and input from the Consumer Advocate into such draft; (c) provide prompt notice to the Consumer Advocate of each interaction, teleconference, or meeting with the Commission or IRS related to the PLR; and (d) not object to the participation by the Consumer Advocate in any proceeding, teleconference, or meeting with the Commission or IRS related to the PLR, as permitted by Rev Proc 2019-1 or its successor.

42. Within 90 days of the Commission's written approval of this Settlement Agreement, Atmos Energy shall submit its draft PLR request to the Commission for review of the request to determine whether it is adequate and complete with a copy provided to the Consumer Advocate concurrently therewith. Atmos Energy agrees to provide prior notice to the Consumer Advocate of any meeting or telephone conference with Commission staff concerning such submission (along with a copy of any documents or materials pertinent to such meeting or telephone conference) and, further, Atmos Energy agrees not to object to the intervention or participation of the Consumer Advocate in any proceeding related to such submission. Within 30

days of the Commission's determination of whether the request is adequate and complete the Company shall submit its PLR request to the IRS.

43. Within five business days of the IRS publishing the PLR, Atmos Energy will file a copy in TPUC Docket No. 18-00034 for review and consideration by the Commission of issues, including but not limited to, a determination of the balances of Protected and Unprotected Excess ADIT and their corresponding amortization periods.

44. If for any reason the IRS declines to address the issue presented, Atmos Energy will file notice of such decision within five business days. Within 60 days of this notice, the Parties will submit their position to the Commission in TPUC Docket No. 18-00034 for review and consideration by the Commission of issues, including but not limited to, a determination of the balances of Protected and Unprotected Excess ADIT and their corresponding amortization periods.

45. The Parties agree that Atmos Energy will continue, on an interim basis, to amortize its balance of Unprotected ADIT – as Atmos Energy has defined such balances – until resolution of the appropriate Unprotected ADIT balance and amortization period is determined.

I. Amortization Periods of Excess ADIT

46. The issue in this subsection concerning amortization of Excess ADIT was raised in TPUC Docket No. 18-00034.

47. The Parties recognize that the current amounts of Excess ADIT are estimates and cannot be finalized until after Atmos Energy files its federal income tax return for its prior fiscal year.

48. The Parties also recognize that the specific amounts for Unprotected and Protected Excess ADIT cannot be finalized until after resolution of the classification of the Repair Deduction as agreed to in Section II.H. above.

49. The Parties agree that the Company's expenses related to the PLR Request that are recoverable from ratepayers are capped at \$100,000.

50. The Parties agree that due to the uncertainty regarding the resolution of the status of the Repair Deduction, the classification between Protected and Unprotected of the Excess ADIT between Protected and Unprotected cannot be determined at this time and is not defined in this Settlement Agreement.

51. The Parties agree that the appropriate estimated amortization period for Protected ADIT is 28 years, relying upon the RSGM method.

52. Despite the lack of agreement regarding the classification of Protected and Unprotected Excess ADIT, the Parties agree that the total rate base deduction for ADIT, is \$48,514,590 (13 month average as of May 31, 2018 which is the test period for the Reconciliation docket) and the estimate of total Excess ADIT as of May 31, 2018 is \$29,232,886.

53. The Parties agree that the Commission should reevaluate the matter of the appropriate amortization period for Unprotected Excess ADIT upon resolution of the dispute involving classification of the Repair Deduction.⁴⁰

54. The Parties agree that the amortizations of both the Protected and Unprotected Excess ADIT should be credited to Income Tax Expense.

J. Revenue Requirement Surplus

55. The issue in this subsection concerning revenue requirement was raised in TPUC Docket No. 18-00097.

56. As reflected in Settlement Agreement Schedules 1-12, the Parties agree that the resulting revenue surplus in the ARM Reconciliation Docket is \$4,053,984 (including carrying

⁴⁰ The Company commenced 28 year amortization of Protected and Unprotected Excess ADIT on October 15, 2018.

costs) which shall be the amount that will be incorporated into the Atmos Energy ARM filing, TPUC Docket No. 19-00018, currently pending before the Commission.

K. Safety and Operating Performance Metrics

57. The issue in this subsection concerning safety and operating performance metrics was raised in TPUC Docket No. 18-00097.

58. The Parties agree that Mr. Dittmore's proposals for safety and operating performance metrics, as set out in his testimony, will be raised for consideration by the Commission in the existing TPUC Docket No. 18-00112.

L. Appropriate Net Operating Loss (NOL) Balance Methodology for the Excess ADIT

59. The issue in this subsection concerning the method of determining the appropriate NOL balance for Excess ADIT was raised in TPUC Docket No. 18-00034.

60. The Parties agree that, solely for the purpose of resolving this issue in the Atmos Energy Tax Docket, Atmos Energy will not be required to identify the Tennessee specific NOL. The Parties agree, however, that the Consumer Advocate has not waived its right to challenge such methodology in future dockets. The resolution of this issue has no precedential impact on positions that any Party may take regarding this issue in an existing or future Atmos Energy docket.⁴¹

M. Atmos Energy's Plant Accounting Accumulated Reserve Records

61. The issue in this subsection was raised in TPUC Docket No. 18-00034.

62. The Parties agree that for the purpose of resolving this issue in the Atmos Tax Docket, Atmos Energy will not be required to upgrade its plant accounting accumulated reserve

⁴¹ The Consumer Advocate likewise reserves the right to challenge any other methodology incorporated in or position taken by Atmos in the Tax Docket or the ARM Reconciliation Docket in future dockets. The resolution of the issues in this Settlement Agreement has no precedential impact on any position that any Party may take in any future Atmos docket.

records or modify its accounting systems to accommodate ARAM.

63. The Parties agree, however, that the Consumer Advocate has not waived its right to challenge such methodology in future dockets. The resolution of this issue has no precedential impact on positions that any Party may take regarding this issue in an existing or future Atmos Energy docket.

J. General Terms

64. All pre-filed discovery (formal and informal), testimony and exhibits of the Parties will be introduced into evidence without objection, and the Parties waive their right to cross-examine all witnesses with respect to all such pre-filed testimony. If, however, questions should be asked by any person, including a Commissioner, the Parties may present testimony and exhibits to respond to such questions and may cross-examine any witnesses with respect to such testimony and exhibits. The Parties would ask to permit any out of town witnesses to be available by telephone to reduce the costs associated with such appearance.

65. After the filing of this Settlement Agreement, the Parties agree to support this Settlement Agreement before the TPUC and in any hearing, proposed order, or brief conducted or filed in these two Dockets. The provisions of this Settlement Agreement are agreements reached in compromise and solely for the purpose of settlement of these two Dockets. The provisions in this Settlement Agreement do not necessarily reflect the positions asserted by any Party. None of the Parties to this Settlement Agreement shall be deemed to have acquiesced in or agreed to any ratemaking or accounting methodology or procedural principle except for the limited extent necessary to implement the provisions hereof.

66. This Settlement Agreement shall not have any precedential effect in any future proceeding or be binding on any of the Parties in this or any other jurisdiction except to the limited extent necessary for the enforcement and implementation of the provisions hereof.

67. The Parties request the Commission to order that the settlement of any issue pursuant to this Settlement Agreement shall not be cited by the Parties or any other entity as binding precedent in any other proceeding before TPUC, or any court, state or federal, except to the limited extent necessary to implement the provisions hereof and for the limited purpose of enforcement should it become necessary.

68. The terms of this Settlement Agreement have resulted from extensive negotiations between the signatories and the terms hereof are interdependent. The Parties jointly recommend that TPUC issue an order adopting this Settlement Agreement in both Dockets in its entirety without modification.

69. If the Commission does not accept the settlement in whole for both Dockets, the Parties are not bound by any position or term set forth in this Settlement Agreement. In the event that TPUC does not approve this Settlement Agreement in its entirety, each of the signatories to this Settlement Agreement retains the right to terminate this Settlement Agreement by giving notice of the exercise of such right within 15 business days of the date of such action by TPUC; provided, however, that the signatories to this Settlement Agreement could, by unanimous consent, elect to modify this Settlement Agreement to address any modification required by, or issues raised by, TPUC within the same time frame. Should this Settlement Agreement terminate, it would be considered void and have no binding

precedential effect, and the signatories to this Settlement Agreement would reserve their rights to fully participate in all relevant proceedings notwithstanding their agreement to the terms of this Settlement Agreement.

70. By agreeing to this Settlement Agreement, no Party waives any right to continue litigating this matter should this Settlement Agreement not be approved by TPUC in whole or in part.

71. No provision of this Settlement Agreement shall be deemed an admission of any Party. No provision of this Settlement Agreement shall be deemed a waiver of any position asserted by a Party in these two Dockets or any other docket.

72. The Consumer Advocate's agreement to this Settlement Agreement is expressly premised upon the truthfulness, accuracy and completeness of the information provided by Atmos Energy to TPUC and the Consumer Advocate throughout the course of these two Dockets, which information was relied upon by the Consumer Advocate in negotiating and agreeing to the terms and conditions of this Settlement Agreement.

73. The acceptance of this Settlement Agreement by the Attorney General shall not be deemed approval by the Attorney General of any of Atmos Energy's acts or practices.

74. Each signatory to this Settlement Agreement represents and warrants that it/he/she has informed, advised and otherwise consulted with the Party for whom it/he/she signs regarding the contents and significance of this Settlement Agreement and has obtained authority to sign on behalf of such Party, and based upon those communications,

each signatory represents and warrants that it/he/she is authorized to execute this Settlement Agreement on behalf of its/his/her respecting Party.

75. This Settlement Agreement shall be governed by and construed under the laws of the State of Tennessee, Tennessee choice of law rules notwithstanding.

76. Nothing herein limits or alters the Sovereign Immunity of the State of Tennessee or any of its entities or subdivisions.

77. The Parties agree that approval of the Settlement Agreement will become effective upon the oral decision of TPUC.

The foregoing is agreed and stipulated to this 25 day of March, 2019.

[Parties' signature pages follow – remainder of page intentionally left blank]

Stipulation and Settlement Agreement
Tennessee Public Utility Commission Docket Nos. 18-00034 and 18-00097
Atmos Energy Corporation Signature Page

ATMOS ENERGY CORPORATION.

HAVE SEEN AND AGREED.

BY: 

A. SCOTT ROSS, (BPR # 15634)

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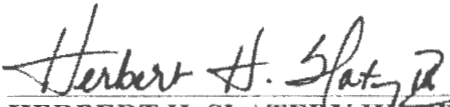
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Stipulation and Settlement Agreement
Tennessee Public Utility Commission Docket No. 18-00034 and 18-00097
Attorney General's Signature Page

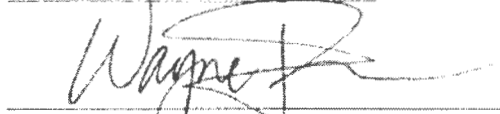
FINANCIAL DIVISION, CONSUMER ADVOCATE UNIT

HAVE SEEN AND AGREED.

By:


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SETTLEMENT EXHIBIT A

Atmos Energy
Docket No. 18-00097
Adjustments to Rate Base

Settlement Exhibit A

Resulting from the Application Adjustments to Cash Working Capital and ADIT

	A/ As Filed	Adjustments	B/ Settlement	Adjustment Reference
Original Cost of Plant	\$ 546,605,030		\$ 546,605,030	
Accumulated Depreciation and Amortization	(204,635,275)	9,733	(204,625,542)	Settlement Exhibit E
Construction Work in Progress per Books	18,629,896		18,629,896	
Storage Gas Investment	4,561,487	(5,532)	4,555,955	Settlement Exhibit F
Cash Working Capital	1,129,457	(40,061)	1,089,396	Settlement Exhibit C
Material & Supplies	31,504		31,504	
Regulatory Assets/Liabilities	(13,496,569)	(31,755)	(13,528,323)	Settlement Exhibit D
Accumulated Deferred Income Tax	(41,694,823)	(6,819,767)	(48,514,590)	Settlement Exhibit B
Customer Advances for Construction	(19,995)		(19,995)	
Customer Deposits	(1,624,026)		(1,624,026)	
Accumulated Interest on Customer Deposits	(52,049)		(52,049)	
Unadjusted Rate Base	309,434,632		302,547,250	
Adjustments:	(3,401,987)		(3,401,987)	
Net Elimination of Intercompany Leased Property	5,495,201		5,495,201	
Total Rate Base	<u>311,527,846</u>		<u>304,640,464</u>	

A/ GW-1 Reconciliation Revenue Requirement Model, Sch. 7, cell E19

B/ Settlement Exhibit SA-1 Reconciliation Revenue Requirement Model v3

SETTLEMENT EXHIBIT B

Atmos Energy
Docket No. 18-00097
Adjustment to ADIT/Regulatory Liability
Resulting from the Application of TN specific Excise Tax Rate

Settlement Exhibit B

As Filed Accumulated Deferred Income Tax	(41,694,823) A/
Adjustment 1	
Elimination of ADIT items related to Disallowed Expenses	134,123
Adjustment 2	
Synchronization of ADIT with Statutory State Tax Rate	(6,953,884)
Adjusted ADIT Balance	<u>(48,514,584)</u>
ADIT Balance per Settlement Exhibit SA-1	(48,514,590) B/
Difference	<u>(6)</u>

A/ GW-1 Reconciliation Revenue Requirement Model, Sch. 7, cell E19

B/ Settlement Exhibit SA-1 Reconciliation Revenue Requirement Model v3

SETTLEMENT EXHIBIT C

Atmos Energy

Docket No. 18-00097

Settlement Exhibit C

Adjustment to Cash Working Capital

Resulting from the Application of TN specific Excise Tax Rate

	<u>A/ As Filed</u>	<u>B/ Settlement</u>	<u>Difference</u>
Revenue Lag	37.50	37.50	0.00
Expense Lag	34.70	34.79	0.09
Net Lag	2.80	2.71	(0.09)
Daily Cost of Service	404,026	402,047	(1,979)
Cash Working Capital	\$ 1,129,457	\$ 1,089,396	\$ (40,061)

A/ GKW-1 Reconciliation Revenue Requirement Model, Sch. 7, cell E19

B/ Settlement Exhibit SA-1 Reconciliation Revenue Requirement Model v3

SETTLEMENT EXHIBIT D

Atmos Energy
Docket No. 18-00097
Adjustment to Regulatory Assets/Liabilities
Resulting from the Application of TN specific Excise Tax Rate

Settlement Exhibit D

	A/ As Filed	B/ Settlement	Difference
Regulatory Assets/Liabilities	\$ (13,496,569)	(13,528,323)	\$ (31,755)

<u>Monthly Balance</u>	<u>Account 2530 - 27909</u>	<u>Account 2530 - 27909</u>	
May-17	-	-	\$ -
Jun-17	-	-	\$ -
Jul-17	-	-	\$ -
Aug-17	-	-	\$ -
Sep-17	-	-	\$ -
Oct-17	-	-	\$ -
Nov-17	-	-	\$ -
Dec-17	(29,321,046)	(29,389,848)	\$ (68,802)
Jan-18	(29,321,046)	(29,389,848)	\$ (68,802)
Feb-18	(29,321,046)	(29,389,848)	\$ (68,802)
Mar-18	(29,164,084)	(29,232,886)	\$ (68,802)
Apr-18	(29,164,084)	(29,232,886)	\$ (68,802)
May-18	(29,164,084)	(29,232,886)	\$ (68,802)
13 Month Average	(13,496,569)	(13,528,323)	(31,755)

A/ GW-1 Reconciliation Revenue Requirement Model, Sch. 7, cell E19

B/ Settlement Exhibit SA-1 Reconciliation Revenue Requirement Model v3

SETTLEMENT EXHIBIT E

Atmos Energy
Docket No. 18-00097
Adjustment to Accumulated Depreciation and Amortization
Resulting from the Updated CKV Calculation

Settlement Exhibit E

As Filed Accumulated Depreciation and Amortization	\$	(204,635,275) A/
Adjustment 1		
Inclusion of SubAcct 39918 in Calculation of CKV Accum. Deprec.		(6,795) B/
Adjustment 2		
To Adjust Div 12 Accum. Deprec. for the Removal of the Updated CKV Calculation		16,529 B/
Total Adjustments		<u>9,733</u>
Settlement Accumulated Depreciation and Amortization	\$	<u>(204,625,542) C/</u>

A/ GW-1 Reconciliation Revenue Requirement Model, Sch 7, cell E13

B/ Docket #18-00097 Response to CPAD DR 1-04

C/ Settlement Exhibit SA-1 Reconciliation Revenue Requirement Model v3

SETTLEMENT EXHIBIT F

Atmos Energy
Docket No. 18-00097
Adjustment to Storage Gas Investment
Resulting from Updated Commodity Allocation Percentage

Settlement Exhibit F

	A/ As Filed	B/ Settlement	Difference
Storage Gas Investment	\$ 4,561,487	4,555,955	\$ (5,532)

Inventories- Gas Stored (Account 1641)

May-17	3,324,309	3,324,309	-
Jun-17	4,173,868	4,173,868	-
Jul-17	5,248,371	5,248,371	-
Aug-17	6,348,943	6,348,943	-
Sep-17	7,351,047	7,351,047	-
Oct-17	8,153,627	8,153,627	-
Nov-17	8,246,120	8,246,120	-
Dec-17	5,636,711	5,626,240	(10,471)
Jan-18	3,247,369	3,233,440	(13,929)
Feb-18	2,701,708	2,690,790	(10,918)
Mar-18	840,077	831,112	(8,965)
Apr-18	1,380,990	1,368,505	(12,485)
May-18	2,646,189	2,631,037	(15,152)
Average	<u>4,561,487</u>	<u>4,555,955</u>	<u>(5,532)</u>

A/ GW-1 Reconciliation Revenue Requirement Model, Sch. 7, cell E13

B/ Docket #18-00097 Response to CPAD DR 1-07

Settlement Exhibit SA-1 Reconciliation Revenue Requirement Model v3

SETTLEMENT AGREEMENT

SCHEDULE 1

Schedule 1

**Tennessee Distribution System
Cost of Service
Twelve Months Ended May 31, 2018**

Line No.	Description (a)	Reference (b)	Amount (c)	As Filed (d)	Difference (e)
1	Cost of Gas	Schedule 3	\$73,565,057	\$40,904,923	\$32,660,135
2					
3	Operation & Maintenance Expense	Schedule 4	20,712,003	20,384,327	327,676
4					
5	Taxes Other Than Income Taxes	Schedule 5	7,486,379	7,704,182	(217,803)
6					
7	Depreciation & Amortization Expense	Schedule 6	12,652,532	12,516,189	136,343
8					
9	Return	Schedule 7	23,701,028	22,691,145	1,009,883
10					
11	Federal Income and State Excise Tax	Schedule 8	8,855,376	10,064,573	(1,209,197)
12					
13	AFUDC	Wp 1-2	(149,964)	(50,693)	(99,271)
14					
15	Interest on Customer Deposits	Wp 1-1	78,864	165,200	(86,336)
16					
17	Total Cost of Service		<u>\$ 146,901,275</u>	<u>\$ 114,379,845</u>	<u>\$ 32,521,429</u>
18					
19	Cost of Service w/o Gas Cost		<u>73,336,218</u>	<u>73,474,922</u>	<u>(138,705)</u>
20					
21	Non-Gas Revenues in Attrition Year (Gross Margin)		81,438,352		
22	Removal of 16-00105 ARM Recon Revenue included in 17-00012		4,612,293		
23	Non-Gas Revenues in Attrition Year with True-up Removal		<u>76,826,059</u>		
24					
23	Additional Revenue Required to Earn Authorized Rate of Return		(3,489,841)		
24					
25	Carrying Cost		(564,143)		
26					
27	Amount to be added to revenue sufficiency / deficiency		<u>\$ (4,053,984)</u>		
28	in February 1, 2019 ARM filing				

**Tennessee Distribution System
Interest on Customer Deposits
Twelve Months Ended May 31, 2018**

Line No.	Description (a)	Amount (b)
1	Average Customer Deposit Balance	\$ 1,624,026
2		
3	Interest Rate on Customer Deposits	<u>3.25%</u>
4		
5	Adjusted Customer Deposit Interest	<u>\$ 52,781</u>
6		
7	Per Book Customer Deposit Interest	<u>\$ 78,864</u>

Tennessee Distribution System
Allowance for Funds Used During Construction
Twelve Months Ended May 31, 2018

Line No.	Description (a)	Amount (b)
1	Base Period AFUDC per books - Div 093 (1)	\$ (83,411)
2		
3	Less State Excise Tax Effect	<u>(5,422)</u>
4		
5		\$ (77,989)
6		
7	Less Federal Tax Effect	<u>(22,820)</u>
8		
9	Net AFUDC - Base Period	\$ (55,169)
10		
11	Change from Base Period to Attrition Year	<u>(94,795)</u>
12		
13	Attrition Year AFUDC per books - Div 093 (2)	<u>\$ (226,730)</u>
14		
15	Less State Excise Tax Effect	<u>(14,737)</u>
16		
17		\$ (211,993)
18		
19	Less Federal Tax Effect	<u>(62,029)</u>
20		
21	Net AFUDC - Attrition Period	<u>\$ (149,964)</u>
22		
23	Note:	
24	1. Twelve months ended September 30, 2016 - Account 432	
25	2. Twelve months ended May 31, 2018	

SETTLEMENT AGREEMENT

SCHEDULE 2

Schedule 2

Tennessee Distribution System
Summary of Revenue at Present Rates
Twelve Months Ended May 31, 2018

Line	Description	Amount
	(a)	(b) (c)
1	Base period per books revenue (1)	\$ 106,935,939
2	Attrition Period per books revenue (2)	155,003,409
3	Change from Base Period to Attrition Year	<u>48,067,470</u>
4		
5	Attrition Year Revenue:	
6	Gross Margin	\$ 81,438,352
7	Gas cost	<u>73,565,057</u>
8	Total	<u>\$ 155,003,409</u>
9		
10	Note:	
11	1. Twelve months ended September 30, 2016	
12	2. Twelve months ended May 31, 2018	

SETTLEMENT AGREEMENT

SCHEDULE 3

Schedule 3

**Tennessee Distribution System
Cost of Gas
Twelve Months Ended May 31, 2018**

Line No.	Description (a)	Amount (b)
1	Base period per books cost of gas (1)	\$ 42,120,941
2	Adjustments	
3	Base Period Net Elimination of Intercompany Leased Storage Property	\$ (1,216,018)
4		
5	Total Adjusted Gas Cost Base Period	<u>\$ 40,904,923</u>
6		
7	Attrition Period per books cost of gas (2)	\$ 74,744,487
8	Adjustments	
9	Attrition Period Net Elimination of Intercompany Leased Storage Property	<u>(1,179,430)</u>
10		
11	Total Adjusted Gas Cost	\$ 73,565,057
12		
13	Change from Base Period to Attrition Year	\$ 32,660,135
14		
15	Attrition Year Gas Cost	<u>\$ 73,565,057</u>
16		
17	Note:	
18	1. Twelve months ended September 30, 2016	
19	2. Twelve months ended May 31, 2018	

Tennessee Distribution System
ELIMINATION OF LEASED PROPERTY-RENT
Twelve Months Ended May 31, 2018

Line No.	Description	Building Rent O&M	Storage Expense O&M	Leased Property Depreciation	Storage Expense Other Taxes	Storage Rent Gas Cost
	(a)	(b)				(c)
1	June-17	\$ -	\$ 28,140	\$ 17,359	\$ 3,050	\$ (86,646)
2	July-17	\$ -	\$ 22,751	\$ 17,359	\$ 3,050	\$ (86,646)
3	August-17	\$ -	\$ 24,688	\$ 17,359	\$ 3,050	\$ (86,646)
4	September-17	\$ -	\$ 124,283	\$ 17,394	\$ 3,050	\$ (86,646)
5	October-17	\$ -	\$ 23,825	\$ 17,370	\$ 2,317	\$ (86,646)
6	November-17	\$ -	\$ 23,288	\$ 17,371	\$ 2,317	\$ (86,646)
7	December-17	\$ -	\$ 19,684	\$ 17,371	\$ 2,317	\$ (126,554)
8	January-18	\$ -	\$ 32,524	\$ 17,371	\$ 2,417	\$ (106,600)
9	February-18	\$ -	\$ 31,625	\$ 17,370	\$ 14,205	\$ (106,600)
10	March-18	\$ -	\$ 27,550	\$ 17,370	\$ 2,417	\$ (106,600)
11	April-18	\$ -	\$ 29,146	\$ 17,371	\$ 2,417	\$ (106,600)
12	May-18	\$ -	\$ 49,746	\$ 17,371	\$ 18,371	\$ (106,600)
13						
14	Total Per Books	\$ -	\$ 437,252	\$ 208,434	\$ 58,978	\$ (1,179,430)

SETTLEMENT AGREEMENT

SCHEDULE 4

Schedule 4

**Tennessee Distribution System
Operation and Maintenance Expenses
Twelve Months Ended May 31, 2018**

Line No.	Description (b)	Amount (c)
1	Base period per books O&M Expense (1)	\$ 21,828,328
2		
3	Change from Base Period to Attrition Year	<u>(1,553,577)</u>
4		
5	Attrition Year O&M Expenses - Before Eliminations (2)	\$ 20,274,751
6		
7	<u>Adjustments to O&M</u>	
8	Elimination of Intercompany Leased Property - Rent	\$ -
9	Inclusion of Barnsley Storage Operating Expense	\$ 437,252
10		
11	Total Adjustments	<u>\$ 437,252</u>
12		
13	Total Adjusted Operation and Maintenance Expenses	<u><u>\$ 20,712,003</u></u>
14		
15	Note:	
16	1. Twelve months ended September 30, 2016	
17	2. Twelve months ended May 31, 2018	

Tennessee Distribution System
Operation and Maintenance Expenses
Twelve Months Ended May 31, 2018

Line
No.

	Tennessee			SSU			General Office			Total		
	Historic Base	Attrition	Difference	Historic Base	Attrition	Difference	Historic Base	Attrition	Difference	Historic Base	Attrition	Difference
1 Labor	\$ 3,555,637	\$ 3,453,349	\$ (102,288)	\$ 3,315,537	\$ 3,183,789	\$ (131,748)	\$ 915,252	\$ 1,142,507	\$ 226,854	\$ 7,789,527	\$ 7,780,145	\$ (9,382)
2 Benefits	\$ 1,840,603	1,142,006	(198,597)	\$ 1,134,962	1,051,549	(83,413)	\$ 312,042	\$ 269,677	(42,365)	2,787,606	2,463,232	(324,374)
3 Employee Welfare	\$ 33,262	30,015	(3,248)	\$ 1,387,685	1,649,400	261,716	\$ 635,376	\$ 576,409	(108,968)	2,056,323	2,205,324	149,001
4 Insurance	\$ 178,945	181,455	2,510	\$ 927,349	980,511	53,162	\$ 30,638	\$ 28,742	(1,896)	1,126,932	1,190,768	63,776
5 Rent, Maint., & Utilities	\$ 590,232	446,776	(143,456)	\$ 373,165	350,556	(22,609)	\$ 153,663	\$ 134,609	(19,054)	1,117,065	951,941	(165,124)
6 Vehicles & Equip	\$ 501,567	524,850	23,283	\$ 6,780	3,211	(3,569)	\$ 28,804	\$ 29,871	1,067	545,151	557,963	12,812
7 Materials & Supplies	\$ 389,975	417,683	27,708	\$ 45,399	42,328	(3,071)	\$ 71,745	\$ 53,826	(17,919)	505,119	543,558	38,439
8 Information Technologies	\$ 9,358	3,267	(6,091)	\$ 795,487	918,244	122,757	\$ 59,334	\$ 28,756	(30,578)	842,179	950,296	108,117
9 Telecom	\$ 190,673	264,497	73,823	\$ 114,742	108,133	(6,609)	\$ 45,346	\$ 127,400	(17,938)	450,762	500,028	49,276
10 Marketing	\$ 89,851	96,029	6,178	\$ 11,700	10,702	(998)	\$ 132,954	\$ 170,651	37,697	240,505	277,378	36,873
11 Directors & Shareholders & PR	\$ 3,633	-	(3,633)	\$ 273,215	308,542	35,327	\$ -	\$ -	-	276,552	308,542	31,990
12 Dues & Donations	\$ 73,045	106,746	33,701	\$ 25,822	23,682	(2,140)	\$ 46,645	\$ 10,735	(35,910)	145,510	141,463	(4,047)
13 Print & Postages	\$ 8,695	8,703	8	\$ 8,157	7,756	(401)	\$ 5,600	\$ 5,393	(207)	22,432	22,052	(380)
14 Travel & Entertainment	\$ 291,917	313,212	21,295	\$ 112,851	126,521	13,670	\$ 173,485	\$ 202,041	28,554	578,256	641,775	63,519
15 Training	\$ 11,875	21,431	9,556	\$ 75,243	57,942	(17,301)	\$ 20,414	\$ 26,288	5,874	107,532	108,661	(1,129)
16 Outside Services	\$ 3,486,914	4,395,915	909,000	\$ 771,496	745,901	(25,595)	\$ 1,247,270	\$ 564,965	(682,304)	5,435,681	7,706,781	2,271,100
17 Provision for Bad Debt	\$ 286,657	268,255	(18,402)	\$ -	-	-	\$ -	\$ -	-	286,657	268,255	(18,402)
18 Miscellaneous	\$ 155,719	(55,954)	(211,673)	\$ (2,655,742)	\$ (2,962,834)	(307,112)	\$ (43,717)	\$ (89,469)	(45,752)	(2,503,739)	(3,108,276)	(604,537)
19 Total O&M Expenses	\$ 11,243,940	\$ 11,618,443	\$ 374,503	\$ 6,672,828	\$ 6,606,245	\$ (66,582)	\$ 3,911,561	\$ 3,262,610	\$ (648,951)	\$ 21,828,328	\$ 21,487,298	\$ (341,030)
20												
21 Disallowed Items												
22 Other (Sub 05416 and 05412)		(2,023)			(2,476)			(1,412)			(2,911)	(5,911)
23 Incentive Comp (MFR 35)		0			(642,869)			(425,356)			(1,058,405)	(1,058,405)
24 Benefits (FAS 87 Accrual)		(215,593)			(156,623)			(58,110)			(440,666)	(440,666)
25												
26 Rate Case Expense		-			-			-			-	
27												
28 Actual Allocable Pension Contribution		272,435	272,435								272,435	272,435
29												
30 Total O&M	\$ 11,243,940	\$ 11,677,321	\$ 433,381	\$ 6,672,828	\$ 5,834,277	\$ (838,551)	\$ 3,911,561	\$ 2,767,553	\$ (1,144,008)	\$ 21,828,328	\$ 20,274,751	\$ (1,553,577)

**Tennessee Distribution System
Operation and Maintenance Expenses by FERC
Twelve Months Ended May 31, 2018**

Division 093			
Line	FERC	Historic Base	
No.	Account	Period	Attrition Year
1	7350	1,504	891
2	8400	-	-
3	8560	44,801	38,030
4	8600	6,308	-
5	8630	5,775	800
6	8650	-	-
7	8700	1,614,281	1,959,659
8	8710	-	63
9	8711	5,762	47,040
10	8740	3,656,775	4,055,596
11	8750	474,888	454,046
12	8760	7	262
13	8770	2,615	5,650
14	8780	681,638	692,491
15	8800	130,271	94,150
16	8810	493,974	302,506
17	8860	4,457	6,612
18	8870	34,771	43,374
19	8890	3,247	140,114
20	8900	-	33
21	8910	-	139
22	8920	8,229	(26,005)
23	8930	11,094	37,016
24	8940	(56)	150
25	9010	212	-
26	9020	947,850	481,768
27	9030	316,230	983,425
28	9040	286,637	268,238
29	9090	152,522	16,139
30	9100	-	33
31	9110	302,849	226,566
32	9120	42,872	63,690
33	9130	100	11,019
34	9160	-	-
35	9200	99,887	111,863
36	9210	20,297	14,242
37	9220	10,554,992	9,868,855
38	9230	160,931	154,589
39	9240	139,178	142,185
40	9250	27,773	50,130
41	9260	1,352,964	1,153,867
42	9270	-	-
43	9280	180,833	6,714
44	9302	21,871	70,525
45	9310	10,531	10,834
46	Total	21,798,867	21,487,298

**Tennessee Distribution System
Operation and Maintenance Expenses by FERC
Twelve Months Ended May 31, 2018**

Division 091			
Line	FERC	Historic Base	
No.	Account	Period	Attrition Year
	8160	-	62
44	8170	521	549
45	8180	544	520
46	8190	7,490	6,868
47	8210	2,213	2,882
48	8240	-	11
49	8250	12,765	15,258
50	8500	151	-
51	8560	1,026	901
52	8570	1,060	1,000
53	8640	-	-
54	8650	93	-
55	8700	3,100,485	3,133,634
56	8710	140	-
57	8711	54,105	100,581
58	8740	90,489	119,576
59	8750	113,036	155,723
60	8760	70	2,856
61	8770	1,036	36,722
62	8780	478	82
63	8800	1,610	173
64	8810	309,396	274,246
65	8860	-	-
66	8940	-	-
67	9010	-	27,899
68	9020	-	-
69	9030	2,765,198	1,921,993
70	9090	388	-
71	9100	753	2,138
72	9110	131,544	170,230
73	9120	3,933	3,041
74	9130	8,759	5,998
75	9200	(104,066)	(219,098)
76	9210	69,126	(38,644)
77	9220	(8,980,256)	(7,786,772)
78	9230	175,505	141,485
79	9240	(11,528)	(14,370)
80	9250	371,198	146,225
81	9260	1,837,731	1,776,232
82	9280	-	441
83	9302	103,010	11,555
84	9310	-	-
85	Total	68,000	(0)

**Tennessee Distribution System
Operation and Maintenance Expenses by FERC
Twelve Months Ended May 31, 2018**

Division 002			
Line	FERC	Historic Base	
No.	Account	Period	Attrition Year
84	8210	-	440
85	8230	-	6,062
86	8560	463	6,983
87	8700	4,341	283,387
88	8740	112,666	45,956
89	8780	-	-
90	8800	(3,799)	-
91	8850	-	24,916,754
92	8900	-	-
93	9010	17,340	118
94	9030	1,883,902	72,748
95	9100	-	3,707
96	9120	7,034	17,895
97	9160	-	1,009
98	9200	(15,850,637)	(12,976,253)
99	9210	22,631,682	23,211,846
100	9220	(91,705,860)	(100,272,886)
101	9230	9,093,724	10,871,865
102	9240	126,521	135,293
103	9250	21,484,805	19,993,118
104	9260	41,979,578	47,668,559
105	9301	-	-
106	9302	5,798,774	6,591,533
107	9310	5,260,633	5,059,659
108	9320	304,218	396,046
109	Total	1,145,384	26,033,838

**Tennessee Distribution System
Operation and Maintenance Expenses by FERC
Twelve Months Ended May 31, 2018**

Division 012			
Line	FERC	Historic Base	
No.	Account	Period	Attrition Year
107	8700	824	1,876
108	8740	21,423	19,316
109	8800	54	37
110	9010	5,191,977	4,140,074
111	9020	76	9,791
112	9030	22,338,905	18,683,675
113	9100	-	-
114	9200	4,339,176	4,045,370
115	9210	9,667,656	8,021,415
116	9220	(55,357,052)	(46,393,818)
117	9230	576,465	847,264
118	9240	121,818	95,934
119	9250	-	183
120	9260	11,150,347	8,846,083
121	9301	66	-
122	9302	88,362	
123	9310	1,849,962	1,672,147
124	9320	9,942	10,653
125	Total	0	0

Line No.	Description	Number of Bills	Volumes Mcf	Adjustments to Bills	Adjustments to Volumes	Total Bills	Total Volumes	Proposed Customer Charge	Proposed Commodity Charge	Revenue @ Proposed Rates	Bad Debt Percentage	Total Bad Debt
(a)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	(m)	(n)
1	210 Residential Gas Service (Summer)	619,707	819,777	19,113	26,250	632,820	836,027	14.50	1.206	10,184,303	0.5%	\$ 50,922
2	210 Residential Gas Service (Winter) (weather sensitive)	853,797	6,666,956	28,390	267,054	880,597	8,876,560	17.50	1.206	13,702,037	0.5%	\$ 118,510
3	210 Residential Gas Service Senior Citizen (Summer)	709	553	22	17	731	570	0.00	1.206	688	0.5%	\$ 3
4	210 Residential Gas Service Senior Citizen (Winter) (weather sensitive)	1,011	6,211	31	193	1,042	6,405	0.00	1.206	7,725	0.5%	\$ 39
5												
b	211 Residential/Sml. Commercial/Industrial Heating & Cooling Service	24	342	1	11	25	353	14.25	0.735	612	0.5%	\$ 3
7												
8	220 Commercial Gas Service (weather sensitive)	194,355	5,146,491	3,267	66,498	197,622	5,232,989	36.00	2.385	19,593,309	0.5%	\$ 97,967
9												
10	221 Experimental School Gas Service	53	69,275	1	1,164	54	70,439	36.00	1.162	80,759	0.5%	\$ 419
11												
12	225 Public Authority Gas Service (Sr. Citizen) (Summer)	0	0	0	0	0	0	0.00	1.206	0	0.5%	\$ -
13	225 Public Authority Gas Service (Sr. Citizen) (Winter) (weather Sensitive)	0	0	0	0	0	0	0.00	1.206	0	0.5%	\$ -
14	225 Public Authority Gas Service (Summer)	2,974	7,439	93	232	3,067	7,671	14.50	1.206	53,720	0.5%	\$ 269
15	225 Public Authority Gas Service (Winter) (weather Sensitive)	4,166	40,962	130	1,277	4,296	42,268	17.50	1.206	126,164	0.5%	\$ 631
16												
17	230 Large Commercial Gas Service (weather sensitive)	0	0	0	0	0	0	365.00	2.084	0	0.5%	\$ -
18												
19	Total											\$28,762

Amros Energy Corp - Tennessee Distribution System
Attrition Year Pension Benchmark Calculation
Twelve Months Ended May 31, 2018

Line No.	Description	Number of Participants	Estimated Liability	Percent of Contribution Applicable to Group	Actual Attrition Year Contribution	Allocation Factor to Tennessee	Amount Allocable to Tennessee	Composite Labor Capitalization Rate	Pension Contribution Assigned to Capital/Reduction to O&M Costs
	(a)	(b)	(c)	(d)	(e)	(f)	(g)		
1	All Other (not allocable to Tennessee)	4,410	\$ 414,624,000	77.7%	\$ 3,886,206.17	0.00%	\$ -		
2	Co O10 - Shared Services	493	56,998,000	10.7%	534,233	4.26%	22,785		
3	Co O10 - CSO	371	18,248,000	3.4%	171,036	4.52%	7,730		
4	Active Tennessee Jurisdiction Employees	107	15,613,000	2.9%	146,338	100.00%	146,338	55.6%	(81,364)
5	Inactive Tennessee Jurisdiction Employees	192	15,783,000	3.0%	147,032	100.00%	147,932		
6	Active Division General Office Employees	25	5,000,000	1.0%	47,708	41.81%	19,948	53.7%	(10,712)
7	Inactive Division General Office Employees (pre-merger)(1)	47	5,625,000	1.1%	52,722	26.55%	13,998		
8	Inactive Division General Office Employees (post-merger)	5	1,425,000	0.3%	13,825	41.81%	5,781		
9									
10	Total Amount of Contribution Allocable to Tennessee	5,650	\$ 533,456,000	100.00%	\$ 5,000,000		\$ 364,511		(92,076)

(1) For General Office employees who worked at United Cities Gas Company prior to the merger with Amros Energy, the Company has applied the allocation factor used to allocate labor expense in Docket No. 95-02258.

Source: Relied Upon: TN-FYE2015-Accrual Allocation

Transunion Distribution System
 Operating and Maintenance Expenses Budget vs. Actual
 Twelve Months Ended May 31, 2012

WP 4.5

Line No.	Transunion				Alltel				General Office				Total			
	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget	Actual	Budget
1 Fuel	\$ 3,515,448	\$ 3,433,549	\$	\$ (43,179)	\$ 3,644,899	\$ 3,483,796	\$	\$ (231,116)	\$ 4,099,493	\$ 3,442,597	\$	\$ (656,896)	\$ 7,708,145	\$ 7,208,145	\$	\$ (500,000)
2 Fuel Allowance	\$ 1,317,142	\$ 1,317,142	\$	\$	\$ 1,317,142	\$ 1,317,142	\$	\$	\$ 1,317,142	\$ 1,317,142	\$	\$	\$ 2,634,284	\$ 2,634,284	\$	\$
3 Fueling Vehicle	\$ 15,000	\$ 15,000	\$	\$	\$ 15,000	\$ 15,000	\$	\$	\$ 15,000	\$ 15,000	\$	\$	\$ 30,000	\$ 30,000	\$	\$
4 Insurance	\$ 31,117	\$ 31,117	\$	\$	\$ 31,117	\$ 31,117	\$	\$	\$ 31,117	\$ 31,117	\$	\$	\$ 62,234	\$ 62,234	\$	\$
5 Rent, Mobile, & Utilities	\$ 97,808	\$ 246,776	\$	\$ (148,968)	\$ 349,244	\$ 3,211	\$	\$ (346,033)	\$ 29,871	\$ 22,871	\$	\$ (7,000)	\$ 697,432	\$ 937,843	\$	\$ (240,411)
6 Vehicle & Supply	\$ 671,676	\$ 524,800	\$	\$ (146,876)	\$ 4,771	\$ 4,771	\$	\$	\$ 4,771	\$ 4,771	\$	\$	\$ 9,542	\$ 9,542	\$	\$
7 Maintenance & Supplies	\$ 351,257	\$ 217,633	\$	\$ (133,624)	\$ 22,510	\$ 42,228	\$	\$ (19,718)	\$ 9,201	\$ 61,264	\$	\$ (52,063)	\$ 41,243	\$ 930,296	\$	\$ (888,053)
8 Information Technology	\$	\$ 3,367	\$	\$ (3,367)	\$ 411,863	\$ 918,279	\$	\$ (506,416)	\$ 222,326	\$ 23,756	\$	\$ (198,570)	\$ 646,243	\$ 1,042,873	\$	\$ (396,630)
9 Telecom	\$ 197,684	\$ 254,487	\$	\$ (56,803)	\$ 122,622	\$ 108,123	\$	\$ (14,500)	\$ 169,236	\$ 170,621	\$	\$ (1,385)	\$ 292,210	\$ 277,710	\$	\$ (14,500)
10 Information Systems	\$ 73,443	\$ 96,025	\$	\$ (22,582)	\$ 22,510	\$ 21,062	\$	\$ (1,448)	\$ 71,604	\$ 10,713	\$	\$ (60,891)	\$ 141,813	\$ 22,012	\$	\$ (119,801)
11 Data & Hardware	\$ 33,210	\$ 4,303	\$	\$ (28,907)	\$ 11,410	\$ 7,136	\$	\$ (4,274)	\$ 5,448	\$ 5,193	\$	\$ (255)	\$ 12,792	\$ 22,012	\$	\$ (9,220)
12 Data & Hardware	\$ 10,643	\$ 106,306	\$	\$ (95,663)	\$ 11,410	\$ 7,136	\$	\$ (4,274)	\$ 5,448	\$ 5,193	\$	\$ (255)	\$ 12,792	\$ 22,012	\$	\$ (9,220)
13 Private & Personal	\$ 204,121	\$ 313,212	\$	\$ (109,091)	\$ 191,118	\$ 126,521	\$	\$ (64,597)	\$ 243,312	\$ 202,041	\$	\$ (41,271)	\$ 444,312	\$ 444,312	\$	\$
14 Travel & Entertainment	\$ 24,251	\$ 21,431	\$	\$ (2,820)	\$ 63,488	\$ 57,962	\$	\$ (5,526)	\$ 77,877	\$ 24,244	\$	\$ (53,633)	\$ 142,117	\$ 109,641	\$	\$ (32,476)
15 Outside Service	\$ 2,807,790	\$ 4,395,519	\$	\$ (1,587,729)	\$ 68,256	\$ 74,961	\$	\$ (6,705)	\$ 64,934	\$ 54,583	\$	\$ (10,351)	\$ 1,072,660	\$ 1,072,660	\$	\$
16 Outside Service	\$ 312,243	\$ 204,238	\$	\$ (108,005)	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
17 Production for Mail Order	\$ 44,598	\$ 99,944	\$	\$ (55,346)	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
18 Production	\$ 10,124,531	\$ 13,818,443	\$	\$ (3,693,912)	\$ 2,671,213	\$ 2,642,854	\$	\$ (28,359)	\$ 3,812,726	\$ 3,812,726	\$	\$	\$ 7,483,439	\$ 7,483,439	\$	\$
19 Total Cash Expenses	\$ 10,124,531	\$ 13,818,443	\$	\$ (3,693,912)	\$ 2,671,213	\$ 2,642,854	\$	\$ (28,359)	\$ 3,812,726	\$ 3,812,726	\$	\$	\$ 7,483,439	\$ 7,483,439	\$	\$
20	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
21 Distribution & Sales	\$ (2,764)	\$ (2,003)	\$	\$ (761)	\$ (3,721)	\$ (2,496)	\$	\$ (1,225)	\$ (640)	\$ (1,412)	\$	\$ (772)	\$ (1,241)	\$ (1,241)	\$	\$
22 Other Sales (50416 and 05-112)	\$	\$	\$	\$	\$ (3,721)	\$ (2,496)	\$	\$ (1,225)	\$ (640)	\$ (1,412)	\$	\$ (772)	\$ (1,241)	\$ (1,241)	\$	\$
23 Executive Comp (MFR 38)	\$ (257,353)	\$	\$	\$	\$ (257,353)	\$	\$	\$	\$ (257,353)	\$	\$	\$	\$ (257,353)	\$	\$	\$
24 Executive (P&S 87) Admin	\$	\$	\$	\$	\$ (257,353)	\$	\$	\$	\$ (257,353)	\$	\$	\$	\$ (257,353)	\$	\$	\$
25	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
26 Other Cash Expenses	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
27	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
28 Actual Advertiser Payment Contribution	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
29	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
30 Total O&M	\$ 10,121,546	\$ 14,272,521	\$	\$ (4,150,975)	\$ 4,118,098	\$ 3,824,776	\$	\$ (293,322)	\$ 4,271,226	\$ 3,703,253	\$	\$ (567,973)	\$ 11,793,474	\$ 11,793,474	\$	\$

1 Fuel & second company from "Monthly" to "Quarterly" and on May 31 or August
 2 Other Cash Expenses Indicated in "Information" by details

SETTLEMENT AGREEMENT

SCHEDULE 5

Schedule 5

**Tennessee Distribution System
Taxes Other Than Income Taxes
Twelve Months Ended May 31, 2018**

Line No.	Description (a)	Total (b)
1	Base period per books Other Taxes Expense (1)	\$ 7,811,449
2		
3	Change from Base Period to Attrition Year	<u>(384,048)</u>
4		
5	Attrition Year per books Other Taxes Expense (2)	<u>\$ 7,427,402</u>
6		
7	Inclusion of Barnsley Storage Other taxes	<u>58,978</u>
8		
9	Attrition Year Adjusted Taxes Other Than Income Taxes	<u>\$ 7,486,379</u>
10		
11	Note:	
12	1. Twelve months ended September 30, 2016 - Account 408	
	2. Twelve months ended May 31, 2018 - Account 408	

Tennessee Distribution System
Taxes Other Than Income Taxes
Twelve Months Ended Sept 30, 2016

Line No.	Description	Oct-15	Nov-15	Dec-15	Jan-16	Feb-16	Mar-16	Apr-16	May-16	Jun-16	Jul-16	Aug-16	Sep-16
1	<u>Division 093</u>												
2	FICA	33,919	42,678	2,556	28,692	18,155	12,192	37,419	15,206	13,758	16,235	10,522	31,268
3	FUTA	15	25	(8)	2,445	132	(248)	(24)	6	(2)	-	-	-
4	SUTA	24	92	(33)	2,961	994	(269)	(59)	5	(5)	-	-	-
5	Ad Valorem	344,854	344,854	344,854	344,854	344,854	344,854	344,854	344,854	344,854	344,854	344,854	344,854
6	Payroll Tax Projects	-	-	-	-	-	-	-	-	-	-	-	-
7	30105 Corp/State Franchise Tax	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000
8	30107 City Franchise	167	167	167	167	167	167	167	167	167	167	167	167
9	30109 State Gross Receipts	76,927	130,959	219,963	262,085	202,641	171,911	94,924	66,627	63,521	51,441	72,780	63,801
10	30104 State Supv & Inspection	54,674	54,674	54,674	54,674	54,674	54,674	47,302	47,302	47,302	47,302	47,302	47,302
11	30108 Dot Transmission User Tax	-	-	-	-	-	-	20,299	-	-	-	-	-
12	Division 91 Allocations	12,578	13,192	3,993	11,552	7,998	6,258	12,498	7,282	6,714	7,419	6,071	11,656
13	Division 12 Allocations	9,805	26,736	8,622	13,569	10,953	11,957	10,815	12,939	9,651	10,050	10,271	9,814
14	Division 02 Allocations	13,292	38,075	10,245	17,794	14,168	15,404	14,078	12,813	13,683	13,750	14,324	13,341
15	Total	\$ 606,045	\$ 711,465	\$ 704,381	\$ 798,494	\$ 734,756	\$ 676,900	\$ 642,272	\$ 572,204	\$ 559,643	\$ 591,216	\$ 606,290	\$ 627,803
16													
17	<u>Division 002</u>												
18	FICA	227,631	718,162	129,532	261,021	239,161	273,924	247,866	330,955	237,785	239,525	226,736	226,630
19	FUTA	447	544	199	24,163	1,812	402	(550)	186	73	96	100	525
20	SUTA	923	1,194	703	45,522	8,077	2,649	(594)	342	257	181	211	957
21	Ad Valorem	71,000	71,000	71,000	71,000	71,000	71,000	71,000	71,000	71,000	71,000	71,000	71,000
22	Payroll Tax Projects	-	-	-	-	-	-	-	-	-	-	-	-
23	Taxes Property and Other	-	-	-	-	-	-	-	-	-	-	-	-
24	30105 Corp/State Franchise Tax	-	-	-	-	-	-	-	-	-	-	-	-
25	Total	\$ 300,000	\$ 790,901	\$ 231,434	\$ 401,707	\$ 320,050	\$ 547,975	\$ 317,339	\$ 402,513	\$ 309,693	\$ 310,602	\$ 298,047	\$ 299,112
26													
27	<u>Division 012</u>												
28	FICA	163,784	542,962	124,311	196,246	182,279	219,608	358,319	234,683	161,124	170,059	174,987	163,894
29	FUTA	326	411	154	18,271	1,426	325	(426)	126	48	62	77	384
30	SUTA	670	904	542	34,421	8,339	2,670	(471)	220	157	129	163	699
31	Ad Valorem	55,000	55,000	55,000	55,000	55,000	55,000	55,000	55,000	55,000	55,000	55,000	55,000
32	Total	\$ 219,779	\$ 599,278	\$ 179,807	\$ 303,938	\$ 245,543	\$ 268,003	\$ 242,422	\$ 290,029	\$ 216,330	\$ 225,256	\$ 230,228	\$ 219,977
33													
34	<u>Division 091</u>												
35	FICA	21,198	22,944	1,255	15,762	10,351	7,255	21,460	9,340	8,036	9,681	6,544	19,149
36	FUTA	9	19	(5)	1,355	89	(137)	(14)	4	(1)	-	-	-
37	SUTA	13	52	(17)	1,641	567	(147)	(25)	2	(3)	-	-	-
38	Occupational Licenses	-	-	-	-	-	-	-	-	-	-	-	-
39	Payroll Tax Projects	-	-	-	-	-	-	-	-	-	-	-	-
40	Ad Valorem	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500	7,500
41	30105 Corp/State Franchise Tax	0	0	0	0	0	0	0	0	0	0	0	0
42	Total	\$ 28,633	\$ 30,515	\$ 9,258	\$ 26,258	\$ 18,500	\$ 14,175	\$ 28,910	\$ 16,846	\$ 15,533	\$ 17,161	\$ 14,044	\$ 26,848

Line No.	Description	Base Period
1	<u>Division 093</u>	
2	FICA	263,198
3	FUTA	2,350
4	SUTA	3,724
5	Ad Valorem	4,258,248
6	Payroll Tax Projects	-
7	30105 Corp/State Franchise Tax	720,000
8	30107 City Franchise	2,000
9	30109 State Gross Receipts	1,482,520
10	30104 State Supp & Inspection	611,854
11	30108 Dot Transmission User Tax	20,299
12	Division 91 Allocations	106,811
13	Division 12 Allocations	144,375
14	Division 02 Allocations	195,871
15	Total	<u>\$ 7,811,449</u>
16		
17	<u>Division 002</u>	
18	FICA	3,388,738
19	FUTA	27,996
20	SUTA	60,401
21	Ad Valorem	852,000
22	Payroll Tax Projects	-
23	Taxes Property and Other	-
24	30105 Corp/State Franchise Tax	-
25	Total	<u>\$ 4,329,135</u>
26		
27	<u>Division 012</u>	
28	FICA	2,513,656
29	FUTA	21,191
30	SUTA	45,743
31	Ad Valorem	660,000
32	Total	<u>\$ 3,240,590</u>
33		
34	<u>Division 091</u>	
35	FICA	133,667
36	FUTA	1,310
37	SUTA	2,044
38	Occupational Licenses	
39	Payroll Tax Projects	
40	Ad Valorem	90,000
41	30105 Corp/State Franchise Tax	-
42	Total	<u>\$ 247,061</u>

Tennessee Distribution System
Taxes Other Than Income Taxes
Twelve Months Ended May 31, 2018

Line No.	Description	Jun-17	Jul-17	Aug-17	Sep-17	Oct-17	Nov-17	Dec-17	Jan-18	Feb-18	Mar-18	Apr-18	May-18
1	<u>Division 093</u>												
2	FICA	13,491	13,872	8,435	32,288	9,276	39,621	7,678	23,503	17,293	25,851	12,391	12,968
3	FUTA	3	2	7	22	0	35	2	2,258	(107)	(212)	4	15
4	SUTA	3	9	5	14	11	10	(1)	1,377	(416)	63	(6)	3
5	Ad Valorem	374,854	374,854	374,854	374,854	377,854	377,854	377,854	408,454	408,454	408,454	408,454	408,454
6	Payroll Tax Projects	83	26	769	213	(34)	-	49	65	(956)	7	-	-
7	30105 Corp/State Franchise Tax	60,000	60,000	60,000	60,000	68,333	68,333	68,333	68,333	68,333	68,333	68,333	68,333
8	30107 City Franchise	-	167	167	167	167	167	167	167	167	167	167	167
9	30109 State Gross Receipts	69,870	38,108	34,946	36,013	82,046	76,407	115,027	136,472	111,360	69,961	57,444	37,366
10	30104 State Supv & Inspection	39,858	39,858	39,858	39,858	39,858	39,858	39,858	39,858	39,858	39,858	48,077	48,077
11	30108 Dist Transmission User Tax	10,343	-	-	-	-	-	-	-	-	-	-	21,740
12	Division 91 Allocations	14,530	13,312	16,498	3,776	15,034	30,811	11,261	15,835	(151,157)	6,362	13,491	13,378
13	Division 12 Allocations	8,677	8,369	12,371	7,917	9,173	24,327	7,564	13,545	9,370	11,197	10,040	12,270
14	Division 92 Allocations	15,066	14,100	18,813	11,563	13,310	39,720	10,383	18,144	12,892	13,099	13,724	16,993
15	Total	\$ 694,778	\$ 559,667	\$ 566,921	\$ 565,790	\$ 585,027	\$ 697,130	\$ 638,133	\$ 748,011	\$ 515,021	\$ 673,140	\$ 632,119	\$ 641,664
16													
17	<u>Division 002</u>												
18	FICA	286,179	279,868	389,068	199,051	239,380	762,216	173,145	243,589	242,067	213,654	243,911	332,708
19	FUTA	272	399	171	496	393	410	136	29,755	(631)	(1,029)	76	693
20	SUTA	983	1,618	785	1,037	1,023	1,386	424	71,327	(15,357)	4,677	434	1,471
21	Ad Valorem	44,000	44,000	44,000	44,000	64,500	64,500	64,500	69,700	69,700	69,700	69,700	69,700
22	Payroll Tax Projects	-	-	-	-	-	-	-	-	-	12,529	743	152
23	Taxes Property and Other	180,544	26,608	-	1,117,807	65	82,788	-	-	-	-	-	(15,546)
24	30105 Corp/State Franchise Tax	-	-	-	-	-	-	-	-	-	-	-	-
25	Total	\$ 481,977	\$ 351,893	\$ 434,024	\$ 1,562,370	\$ 305,360	\$ 911,301	\$ 238,206	\$ 410,271	\$ 295,779	\$ 300,531	\$ 314,864	\$ 389,870
26													
27	<u>Division 012</u>												
28	FICA	147,260	140,255	233,551	119,506	131,302	482,774	116,549	183,399	162,335	190,014	106,897	214,727
29	FUTA	156	201	110	280	220	236	79	17,826	(587)	(501)	58	403
30	SUTA	566	508	483	582	572	796	245	42,673	(9,439)	7,993	239	851
31	Ad Valorem	44,000	44,000	44,000	44,000	48,700	48,700	48,700	52,600	52,600	52,600	52,600	52,600
32	Total	\$ 191,981	\$ 181,966	\$ 278,146	\$ 155,268	\$ 200,793	\$ 532,506	\$ 165,472	\$ 296,498	\$ 205,109	\$ 245,106	\$ 219,775	\$ 268,581
33													
34	<u>Division 001</u>												
35	FICA	29,691	26,763	34,385	3,979	35,641	72,294	26,669	34,981	36,196	14,920	71,893	36,379
36	FUTA	3	2	6	12	0	16	1	1,554	(122)	(141)	3	12
37	SUTA	2	8	3	11	10	6	(1)	948	(234)	61	(5)	2
38	Occupational Licenses	-	-	-	-	-	-	-	-	-	-	-	-
39	Payroll Tax Projects	-	-	-	-	-	-	-	-	-	-	-	-
40	Ad Valorem	3,000	3,000	3,000	3,000	200	200	200	300	(396,474)	300	300	300
41	30105 Corp/State Franchise Tax	-	-	-	-	-	-	-	-	-	-	-	-
42	Total	\$ 34,696	\$ 31,772	\$ 39,394	\$ 9,008	\$ 35,871	\$ 73,316	\$ 26,870	\$ 37,784	\$ (360,690)	\$ 13,140	\$ 32,191	\$ 36,694

Line No.	Description	Attrition Year
1	<u>Division 093</u>	
2	FICA	716,627
3	FUTA	1,977
4	SUTA	1,060
5	Ad Valorem	4,675,248
6	Payroll Tax Projects	247
7	30105 Corp/State Franchise Tax	786,664
8	30107 City Franchise	1,873
9	30109 State Gross Receipts	881,921
10	30104 State Supv & Inspection	494,731
11	30108 Dot Transmission User Tax	32,083
12	Division 91 Allocations	5,133
13	Division 12 Allocations	134,110
14	Division 02 Allocations	195,806
15	Total	<u>\$ 7,427,402</u>
16		
17	<u>Division 002</u>	
18	FICA	3,577,816
19	FUTA	21,141
20	SUTA	69,109
21	Ad Valorem	718,000
22	Payroll Tax Projects	14,424
23	Taxes Property and Other	1,391,966
24	30105 Corp/State Franchise Tax	-
25	Total	<u>\$ 5,802,454</u>
26		
27	<u>Division 012</u>	
28	FICA	2,299,670
29	FUTA	18,461
30	SUTA	41,072
31	Ad Valorem	585,100
32	Total	<u>\$ 2,944,303</u>
33		
34	<u>Division 091</u>	
35	FICA	384,803
36	FUTA	1,342
37	SUTA	761
38	Occupational Licenses	-
39	Payroll Tax Projects	-
40	Ad Valorem	(374,674)
41	30105 Corp/State Franchise Tax	-
42	Total	<u>\$ 12,244</u>

SETTLEMENT AGREEMENT

SCHEDULE 6

Schedule 6

**Tennessee Distribution System
Depreciation and Amortization Expense
Twelve Months Ended May 31, 2018**

Line No.	Description (a)	Reference (b)	Amount (c)
1	Base period per books Depreciation Expense (1)		\$ 11,358,190
2			
3	Change from Base Period to Attrition Year		<u>1,168,489</u>
4			
5	Attrition Year per books Depreciation Expense (2)	Wp 6-2	\$ 12,526,680
6			
7	Adjustment to reflect Proposed Depreciation Rates		<u>-</u>
8			
9	Attrition Year per books Depreciation Expense	Wp 6-1	12,526,680
10			
11	Amortization of Deferred Pension Regulated Asset*	Wp 7-3	0
12			
13	Net Elimination of Intercompany Leased Property	Wp 3-1	208,434
14			
15	Adjustment for Depreciation Expense on Capitalized Incentive Comp	Wp 7-8	<u>(82,582)</u>
16			
17	Total Depreciation and Amortization Expense, As Adjusted		<u>\$ 12,652,532</u>
18			
19	Note:		
20	1. Twelve months ended September 30, 2016		
21	2. Twelve months ended May 31, 2018		

Tennessee Distribution System
Depreciation Expense Adjustment
Proforma SSU Depreciation at Proposed Depreciation Rates
Twelve Months Ended May 31, 2018

Line No.	Description (a)	Allocated Amount (d)
1	Proforma Depreciation	
2	Tennessee Operations	\$ 11,613,517
3	Mid-States General Office	18,466
4	SSU Div 12 - Customer Service	363,878
5	SSU Div 02 - General Office	530,819
6		
7	Proforma Depreciation Adjustment	<u>\$ 12,526,680</u>
	Attrition Period Per Books Depreciation Expense	<u><u>\$ 12,526,680</u></u>

Tennessee Distribution System
Depreciation Expense Adjustment
Proforma SSU Depreciation at Current Depreciation Rates
Twelve Months Ended May 31, 2018

Line No.	Description (a)	Allocated (d)
1	Proforma Depreciation	
2	Tennessee Operations	\$ 11,613,517
3	Mid-States General Office	\$ 18,466
4	SSU Div 12 - Customer Service	\$ 363,878
5	SSU Div 02 - General Office	\$ 530,819
6		
7	Proforma Depreciation Expense	<u>\$ 12,526,680</u>
	Attrition Period Per Books Depreciation Expense	<u>\$ 12,526,680</u>

SETTLEMENT AGREEMENT

SCHEDULE 7

Schedule 7

**Tennessee Distribution System
Rate Base & Return
Twelve Months Ended May 31, 2018
Thirteen Month Average**

Line No	Description	Historic Base Period (1)	Change	Attrition Year	Reference
	(a)	(b)	(c)	(d)	(e)
1	Original Cost of Plant	\$ 486,264,877	\$ 60,340,153	\$ 546,605,030	Wp 7-1 Wp7-2
2					
3	Accumulated Depreciation and Amortization	(191,843,738)	(12,781,804)	(204,625,542)	Wp 7-1 Wp7-2
4					
5	Construction Work in Progress per Books	9,936,947	8,692,943	18,629,890	Wp 7-1 Wp7-2
6					
7	Storage Gas Investment	4,708,124	(152,170)	4,555,955	Wp 7-1 Wp7-2
8					
9	Cash Working Capital	1,035,838	53,558	1,089,396	Wp 7-5
10					
11	Material & Supplies	15,835	15,669	31,504	Wp 7-1 Wp7-2
12					
13	Regulatory Assets/Liabilities	-	(13,528,323)	(13,528,323)	Wp 7-3 Wp 7-10
14					
15	Accumulated Deferred Income Tax	(50,220,519)	1,705,929	(48,514,590)	Wp 7-1
16					
17	Customer Advances for Construction	(76,428)	56,432	(19,995)	Wp 7-1 Wp7-2
18					
19	Customer Deposits	(4,770,726)	3,146,701	(1,624,026)	Wp 7-1 Wp7-2
20					
21	Accumulated Interest on Customer Deposits	(71,237)	19,188	(52,049)	Wp 7-1 Wp7-2
22					
23	Unadjusted Rate Base	\$ 254,978,975	\$ 47,568,275	\$ 302,547,250	
24					
25	Adjustments	(2,415,620)	(986,367)	(3,401,987)	Wp 7-8
26					
27	Net Elimination of Intercompany Leased Property	\$ 5,806,952	\$ (311,751)	\$ 5,495,201	Wp 7-1 Wp7-2
28					
29	Total Rate Base	<u>\$ 258,370,306</u>	<u>\$ 46,270,158</u>	<u>\$ 304,640,464</u>	
30					
31	Return at Overall Cost of Capital on Rate Base	<u>\$ 19,498,097</u>	<u>\$ 3,599,818</u>	<u>\$ 23,097,928</u>	
32					
33	Note				
34	1 Twelve months ended September 30, 2016				

WP 7.1

[illegible]

$\Delta = \sqrt{1 - \beta^2}$

Line	Month	Previous FY17		Current FY17		Previous FY16		Current FY16		Previous FY15		Current FY15		Previous FY14		Current FY14		Previous FY13		Current FY13		Previous FY12		Current FY12		Previous FY11		Current FY11		Previous FY10		Current FY10		Previous FY09		Current FY09		Previous FY08		Current FY08		Previous FY07		Current FY07		Previous FY06		Current FY06		Previous FY05		Current FY05		Previous FY04		Current FY04		Previous FY03		Current FY03		Previous FY02		Current FY02		Previous FY01		Current FY01		Previous FY00		Current FY00		Previous FY99		Current FY99		Previous FY98		Current FY98		Previous FY97		Current FY97		Previous FY96		Current FY96		Previous FY95		Current FY95		Previous FY94		Current FY94		Previous FY93		Current FY93		Previous FY92		Current FY92		Previous FY91		Current FY91		Previous FY90		Current FY90		Previous FY89		Current FY89		Previous FY88		Current FY88		Previous FY87		Current FY87		Previous FY86		Current FY86		Previous FY85		Current FY85		Previous FY84		Current FY84		Previous FY83		Current FY83		Previous FY82		Current FY82		Previous FY81		Current FY81		Previous FY80		Current FY80		Previous FY79		Current FY79		Previous FY78		Current FY78		Previous FY77		Current FY77		Previous FY76		Current FY76		Previous FY75		Current FY75		Previous FY74		Current FY74		Previous FY73		Current FY73		Previous FY72		Current FY72		Previous FY71		Current FY71		Previous FY70		Current FY70		Previous FY69		Current FY69		Previous FY68		Current FY68		Previous FY67		Current FY67		Previous FY66		Current FY66		Previous FY65		Current FY65		Previous FY64		Current FY64		Previous FY63		Current FY63		Previous FY62		Current FY62		Previous FY61		Current FY61		Previous FY60		Current FY60		Previous FY59		Current FY59		Previous FY58		Current FY58		Previous FY57		Current FY57		Previous FY56		Current FY56		Previous FY55		Current FY55		Previous FY54		Current FY54		Previous FY53		Current FY53		Previous FY52		Current FY52		Previous FY51		Current FY51		Previous FY50		Current FY50		Previous FY49		Current FY49		Previous FY48		Current FY48		Previous FY47		Current FY47		Previous FY46		Current FY46		Previous FY45		Current FY45		Previous FY44		Current FY44		Previous FY43		Current FY43		Previous FY42		Current FY42		Previous FY41		Current FY41		Previous FY40		Current FY40		Previous FY39		Current FY39		Previous FY38		Current FY38		Previous FY37		Current FY37		Previous FY36		Current FY36		Previous FY35		Current FY35		Previous FY34		Current FY34		Previous FY33		Current FY33		Previous FY32		Current FY32		Previous FY31		Current FY31		Previous FY30		Current FY30		Previous FY29		Current FY29		Previous FY28		Current FY28		Previous FY27		Current FY27		Previous FY26		Current FY26		Previous FY25		Current FY25		Previous FY24		Current FY24		Previous FY23		Current FY23		Previous FY22		Current FY22		Previous FY21		Current FY21		Previous FY20		Current FY20		Previous FY19		Current FY19		Previous FY18		Current FY18		Previous FY17		Current FY17		Previous FY16		Current FY16		Previous FY15		Current FY15		Previous FY14		Current FY14		Previous FY13		Current FY13		Previous FY12		Current FY12		Previous FY11		Current FY11		Previous FY10		Current FY10		Previous FY09		Current FY09		Previous FY08		Current FY08		Previous FY07		Current FY07		Previous FY06		Current FY06		Previous FY05		Current FY05		Previous FY04		Current FY04		Previous FY03		Current FY03		Previous FY02		Current FY02		Previous FY01		Current FY01		Previous FY00		Current FY00		Previous FY99		Current FY99		Previous FY98		Current FY98		Previous FY97		Current FY97		Previous FY96		Current FY96		Previous FY95		Current FY95		Previous FY94		Current FY94		Previous FY93		Current FY93		Previous FY92		Current FY92		Previous FY91		Current FY91		Previous FY90		Current FY90		Previous FY89		Current FY89		Previous FY88		Current FY88		Previous FY87		Current FY87		Previous FY86		Current FY86		Previous FY85		Current FY85		Previous FY84		Current FY84		Previous FY83		Current FY83		Previous FY82		Current FY82		Previous FY81		Current FY81		Previous FY80		Current FY80		Previous FY79		Current FY79		Previous FY78		Current FY78		Previous FY77		Current FY77		Previous FY76		Current FY76		Previous FY75		Current FY75		Previous FY74		Current FY74		Previous FY73		Current FY73		Previous FY72		Current FY72		Previous FY71		Current FY71		Previous FY70		Current FY70		Previous FY69		Current FY69		Previous FY68		Current FY68		Previous FY67		Current FY67		Previous FY66		Current FY66		Previous FY65		Current FY65		Previous FY64		Current FY64		Previous FY63		Current FY63		Previous FY62		Current FY62		Previous FY61		Current FY61		Previous FY60		Current FY60		Previous FY59		Current FY59		Previous FY58		Current FY58		Previous FY57		Current FY57		Previous FY56		Current FY56		Previous FY55		Current FY55		Previous FY54		Current FY54		Previous FY53		Current FY53		Previous FY52		Current FY52		Previous FY51		Current FY51		Previous FY50		Current FY50		Previous FY49		Current FY49		Previous FY48		Current FY48		Previous FY47		Current FY47		Previous FY46		Current FY46		Previous FY45		Current FY45		Previous FY44		Current FY44		Previous FY43		Current FY43		Previous FY42		Current FY42		Previous FY41		Current FY41		Previous FY40		Current FY40		Previous FY39		Current FY39		Previous FY38		Current FY38		Previous FY37		Current FY37		Previous FY36		Current FY36		Previous FY35		Current FY35		Previous FY34		Current FY34		Previous FY33		Current FY33		Previous FY32		Current FY32		Previous FY31		Current FY31		Previous FY30		Current FY30		Previous FY29		Current FY29		Previous FY28		Current FY28		Previous FY27		Current FY27		Previous FY26		Current FY26		Previous FY25		Current FY25		Previous FY24		Current FY24		Previous FY23		Current FY23		Previous FY22		Current FY22		Previous FY21		Current FY21		Previous FY20		Current FY20		Previous FY19		Current FY19		Previous FY18		Current FY18		Previous FY17		Current FY17		Previous FY16		Current FY16		Previous FY15		Current FY15		Previous FY14		Current FY14		Previous FY13		Current FY13		Previous FY12		Current FY12		Previous FY11		Current FY11		Previous FY10		Current FY10		Previous FY09		Current FY09		Previous FY08		Current FY08		Previous FY07		Current FY07		Previous FY06		Current FY06		Previous FY05		Current FY05		Previous FY04		Current FY04		Previous FY03		Current FY03		Previous FY02		Current FY02		Previous FY01		Current FY01		Previous FY00		Current FY00		Previous FY99		Current FY99		Previous FY98		Current FY98		Previous FY97		Current FY97		Previous FY96		Current FY96		Previous FY95		Current FY95		Previous FY94		Current FY94		Previous FY93		Current FY93		Previous FY92		Current FY92		Previous FY91		Current FY91		Previous FY90		Current FY90		Previous FY89		Current FY89		Previous FY88		Current FY88		Previous FY87		Current FY87		Previous FY86		Current FY86		Previous FY85		Current FY85		Previous FY84		Current FY84		Previous FY83		Current FY83		Previous FY82		Current FY82		Previous FY81		Current FY81		Previous FY80		Current FY80		Previous FY79		Current FY79		Previous FY78		Current FY78		Previous FY77		Current FY77		Previous FY76		Current FY76		Previous FY75		Current FY75		Previous FY74		Current FY74		Previous FY73		Current FY73		Previous FY72		Current FY72		Previous FY71		Current FY71		Previous FY70		Current FY70		Previous FY69		Current FY69		Previous FY68		Current FY68		Previous FY67		Current FY67		Previous FY66		Current FY66		Previous FY65		Current FY65		Previous FY64		Current FY64		Previous FY63		Current FY63		Previous FY62		Current FY62		Previous FY61		Current FY61		Previous FY60		Current FY60		Previous FY59		Current FY59		Previous FY58		Current FY58		Previous FY57		Current FY57		Previous FY56		Current FY56		Previous FY55		Current FY55		Previous FY54		Current FY54		Previous FY53		Current FY53		Previous FY52		Current FY52		Previous FY51		Current FY51		Previous FY50		Current FY50		Previous FY49		Current FY49		Previous FY48		Current FY48		Previous FY47		Current FY47		Previous FY46		Current FY46		Previous FY45		Current FY45		Previous FY44		Current FY44		Previous FY43		Current FY43		Previous FY42		Current FY42		Previous FY41		Current FY41		Previous FY40		Current FY40		Previous FY39		Current FY39		Previous FY38		Current FY38		Previous FY37		Current FY37		Previous FY36		Current FY36		Previous FY35		Current FY35		Previous FY34		Current FY34		Previous FY33		Current FY33		Previous FY32		Current FY32		Previous FY31		Current FY31		Previous FY30		Current FY30		Previous FY29		Current FY29		Previous FY28		Current FY28		Previous FY27		Current FY27		Previous FY26		Current FY26		Previous FY25		Current FY25		Previous FY24		Current FY24		Previous FY23		Current FY23		Previous FY22		Current FY22		Previous FY21		Current FY21		Previous FY20		Current FY20		Previous FY19		Current FY19		Previous FY18		Current FY18		Previous FY17		Current FY17		Previous FY16		Current FY16		Previous FY15		Current FY15		Previous FY14		Current FY14		Previous FY13		Current FY13		Previous FY12		Current FY12		Previous FY11		Current FY11		Previous FY10		Current FY10		Previous FY09		Current FY09		Previous FY08		Current FY08		Previous FY07		Current FY07		Previous FY06		Current FY06		Previous FY05		Current FY05		Previous FY04		Current FY04		Previous FY03		Current FY03		Previous FY02		Current FY02		Previous FY01		Current FY01		Previous FY00		Current FY00		Previous FY99		Current FY99		Previous FY98		Current FY98		Previous FY97		Current FY97		Previous FY96		Current FY96		Previous FY95		Current FY95		Previous FY94		Current FY94		Previous FY93		Current FY93		Previous FY92		Current FY92		Previous FY91		Current FY91		Previous FY90		Current FY90		Previous FY89		Current FY89		Previous FY88		Current FY88		Previous FY87		Current FY87		Previous FY86		Current FY86		Previous FY85		Current FY85		Previous FY84		Current FY84		Previous FY83		Current FY83		Previous FY82		Current FY82		Previous FY81		Current FY81		Previous FY80		Current FY80		Previous FY79		Current FY79		Previous FY78		Current FY78		Previous FY77		Current FY77		Previous FY76		Current FY76		Previous FY75		Current FY75		Previous FY74		Current FY74		Previous FY73		Current FY73		Previous FY72		Current FY72		Previous FY71		Current FY71		Previous FY70		Current FY70		Previous FY69		Current FY69		Previous FY68		Current FY68		Previous FY67		Current FY67		Previous FY66		Current FY66		Previous FY65		Current FY65		Previous FY64		Current FY64		Previous FY63		Current FY63		Previous FY62		Current FY62		Previous FY61		Current FY61		Previous FY60		Current FY60		Previous FY59		Current FY59		Previous FY58		Current FY58		Previous FY57		Current FY57		Previous FY56		Current FY56		Previous FY55		Current FY55		Previous FY54		Current FY54		Previous FY53		Current FY53		Previous FY52		Current FY52		Previous FY51		Current FY51		Previous FY50		Current FY50		Previous FY49		Current FY49		Previous FY48		Current FY48		Previous FY47		Current FY47		Previous FY46		Current FY46		Previous FY45		Current FY45		Previous FY44		Current FY44		Previous FY43		Current FY43		Previous FY42		Current FY42		Previous FY41		Current FY41		Previous FY40		Current FY40		Previous FY39		Current FY39		Previous FY38		Current FY38		Previous FY37		Current FY37		Previous FY36		Current FY36		Previous FY35		Current FY35		Previous FY34		Current FY34		Previous FY33		Current FY33		Previous FY32		Current FY32		Previous FY31		Current FY31		Previous FY30		Current FY30		Previous FY29		Current FY29		Previous FY28		Current FY28		Previous FY27		Current FY27		Previous FY26		Current FY26		Previous FY25		Current FY25		Previous FY24		Current FY24		Previous FY23		Current FY23		Previous FY22		Current FY22		Previous FY21		Current FY21		Previous FY20		Current FY20		Previous FY19		Current FY19		Previous FY18		Current FY18		Previous FY17		Current FY17		Previous FY16		Current FY16		Previous FY15		Current FY15		Previous FY14		Current FY14		Previous FY13		Current FY13		Previous FY12		Current FY12		Previous FY11		Current FY11		Previous FY10		Current FY10		Previous FY09		Current FY09		Previous FY08		Current FY08		Previous FY07		Current FY07		Previous FY06		Current FY06		Previous FY05		Current FY05		Previous FY04		Current FY04		Previous FY03		Current FY03		Previous FY02		Current FY02		Previous FY01		Current FY01		Previous FY00		Current FY00		Previous FY99		Current FY99		Previous FY98		Current FY98		Previous FY97		Current FY97		Previous FY96		Current FY96		Previous FY95		Current FY95		Previous FY94		Current FY94		Previous FY93		Current FY93		Previous FY92		Current FY92		Previous FY91		Current FY91		Previous FY90		Current FY90		Previous FY89		Current FY89		Previous FY88		Current FY88		Previous FY87		Current FY87		Previous FY86		Current FY86		Previous FY85		Current FY85		Previous FY84		Current FY84		Previous FY83		Current FY83		Previous FY82		Current FY82		Previous FY81		Current FY81		Previous FY80		Current FY80		Previous FY79		Current FY79		Previous FY78		Current FY78		Previous FY77		Current FY77		Previous FY76		Current FY76		Previous FY75		Current FY75		Previous FY74		Current FY74		Previous FY73		Current FY73		Previous FY72		Current FY72		Previous FY71		Current FY71		Previous FY70		Current FY70		Previous FY69		Current FY69		Previous FY68		Current FY68		Previous FY67		Current FY67		Previous FY66		Current FY66		Previous FY65		Current FY65		Previous FY64		Current FY64		Previous FY63		Current FY63		Previous FY62		Current FY62		Previous FY61		Current FY61		Previous FY60		Current FY60		Previous FY59		Current FY59		Previous FY58		Current FY58		Previous FY57		Current FY57		Previous FY56		Current FY56		Previous FY55		Current FY55		Previous FY54		Current FY54		Previous FY53		Current FY53		Previous FY52		Current FY52		Previous FY51		Current FY51		Previous FY50		Current FY50		Previous FY49		Current FY49		Previous FY48		Current FY48		Previous FY47		Current FY47		Previous FY46		Current FY46		Previous FY45		Current FY45		Previous FY44		Current FY44		Previous FY43		Current FY43		Previous FY42		Current FY42		Previous FY41		Current FY41		Previous FY40		Current FY40		Previous FY39		Current FY39		Previous FY38		Current FY38		Previous FY37		Current FY37		Previous FY36		Current FY36		Previous FY35		Current FY35		Previous FY34		Current FY34		Previous FY33		Current FY33		Previous FY32		Current FY32		Previous FY31		Current FY31		Previous FY30		Current FY30		Previous FY29		Current FY29		Previous FY28		Current FY28		Previous FY27		Current FY27		Previous FY26		Current FY26		Previous FY25		Current FY25		Previous FY24		Current FY24		Previous FY23		Current FY23		Previous FY22		Current FY22		Previous FY21		Current FY21		Previous FY20		Current FY20		Previous FY19		Current FY19		Previous FY18		Current FY18		Previous FY17		Current FY17		Previous FY16		Current FY16		Previous FY15		Current FY15		Previous FY14		Current FY14		Previous FY13		Current FY13		Previous FY12		Current FY12		Previous FY11		Current FY11		Previous FY10		Current FY10		Previous FY09		Current FY09		Previous FY08		Current FY08		Previous FY07		Current FY07		Previous FY06		Current FY06		Previous FY05		Current FY05		Previous FY04		Current FY04		Previous FY03		Current FY03	
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WJF 7-1

[illegible]

Tennessee Distribution System
Recalculation of Rate Base Items at Performance Allocation Factors
Twelve Months Ended May 31, 2014

[illegible]

WP 7-2

[illegible]

$\mathbb{N}^{1 \times 1} = \mathbb{N}$ [illegible]

**Tennessee Distribution System
Reconciliation of Rate Base Licenses at Proforma Allocation Factors
Twelve Months Ended September 30, 2016**

SEP 16

Line No.	Month	Division (01) - Tennessee	Status General Office	Division (01.2 - SVU) Customer	CKV	Division (02 - SQU) General	Chenoweth	A&M	ALON	FY15 FY16	Division (01) FY15	Division (01) FY16	Division (02) FY15	Division (02) FY16	CKV	Division (02) FY15	Division (02) FY16	Chenoweth	A&M	ALON	Total Tennessee
69																					
70																					
71	Sept 15																				
72	Oct 15																				
73	Nov 15																				
74	Dec 15																				
75	Jan 16																				
76	Feb 16																				
77	Mar 16																				
78	Apr 16																				
79	May 16																				
80	Jun 16																				
81	Jul 16																				
82	Aug 16																				
83	Sept 16																				
84	Oct 16																				
85	Nov 16																				
86	Dec 16																				
87	Jan 17																				
88	Feb 17																				
89	Mar 17																				
90	Apr 17																				
91	May 17																				
92	Jun 17																				
93	Jul 17																				
94	Aug 17																				
95	Sept 17																				
96	Oct 17																				
97	Nov 17																				
98	Dec 17																				
99	Jan 18																				
100	Feb 18																				
101	Mar 18																				
102	Apr 18																				
103	May 18																				
104	Jun 18																				
Average																					

Assigned Refund: \$1,000,000.00

[illegible]

202

[illegible]

Tennessee Distribution System
Pension Regulated Asset
Twelve Months Ended May 31, 2018

Line No					
1	Annual benchmark per Docket 12-00064	2,086,819			
2	Quarterly benchmark	521,705			
3					
4		Contribution	Benchmark	Difference	
5	Quarter ended 3/31/13	521,705	521,705	-	
6	Quarter ended 6/30/13	641,911	521,705	120,206	
7	Quarter ended 9/30/13	1,038,413	521,705	516,708	
8	Quarter ended 12/31/13	417,671	521,705	(104,034)	
9	Quarter ended 3/30/14	390,181	521,705	(131,524)	
10	Quarter ended 6/30/14	1,418,839	521,705	897,134	
11		\$ 4,428,719	\$ 3,130,229	\$ 1,298,490	
12					
13	Monthly Amortization				
14	2 years amortization			\$ 54,104	
15					
16		Amortization Expense	Regulated Asset Balance		
17	May-15	-	1,298,490		
18	Jun-15	54,104	1,244,386		
19	Jul-15	54,104	1,190,283		
20	Aug-15	54,104	1,136,179		
21	Sep-15	54,104	1,082,075		
22	Oct-15	54,104	1,027,971		
23	Nov-15	54,104	973,868		
24	Dec-15	54,104	919,764		
25	Jan-16	54,104	865,660		
26	Feb-16	54,104	811,556		
27	Mar-16	54,104	757,453		
28	Apr-16	54,104	703,349		
29	May-16	54,104	649,245		
30	Jun-16	54,104	595,141		
31	Jul-16	54,104	541,038		
32	Aug-16	54,104	486,934		
33	Sep-16	54,104	432,830		
34	Oct-16	54,104	378,726		
35	Nov-16	54,104	324,623		
36	Dec-16	54,104	270,519		
37	Jan-17	54,104	216,415		
38	Feb-17	54,104	162,311		
39	Mar-17	54,104	108,208		
40	Apr-17	54,104	54,104		
41	May-17	54,104	-		
42	Jun-17	-	-		
43	Jul-17	-	-		
44	Aug-17	-	-		
45	Sep-17	-	-		
46	Oct-17	-	-		
47	Nov-17	-	-		
48	Dec-17	-	-		
49	Jan-18	-	-		
50	Feb-18	-	-		
51	Mar-18	-	-		
52	Apr-18	-	-		
53	May-18	-	-		
42	Annual Amortization*	\$ -	\$ -	13 month average	

*This amount is included in Benefits actuals for Division 093

**Tennessee Distribution System
Accumulated Deferred Income Tax
Shared Services Division 002
Twelve Months Ended May 31, 2018**

Line No	Month	Total SSU 002	Non-regulated NOL [1]	Regulated Utility NOL	Other ADIT	SSU Utility ADIT
	(a)	(b)	(c)	(d)	(e)	(f)
1	Jun-14	205,011,038	(219,884,627)	405,828,177	19,067,488	424,895,665
2	Jul-14	208,298,312	(219,884,627)	405,828,177	22,354,762	428,182,939
3	Aug-14	224,949,437	(219,079,036)	405,022,586	39,005,887	444,028,473
4	Sep-14	267,982,820	(220,149,274)	444,334,650	43,797,444	488,132,094
5	Oct-14	276,895,783	(220,149,274)	444,334,650	52,710,407	497,045,057
6	Nov-14	284,975,299	(220,149,274)	444,334,650	60,789,923	505,124,573
7	Dec-14	321,070,352	(222,598,277)	469,818,580	73,850,049	543,668,629
8	Jan-15	353,945,345	(222,598,277)	469,818,580	106,725,042	576,543,622
9	Feb-15	333,570,147	(222,598,277)	469,818,580	86,349,844	556,168,424
10	Mar-15	290,103,994	(227,206,094)	425,654,746	91,655,342	517,310,088
11	Apr-15	281,416,540	(227,206,094)	425,654,746	82,967,888	508,622,634
12	May-15	276,100,280	(227,206,094)	425,654,746	77,651,628	503,306,374
13	Jun-15	252,513,161	(230,175,901)	407,851,903	74,837,159	482,689,062
14	Jul-15	264,175,149	(230,175,901)	407,851,903	86,499,147	494,351,050
15	Aug-15	266,520,916	(230,175,901)	407,851,903	88,844,914	496,696,817
16	Sep-15	372,778,731	(232,097,127)	530,457,730	74,418,128	604,875,858
17	Oct-15	371,209,940	(232,097,127)	530,457,730	72,849,337	603,307,067
18	Nov-15	372,796,985	(232,097,127)	530,457,730	74,436,382	604,894,112
19	Dec-15	391,604,960	(231,927,975)	554,535,985	68,996,950	623,532,935
20	Jan-16	412,507,116	(231,927,975)	554,535,985	89,899,106	644,435,091
21	Feb-16	427,217,972	(231,927,975)	554,535,985	104,609,962	659,145,947
22	Mar-16	418,072,350	(221,557,479)	541,564,884	98,064,945	639,629,829
23	Apr-16	415,700,475	(221,557,479)	542,923,119	94,334,835	637,257,954
24	May-16	419,800,223	(221,557,479)	542,923,119	98,434,583	641,357,702
25	Jun-16	461,899,931	(226,370,626)	570,484,105	117,786,452	688,270,557
26	Jul-16	470,449,370	(226,370,626)	570,484,105	126,335,891	696,819,996
27	Aug-16	475,105,108	(226,370,626)	570,484,105	130,991,629	701,475,734
28	Sep-16	632,296,868	(231,681,555)	725,716,695	138,261,728	863,978,423
29	Oct-16	614,493,197	(231,681,555)	725,716,695	120,458,057	846,174,752
30	Nov-16	585,395,823	(231,681,555)	725,716,695	91,360,683	817,077,378
31	Dec-16	605,920,449	(239,479,660)	761,090,475	84,309,634	845,400,109
32	Jan-17	603,593,470	(239,479,660)	761,090,475	81,982,655	843,073,130
33	Feb-17	601,980,215	(239,479,660)	761,090,475	80,369,400	841,459,875
34	Mar-17	552,104,926	(253,090,639)	725,798,687	79,396,878	805,195,565
35	Apr-17	560,034,799	(253,090,639)	725,798,687	87,326,751	813,125,438
36	May-17	566,047,163	(253,090,639)	725,798,687	93,339,115	819,157,802
37	Jun-17	563,932,097	(268,998,356)	745,188,374	87,742,080	832,930,453
38	Jul-17	563,184,563	(268,998,356)	745,188,374	86,994,545	832,182,919
39	Aug-17	570,782,742	(268,998,356)	745,188,374	94,592,724	839,781,098
40	Sep-17	621,073,570	(249,417,047)	782,273,564	88,217,053	870,490,617
41	Oct-17	618,588,704	(249,417,047)	782,273,564	85,732,187	868,005,751
42	Nov-17	618,287,061	(249,417,047)	782,273,564	85,430,544	867,704,108
43	Dec-17	381,635,843	(149,660,042)	480,066,663	51,229,222	531,295,885
44	Jan-18	374,502,493	(149,660,042)	480,066,663	44,095,872	524,162,535
45	Feb-18	371,914,729	(149,660,042)	480,066,663	41,508,108	521,574,771
46	Mar-18	310,582,063	(150,685,633)	425,350,912	35,916,784	461,267,696
47	Apr-18	306,202,776	(150,685,633)	425,350,912	31,537,497	456,888,409
48	May-18	307,437,229	(150,685,633)	425,350,912	32,771,950	458,122,862

[1] FD - NOL Credit Carryforward - Non Reg.

Atmos Energy Corporation-Tennessee
Cash Working Capital Lead/Lag Analysis
For Forward Looking Attrition Year Twelve Months Ended May 31, 2018

Line No.		Base Period	Attrition Year
1	Revenue Lag	37.50	37.50
2			
3	Expense Lag	34.02	34.79
4			
5	Net Lag	3.48	2.71
6			
7	Daily Cost of Service	299,101	402,047
8			
9	Cash Working Capital	955,030	1,089,396

Atmos Energy Corporation-Tennessee
Cash Working Capital Lead/Lag Analysis
For Forward Looking Attrition Year Twelve Months Ended May 31, 2018

Line No	Description (a)	Attrition Year Expenses (b)	Expense Lag (c)	CWC Requirement (b) x (c) (d)
1	Gas Supply Expense			
2	Purchased Gas	73,565,057	39.33	2,893,313,708
3				
4	Operation and Maintenance Expense			
5	O&M, Labor	7,780,145	14.07	109,466,638
6	O&M, Non-Labor	12,931,858	29.44	380,713,903
7	Total O&M Expense	20,712,003		490,180,542
8				
9				
10	Taxes Other Than Income			
11	Ad Valorem	4,734,226	241.50	1,143,315,485
12	State Gross Receipts Tax	881,921	(151.50)	(133,611,066)
13	Payroll Taxes	219,870	15.41	3,388,130
14	Franchise Tax	788,497	37.50	29,568,651
15	TRA Inspection Fee	494,731	272.50	134,814,271
16	DOT	32,083	59.00	1,892,915
17				
18	Allocated Taxes-Shared Services			
19	Ad Valorem	31% 101,655	241.50	24,549,571
20	Payroll Taxes	69% 228,262	15.41	3,517,446
21				
22	Allocated Taxes-Business Unit			
23	Ad Valorem	-3060% (157,078)	241.50	(37,934,328)
24	Payroll Taxes	3160% 162,211	15.41	2,499,619
25	Total Taxes Other Than Income	7,486,379		1,172,000,694
26				
27	Federal Income Tax	7,155,341		
28	Current Taxes	-	37.50	-
29	Deferred Taxes	7,155,341	-	-
30				
31	State Excise Tax	1,700,035		
32	Current Taxes	-	37.50	-
33	Deferred Taxes	1,700,035	-	-
34				
35	Depreciation	12,652,532	-	-
36				
37	Interest on Customer Deposits	52,781	182.50	9,632,503
38				
39	Interest Expense - LTD	6,001,417	91.25	547,629,314
40				
41	Interest Expense - STD	274,176	24.05	6,593,578
42				
43	Return on Equity	17,549,647	-	-
44				
45				
46	TOTAL	147,149,368	34.79	5,119,350,338
47				
48	Daily Cost of Service	402,047		
49				
50				

Atmos Energy Corporation-Tennessee
Cash Working Capital Lead/Lag Analysis
For Historic Base Period September 30, 2016

Line No	Description	Historic Base Period	Expense Lag	CWC Requirement (b) x (c)
	(a)	(b)	(c)	(d)
1	Gas Supply Expense			
2	Purchased Gas	40,904,923	39.33	1,608,790,612
3				
4	Operation and Maintenance Expense			
5	O&M, Labor	7,789,527	14.07	109,598,638
6	O&M, Non-Labor	13,794,549	29.44	406,111,511
7	Total O&M Expense	21,584,075		515,710,149
8				
9				
10	Taxes Other Than Income			
11	Ad Valorem	4,303,248	241.50	1,039,234,392
12	State Gross Receipts Tax	1,482,520	(151.50)	(224,601,780)
13	Payroll Taxes	269,272	15.41	4,149,389
14	Franchise Tax	722,000	37.50	27,075,002
15	TRA Inspection Fee	611,854	272.50	166,730,090
16	DOT	20,299	59.00	1,197,639
17				
18	Allocated Taxes-Shared Services			
19	Ad Valorem	0%	241.50	-
20	Payroll Taxes	100%	15.41	5,246,153
21				
22	Allocated Taxes-Business Unit			
23	Ad Valorem	36%	241.50	9,396,624
24	Payroll Taxes	64%	15.41	1,046,343
25	Total Taxes Other Than Income	7,856,449		1,029,473,851
26				
27	Federal Income Tax	6,169,974		
28	Current Taxes	-	37.50	-
29	Deferred Taxes	6,169,974	-	-
30				
31	State Excise Tax	1,225,511		
32	Current Taxes	-	37.50	-
33	Deferred Taxes	1,225,511	-	-
34				
35	Depreciation	11,541,971	-	-
36				
37	Interest on Customer Deposits	155,049	182.50	28,296,371
38				
39	Interest Expense - LTD	5,753,110	91.25	524,971,297
40				
41	Interest Expense - STD	286,354	24.05	6,886,430
42				
43	Return on Equity	13,694,294	-	-
44				
45				
46	TOTAL	109,171,709	34.02	3,714,128,710
47				
48	Daily Cost of Service	299,101		
49				
50				

Tennessee Distribution System
 Amortization Schedule of Capitalized Incentive Compensation Adjustment
 For Attrition Year Twelve Months Ended May 31, 2018

Line No.	Description	Amounts	Amounts
		(b)	(c)
2	Forward Looking Test Year	Rate Base	Depreciation Expense
	Docket No. 16-00000, 2016 TN ARM Reconciliation Filing Amortization Schedule of Capitalized Incentive Compensation Adjustments, TUE 3-31-18	\$ 646,347	\$ 22,939
3	Docket No. 16-00001, 2017 TN ARM Reconciliation Filing Amortization Schedule of Capitalized Incentive Compensation Adjustments, TUE 3-31-17	1,454,338	89,847
4	Docket No. 16-00002, 2016 TN ARM Reconciliation Filing Amortization Schedule of Capitalized Incentive Compensation Adjustments, TUE 3-31-16	1,162,062	29,286
5	Total	\$ 3,401,987	\$ 142,382
6	Historic Usage Period		
10	Docket No. 16-00002, 2016 TN ARM Reconciliation Filing Amortization Schedule of Capitalized Incentive Compensation Adjustments, TUE 3-31-16	\$ 1,142,062	\$ 29,286
11	Docket No. 17-00001, 2017 TN ARM Reconciliation Filing Amortization Schedule of Capitalized Incentive Compensation Adjustments, TUE 3-31-17	1,333,538	29,847
12	Total	\$ 2,475,600	\$ 59,133
13			
14			

Tennessee Distribution System
Rate Base & Return Forecast vs. Actuals
Twelve Months Ended May 31, 2018
Thirteen Month Average

Line No.	Description (a)	Attrition Year Forecast (b)	Variance (c)	Attrition Year Actuals (d)	Reference (e)
1	Original Cost of Plant	\$ 553,915,203	\$ (7,310,173)	\$ 546,605,030	Wp 7-1 Wp7-2
2					
3	Accumulated Depreciation and Amortization	\$ (202,597,056)	\$ (2,028,486)	\$ (204,625,542)	Wp 7-1 Wp7-2
4					
5	Construction Work in Progress per Books	\$ 6,897,700	\$ 11,732,191	\$ 18,629,890	Wp 7-1 Wp7-2
6					
7	Storage Gas Investment	\$ 5,943,713	\$ (1,387,758)	\$ 4,555,955	Wp 7-1 Wp7-2
8					
9	Cash Working Capital	\$ 1,545,831	\$ (456,435)	\$ 1,089,396	Wp 7-5
10					
11	Material & Supplies	\$ 31,873	\$ (369)	\$ 31,504	Wp 7-1 Wp7-2
12					
13	Regulatory Assets/Liabilities	\$ -	\$ (13,528,323)	\$ (13,528,323)	Wp 7-3; Wp 7-10
14					
15	Accumulated Deferred Income Tax	\$ (60,285,092)	\$ 11,770,502	\$ (48,514,590)	Wp 7-1
16					
17	Customer Advances for Construction	\$ (76,428)	\$ 56,432	\$ (19,995)	Wp 7-1 Wp7-2
18					
19	Customer Deposits	\$ (4,720,013)	\$ 3,095,987	\$ (1,624,026)	Wp 7-1 Wp7-2
20					
21	Accumulated Interest on Customer Deposits	\$ (89,264)	\$ 37,215	\$ (52,049)	Wp 7-1 Wp7-2
22					
23	Unadjusted Rate Base	\$ 300,566,468	\$ 1,980,782	\$ 302,547,250	
24					
25	Adjustments	(2,927,113)	(474,874)	(3,401,987)	
26					
27	Net Elimination of Intercompany Leased Property	\$ 5,313,186	\$ 182,015	\$ 5,495,201	Wp 7-1 Wp7-2
28					
29	Total Rate Base	<u>\$ 302,952,541</u>	<u>\$ 1,687,923</u>	<u>\$ 304,640,464</u>	
30					
31	Return at Overall Cost of Capital on Rate Base	<u>\$ 22,691,145</u>	<u>\$ 1,009,883</u>	<u>\$ 23,701,028</u>	
32					
33					
34					
35					

7. Company Auditor's Report
 Independent Auditor's Report
 Date: 10/10/2023

1. Financial Statement

2. Balance Sheet

3. Income Statement

4. Cash Flow Statement

5. Statement of Changes in Equity

6. Statement of Financial Position

7. Statement of Financial Performance

8. Statement of Financial Position

9. Statement of Financial Performance

10. Statement of Financial Position

11. Statement of Financial Performance

12. Statement of Financial Position

13. Statement of Financial Performance

14. Statement of Financial Position

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32. Statement of Financial Position

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34. Statement of Financial Position

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36. Statement of Financial Position

37. Statement of Financial Performance

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39. Statement of Financial Performance

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60. Statement of Financial Position

61. Statement of Financial Performance

62. Statement of Financial Position

63. Statement of Financial Performance

64. Statement of Financial Position

65. Statement of Financial Performance

SETTLEMENT AGREEMENT

SCHEDULE 8

Schedule 8

Tennessee Distribution System
Computation of State Excise & Income Taxes
Twelve Months Ended May 31, 2018

Line No.	Description	Tax Rate	Base Period ⁽¹⁾	Attrition Year ⁽²⁾	Change
	(a)	(b)	(c)	(d)	
2					
3	Required Return		\$ 19,498,097	\$ 23,701,028	\$ 4,202,931
1	Current Return		\$ 17,548,681	\$ 26,017,243	\$ 8,468,562
4					
5	Pre-Tax Deficiency from Current Return		1,949,416	(2,316,215)	(4,265,631)
6	Tax Expansion Factor		1.6365	1.5067	
7	After-Tax Deficiency from Current Return		3,190,220	(3,489,842)	(6,680,061)
8					
9	Tax Liability Increase / Decrease (Ln 7 - Ln 3)		1,240,803	(1,173,626)	(2,414,430)
10	Current Tax Liability		\$ 7,395,485	\$ 10,029,002	\$ 2,633,517
11					
12	Income Tax Liability		\$ 8,636,288	\$ 8,855,376	\$ 219,087
13					
14	Less: ITC Amortization		-	-	-
15					
16	Total Income Tax Liability		8,636,288	8,855,376	219,087
17					
18	Note:				
19	1. Twelve months ended September 30, 2016				
20	2. Twelve months ended May 31, 2018				

**Tennessee Distribution System
Amortization of UCG Deferred Utility ITC
Twelve Months Ended May 31, 2018**

Line No.	Description	Amortization	Allocation Factor [1]	Tennessee Allocation
	(a)	(b)	(c)	(d)
1	Fiscal year ended September 30, 2011	50,990		
2	Fiscal year ended September 30, 2012	12,229		
3	Fiscal year ended September 30, 2013	5,820		
4	Fiscal year ended September 30, 2014	-		
5				
6	Base Period ended June 30, 2014	1,455	0%	-
7				
8	Attrition Year ended May 31, 2016	-	0%	-
9				
10	[1] Division 091 - Mid-States General Office allocation factor excluding Kentucky			

**Tennessee Distribution System
Revenue Conversion Factor
Twelve Months Ended May 31, 2018**

<u>Line No.</u>		Attrition Year	
		<u>Amount</u>	<u>Balance</u>
1	Operating Revenues		1.000000
2			
3	Add: Forfeited Discounts	0.005167	<u>0.005167</u>
4			
5	Balance		1.005167
6			
7	Uncollectible Ratio	0.001731	<u>0.001739</u>
8			
9	Balance		1.003427
10			
11	State Excise Tax	0.065000	<u>0.065223</u>
12			
13	Balance		0.938205
14			
15	Federal Income Tax	0.292600	<u>0.274519</u>
16			
17	Balance		0.663686
18			
19	Revenue Conversion Factor (Line 1/Line 9)		1.506700

SETTLEMENT AGREEMENT

SCHEDULE 9

Schedule 9

Tennessee Distribution System
Overall Cost of Capital
Twelve Months Ended May 31, 2018

Line No.	Description	Percent	Cost Rate	Overall Cost of Capital
	(a)	(b)	(c)	(d)
1	Long Term Debt Capital	37.78%	5.21%	1.97%
2	Short Term Debt	3.86%	2.27%	0.09%
3	Equity Capital	<u>58.35%</u>	<u>9.80%</u>	<u>5.72%</u>
4				
5	Total Capital	<u><u>100.0%</u></u>		<u><u>7.78%</u></u>

Tennessee Distribution System
Cost of Capital
Twelve Months Ended May 31, 2018

Line No.	Description	<u>May 31, 2017</u>	
		\$	%
	(a)	(b)	(c)
1	LT Debt	\$ 3,068,173,680	37.78%
2	ST Debt	313,822,226	3.86%
3	Equity	<u>4,738,600,109</u>	<u>58.35%</u>
4			
5	Total Capital	<u>\$ 8,120,596,015</u>	<u>100.00%</u>

Tennessee Distribution System
Cost of Capital- Short Term Debt Rate
Twelve Months Ended May 31, 2018

Atmos Consolidated Balances				12 Month Avg	12 Month Avg	Interest on CP or Interest on	Commitment	Bank Fees on
				Atmos Consolidated - calc of STD rate		Draws on Credit Facility	Fees on Credit	AEC Credit Facility
Line		Long-Term	Short-Term					
No.	Date	Debt	Debt	Equity	STD	STD		
	(a)	(b)	(c)	(d)	Avg Daily Bal	Int Exp & fees		With RBS
					(e)	(f)		30121
							Detail of Colm (f) Consolidated Int Exp & Fees	
							Int Exp	Utility
								Bank Admin
1	May-17	2,564,900,664	629,857,850	3,864,281,638				
2	Jun-17	3,066,734,196	258,573,383	3,901,710,103	424,284,267	625,683		
3	Jul-17	3,066,772,609	252,202,530	3,923,183,120	231,767,129	474,145	400,813	97,301
4	Aug-17	3,066,904,471	362,721,572	3,876,930,951	277,363,548	524,041	127,568	97,301
5	Sep-17	3,067,045,495	447,745,269	3,898,665,243	382,200,000	619,875	131,821	97,301
6	Oct-17	3,067,186,078	572,550,585	3,933,727,046	492,516,129	759,849	294,919	97,301
7	Nov-17	3,067,327,541	657,589,374	3,925,107,994	636,332,033	899,734	395,006	97,301
8	Dec-17	3,067,468,564	336,816,271	4,563,619,781	384,445,161	677,636	530,727	97,301
9	Jan-18	3,067,609,587	268,675,525	4,666,561,070	261,155,645	563,862	674,884	97,301
10	Feb-18	3,067,750,610	215,748,079	4,695,448,924	208,922,143	471,328	131,821	97,301
11	Mar-18	3,067,891,633	129,601,816	4,721,346,388	133,250,645	427,969	119,064	100,820
12	Apr-18	3,068,032,657	109,795,722	4,768,024,508	70,122,333	351,221	195,328	115,483
13	May-18	3,068,173,680	143,846,586	4,738,600,109	99,967,742	415,026	108,170	115,483
14						6,810,388	167,723	
15							131,821	
16	Average	3,028,753,676	313,822,226	4,267,477,452	300,193,898	2.27%	4,050,809.95	1,207,496.86

Table 1. Parameters of the model. The values are given in the units of the SI system.

No.	Description	Value	Units	No.	Description	Value	Units	No.	Description	Value	Units	No.	Description	Value	Units
1	Initial temperature of the gas	1000	K	11	Initial temperature of the dust	100	K	21	Initial temperature of the gas	1000	K	31	Initial temperature of the dust	100	K
2	Initial density of the gas	10 ⁻¹⁰	cm ⁻³	12	Initial density of the dust	10 ⁻¹¹	cm ⁻³	22	Initial density of the gas	10 ⁻¹⁰	cm ⁻³	32	Initial density of the dust	10 ⁻¹¹	cm ⁻³
3	Initial magnetic field strength	10 ⁻⁵	G	13	Initial magnetic field strength	10 ⁻⁵	G	23	Initial magnetic field strength	10 ⁻⁵	G	33	Initial magnetic field strength	10 ⁻⁵	G
4	Initial ionization fraction	10 ⁻¹⁰		14	Initial ionization fraction	10 ⁻¹⁰		24	Initial ionization fraction	10 ⁻¹⁰		34	Initial ionization fraction	10 ⁻¹⁰	
5	Initial ionization fraction	10 ⁻¹⁰		15	Initial ionization fraction	10 ⁻¹⁰		25	Initial ionization fraction	10 ⁻¹⁰		35	Initial ionization fraction	10 ⁻¹⁰	
6	Initial ionization fraction	10 ⁻¹⁰		16	Initial ionization fraction	10 ⁻¹⁰		26	Initial ionization fraction	10 ⁻¹⁰		36	Initial ionization fraction	10 ⁻¹⁰	
7	Initial ionization fraction	10 ⁻¹⁰		17	Initial ionization fraction	10 ⁻¹⁰		27	Initial ionization fraction	10 ⁻¹⁰		37	Initial ionization fraction	10 ⁻¹⁰	
8	Initial ionization fraction	10 ⁻¹⁰		18	Initial ionization fraction	10 ⁻¹⁰		28	Initial ionization fraction	10 ⁻¹⁰		38	Initial ionization fraction	10 ⁻¹⁰	
9	Initial ionization fraction	10 ⁻¹⁰		19	Initial ionization fraction	10 ⁻¹⁰		29	Initial ionization fraction	10 ⁻¹⁰		39	Initial ionization fraction	10 ⁻¹⁰	
10	Initial ionization fraction	10 ⁻¹⁰		20	Initial ionization fraction	10 ⁻¹⁰		30	Initial ionization fraction	10 ⁻¹⁰		40	Initial ionization fraction	10 ⁻¹⁰	
11	Initial temperature of the gas	1000	K	21	Initial temperature of the gas	1000	K	31	Initial temperature of the gas	1000	K	41	Initial temperature of the gas	1000	K
12	Initial density of the gas	10 ⁻¹⁰	cm ⁻³	22	Initial density of the gas	10 ⁻¹⁰	cm ⁻³	32	Initial density of the gas	10 ⁻¹⁰	cm ⁻³	42	Initial density of the gas	10 ⁻¹⁰	cm ⁻³
13	Initial magnetic field strength	10 ⁻⁵	G	23	Initial magnetic field strength	10 ⁻⁵	G	33	Initial magnetic field strength	10 ⁻⁵	G	43	Initial magnetic field strength	10 ⁻⁵	G
14	Initial ionization fraction	10 ⁻¹⁰		24	Initial ionization fraction	10 ⁻¹⁰		34	Initial ionization fraction	10 ⁻¹⁰		44	Initial ionization fraction	10 ⁻¹⁰	
15	Initial ionization fraction	10 ⁻¹⁰		25	Initial ionization fraction	10 ⁻¹⁰		35	Initial ionization fraction	10 ⁻¹⁰		45	Initial ionization fraction	10 ⁻¹⁰	
16	Initial ionization fraction	10 ⁻¹⁰		26	Initial ionization fraction	10 ⁻¹⁰		36	Initial ionization fraction	10 ⁻¹⁰		46	Initial ionization fraction	10 ⁻¹⁰	
17	Initial ionization fraction	10 ⁻¹⁰		27	Initial ionization fraction	10 ⁻¹⁰		37	Initial ionization fraction	10 ⁻¹⁰		47	Initial ionization fraction	10 ⁻¹⁰	
18	Initial ionization fraction	10 ⁻¹⁰		28	Initial ionization fraction	10 ⁻¹⁰		38	Initial ionization fraction	10 ⁻¹⁰		48	Initial ionization fraction	10 ⁻¹⁰	
19	Initial ionization fraction	10 ⁻¹⁰		29	Initial ionization fraction	10 ⁻¹⁰		39	Initial ionization fraction	10 ⁻¹⁰		49	Initial ionization fraction	10 ⁻¹⁰	
20	Initial ionization fraction	10 ⁻¹⁰		30	Initial ionization fraction	10 ⁻¹⁰		40	Initial ionization fraction	10 ⁻¹⁰		50	Initial ionization fraction	10 ⁻¹⁰	

[illegible]

Line No.	Description	Reference	Historic Base Period (1)	Change	Attrition Year (2)	Ratemaking Adjustments	Current Rate of Return
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	Total Revenues	Sch. 2	\$ 106,935,939	\$ 48,067,470	\$ 155,003,409	\$ (4,612,293)	\$ 150,391,116
2							
3	Gas Cost	Sch. 3	40,904,923	32,660,135	73,565,057	-	73,565,057
4							
5	Operation & Maintenance Expense	Sch. 4	21,584,075	(872,072)	20,712,003	-	20,712,003
6							
7	Taxes Other Than Income Taxes	Sch. 5	7,856,449	(370,070)	7,486,379	-	7,486,379
8							
9	Depreciation & Amortization Expense	Sch. 6	11,541,971	1,193,143	12,735,114	(82,582)	12,652,532
10							
11	Federal Income and State Excise Tax	Wp 10-1	7,395,485	4,181,791	11,577,276	(1,548,274)	10,029,002
12							
13	Interest on Customer Deposits	Wp 1-1	155,049	(76,185)	78,864	-	78,864
14							
15	AFUDC Interest credit	Wp 1-2	(50,693)	(99,271)	(149,964)	-	(149,964)
16							
17	Return on Rate Base		\$ 17,548,681	\$ 11,449,999	\$ 28,998,680	\$ (2,981,437)	\$ 26,017,243
18							
19	Total Rate Base	Sch. 7	\$ 258,370,306	\$ 44,176,944	\$ 302,547,250	\$ 2,093,214	\$ 304,640,464
20							
21	Rate of Return on Rate Base		6.79%		9.58%		8.54%
22							
23	Interest Expense	Sch. 8	6,039,464	193,009	6,232,473	43,120	6,275,594
24							
25							
26	Return on Equity		\$ 11,509,217		\$ 22,766,207		\$ 19,741,650
27							
28	Rate of Return on Equity		8.38%		12.90%		11.11%
29							
30	Note:						
31	1. Twelve months ended June 30, 2016						
32	2. Twelve months ended May 31, 2018						

SETTLEMENT AGREEMENT

SCHEDULE 10

Tennessee Distribution System
Computation of State Excise and Federal Income Taxes for Sch 10
Twelve Months Ended May 31, 2018

Line	Description	Tax Rate	Historic Base Period (1)	Attrition Period Amount (2)	Adjusted Amount
	(a)	(b)	(c)	(d)	(e)
1	Net Operating Income Before Income Tax		\$ 24,893,472	\$ 40,425,992	\$ 35,896,281
2					
3	Interest Deduction		6,039,464	6,232,473	6,275,594
4					
5	Equity Portion of Return		\$ 18,854,008	\$ 34,193,519	\$ 29,620,687
6					
7	Application of Tax Rate to Equity Return - Tennessee	6.5%	1,225,511	2,222,579	1,925,345
8					
9	Application of Tax Rate to Equity Return - Federal	29%	6,169,974	9,354,697	8,103,657
10					
11	Income Tax Expense		\$ 7,395,485	\$ 11,577,276	\$ 10,029,002
12					
13	Less: ITC Amortization		-	-	-
14					
15	Total Income Tax Liability		\$ 7,395,485	\$ 11,577,276	\$ 10,029,002
16					
17	Note:				
18	1. Twelve months ended June 30, 2016				
19	2. Twelve months ended May 31, 2018				

SETTLEMENT AGREEMENT

SCHEDULE 11

Journal of Management Studies 35(1) 2002

[illegible]

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Tennessee Distribution System
Proof of Revenues and Calculation of Rates
Rate Design
Historic Rate Period Ended September 30, 2016 and Forward Looking Test Year Ended May 31, 2018

Continued

Line	Description	Unit	Quantity	Unit Price	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate	Am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SETTLEMENT AGREEMENT

SCHEDULE 12

Settlement Agreement Schedule 12 (1 page)

Schedule 12-1

Tennessee Distribution System
 Cost of Service True - Up
 Twelve Months Ended May 31, 2018

Line No	Description	Attrition Year	Amount
	(a)	(b)	(c)
1	Schedule I Net Revenue Deficiency	5/31/2018	4,053,984
2			
3	<u>Cost of Service</u>		
4	Actual Cost of Service	5/31/2018	146,901,275
5			
6	<u>Revenue</u>		
7	Total Book Revenues	5/31/2018	155,003,409
8	Less: Prior True - Up revenues	5/31/2017	4,612,293
9	Total Attrition Year Revenues	5/31/2018	150,391,116
10			
11	True - Up	5/31/2018	(3,489,841)
12			
13	Cost of Capital	5/31/2018	(564,143)
14			
15	True - Up Incl. Cost of Capital	5/31/2018	(4,053,984)
16			
17	Deficiency Net of True - Up		0