

THIS FILING IS	
Item 1: <input checked="" type="checkbox"/> An Initial (Original) Submission	OR <input type="checkbox"/> Resubmission No. _____

Form 1 Approved  
OMB No.1902-0021  
(Expires 12/31/2019)

Form 1-F Approved  
OMB No.1902-0029  
(Expires 12/31/2019)

Form 3-Q Approved  
OMB No.1902-0205  
(Expires 12/31/2019)



# FERC FINANCIAL REPORT

## FERC FORM No. 1: Annual Report of Major Electric Utilities, Licensees and Others and Supplemental Form 3-Q: Quarterly Financial Report

These reports are mandatory under the Federal Power Act, Sections 3, 4(a), 304 and 309, and 18 CFR 141.1 and 141.400. Failure to report may result in criminal fines, civil penalties and other sanctions as provided by law. The Federal Energy Regulatory Commission does not consider these reports to be of confidential nature

<b>Exact Legal Name of Respondent (Company)</b> NorthWestern Corporation	<b>Year/Period of Report</b> End of <u>2019/Q1</u>
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**FERC FORM NO. 1/3-Q:  
REPORT OF MAJOR ELECTRIC UTILITIES, LICENSEES AND OTHER**

IDENTIFICATION		
01 Exact Legal Name of Respondent NorthWestern Corporation		02 Year/Period of Report End of <u>2019/Q1</u>
03 Previous Name and Date of Change (if name changed during year)  / /		
04 Address of Principal Office at End of Period (Street, City, State, Zip Code) 3010 West 69th Street, Sioux Falls, SD 57108		
05 Name of Contact Person Elaine A. Vesco		06 Title of Contact Person Assistant Controller
07 Address of Contact Person (Street, City, State, Zip Code) 11 East Park Street, Butte, MT 59701		
08 Telephone of Contact Person, Including Area Code (406) 497-2759	09 This Report Is (1) <input checked="" type="checkbox"/> An Original      (2) <input type="checkbox"/> A Resubmission	10 Date of Report (Mo, Da, Yr) 03/31/2019
QUARTERLY CORPORATE OFFICER CERTIFICATION		
The undersigned officer certifies that:  I have examined this report and to the best of my knowledge, information, and belief all statements of fact contained in this report are correct statements of the business affairs of the respondent and the financial statements, and other financial information contained in this report, conform in all material respects to the Uniform System of Accounts.		
01 Name Crystal D. Lail	03 Signature  Crystal D. Lail	04 Date Signed (Mo, Da, Yr) 05/02/2019
02 Title VP and Controller		
Title 18, U.S.C. 1001 makes it a crime for any person to knowingly and willingly to make to any Agency or Department of the United States any false, fictitious or fraudulent statements as to any matter within its jurisdiction.		

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of 2019/Q1
LIST OF SCHEDULES (Electric Utility)				
Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".				
Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)	
1	Important Changes During the Quarter	108-109		
2	Comparative Balance Sheet	110-113		
3	Statement of Income for the Quarter	114-117		
4	Statement of Retained Earnings for the Quarter	118-119		
5	Statement of Cash Flows	120-121		
6	Notes to Financial Statements	122-123		
7	Statement of Accum Comp Income, Comp Income, and Hedging Activities	122 (a)(b)		
8	Summary of Utility Plant & Accumulated Provisions for Dep, Amort & Dep	200-201		
9	Electric Plant In Service and Accum Provision For Depr by Function	208		
10	Transmission Service and Generation Interconnection Study Costs	231		
11	Other Regulatory Assets	232		
12	Other Regulatory Liabilities	278		
13	Elec Operating Revenues (Individual Schedule Lines 300-301)	300-301		
14	Regional Transmission Service Revenues (Account 457.1)	302	Not Applicable	
15	Electric Prod, Other Power Supply Exp, Trans and Distrib Exp	324a-324b		
16	Electric Customer Accts, Service, Sales, Admin and General Expenses	325		
17	Transmission of Electricity for Others	328-330		
18	Transmission of Electricity by ISO/RTOs	331	Not Applicable	
19	Transmission of Electricity by Others	332		
20	Deprec, Depl and Amort of Elec Plant (403,403.1,404,and 405) (except A	338		
21	Amounts Included in ISO/RTO Settlement Statements	397		
22	Monthly Peak Loads and Energy Output	399		
23	Monthly Transmission System Peak Load	400		
24	Monthly ISO/RTO Transmission System Peak Load	400a		

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**IMPORTANT CHANGES DURING THE QUARTER/YEAR**

Give particulars (details) concerning the matters indicated below. Make the statements explicit and precise, and number them in accordance with the inquiries. Each inquiry should be answered. Enter "none," "not applicable," or "NA" where applicable. If information which answers an inquiry is given elsewhere in the report, make a reference to the schedule in which it appears.

1. Changes in and important additions to franchise rights: Describe the actual consideration given therefore and state from whom the franchise rights were acquired. If acquired without the payment of consideration, state that fact.
2. Acquisition of ownership in other companies by reorganization, merger, or consolidation with other companies: Give names of companies involved, particulars concerning the transactions, name of the Commission authorizing the transaction, and reference to Commission authorization.
3. Purchase or sale of an operating unit or system: Give a brief description of the property, and of the transactions relating thereto, and reference to Commission authorization, if any was required. Give date journal entries called for by the Uniform System of Accounts were submitted to the Commission.
4. Important leaseholds (other than leaseholds for natural gas lands) that have been acquired or given, assigned or surrendered: Give effective dates, lengths of terms, names of parties, rents, and other condition. State name of Commission authorizing lease and give reference to such authorization.
5. Important extension or reduction of transmission or distribution system: State territory added or relinquished and date operations began or ceased and give reference to Commission authorization, if any was required. State also the approximate number of customers added or lost and approximate annual revenues of each class of service. Each natural gas company must also state major new continuing sources of gas made available to it from purchases, development, purchase contract or otherwise, giving location and approximate total gas volumes available, period of contracts, and other parties to any such arrangements, etc.
6. Obligations incurred as a result of issuance of securities or assumption of liabilities or guarantees including issuance of short-term debt and commercial paper having a maturity of one year or less. Give reference to FERC or State Commission authorization, as appropriate, and the amount of obligation or guarantee.
7. Changes in articles of incorporation or amendments to charter: Explain the nature and purpose of such changes or amendments.
8. State the estimated annual effect and nature of any important wage scale changes during the year.
9. State briefly the status of any materially important legal proceedings pending at the end of the year, and the results of any such proceedings culminated during the year.
10. Describe briefly any materially important transactions of the respondent not disclosed elsewhere in this report in which an officer, director, security holder reported on Page 104 or 105 of the Annual Report Form No. 1, voting trustee, associated company or known associate of any of these persons was a party or in which any such person had a material interest.
11. (Reserved.)
12. If the important changes during the year relating to the respondent company appearing in the annual report to stockholders are applicable in every respect and furnish the data required by Instructions 1 to 11 above, such notes may be included on this page.
13. Describe fully any changes in officers, directors, major security holders and voting powers of the respondent that may have occurred during the reporting period.
14. In the event that the respondent participates in a cash management program(s) and its proprietary capital ratio is less than 30 percent please describe the significant events or transactions causing the proprietary capital ratio to be less than 30 percent, and the extent to which the respondent has amounts loaned or money advanced to its parent, subsidiary, or affiliated companies through a cash management program(s). Additionally, please describe plans, if any to regain at least a 30 percent proprietary ratio.

PAGE 108 INTENTIONALLY LEFT BLANK  
SEE PAGE 109 FOR REQUIRED INFORMATION.

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IMPORTANT CHANGES DURING THE QUARTER/YEAR (Continued)			

1. None
2. None
3. None
4. None
5. None
6. During the quarter, we amended the maturity date on our \$25 million revolving credit facility from March 27, 2020 to March 27, 2021. FERC Docket Number ES17-51-000 and Montana Public Service Commission Docket Number D2017.8.67.
7. None
8. None
9. See Note 8, "Commitments and Contingencies".
10. None
11. (Reserved)
12. None
13. None
14. NA

Name of Respondent		This Report Is:	Date of Report	Year/Period of Report
NorthWestern Corporation		(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 03/31/2019	End of <u>2019/Q1</u>
COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)				
Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
1	<b>UTILITY PLANT</b>			
2	Utility Plant (101-106, 114)	200-201	6,274,415,018	6,236,877,819
3	Construction Work in Progress (107)	200-201	119,652,817	99,808,223
4	TOTAL Utility Plant (Enter Total of lines 2 and 3)		6,394,067,835	6,336,686,042
5	(Less) Accum. Prov. for Depr. Amort. Depl. (108, 110, 111, 115)	200-201	2,339,012,109	2,297,252,458
6	Net Utility Plant (Enter Total of line 4 less 5)		4,055,055,726	4,039,433,584
7	Nuclear Fuel in Process of Ref., Conv., Enrich., and Fab. (120.1)	202-203	0	0
8	Nuclear Fuel Materials and Assemblies-Stock Account (120.2)		0	0
9	Nuclear Fuel Assemblies in Reactor (120.3)		0	0
10	Spent Nuclear Fuel (120.4)		0	0
11	Nuclear Fuel Under Capital Leases (120.6)		0	0
12	(Less) Accum. Prov. for Amort. of Nucl. Fuel Assemblies (120.5)	202-203	0	0
13	Net Nuclear Fuel (Enter Total of lines 7-11 less 12)		0	0
14	Net Utility Plant (Enter Total of lines 6 and 13)		4,055,055,726	4,039,433,584
15	Utility Plant Adjustments (116)		357,585,527	357,585,527
16	Gas Stored Underground - Noncurrent (117)		33,037,611	33,038,099
17	<b>OTHER PROPERTY AND INVESTMENTS</b>			
18	Nonutility Property (121)		686,805	686,805
19	(Less) Accum. Prov. for Depr. and Amort. (122)		47,652	47,652
20	Investments in Associated Companies (123)		0	0
21	Investment in Subsidiary Companies (123.1)	224-225	23,575,588	23,681,813
22	(For Cost of Account 123.1, See Footnote Page 224, line 42)			
23	Noncurrent Portion of Allowances	228-229	0	0
24	Other Investments (124)		46,326,106	40,469,133
25	Sinking Funds (125)		0	0
26	Depreciation Fund (126)		0	0
27	Amortization Fund - Federal (127)		0	0
28	Other Special Funds (128)		250,000	250,000
29	Special Funds (Non Major Only) (129)		0	0
30	Long-Term Portion of Derivative Assets (175)		0	0
31	Long-Term Portion of Derivative Assets – Hedges (176)		0	0
32	TOTAL Other Property and Investments (Lines 18-21 and 23-31)		70,790,847	65,040,099
33	<b>CURRENT AND ACCRUED ASSETS</b>			
34	Cash and Working Funds (Non-major Only) (130)		0	0
35	Cash (131)		3,342,860	7,419,945
36	Special Deposits (132-134)		5,329,175	5,705,336
37	Working Fund (135)		23,050	23,050
38	Temporary Cash Investments (136)		0	0
39	Notes Receivable (141)		0	0
40	Customer Accounts Receivable (142)		94,357,168	73,325,455
41	Other Accounts Receivable (143)		10,439,622	14,369,677
42	(Less) Accum. Prov. for Uncollectible Acct.-Credit (144)		2,601,001	2,280,211
43	Notes Receivable from Associated Companies (145)		0	0
44	Accounts Receivable from Assoc. Companies (146)		317,367	359,020
45	Fuel Stock (151)	227	6,127,274	6,933,578
46	Fuel Stock Expenses Undistributed (152)	227	0	0
47	Residuals (Elec) and Extracted Products (153)	227	0	0
48	Plant Materials and Operating Supplies (154)	227	40,459,173	36,494,449
49	Merchandise (155)	227	0	0
50	Other Materials and Supplies (156)	227	0	0
51	Nuclear Materials Held for Sale (157)	202-203/227	0	0
52	Allowances (158.1 and 158.2)	228-229	0	0

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<b>COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)</b> (Continued)				
Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
53	(Less) Noncurrent Portion of Allowances		0	0
54	Stores Expense Undistributed (163)	227	0	0
55	Gas Stored Underground - Current (164.1)		202,778	6,692,917
56	Liquefied Natural Gas Stored and Held for Processing (164.2-164.3)		0	0
57	Prepayments (165)		9,239,322	10,330,909
58	Advances for Gas (166-167)		0	0
59	Interest and Dividends Receivable (171)		0	0
60	Rents Receivable (172)		278,128	136,641
61	Accrued Utility Revenues (173)		68,755,148	78,204,239
62	Miscellaneous Current and Accrued Assets (174)		54,454	100,176
63	Derivative Instrument Assets (175)		0	0
64	(Less) Long-Term Portion of Derivative Instrument Assets (175)		0	0
65	Derivative Instrument Assets - Hedges (176)		0	0
66	(Less) Long-Term Portion of Derivative Instrument Assets - Hedges (176)		0	0
67	Total Current and Accrued Assets (Lines 34 through 66)		236,324,518	237,815,181
68	<b>DEFERRED DEBITS</b>			
69	Unamortized Debt Expenses (181)		12,174,819	12,291,542
70	Extraordinary Property Losses (182.1)	230a	0	0
71	Unrecovered Plant and Regulatory Study Costs (182.2)	230b	0	0
72	Other Regulatory Assets (182.3)	232	607,742,853	599,139,637
73	Prelim. Survey and Investigation Charges (Electric) (183)		0	0
74	Preliminary Natural Gas Survey and Investigation Charges 183.1)		0	0
75	Other Preliminary Survey and Investigation Charges (183.2)		0	0
76	Clearing Accounts (184)		2,219	2,044
77	Temporary Facilities (185)		0	0
78	Miscellaneous Deferred Debits (186)	233	2,794,565	3,009,932
79	Def. Losses from Disposition of Utility Plt. (187)		0	0
80	Research, Devel. and Demonstration Expend. (188)	352-353	0	0
81	Unamortized Loss on Reaquired Debt (189)		33,332,138	34,079,779
82	Accumulated Deferred Income Taxes (190)	234	119,616,772	136,579,305
83	Unrecovered Purchased Gas Costs (191)		25,217,672	6,566,452
84	Total Deferred Debits (lines 69 through 83)		800,881,038	791,668,691
85	TOTAL ASSETS (lines 14-16, 32, 67, and 84)		5,553,675,267	5,524,581,181

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**COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS)**

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
1	PROPRIETARY CAPITAL			
2	Common Stock Issued (201)	250-251	539,960	538,893
3	Preferred Stock Issued (204)	250-251	0	0
4	Capital Stock Subscribed (202, 205)		0	0
5	Stock Liability for Conversion (203, 206)		0	0
6	Premium on Capital Stock (207)		0	0
7	Other Paid-In Capital (208-211)	253	1,502,993,036	1,499,069,743
8	Installments Received on Capital Stock (212)	252	0	0
9	(Less) Discount on Capital Stock (213)	254	0	0
10	(Less) Capital Stock Expense (214)	254b	0	0
11	Retained Earnings (215, 215.1, 216)	118-119	588,663,809	544,460,136
12	Unappropriated Undistributed Subsidiary Earnings (216.1)	118-119	1,471,682	1,650,165
13	(Less) Reaquired Capital Stock (217)	250-251	96,259,863	95,545,989
14	Noncorporate Proprietorship (Non-major only) (218)		0	0
15	Accumulated Other Comprehensive Income (219)	122(a)(b)	-7,616,061	-7,791,798
16	Total Proprietary Capital (lines 2 through 15)		1,989,792,563	1,942,381,150
17	LONG-TERM DEBT			
18	Bonds (221)	256-257	1,779,660,000	1,779,660,000
19	(Less) Reaquired Bonds (222)	256-257	0	0
20	Advances from Associated Companies (223)	256-257	0	0
21	Other Long-Term Debt (224)	256-257	312,976,900	334,976,900
22	Unamortized Premium on Long-Term Debt (225)		0	0
23	(Less) Unamortized Discount on Long-Term Debt-Debit (226)		0	0
24	Total Long-Term Debt (lines 18 through 23)		2,092,636,900	2,114,636,900
25	OTHER NONCURRENT LIABILITIES			
26	Obligations Under Capital Leases - Noncurrent (227)		21,167,965	19,915,440
27	Accumulated Provision for Property Insurance (228.1)		0	0
28	Accumulated Provision for Injuries and Damages (228.2)		6,762,459	6,475,282
29	Accumulated Provision for Pensions and Benefits (228.3)		14,405,481	12,131,093
30	Accumulated Miscellaneous Operating Provisions (228.4)		127,143,874	131,495,876
31	Accumulated Provision for Rate Refunds (229)		2,670,487	2,567,455
32	Long-Term Portion of Derivative Instrument Liabilities		0	0
33	Long-Term Portion of Derivative Instrument Liabilities - Hedges		0	0
34	Asset Retirement Obligations (230)		41,118,404	40,659,427
35	Total Other Noncurrent Liabilities (lines 26 through 34)		213,268,670	213,244,573
36	CURRENT AND ACCRUED LIABILITIES			
37	Notes Payable (231)		0	0
38	Accounts Payable (232)		86,478,433	95,824,027
39	Notes Payable to Associated Companies (233)		0	0
40	Accounts Payable to Associated Companies (234)		5,642,056	5,396,791
41	Customer Deposits (235)		5,173,096	7,134,336
42	Taxes Accrued (236)	262-263	122,004,056	79,187,166
43	Interest Accrued (237)		24,540,305	16,953,728
44	Dividends Declared (238)		0	0
45	Matured Long-Term Debt (239)		0	0



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**COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS)** (continued)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
46	Matured Interest (240)		0	0
47	Tax Collections Payable (241)		1,863,414	1,577,187
48	Miscellaneous Current and Accrued Liabilities (242)		43,230,650	76,229,263
49	Obligations Under Capital Leases-Current (243)		3,753,962	2,298,029
50	Derivative Instrument Liabilities (244)		0	0
51	(Less) Long-Term Portion of Derivative Instrument Liabilities		0	0
52	Derivative Instrument Liabilities - Hedges (245)		0	0
53	(Less) Long-Term Portion of Derivative Instrument Liabilities-Hedges		0	0
54	Total Current and Accrued Liabilities (lines 37 through 53)		292,685,972	284,600,527
55	DEFERRED CREDITS			
56	Customer Advances for Construction (252)		50,800,196	50,088,672
57	Accumulated Deferred Investment Tax Credits (255)	266-267	288,955	293,407
58	Deferred Gains from Disposition of Utility Plant (256)		0	0
59	Other Deferred Credits (253)	269	181,565,685	182,429,084
60	Other Regulatory Liabilities (254)	278	177,794,977	185,559,637
61	Unamortized Gain on Reaquired Debt (257)		0	0
62	Accum. Deferred Income Taxes-Accel. Amort.(281)	272-277	0	0
63	Accum. Deferred Income Taxes-Other Property (282)		374,913,574	373,513,074
64	Accum. Deferred Income Taxes-Other (283)		179,927,775	177,834,157
65	Total Deferred Credits (lines 56 through 64)		965,291,162	969,718,031
66	TOTAL LIABILITIES AND STOCKHOLDER EQUITY (lines 16, 24, 35, 54 and 65)		5,553,675,267	5,524,581,181

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**STATEMENT OF INCOME**

Quarterly

1. Report in column (c) the current year to date balance. Column (c) equals the total of adding the data in column (g) plus the data in column (i) plus the data in column (k). Report in column (d) similar data for the previous year. This information is reported in the annual filing only.
2. Enter in column (e) the balance for the reporting quarter and in column (f) the balance for the same three month period for the prior year.
3. Report in column (g) the quarter to date amounts for electric utility function; in column (i) the quarter to date amounts for gas utility, and in column (k) the quarter to date amounts for other utility function for the current year quarter.
4. Report in column (h) the quarter to date amounts for electric utility function; in column (j) the quarter to date amounts for gas utility, and in column (l) the quarter to date amounts for other utility function for the prior year quarter.
5. If additional columns are needed, place them in a footnote.

Annual or Quarterly if applicable

5. Do not report fourth quarter data in columns (e) and (f)
6. Report amounts for accounts 412 and 413, Revenues and Expenses from Utility Plant Leased to Others, in another utility column in a similar manner to a utility department. Spread the amount(s) over lines 2 thru 26 as appropriate. Include these amounts in columns (c) and (d) totals.
7. Report amounts in account 414, Other Utility Operating Income, in the same manner as accounts 412 and 413 above.

Line No.	Title of Account (a)	(Ref.) Page No. (b)	Total Current Year to Date Balance for Quarter/Year (c)	Total Prior Year to Date Balance for Quarter/Year (d)	Current 3 Months Ended Quarterly Only No 4th Quarter (e)	Prior 3 Months Ended Quarterly Only No 4th Quarter (f)
1	UTILITY OPERATING INCOME					
2	Operating Revenues (400)	300-301	385,749,856	360,402,035		
3	Operating Expenses					
4	Operation Expenses (401)	320-323	174,562,146	171,459,559		
5	Maintenance Expenses (402)	320-323	13,542,925	12,518,668		
6	Depreciation Expense (403)	336-337	38,143,364	38,698,922		
7	Depreciation Expense for Asset Retirement Costs (403.1)	336-337				
8	Amort. & Depl. of Utility Plant (404-405)	336-337	3,349,545	3,186,460		
9	Amort. of Utility Plant Acq. Adj. (406)	336-337	3,987,069	1,756,569		
10	Amort. Property Losses, Unrecov Plant and Regulatory Study Costs (407)					
11	Amort. of Conversion Expenses (407)					
12	Regulatory Debits (407.3)		4,211,575	2,823,480		
13	(Less) Regulatory Credits (407.4)		-2,459,172	-1,301,047		
14	Taxes Other Than Income Taxes (408.1)	262-263	47,285,474	45,337,081		
15	Income Taxes - Federal (409.1)	262-263	-4,464,389	-4,019,632		
16	- Other (409.1)	262-263				
17	Provision for Deferred Income Taxes (410.1)	234, 272-277	49,460,823	40,774,937		
18	(Less) Provision for Deferred Income Taxes-Cr. (411.1)	234, 272-277	44,042,989	35,515,074		
19	Investment Tax Credit Adj. - Net (411.4)	266	-4,452	-11,954		
20	(Less) Gains from Disp. of Utility Plant (411.6)					
21	Losses from Disp. of Utility Plant (411.7)					
22	(Less) Gains from Disposition of Allowances (411.8)					
23	Losses from Disposition of Allowances (411.9)					
24	Accretion Expense (411.10)					
25	TOTAL Utility Operating Expenses (Enter Total of lines 4 thru 24)		288,490,263	278,310,063		
26	Net Util Oper Inc (Enter Tot line 2 less 25) Carry to Pg117,line 27		97,259,593	82,091,972		

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STATEMENT OF INCOME FOR THE YEAR (Continued)

9. Use page 122 for important notes regarding the statement of income for any account thereof.

10. Give concise explanations concerning unsettled rate proceedings where a contingency exists such that refunds of a material amount may need to be made to the utility's customers or which may result in material refund to the utility with respect to power or gas purchases. State for each year effected the gross revenues or costs to which the contingency relates and the tax effects together with an explanation of the major factors which affect the rights of the utility to retain such revenues or recover amounts paid with respect to power or gas purchases.

11 Give concise explanations concerning significant amounts of any refunds made or received during the year resulting from settlement of any rate proceeding affecting revenues received or costs incurred for power or gas purchases, and a summary of the adjustments made to balance sheet, income, and expense accounts.

12. If any notes appearing in the report to stockholders are applicable to the Statement of Income, such notes may be included at page 122.

13. Enter on page 122 a concise explanation of only those changes in accounting methods made during the year which had an effect on net income, including the basis of allocations and apportionments from those used in the preceding year. Also, give the appropriate dollar effect of such changes.

14. Explain in a footnote if the previous year's/quarter's figures are different from that reported in prior reports.

15. If the columns are insufficient for reporting additional utility departments, supply the appropriate account titles report the information in a footnote to this schedule.

ELECTRIC UTILITY		GAS UTILITY		OTHER UTILITY		Line No.
Current Year to Date (in dollars) (g)	Previous Year to Date (in dollars) (h)	Current Year to Date (in dollars) (i)	Previous Year to Date (in dollars) (j)	Current Year to Date (in dollars) (k)	Previous Year to Date (in dollars) (l)	
269,366,714	251,452,274	115,977,237	108,618,934	405,905	330,827	2
						3
117,590,635	114,160,982	56,652,256	57,063,374	319,255	235,203	4
11,611,356	10,487,986	1,930,797	2,030,682	772		5
32,317,101	32,666,048	5,816,106	6,022,717	10,157	10,157	6
						7
1,754,080	1,518,480	1,595,465	1,667,980			8
3,987,069	1,968,195		-211,626			9
						10
						11
3,217,192	1,336,109	994,383	1,487,371			12
2,087,940	2,983,336	-4,547,112	-4,284,383			13
36,849,487	35,253,289	10,419,116	10,067,590	16,871	16,202	14
-4,464,389	-4,019,632					15
						16
35,957,296	27,778,553	13,487,841	12,977,930	15,686	18,454	17
33,791,602	26,489,112	10,251,387	9,025,962			18
-3,722	-9,356	-730	-2,598			19
						20
						21
						22
						23
						24
202,936,563	191,668,206	85,190,959	86,361,841	362,741	280,016	25
66,430,151	59,784,068	30,786,278	22,257,093	43,164	50,811	26

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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STATEMENT OF INCOME FOR THE YEAR (continued)

Line No.	Title of Account (a)	(Ref.) Page No. (b)	TOTAL		Current 3 Months Ended Quarterly Only No 4th Quarter (e)	Prior 3 Months Ended Quarterly Only No 4th Quarter (f)
			Current Year (c)	Previous Year (d)		
27	Net Utility Operating Income (Carried forward from page 114)		97,259,593	82,091,972		
28	Other Income and Deductions					
29	Other Income					
30	Nonutility Operating Income					
31	Revenues From Merchandising, Jobbing and Contract Work (415)		221,854	316,708		
32	(Less) Costs and Exp. of Merchandising, Job. & Contract Work (416)		32,896	39,748		
33	Revenues From Nonutility Operations (417)		1,386	1,487		
34	(Less) Expenses of Nonutility Operations (417.1)		289,832	284,729		
35	Nonoperating Rental Income (418)					
36	Equity in Earnings of Subsidiary Companies (418.1)	119	-178,483	-3,301		
37	Interest and Dividend Income (419)		12,266	3,140		
38	Allowance for Other Funds Used During Construction (419.1)		969,477	618,061		
39	Miscellaneous Nonoperating Income (421)		1,945,723	-1,808,821		
40	Gain on Disposition of Property (421.1)					
41	TOTAL Other Income (Enter Total of lines 31 thru 40)		2,649,495	-1,197,203		
42	Other Income Deductions					
43	Loss on Disposition of Property (421.2)					
44	Miscellaneous Amortization (425)					
45	Donations (426.1)		354,583	246,873		
46	Life Insurance (426.2)					
47	Penalties (426.3)			8,794		
48	Exp. for Certain Civic, Political & Related Activities (426.4)		71,661	33,160		
49	Other Deductions (426.5)		2,261,928	-1,553,063		
50	TOTAL Other Income Deductions (Total of lines 43 thru 49)		2,688,172	-1,264,236		
51	Taxes Applic. to Other Income and Deductions					
52	Taxes Other Than Income Taxes (408.2)	262-263	15,172	15,787		
53	Income Taxes-Federal (409.2)	262-263	4,283,511	2,508,040		
54	Income Taxes-Other (409.2)	262-263	658,747	1,017,334		
55	Provision for Deferred Inc. Taxes (410.2)	234, 272-277	2,154,304	3,242,516		
56	(Less) Provision for Deferred Income Taxes-Cr. (411.2)	234, 272-277	6,862,462	6,356,879		
57	Investment Tax Credit Adj.-Net (411.5)					
58	(Less) Investment Tax Credits (420)					
59	TOTAL Taxes on Other Income and Deductions (Total of lines 52-58)		249,272	426,798		
60	Net Other Income and Deductions (Total of lines 41, 50, 59)		-287,949	-359,765		
61	Interest Charges					
62	Interest on Long-Term Debt (427)		20,749,898	18,091,554		
63	Amort. of Debt Disc. and Expense (428)		301,632	300,352		
64	Amortization of Loss on Reaquired Debt (428.1)		702,482	717,453		
65	(Less) Amort. of Premium on Debt-Credit (429)					
66	(Less) Amortization of Gain on Reaquired Debt-Credit (429.1)					
67	Interest on Debt to Assoc. Companies (430)					
68	Other Interest Expense (431)		2,819,328	4,361,870		
69	(Less) Allowance for Borrowed Funds Used During Construction-Cr. (432)		407,858	237,708		
70	Net Interest Charges (Total of lines 62 thru 69)		24,165,482	23,233,521		
71	Income Before Extraordinary Items (Total of lines 27, 60 and 70)		72,806,162	58,498,686		
72	Extraordinary Items					
73	Extraordinary Income (434)					
74	(Less) Extraordinary Deductions (435)					
75	Net Extraordinary Items (Total of line 73 less line 74)					
76	Income Taxes-Federal and Other (409.3)	262-263				
77	Extraordinary Items After Taxes (line 75 less line 76)					
78	Net Income (Total of line 71 and 77)		72,806,162	58,498,686		

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of 2019/Q1
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**STATEMENT OF RETAINED EARNINGS**

1. Do not report Lines 49-53 on the quarterly version.
2. Report all changes in appropriated retained earnings, unappropriated retained earnings, year to date, and unappropriated undistributed subsidiary earnings for the year.
3. Each credit and debit during the year should be identified as to the retained earnings account in which recorded (Accounts 433, 436 - 439 inclusive). Show the contra primary account affected in column (b)
4. State the purpose and amount of each reservation or appropriation of retained earnings.
5. List first account 439, Adjustments to Retained Earnings, reflecting adjustments to the opening balance of retained earnings. Follow by credit, then debit items in that order.
6. Show dividends for each class and series of capital stock.
7. Show separately the State and Federal income tax effect of items shown in account 439, Adjustments to Retained Earnings.
8. Explain in a footnote the basis for determining the amount reserved or appropriated. If such reservation or appropriation is to be recurrent, state the number and annual amounts to be reserved or appropriated as well as the totals eventually to be accumulated.
9. If any notes appearing in the report to stockholders are applicable to this statement, include them on pages 122-123.

Line No.	Item (a)	Contra Primary Account Affected (b)	Current Quarter/Year Year to Date Balance (c)	Previous Quarter/Year Year to Date Balance (d)
	<b>UNAPPROPRIATED RETAINED EARNINGS (Account 216)</b>			
1	Balance-Beginning of Period		544,460,136	456,208,913
2	Changes			
3	Adjustments to Retained Earnings (Account 439)			
4				
5				
6	Cumulative-effective adjustment to Retained Earnings for			
7	stranded tax effects of Other Comprehensive Income costs			
8				
9	TOTAL Credits to Retained Earnings (Acct. 439)			
10				
11				
12				
13				
14				
15	TOTAL Debits to Retained Earnings (Acct. 439)			
16	Balance Transferred from Income (Account 433 less Account 418.1)		72,984,645	58,501,987
17	Appropriations of Retained Earnings (Acct. 436)			
18				
19				
20				
21				
22	TOTAL Appropriations of Retained Earnings (Acct. 436)			
23	Dividends Declared-Preferred Stock (Account 437)			
24				
25				
26				
27				
28				
29	TOTAL Dividends Declared-Preferred Stock (Acct. 437)			
30	Dividends Declared-Common Stock (Account 438)			
31				
32				
33	Common Stock Dividend		-28,780,972	( 26,944,812)
34				
35				
36	TOTAL Dividends Declared-Common Stock (Acct. 438)		-28,780,972	( 26,944,812)
37	Transfers from Acct 216.1, Unapprop. Undistrib. Subsidiary Earnings			
38	Balance - End of Period (Total 1,9,15,16,22,29,36,37)		588,663,809	487,766,088
	<b>APPROPRIATED RETAINED EARNINGS (Account 215)</b>			
39				
40				

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of 2019/Q1
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**STATEMENT OF RETAINED EARNINGS**

1. Do not report Lines 49-53 on the quarterly version.
2. Report all changes in appropriated retained earnings, unappropriated retained earnings, year to date, and unappropriated undistributed subsidiary earnings for the year.
3. Each credit and debit during the year should be identified as to the retained earnings account in which recorded (Accounts 433, 436 - 439 inclusive). Show the contra primary account affected in column (b)
4. State the purpose and amount of each reservation or appropriation of retained earnings.
5. List first account 439, Adjustments to Retained Earnings, reflecting adjustments to the opening balance of retained earnings. Follow by credit, then debit items in that order.
6. Show dividends for each class and series of capital stock.
7. Show separately the State and Federal income tax effect of items shown in account 439, Adjustments to Retained Earnings.
8. Explain in a footnote the basis for determining the amount reserved or appropriated. If such reservation or appropriation is to be recurrent, state the number and annual amounts to be reserved or appropriated as well as the totals eventually to be accumulated.
9. If any notes appearing in the report to stockholders are applicable to this statement, include them on pages 122-123.

Line No.	Item (a)	Contra Primary Account Affected (b)	Current Quarter/Year Year to Date Balance (c)	Previous Quarter/Year Year to Date Balance (d)
41				
42				
43				
44				
45	TOTAL Appropriated Retained Earnings (Account 215)			
	APPROP. RETAINED EARNINGS - AMORT. Reserve, Federal (Account 215.1)			
46	TOTAL Approp. Retained Earnings-Amort. Reserve, Federal (Acct. 215.1)			
47	TOTAL Approp. Retained Earnings (Acct. 215, 215.1) (Total 45,46)			
48	TOTAL Retained Earnings (Acct. 215, 215.1, 216) (Total 38, 47) (216.1)		588,663,809	487,766,088
	UNAPPROPRIATED UNDISTRIBUTED SUBSIDIARY EARNINGS (Account			
	Report only on an Annual Basis, no Quarterly			
49	Balance-Beginning of Year (Debit or Credit)			
50	Equity in Earnings for Year (Credit) (Account 418.1)			
51	(Less) Dividends Received (Debit)			
52				
53	Balance-End of Year (Total lines 49 thru 52)			

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of 2019/Q1
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**STATEMENT OF CASH FLOWS**

(1) Codes to be used:(a) Net Proceeds or Payments;(b)Bonds, debentures and other long-term debt; (c) Include commercial paper; and (d) Identify separately such items as investments, fixed assets, intangibles, etc.  
(2) Information about noncash investing and financing activities must be provided in the Notes to the Financial statements. Also provide a reconciliation between "Cash and Cash Equivalents at End of Period" with related amounts on the Balance Sheet.  
(3) Operating Activities - Other: Include gains and losses pertaining to operating activities only. Gains and losses pertaining to investing and financing activities should be reported in those activities. Show in the Notes to the Financials the amounts of interest paid (net of amount capitalized) and income taxes paid.  
(4) Investing Activities: Include at Other (line 31) net cash outflow to acquire other companies. Provide a reconciliation of assets acquired with liabilities assumed in the Notes to the Financial Statements. Do not include on this statement the dollar amount of leases capitalized per the USofA General Instruction 20; instead provide a reconciliation of the dollar amount of leases capitalized with the plant cost.

Line No.	Description (See Instruction No. 1 for Explanation of Codes) (a)	Current Year to Date Quarter/Year (b)	Previous Year to Date Quarter/Year (c)
1	Net Cash Flow from Operating Activities:		
2	Net Income (Line 78(c) on page 117)	72,806,162	58,498,686
3	Noncash Charges (Credits) to Income:		
4	Depreciation and Depletion	38,143,364	38,698,922
5	Amortization	7,336,614	4,943,029
6	Other Noncash Charges to Income, Net	3,571,437	3,666,247
7			
8	Deferred Income Taxes (Net)	709,676	2,145,500
9	Investment Tax Credit Adjustment (Net)	-4,452	-11,954
10	Net (Increase) Decrease in Receivables	-16,739,215	-3,593,117
11	Net (Increase) Decrease in Inventory	3,331,719	8,720,096
12	Net (Increase) Decrease in Allowances Inventory		
13	Net Increase (Decrease) in Payables and Accrued Expenses	15,611,655	16,622,780
14	Net (Increase) Decrease in Other Regulatory Assets	7,396,079	4,832,164
15	Net Increase (Decrease) in Other Regulatory Liabilities	-3,488,615	6,699,452
16	(Less) Allowance for Other Funds Used During Construction	969,477	618,061
17	(Less) Undistributed Earnings from Subsidiary Companies	-178,483	-3,301
18	Other Assets and Liabilities, Net	-16,503,232	32,778,969
19			
20			
21			
22	Net Cash Provided by (Used in) Operating Activities (Total 2 thru 21)	111,380,198	173,386,014
23			
24	Cash Flows from Investment Activities:		
25	Construction and Acquisition of Plant (including land):		
26	Gross Additions to Utility Plant (less nuclear fuel)	-63,284,818	-49,771,435
27	Gross Additions to Nuclear Fuel		
28	Gross Additions to Common Utility Plant	-3,394,470	-2,813,188
29	Gross Additions to Nonutility Plant		
30	(Less) Allowance for Other Funds Used During Construction	-969,477	-618,061
31	Other (provide details in footnote):		
32			
33			
34	Cash Outflows for Plant (Total of lines 26 thru 33)	-65,709,811	-51,966,562
35			
36	Acquisition of Other Noncurrent Assets (d)		
37	Proceeds from Disposal of Noncurrent Assets (d)		
38			
39	Investments in and Advances to Assoc. and Subsidiary Companies		
40	Contributions and Advances from Assoc. and Subsidiary Companies		
41	Disposition of Investments in (and Advances to)		
42	Associated and Subsidiary Companies		
43			
44	Purchase of Investment Securities (a)		
45	Proceeds from Sales of Investment Securities (a)		

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of 2019/Q1
<b>STATEMENT OF CASH FLOWS</b>				
<p>(1) Codes to be used:(a) Net Proceeds or Payments;(b)Bonds, debentures and other long-term debt; (c) Include commercial paper; and (d) Identify separately such items as investments, fixed assets, intangibles, etc.</p> <p>(2) Information about noncash investing and financing activities must be provided in the Notes to the Financial statements. Also provide a reconciliation between "Cash and Cash Equivalents at End of Period" with related amounts on the Balance Sheet.</p> <p>(3) Operating Activities - Other: Include gains and losses pertaining to operating activities only. Gains and losses pertaining to investing and financing activities should be reported in those activities. Show in the Notes to the Financials the amounts of interest paid (net of amount capitalized) and income taxes paid.</p> <p>(4) Investing Activities: Include at Other (line 31) net cash outflow to acquire other companies. Provide a reconciliation of assets acquired with liabilities assumed in the Notes to the Financial Statements. Do not include on this statement the dollar amount of leases capitalized per the USofA General Instruction 20; instead provide a reconciliation of the dollar amount of leases capitalized with the plant cost.</p>				
Line No.	Description (See Instruction No. 1 for Explanation of Codes) (a)	Current Year to Date Quarter/Year (b)	Previous Year to Date Quarter/Year (c)	
46	Loans Made or Purchased			
47	Collections on Loans			
48				
49	Net (Increase) Decrease in Receivables			
50	Net (Increase ) Decrease in Inventory			
51	Net (Increase) Decrease in Allowances Held for Speculation			
52	Net Increase (Decrease) in Payables and Accrued Expenses			
53	Other (provide details in footnote):			
54				
55				
56	Net Cash Provided by (Used in) Investing Activities			
57	Total of lines 34 thru 55)	-65,709,811	-51,966,562	
58				
59	Cash Flows from Financing Activities:			
60	Proceeds from Issuance of:			
61	Long-Term Debt (b)			
62	Preferred Stock			
63	Common Stock			
64	Other (provide details in footnote):			
65	Treasury Stock Activity	797,088	1,574,233	
66	Net Increase in Short-Term Debt (c)			
67	Other (provide details in footnote):			
68	Line of Credit Borrowings		578,000,000	
69				
70	Cash Provided by Outside Sources (Total 61 thru 69)	797,088	579,574,233	
71				
72	Payments for Retirement of:			
73	Long-term Debt (b)			
74	Preferred Stock			
75	Common Stock			
76	Line of Credit Repayments		-355,000,000	
77	Debt Financing Costs	-139,749	-225,709	
78	Net Decrease in Short-Term Debt (c)		-319,555,991	
79	Line of Credit Repayments, Net	-22,000,000		
80	Dividends on Preferred Stock			
81	Dividends on Common Stock	-28,780,972	-26,944,812	
82	Net Cash Provided by (Used in) Financing Activities			
83	(Total of lines 70 thru 81)	-50,123,633	-122,152,279	
84				
85	Net Increase (Decrease) in Cash and Cash Equivalents			
86	(Total of lines 22,57 and 83)	-4,453,246	-732,827	
87				
88	Cash and Cash Equivalents at Beginning of Period	13,398,331	9,301,993	
89				
90	Cash and Cash Equivalents at End of period	8,945,085	8,569,166	



Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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NOTES TO FINANCIAL STATEMENTS

1. Use the space below for important notes regarding the Balance Sheet, Statement of Income for the year, Statement of Retained Earnings for the year, and Statement of Cash Flows, or any account thereof. Classify the notes according to each basic statement, providing a subheading for each statement except where a note is applicable to more than one statement.
2. Furnish particulars (details) as to any significant contingent assets or liabilities existing at end of year, including a brief explanation of any action initiated by the Internal Revenue Service involving possible assessment of additional income taxes of material amount, or of a claim for refund of income taxes of a material amount initiated by the utility. Give also a brief explanation of any dividends in arrears on cumulative preferred stock.
3. For Account 116, Utility Plant Adjustments, explain the origin of such amount, debits and credits during the year, and plan of disposition contemplated, giving references to Commission orders or other authorizations respecting classification of amounts as plant adjustments and requirements as to disposition thereof.
4. Where Accounts 189, Unamortized Loss on Reacquired Debt, and 257, Unamortized Gain on Reacquired Debt, are not used, give an explanation, providing the rate treatment given these items. See General Instruction 17 of the Uniform System of Accounts.
5. Give a concise explanation of any retained earnings restrictions and state the amount of retained earnings affected by such restrictions.
6. If the notes to financial statements relating to the respondent company appearing in the annual report to the stockholders are applicable and furnish the data required by instructions above and on pages 114-121, such notes may be included herein.
7. For the 3Q disclosures, respondent must provide in the notes sufficient disclosures so as to make the interim information not misleading. Disclosures which would substantially duplicate the disclosures contained in the most recent FERC Annual Report may be omitted.
8. For the 3Q disclosures, the disclosures shall be provided where events subsequent to the end of the most recent year have occurred which have a material effect on the respondent. Respondent must include in the notes significant changes since the most recently completed year in such items as: accounting principles and practices; estimates inherent in the preparation of the financial statements; status of long-term contracts; capitalization including significant new borrowings or modifications of existing financing agreements; and changes resulting from business combinations or dispositions. However were material contingencies exist, the disclosure of such matters shall be provided even though a significant change since year end may not have occurred.
9. Finally, if the notes to the financial statements relating to the respondent appearing in the annual report to the stockholders are applicable and furnish the data required by the above instructions, such notes may be included herein.

PAGE 122 INTENTIONALLY LEFT BLANK  
SEE PAGE 123 FOR REQUIRED INFORMATION.

Name of Respondent NorthWestern Corporation	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report 2019/Q1
NOTES TO FINANCIAL STATEMENTS (Continued)			

## NOTES TO FINANCIAL STATEMENTS

(Reference is made to Notes to Financial Statements included in NorthWestern Corporation's Annual FERC Form 1 Report)  
(Unaudited)

### (1) Nature of Operations and Basis of Consolidation

NorthWestern Corporation, doing business as NorthWestern Energy, provides electricity and/or natural gas to approximately 726,400 customers in Montana, South Dakota and Nebraska.

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP) requires management to make estimates and assumptions that may affect the reported amounts of assets, liabilities, revenues and expenses during the reporting period. Actual results could differ from those estimates. The unaudited Financial Statements reflect all adjustments (which unless otherwise noted are normal and recurring in nature) that are, in the opinion of management, necessary to fairly present our financial position, results of operations and cash flows. The actual results for the interim periods are not necessarily indicative of the operating results to be expected for a full year or for other interim periods. Events occurring subsequent to March 31, 2019, have been evaluated as to their potential impact to the Financial Statements through the date of issuance.

The Financial Statements included herein have been prepared by NorthWestern, without audit, pursuant to the rules and regulations of the Federal Energy Regulatory Commission (FERC) as set forth in its applicable Uniform System of Accounts. Certain information and footnote disclosures normally included in financial statements prepared in accordance with the accounting requirements of the FERC as set forth in its applicable Uniform System of Accounts and published accounting releases have been condensed or omitted pursuant to such rules and regulations; however, management believes that the condensed disclosures provided are adequate to make the information presented not misleading. Management recommends that these Financial Statements be read in conjunction with the audited financial statements and related footnotes included in our FERC Form 1 Annual Report for the year ended December 31, 2018.

#### *Financial Statement Presentation*

The financial statements are presented on the basis of the accounting requirements of the FERC as set forth in its applicable Uniform System of Accounts and published accounting releases, which is a comprehensive basis of accounting other than GAAP. This report differs from GAAP due to FERC requiring the presentation of subsidiaries on the equity method of accounting, which differs from Accounting Standards Codification (ASC) 810, Consolidation. ASC 810 requires that all majority-owned subsidiaries be consolidated (see Note 5). The other significant differences consist of the following:

- Earnings per share and footnotes for revenue from contracts with customers and segment and related information, are not presented;
- Removal and decommissioning costs of generation, transmission and distribution assets are reflected in the Balance Sheets as a component of accumulated depreciation of \$432.9 million and \$428.5 million as of March 31, 2019 and December 31, 2018, respectively, in accordance with regulatory treatment as compared to regulatory liabilities for GAAP purposes;

Name of Respondent NorthWestern Corporation	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report 2019/Q1
NOTES TO FINANCIAL STATEMENTS (Continued)			

- Goodwill is reflected in the Balance Sheets as a utility plant adjustment of \$357.6 million as of March 31, 2019 and December 31, 2018 in accordance with regulatory treatment, as compared to goodwill for GAAP purposes;
- The write-down of plant values associated with the 2002 acquisition of the Montana operations is reflected in the Balance Sheets as a component of accumulated depreciation of \$147.6 million for March 31, 2019 and December 31, 2018 in accordance with regulatory treatment, as compared to plant for GAAP purposes;
- The current portion of gas stored underground is reflected in the Balance Sheets as current and accrued assets, as compared to inventory for GAAP purposes;
- Operating lease right of use assets are classified in the Balance Sheets as capital leases in accordance with regulatory treatment, as compared to non-current assets for GAAP purposes;
- Operating lease liabilities are reflected as current and long term obligations under capital lease in the Balance Sheets, as compared to accrued expenses and long term liabilities for GAAP purposes;
- Unamortized debt expense is classified in the Balance Sheets as deferred debits in accordance with regulatory treatment, as compared to long-term debt for GAAP purposes;
- Current and long-term debt is classified in the Balance Sheets as all long-term debt in accordance with regulatory treatment, while current and long-term debt are presented separately for GAAP reporting;
- The current portion of the provision for injuries and damages and the expected insurance proceeds receivable related to the provision for injuries and damages are reported as a current liability for GAAP purposes, as compared to a non-current liability for FERC purposes;
- Accumulated deferred tax assets and liabilities are classified in the Balance Sheets as gross non-current deferred debits and credits, respectively, while GAAP presentation reflects a net non-current deferred tax liability;
- Deficient and excess accumulated deferred tax assets and liabilities associated with the Tax Cuts and Jobs Act are classified in the Balance Sheets as gross regulatory assets and liabilities, respectively, while GAAP presentation reflects a net non-current regulatory deferred tax asset;
- Stranded tax effects associated with the Tax Cuts and Jobs Act are included in accumulated other comprehensive income (AOCI) in accordance with regulatory treatment, while included in retained earnings for GAAP purposes;
- Uncertain tax positions related to temporary differences are classified in the Balance Sheets within the deferred tax accounts in accordance with regulatory treatment, as compared to other noncurrent liabilities for GAAP purposes. In addition, interest related to uncertain tax positions is recognized in interest expense in accordance with regulatory treatment, as compared to income tax expense for GAAP purposes;
- Net periodic benefit costs and net periodic postretirement benefit costs are reflected in operating expense for FERC purposes, as compared to the GAAP presentation, which reflects the current service costs component of the net periodic

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benefit costs in operating expenses and the other components outside of income from operations. In addition, only the service cost component of net periodic benefit cost is eligible for capitalization for GAAP purposes, as compared to the total net periodic benefit costs for FERC purposes;

- Regulatory assets and liabilities are reflected in the Balance Sheets as non-current items, while current and non-current amounts are presented separately for GAAP; and
- GAAP revenue differs from FERC revenue primarily due to the equity method of accounting as discussed above, netting of electric purchases and sales for resale in revenue for the GAAP presentation as compared to a gross presentation for FERC purposes (with the exception of those transactions in a regional transmission organization (RTO)), the netting of RTO transmission transactions for the GAAP presentation as compared to a gross presentation for FERC purposes, and the classification of regulatory amortizations in revenue for GAAP purposes as compared to expense for FERC purposes.

The following table reconciles GAAP revenues to FERC revenues by segment for the three months ended March 31, 2019 (in millions):

	<b>Total</b>	<b>Electric</b>	<b>Natural Gas</b>	<b>Other</b>
GAAP Revenues	\$ 384.2	\$ 273.0	\$ 111.2	\$ -
Revenue from equity investments	(0.8)	-	(0.8)	-
Grossing revenues / power purchases	15.1	15.1	-	-
Regulatory amortizations	(11.7)	(17.8)	6.1	-
Other	(1.0)	(0.9)	(0.5)	0.4
FERC Revenues	<u>\$ 385.8</u>	<u>\$ 269.4</u>	<u>\$ 116.0</u>	<u>\$ 0.4</u>

### **Accounting Standards Adopted**

**Leases** - In February 2016, the Financial Accounting Standards Board (FASB) issued revised guidance requiring substantially all leases to be recognized on the balance sheet as right-of-use assets and lease liabilities. Leases with a term of 12 months or less may be excluded from the balance sheet and continue to be reflected in the income statement. Recognition, measurement and presentation of expenses will depend on classification as a finance or operating lease.

We adopted this standard on January 1, 2019, using the modified retrospective method of adoption. Adoption of this standard had minimal impact on our Financial Statements and disclosures. We elected a package of practical expedients that allow us to carry forward historical conclusions related to (1) whether any expired or existing contract is a lease or contains a lease, (2) the lease classification of any expired or existing leases and easements, and (3) the initial direct costs for any existing leases. In addition, as our easements are entered into in perpetuity, they do not meet the definition of a lease in accordance with this guidance. We did not restate comparative periods upon adoption. We had one finance lease that was already included on our balance sheets prior to adoption of the lease standard, consistent with previous guidance for capital leases. The initial recognition of right-of-use assets and lease liabilities for operating leases increased our assets and liabilities by approximately \$3.3 million and are classified in the Balance Sheets as follows (in thousands):

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<b>Affected Line Item in the Balance Sheets</b>		<b>March 31, 2019</b>
<b>Operating lease assets</b>	Utility plant (101.1)	<b>\$ 3,262</b>
Operating lease liabilities, current	Obligations under capital leases-current (243)	1,413
Operating lease liabilities, noncurrent	Obligations under capital leases-noncurrent (227)	1,849
<b>Total operating lease liabilities</b>		<b>\$ 3,262</b>

### Supplemental Cash Flow Information

The following table provides a reconciliation of cash, cash equivalents, other special funds, and special deposits reported within the Balance Sheets that sum to the total of the same such amounts shown in the Statements of Cash Flows (in thousands):

	<b>March 31, 2019</b>	<b>December 31, 2018</b>	<b>March 31, 2018</b>	<b>December 31, 2017</b>
Cash (131)	\$ 3,343	\$ 7,420	\$ 4,000	\$ 7,358
Working funds (135)	23	23	23	24
Special funds (125-128)	250	250	250	250
Other special deposits	5,329	5,705	4,296	1,671
<b>Total shown in the Statements of Cash Flows</b>	<b>\$ 8,945</b>	<b>\$ 13,398</b>	<b>\$ 8,569</b>	<b>\$ 9,302</b>

## **(2) Regulatory Matters**

### Montana General Electric Rate Case

In September 2018, we filed an electric rate case with the Montana Public Service Commission (MPSC) requesting an annual increase to electric rates of approximately \$34.9 million, which represents an approximate 6.6% increase in annual base revenues. Our request is based on a return on equity of 10.65% and an overall rate of return of 7.42% (except for Colstrip Unit 4, which the MPSC previously set for the life of the facility at a 10% return on equity and an 8.25% rate of return), based on approximately \$2.35 billion of electric rate base and a capital structure of 51% debt and 49% equity.

We also requested that approximately \$13.8 million of the proposed rate increase be approved on an interim basis effective November 1, 2018. In March, 2019, the MPSC issued an order approving an increase in rates of approximately \$10.5 million on an interim and refundable basis effective April 1, 2019. On April 5, 2019, we filed rebuttal testimony, which responded to intervenor testimony and included certain known and measurable adjustments. This testimony reflects a request for an annual increase of \$30.7 million, an approximately \$4.2 million reduction from our original request.

A hearing is scheduled to commence on May 13, 2019. Interim rates will remain in effect on a refundable basis until the MPSC issues a final order.

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### **Montana QF Tariff Filing**

Under the Public Utility Regulatory Policies Act, electric utilities are required, with certain exceptions, to purchase energy and capacity from independent power producers that are QFs. In May 2016, we filed an application for approval of a revised tariff for standard rates for small QFs (3 MW or less). In November 2017, the MPSC issued an order (QF Order) approving new rates that were substantially lower than the previous rates and reducing the maximum contract term from 25 to 15 years. In the QF Order, the MPSC also ordered that it would apply the same 15-year contract term to our future owned and contracted electric supply resources. We, as well as Cypress Creek Renewables, LLC, Vote Solar, and Montana Environmental Information Center (collectively, Vote Solar), sought judicial review of the QF Order before the Montana State District Court.

On April 2, 2019, the Montana State District Court (Court) reversed the MPSC's decisions to reduce the contract term to 15 years and apply that term to our supply resources. In addition, the Court found that the MPSC approved rates were too low to reflect avoided cost and ordered the MPSC to provide new calculations to the Court within 20 days. While the Court's decision regarding application of maximum contract length to our future owned and contracted resources is consistent with our initial request for judicial review, we appealed the portion of the Court's decision to increase standard rates to the Montana Supreme Court. On April 26, 2019, the MPSC filed a cross-appeal of the Court's April 2, 2019 decision. In addition, we filed a joint motion along with the MPSC and Montana Consumer Counsel to stay the requirement to provide calculations to the Court. Vote Solar filed a motion to amend the District Court's decision to address inconsistencies in the order. Our QF purchased power expenses are tracked through the Power Cost and Credits Adjustment Mechanism (PCCAM), so any future increases in rates paid to QFs will be reflected through the application of that mechanism.

### **Cost Recovery Mechanisms**

***Montana Electric Tracker*** - We submitted electric tracker filings for recovery of supply costs for the 12-month periods ended June 30, 2016 and 2017, which are subject to a prudency review. The MPSC approved interim rates for these tracker periods, but has not established a schedule for adjudication of these filings.

### **(3) Income Taxes**

We compute income tax expense for each quarter based on the estimated annual effective tax rate for the year, adjusted for certain discrete items. Our effective tax rate typically differs from the federal statutory tax rate due to the regulatory impact of flowing through the federal and state tax benefit of repairs deductions, state tax benefit of accelerated tax depreciation deductions (including bonus depreciation when applicable) and production tax credits. The regulatory accounting treatment of these deductions requires immediate income recognition for temporary tax differences of this type, which is referred to as the flow-through method. When the flow-through method of accounting for temporary differences is reflected in regulated revenues, we record deferred income taxes and establish related regulatory assets and liabilities.

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The following table summarizes the significant differences in income tax expense based on the differences between our effective tax rate and the federal statutory rate (in thousands):

	<b>Three Months Ended March 31,</b>			
	<b>2019</b>		<b>2018</b>	
Income Before Income Taxes	\$	72,806	\$	60,392
Income tax calculated at federal statutory rate		15,289	21.0%	12,682
				21.0%
Permanent or flow-through adjustments:				
State income, net of federal provisions		912	1.3	720
				1.2
Flow-through repairs deductions		(7,935)	(10.9)	(6,586)
				(10.9)
Production tax credits		(4,432)	(6.1)	(3,888)
				(6.4)
Plant and depreciation of flow-through items		(1,523)	(2.1)	(916)
				(1.6)
Amortization of excess deferred income tax		(1,376)	(1.9)	(384)
				(0.6)
Share-based compensation		186	0.3	275
				0.5
Other, net		62	0.1	(264)
				(0.5)
		(14,106)	(19.3)	(11,043)
				(18.3)
<b>Income Tax Expense</b>	<b>\$</b>	<b>1,183</b>	<b>1.7%</b>	<b>\$</b>
				<b>1,639</b>
				<b>2.7%</b>

### **Uncertain Tax Positions**

We recognize tax positions that meet the more-likely-than-not threshold as the largest amount of tax benefit that is greater than 50 percent likely of being realized upon ultimate settlement with a taxing authority that has full knowledge of all relevant information. We have unrecognized tax benefits of approximately \$55.7 million as of March 31, 2019, including approximately \$47.5 million that, if recognized, would impact our effective tax rate. It is reasonably possible that our unrecognized tax benefits may decrease by up to approximately \$20 million in the next 12 months.

Our policy is to recognize interest related to uncertain tax positions in interest expense. During the three months ended March 31, 2019, and 2018, we recognized \$0.4 million and \$0.3 million, respectively, of expense for interest in the Statements of Income. As of March 31, 2019 and December 31, 2018, we had \$3.1 million and \$2.7 million, respectively, of interest accrued in the Balance Sheets.

Our federal tax returns from 2000 forward remain subject to examination by the Internal Revenue Service.

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#### (4) Equity Investments

The following table presents our equity investments reflected in the investments in subsidiary companies on the Balance Sheets (in thousands):

	<b>March 31, 2019</b>	<b>December 31, 2018</b>
Havre Pipeline Company, LLC	\$ 13,519	\$ 13,700
Canadian Montana Pipeline Corporation	4,296	4,213
NorthWestern Services, LLC	1,953	1,946
NorthWestern Energy Solutions, Inc.	2,472	2,474
Risk Partners Assurance, Ltd.	1,336	1,349
<b>Total Investments in Subsidiary Companies</b>	<b>\$ 23,576</b>	<b>\$ 23,682</b>

#### (5) Comprehensive Income

The following tables display the components of Other Comprehensive Income, after-tax, and the related tax effects (in thousands):

	<b>Three Months Ended</b>					
	<b>March 31, 2019</b>			<b>March 31, 2018</b>		
	<b>Before- Tax Amount</b>	<b>Tax Expense</b>	<b>Net-of- Tax Amount</b>	<b>Before- Tax Amount</b>	<b>Tax Expense</b>	<b>Net-of- Tax Amount</b>
Foreign currency translation adjustment	\$ 63	\$ —	\$ 63	\$ 95	\$ —	\$ 95
Reclassification of net losses on derivative instruments	153	(40)	113	153	(40)	113
Other comprehensive income	\$ 216	\$ (40)	\$ 176	\$ 248	\$ (40)	\$ 208

Balances by classification included within accumulated other comprehensive income (AOCI) on the Balance Sheets are as follows, net of tax (in thousands):

	<b>March 31, 2019</b>	<b>December 31, 2018</b>
Foreign currency translation	\$ 1,511	\$ 1,448
Derivative instruments designated as cash flow hedges	(9,371)	(9,484)
Postretirement medical plans	244	244
Accumulated other comprehensive income	<b>\$ (7,616)</b>	<b>\$ (7,792)</b>



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The following tables display the changes in AOCI by component, net of tax (in thousands):

**Three Months Ended  
March 31, 2019**

	<b>Affected Line Item in the Statements of Income</b>	<b>Interest Rate Derivative Instruments Designated as Cash Flow Hedges</b>	<b>Pension and Postretirement Medical Plans</b>	<b>Foreign Currency Translation</b>	<b>Total</b>
Beginning balance		\$ (9,484)	\$ 244	\$ 1,448	\$ (7,792)
Other comprehensive income before reclassifications		—	—	63	63
Amounts reclassified from AOCI	Interest on long-term debt	113	—	—	113
Net current-period other comprehensive income		113	—	63	176
Ending balance		\$ (9,371)	\$ 244	\$ 1,511	\$ (7,616)

**Three Months Ended  
March 31, 2018**

	<b>Affected Line Item in the Statements of Income</b>	<b>Interest Rate Derivative Instruments Designated as Cash Flow Hedges</b>	<b>Pension and Postretirement Medical Plans</b>	<b>Foreign Currency Translation</b>	<b>Total</b>
Beginning balance		\$ (9,981)	\$ 31	\$ 1,178	\$ (8,772)
Other comprehensive income before reclassifications		—	—	95	95
Amounts reclassified from AOCI	Interest on long-term debt	113	—	—	113
Net current-period other comprehensive income		113	—	95	208
Ending balance		\$ (9,868)	\$ 31	\$ 1,273	\$ (8,564)

**(6) Related Party Transactions**

Accounts receivable from and payables to associated companies primarily include intercompany billings for direct charges, overhead, and income tax obligations. The following table reflects our accounts receivable from and accounts payable to associated companies (in thousands):

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	<b>March 31, 2019</b>	<b>December 31, 2018</b>
<b>Accounts Receivable from Associated Companies:</b>		
Havre Pipeline Company, LLC	\$ 264	\$ 308
NorthWestern Energy Solutions, Inc.	35	33
Risk Partners Assurance, Ltd.	18	18
	<u>\$ 317</u>	<u>\$ 359</u>
<b>Accounts Payable to Associated Companies:</b>		
Canadian Montana Pipeline Corporation	\$ 3,949	\$ 3,718
NorthWestern Services, LLC	1,693	1,679
	<u>\$ 5,642</u>	<u>\$ 5,397</u>

### **(7) Employee Benefit Plans**

We sponsor and/or contribute to pension and postretirement health care and life insurance benefit plans for eligible employees. Net periodic benefit cost (income) for our pension and other postretirement plans consists of the following (in thousands):

	<b>Pension Benefits</b>		<b>Other Postretirement Benefits</b>	
	<b>Three Months Ended March 31,</b>		<b>Three Months Ended March 31,</b>	
	<b>2019</b>	<b>2018</b>	<b>2019</b>	<b>2018</b>
<b>Components of Net Periodic Benefit Cost (Income)</b>				
Service cost	\$ 2,497	\$ 3,204	\$ 89	\$ 112
Interest cost	6,629	6,108	155	147
Expected return on plan assets	(6,362)	(7,060)	(218)	(239)
Amortization of prior service cost (credit)	1,652	1	(471)	(471)
Recognized actuarial loss (gain)	—	1,072	(24)	(20)
Net Periodic Benefit Cost (Income)	<u>\$ 4,416</u>	<u>\$ 3,325</u>	<u>\$ (469)</u>	<u>\$ (471)</u>

During 2019, we expect to contribute approximately \$13.2 million to our pension plans.

### **(8) Commitments and Contingencies**

#### **ENVIRONMENTAL LIABILITIES AND REGULATION**

##### **Environmental Matters**

The operation of electric generating, transmission and distribution facilities, and gas gathering, storage, transportation and distribution facilities, along with the development (involving site selection, environmental assessments, and permitting) and construction of these assets, are subject to extensive federal, state, and local environmental and land use laws and regulations. Our activities involve compliance with diverse laws and regulations that address emissions and impacts to the environment, including air

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and water, protection of natural resources, avian and wildlife. We monitor federal, state, and local environmental initiatives to determine potential impacts on our financial results. As new laws or regulations are implemented, our policy is to assess their applicability and implement the necessary modifications to our facilities or their operation to maintain ongoing compliance.

Our environmental exposure includes a number of components, including remediation expenses related to the cleanup of current or former properties, and costs to comply with changing environmental regulations related to our operations. At present, our environmental reserve, which relates primarily to the remediation of former manufactured gas plant sites owned by us, is estimated to range between \$26.6 million to \$34.6 million. As of March 31, 2019, we have a reserve of approximately \$29.5 million, which has not been discounted. Environmental costs are recorded when it is probable we are liable for the remediation and we can reasonably estimate the liability. We use a combination of site investigations and monitoring to formulate an estimate of environmental remediation costs for specific sites. Our monitoring procedures and development of actual remediation plans depend not only on site specific information but also on coordination with the different environmental regulatory agencies in our respective jurisdictions; therefore, while remediation exposure exists, it may be many years before costs are incurred.

Over time, as costs become determinable, we may seek authorization to recover such costs in rates or seek insurance reimbursement as applicable; therefore, although we cannot guarantee regulatory recovery, we do not expect these costs to have a material effect on our financial position or results of operations.

**Manufactured Gas Plants** - Approximately \$22.5 million of our environmental reserve accrual is related to manufactured gas plants. A formerly operated manufactured gas plant located in Aberdeen, South Dakota, has been identified on the Federal Comprehensive Environmental Response, Compensation, and Liability Information System list as contaminated with coal tar residue. We are currently conducting feasibility studies, implementing remedial actions pursuant to work plans approved by the South Dakota Department of Environment and Natural Resources, and conducting ongoing monitoring and operation and maintenance activities. As of March 31, 2019, the reserve for remediation costs at this site is approximately \$8.3 million, and we estimate that approximately \$3.7 million of this amount will be incurred during the next five years.

We also own sites in North Platte, Kearney and Grand Island, Nebraska on which former manufactured gas facilities were located. We are currently working independently to fully characterize the nature and extent of potential impacts associated with these Nebraska sites. Our reserve estimate includes assumptions for site assessment and remedial action work. At present, we cannot determine with a reasonable degree of certainty the nature and timing of any risk-based remedial action at our Nebraska locations.

In addition, we own or have responsibility for sites in Butte, Missoula and Helena, Montana on which former manufactured gas plants were located. The Butte and Helena sites, both listed as high priority sites on Montana's state superfund list, were placed into the Montana Department of Environmental Quality (MDEQ) voluntary remediation program for cleanup due to soil and groundwater impacts. Soil and coal tar were removed at the sites in accordance with the MDEQ requirements. Groundwater monitoring is conducted semiannually at both sites. At this time, we cannot estimate with a reasonable degree of certainty the nature and timing of additional remedial actions and/or investigations, if any, at the Butte site. In August 2016, the MDEQ sent us a Notice of Potential Liability and Request for Remedial Action regarding the Helena site. In January 2019, we submitted a revised Remedial Investigation Work Plan (RIWP) for the Helena site addressing MDEQ comments on a previously submitted draft RIWP. The revised RIWP requires additional investigation including vapor intrusion and potential contamination from transformers and treated poles. MDEQ is expected to complete its review by the second quarter of 2019.

An investigation conducted at the Missoula site did not require remediation activities, but required preparation of a groundwater monitoring plan. Monitoring wells have been installed and groundwater is monitored semiannually. At the request of Missoula Valley

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Water Quality District (MVWQD), a draft risk assessment was prepared for the Missoula site and presented to the MVWQD. We and the MVWQD agreed additional site investigation work is appropriate. Analytical results from an October 2016 sampling exceeded the Montana Maximum Contaminant Level for benzene and/or total cyanide in certain monitoring wells. These results were forwarded to MVWQD which shared the same with the MDEQ. MDEQ requested that MVWQD file a formal complaint with MDEQ's Enforcement Division, which MVWQD filed in July 2017. This is expected to prompt MDEQ to reevaluate its position concerning listing the Missoula site on the State of Montana's superfund list. On April 2, 2019, MDEQ requested our participation at a stakeholders' meeting for the Missoula site. In 2016, new landowners purchased a portion of the Missoula site using funding provided by a third party. The terms of the funding require the new landowners to address environmental issues. The new landowners contacted us and we addressed their immediate concerns. After researching historical ownership we have identified another potentially responsible party with whom we have initiated communications regarding the site. At this time, we cannot estimate with a reasonable degree of certainty the nature and timing of risk-based remedial action, if any, at the Missoula site.

**Global Climate Change** - National and international actions have been initiated to address global climate change and the contribution of greenhouse gas (GHG) including, most significantly, carbon dioxide (CO<sub>2</sub>). These actions include legislative proposals, Executive and Environmental Protection Agency (EPA) actions at the federal level, actions at the state level, and private party litigation relating to GHG emissions. Coal-fired plants have come under particular scrutiny due to their level of GHG emissions. We have joint ownership interests in four coal-fired electric generating plants, all of which are operated by other companies. We are responsible for our proportionate share of the capital and operating costs while being entitled to our proportionate share of the power generated.

While numerous bills have been introduced that address climate change from different perspectives, including through direct regulation of GHG emissions, the establishment of cap and trade programs and the establishment of Federal renewable portfolio standards, Congress has not passed any federal climate change legislation and we cannot predict the timing or form of any potential legislation. In the absence of such legislation, EPA is presently regulating new and existing sources of GHG emissions through regulations. EPA is currently reviewing its existing regulations as a result of an Executive Order issued by President Trump on March 28, 2017 (the Executive Order) instructing all federal agencies to review all regulations and other policies (specifically including the Clean Power Plan, or CPP, which is discussed in further detail below) that burden the development or use of domestically produced energy resources and suspend, revise or rescind those that pose an undue burden beyond that required to protect the public interest.

The CPP was published in October 2015 and was intended to establish GHG performance standards for existing power plants under Clean Air Act Section 111(d). The CPP established CO<sub>2</sub> emission performance standards for existing electric utility steam generating units and natural gas combined cycle units. As a result of the Executive Order review, on October 10, 2017, the EPA proposed to repeal the CPP. In addition, petitions for review and reconsideration of the CPP were filed by numerous parties, including us. Those proceedings are currently being held in abeyance, at the request of the EPA, in the United States Court of Appeals for the District of Columbia Circuit (D.C. Circuit) pending implementation of the Executive Order.

On August 31, 2018, EPA published the proposed Affordable Clean Energy Rule (ACE), intended to serve as a replacement for the CPP. If finalized as proposed, it is expected that the ACE would generally require a lower level of CO<sub>2</sub> emission reductions than the CPP and provide more regulatory flexibility to individual states.

We cannot predict whether the CPP will be repealed or whether the ACE will be implemented in its current form. In addition, it is unclear how pending or future litigation relating to GHG matters, including the actions pending in the D.C. Circuit, will impact us. If GHG regulations are implemented, it would result in additional compliance costs that could affect our future results of operations and

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financial position if such costs are not recovered through regulated rates. We will continue working with federal and state regulatory authorities, other utilities, and stakeholders to seek relief from any GHG regulations that, in our view, disproportionately impact customers in our region.

Future additional environmental requirements could cause us to incur material costs of compliance, increase our costs of procuring electricity, decrease transmission revenue and impact cost recovery. Technology to efficiently capture, remove and/or sequester such GHG emissions may not be available within a timeframe consistent with the implementation of any such requirements. Physical impacts of climate change also may present potential risks for severe weather, such as droughts, fires, floods, ice storms and tornadoes, in the locations where we operate or have interests. These potential risks may impact costs for electric and natural gas supply and maintenance of generation, distribution, and transmission facilities.

***Clean Air Act Rules and Associated Emission Control Equipment Expenditures*** - The EPA has proposed or issued a number of rules under different provisions of the Clean Air Act that could require the installation of emission control equipment at the generation plants in which we have joint ownership.

On January 10, 2017, the EPA published amendments to the requirements under the Clean Air Act for state plans for protection of visibility. Among other things, these amendments revised the process and requirements for the state implementation plans and extended the due date for the next periodic comprehensive regional haze state implementation plan revisions from 2018 to 2021. Therefore, by 2021, Montana, or EPA, must develop a revised plan that demonstrates reasonable progress toward eliminating man-made emissions of visibility impairing pollutants, which could impact Colstrip Unit 4. In March 2017, we filed a Petition for Review of these amendments with the D.C. Circuit, which was consolidated with other petitions challenging the final rule. The D.C. Circuit has granted EPA’s request to hold the case in abeyance while EPA considers further administrative action to revisit the rule.

***Jointly Owned Plants*** - We have joint ownership in generation plants located in South Dakota, North Dakota, Iowa and Montana that are or may become subject to the various regulations discussed above that have been issued or proposed. Regarding the CPP and ACE proposals, as discussed above, we cannot predict the impact of the CPP on us until there is a definitive judicial decision or administrative action by the EPA.

***Other*** - We continue to manage equipment containing polychlorinated biphenyl (PCB) oil in accordance with the EPA's Toxic Substance Control Act regulations. We will continue to use certain PCB-contaminated equipment for its remaining useful life and will, thereafter, dispose of the equipment according to pertinent regulations that govern the use and disposal of such equipment.

We routinely engage the services of a third-party environmental consulting firm to assist in performing a comprehensive evaluation of our environmental reserve. Based upon information available at this time, we believe that the current environmental reserve properly reflects our remediation exposure for the sites currently and previously owned by us. The portion of our environmental reserve applicable to site remediation may be subject to change as a result of the following uncertainties:

- We may not know all sites for which we are alleged or will be found to be responsible for remediation; and
- Absent performance of certain testing at sites where we have been identified as responsible for remediation, we cannot estimate with a reasonable degree of certainty the total costs of remediation.

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## LEGAL PROCEEDINGS

### Pacific Northwest Solar Litigation

Pacific Northwest Solar, LLC (PNWS) is a solar QF developer seeking to construct small solar facilities in Montana. We began negotiating with PNWS in early 2016 to purchase the output from 21 of those facilities pursuant to our standard QF-1 Tariff, which is applicable to projects no larger than 3 MWs.

On June 16, 2016, however, the MPSC suspended the availability of the QF-1 Tariff standard rates for that category of solar projects, which included the various projects proposed by PNWS. The MPSC exempted from the suspension any projects for which a QF had both submitted a signed power purchase agreement and had executed an interconnection agreement with us by June 16, 2016. Although we had executed four power purchase agreements with PNWS as of that date, we had not entered into any interconnection agreements with it for those projects. As a result, none of the PNWS Montana projects qualified for the exemption.

In November 2016, PNWS sued us in state court seeking unspecified damages for breach of contract and a judicial declaration that some or all of the 21 proposed power purchase agreements it had proposed to us were in effect despite the MPSC's Order. We removed the state lawsuit to the United States District Court for the District of Montana.

PNWS also requested the MPSC to exempt its projects from the tariff suspension and allow those projects to receive the QF-1 tariff rate that had been in effect prior to the suspension. We joined in PNWS's request for relief with respect to four of the projects. The MPSC, however, did not grant any of the relief requested by PNWS or us.

In August 2017, pursuant to a non-monetary, partial settlement with us, PNWS amended its original complaint to limit its claims for enforcement and/or damages to only four of the 21 power purchase agreements. We subsequently filed a motion to dismiss and a motion for partial summary judgment, and PNWS filed a motion for summary judgment on its request for declaratory relief regarding those four power purchase agreements. The United States District Court denied all of those motions in August of 2018.

Discovery concluded in November 2018, and we subsequently filed additional dispositive pre-trial motions which have been denied. PNWS also renewed its prior motion for summary judgment on Count VI of its lawsuit, which seeks a judicial declaration that the four power purchase agreements in question are valid and enforceable. The Court also denied that motion. PNWS is currently seeking approximately \$8 million in damages for the alleged breach of the four power purchase agreements. We participated in an unsuccessful mediation on January 24, 2019.

We dispute the remaining claims in PNWS' lawsuit and will continue to vigorously defend against them. We cannot currently predict an outcome in this litigation. If the plaintiff prevails and obtains damages for a breach of contract, we may seek to recover those damages in rates from customers, subject to the PCCAM. We cannot predict the outcome of any such effort.

### State of Montana - Riverbed Rents

On April 1, 2016, the State of Montana (State) filed a complaint on remand (the State's Complaint) with the Montana First Judicial District Court (State District Court), naming us, along with Talen Montana, LLC (Talen) as defendants. The State claimed it owns the riverbeds underlying 10 of our hydroelectric facilities (dams, along with reservoirs and tailraces) on the Missouri, Madison

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NorthWestern Corporation			
NOTES TO FINANCIAL STATEMENTS (Continued)			

and Clark Fork Rivers, and seeks rents for Talen's and our use and occupancy of such lands. The facilities at issue include the Hebgren, Madison, Hauser, Holter, Black Eagle, Rainbow, Cochrane, Ryan, and Morony facilities on the Missouri and Madison Rivers and the Thompson Falls facility on the Clark Fork River. We acquired these facilities from Talen in November 2014.

The litigation has a long prior history, which culminated with a 2012 decision by the United States Supreme Court holding that the Montana Supreme Court erred in not considering a segment-by-segment approach to determine navigability and relying on present day recreational use of the rivers. It also held that what it referred to as the Great Falls Reach "at least from the head of the first waterfall to the foot of the last" was not navigable for title purposes, and thus the State did not own the riverbeds in that segment. The United States Supreme Court remanded the case to the Montana Supreme Court for further proceedings not inconsistent with its opinion. Following the 2012 remand, the case laid dormant for four years until the State's Complaint was filed with the State District Court. On April 20, 2016, we removed the case from State District Court to the United States District Court for the District of Montana (Federal District Court). The State filed a motion to remand. Following briefing and argument, on October 10, 2017, the Federal District Court entered an order denying the State's motion.

Because the State's Complaint included a claim that the State owned the riverbeds in the Great Falls Reach, on October 16, 2017, we and Talen renewed our earlier filed motions seeking to dismiss the portion of the State's Complaint concerning the Great Falls Reach in light of the United States Supreme Court's decision. On August 1, 2018, the Federal District Court granted the motions to dismiss the State's Complaint as it pertains to approximately 8.2 miles of riverbed between Black Eagle Falls and the Great Falls. In particular the dismissal pertains to the Black Eagle Dam, Rainbow Dam and reservoir, Cochrane Dam and reservoir, and Ryan Dam and reservoir. This leaves a portion of the Black Eagle reservoir and Morony Dam and reservoir at issue. While the dismissal of these four facilities is subject to appeal, that appeal would not likely occur until after judgment in the case. We and Talen filed our respective answers to the State's Complaint on August 22, 2018. Additionally, we and Talen filed a motion to join the United States as a defendant to the litigation. The Federal District Court granted the motion on February 12, 2019, and has ordered the State to name the United States as a party defendant under the Federal Quiet Title Act by October 31, 2019.

We dispute the State's claims and intend to vigorously defend the lawsuit. This matter is still at its early stages, and we cannot predict an outcome. If the Federal District Court determines the riverbeds are navigable under the remaining six facilities that were not dismissed and if it calculates damages as the State District Court did in 2008, we estimate the annual rents could be approximately \$3.8 million commencing when we acquired the facilities in November 2014. We anticipate that any obligation to pay the State rent for use and occupancy of the riverbeds would be recoverable in rates from customers, although there can be no assurances that the MPSC would approve any such recovery.

### Wilde Litigation

In October 2017, Martin Wilde, a Montana resident and wind developer, and three entities with which he is affiliated, commenced a lawsuit against the MPSC, each individual commissioner of the MPSC (in each of their official and individual capacities), and NorthWestern, in the Montana Eighth Judicial District Court (Eighth District Court). The plaintiffs allege that the MPSC collaborated with NorthWestern to set discriminatory rates and contract durations for QF developers. The plaintiffs seek power purchase agreements at \$45.19 per megawatt hour for a 25-year term or, as an alternative remedy to the alleged discrimination, a reduction in NorthWestern's rates by \$17.03 per megawatt hour. The plaintiffs also seek compensatory damages of not less than \$4.8 million, various forms of declaratory relief, injunctive relief, unspecified damages, and punitive damages.

Mr. Wilde died in a farming accident in November 2017 and the plaintiffs requested a stay of the proceeding. The Eighth District Court lifted the stay on January 11, 2019. On March 4, 2019, the Eighth District Court entered an order granting NorthWestern's and

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NOTES TO FINANCIAL STATEMENTS (Continued)			

the MPSC's motions for summary judgment and dismissing the case. On April 3, 2019, plaintiffs appealed the Eighth District Court's decision to the Montana Supreme Court. We are awaiting a procedural schedule for the appeal.

We dispute the claims in the lawsuit and will continue to vigorously defend those claims. We cannot predict an outcome or estimate the amount or range of loss that would result from an adverse outcome.

**Other Legal Proceedings**

We are also subject to various other legal proceedings, governmental audits and claims that arise in the ordinary course of business. In the opinion of management, the amount of ultimate liability with respect to these other actions will not materially affect our financial position, results of operations, or cash flows.



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**STATEMENTS OF ACCUMULATED COMPREHENSIVE INCOME, COMPREHENSIVE INCOME, AND HEDGING ACTIVITIES**

1. Report in columns (b),(c),(d) and (e) the amounts of accumulated other comprehensive income items, on a net-of-tax basis, where appropriate.
2. Report in columns (f) and (g) the amounts of other categories of other cash flow hedges.
3. For each category of hedges that have been accounted for as "fair value hedges", report the accounts affected and the related amounts in a footnote.
4. Report data on a year-to-date basis.

Line No.	Item (a)	Unrealized Gains and Losses on Available-for-Sale Securities (b)	Minimum Pension Liability adjustment (net amount) (c)	Foreign Currency Hedges (d)	Other Adjustments (e)
1	Balance of Account 219 at Beginning of Preceding Year		33,373		1,176,729
2	Preceding Qtr/Yr to Date Reclassifications from Acct 219 to Net Income				
3	Preceding Quarter/Year to Date Changes in Fair Value				95,110
4	Total (lines 2 and 3)				95,110
5	Balance of Account 219 at End of Preceding Quarter/Year		33,373		1,271,839
6	Balance of Account 219 at Beginning of Current Year		246,203		1,446,422
7	Current Qtr/Yr to Date Reclassifications from Acct 219 to Net Income				
8	Current Quarter/Year to Date Changes in Fair Value				62,705
9	Total (lines 7 and 8)				62,705
10	Balance of Account 219 at End of Current Quarter/Year		246,203		1,509,127

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STATEMENTS OF ACCUMULATED COMPREHENSIVE INCOME, COMPREHENSIVE INCOME, AND HEDGING ACTIVITIES

Line No.	Other Cash Flow Hedges Interest Rate Swaps  (f)	Other Cash Flow Hedges [Insert Footnote at Line 1 to specify] (g)	Totals for each category of items recorded in Account 219 (h)	Net Income (Carried Forward from Page 117, Line 78) (i)	Total Comprehensive Income (j)
1	( 9,982,181)		( 8,772,079)		
2	113,033		113,033		
3			95,110		
4	113,033		208,143	58,498,686	58,706,829
5	( 9,869,148)		( 8,563,936)		
6	( 9,484,423)		( 7,791,798)		
7	113,032		113,032		
8			62,705		
9	113,032		175,737	72,806,162	72,981,899
10	( 9,371,391)		( 7,616,061)		

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SUMMARY OF UTILITY PLANT AND ACCUMULATED PROVISIONS FOR DEPRECIATION, AMORTIZATION AND DEPLETION					
Report in Column (c) the amount for electric function, in column (d) the amount for gas function, in column (e), (f), and (g) report other (specify) and in column (h) common function.					
Line No.	Classification (a)	Total Company for the Current Year/Quarter Ended (b)	Electric (c)		
1	Utility Plant				
2	In Service				
3	Plant in Service (Classified)	5,538,061,934	4,295,628,066		
4	Property Under Capital Leases	43,471,062			
5	Plant Purchased or Sold				
6	Completed Construction not Classified				
7	Experimental Plant Unclassified	1,631,264	1,631,264		
8	Total (3 thru 7)	5,583,164,260	4,297,259,330		
9	Leased to Others				
10	Held for Future Use	4,922,323	4,892,457		
11	Construction Work in Progress	119,652,817	89,808,191		
12	Acquisition Adjustments	686,328,435	686,328,435		
13	Total Utility Plant (8 thru 12)	6,394,067,835	5,078,288,413		
14	Accum Prov for Depr, Amort, & Depl	2,339,012,109	1,802,277,488		
15	Net Utility Plant (13 less 14)	4,055,055,726	3,276,010,925		
16	Detail of Accum Prov for Depr, Amort & Depl				
17	In Service:				
18	Depreciation	2,112,112,687	1,665,489,911		
19	Amort & Depl of Producing Nat Gas Land/Land Right	33,726,956			
20	Amort of Underground Storage Land/Land Rights				
21	Amort of Other Utility Plant	80,063,242	23,678,353		
22	Total In Service (18 thru 21)	2,225,902,885	1,689,168,264		
23	Leased to Others				
24	Depreciation				
25	Amortization and Depletion				
26	Total Leased to Others (24 & 25)				
27	Held for Future Use				
28	Depreciation				
29	Amortization				
30	Total Held for Future Use (28 & 29)				
31	Abandonment of Leases (Natural Gas)				
32	Amort of Plant Acquisition Adj	113,109,224	113,109,224		
33	Total Accum Prov (equals 14) (22,26,30,31,32)	2,339,012,109	1,802,277,488		

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SUMMARY OF UTILITY PLANT AND ACCUMULATED PROVISIONS FOR DEPRECIATION, AMORTIZATION AND DEPLETION					
Gas (d)	Other (Specify) (e)	Other (Specify) (f)	Other (Specify) (g)	Common (h)	Line No.
					1
					2
1,030,933,917	1,519,564			209,980,387	3
		40,209,537	3,261,525		4
					5
					6
					7
1,030,933,917	1,519,564	40,209,537	3,261,525	209,980,387	8
					9
29,866					10
15,423,066				14,421,560	11
					12
1,046,386,849	1,519,564	40,209,537	3,261,525	224,401,947	13
454,958,120	943,192	25,633,560		55,199,749	14
591,428,729	576,372	14,575,977	3,261,525	169,202,198	15
					16
					17
381,244,709	943,192	25,633,560		38,801,315	18
33,726,956					19
					20
39,986,455				16,398,434	21
454,958,120	943,192	25,633,560		55,199,749	22
					23
					24
					25
					26
					27
					28
					29
					30
					31
					32
454,958,120	943,192	25,633,560		55,199,749	33

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**ELECTRIC PLANT IN SERVICE AND ACCUMULATED PROVISION FOR DEPRECIATION BY FUNCTION**

1. Report below the original cost of plant in service by function. In addition to Account 101, include Account 102, and Account 106. Report in column (b) the original cost of plant in service and in column(c) the accumulated provision for depreciation and amortization by function.

Line No.	Item (a)	Plant in Service Balance at End of Quarter (b)	Accumulated Depreciation and Amortization Balance at End of Quarter (c)
1	Intangible Plant	24,029,531	11,549,818
2	Steam Production Plant	374,574,319	132,595,922
3	Nuclear Production Plant		
4	Hydraulic Production - Conventional	536,161,829	124,072,291
5	Hydraulic Production - Pumped Storage		
6	Other Production	485,677,701	105,682,857
7	Transmission	1,031,574,873	437,435,625
8	Distribution	1,699,596,996	801,534,887
9	Regional Transmission and Market Operation		
10	General	145,644,081	76,296,864
11	TOTAL (Total of lines 1 through 10)	4,297,259,330	1,689,168,264

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**Transmission Service and Generation Interconnection Study Costs**

1. Report the particulars (details) called for concerning the costs incurred and the reimbursements received for performing transmission service and generator interconnection studies.
2. List each study separately.
3. In column (a) provide the name of the study.
4. In column (b) report the cost incurred to perform the study at the end of period.
5. In column (c) report the account charged with the cost of the study.
6. In column (d) report the amounts received for reimbursement of the study costs at end of period.
7. In column (e) report the account credited with the reimbursement received for performing the study.

Line No.	Description (a)	Costs Incurred During Period (b)	Account Charged (c)	Reimbursements Received During the Period (d)	Account Credited With Reimbursement (e)
1	<b>Transmission Studies</b>				
2	FAC Studies	28,751	253	( 65,000)	253
3	SIS Studies	36,652	253	( 25,528)	253
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21	<b>Generation Studies</b>				
22	FAC Studies	34,126	253	( 118,442)	253
23	FEA Studies	16,702	253	( 4,906)	253
24	SIS Studies	13,465	253	( 155,000)	253
25					
26					
27					
28					
29					
30					
31					
32					
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40					

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**OTHER REGULATORY ASSETS (Account 182.3)**

1. Report below the particulars (details) called for concerning other regulatory assets, including rate order docket number, if applicable.  
2. Minor items (5% of the Balance in Account 182.3 at end of period, or amounts less than \$100,000 which ever is less), may be grouped by classes.  
3. For Regulatory Assets being amortized, show period of amortization.

Line No.	Description and Purpose of Other Regulatory Assets  (a)	Balance at Beginning of Current Quarter/Year (b)	Debits (c)	CREDITS		Balance at end of Current Quarter/Year (f)
				Written off During the Quarter /Year Account Charged (d)	Written off During the Period Amount (e)	
1	Montana:					
2						
3	FAS 109 & Other	298,159,808	11,703,138			309,862,946
4						
5	Tax Cut Jobs Act (TCJA) Deficient Accumulated	50,774,594		411.1	375,555	50,399,039
6	Deferred Income Taxes (ADIT)					
7						
8	Basin Creek Capital Lease	7,134,872		243	50,448	7,084,424
9						
10	BPA Residential Exchange Program	1,429,780	1,747,878	254	1,734,678	1,442,980
11	Docket 2018.8.49 Order 7630					
12	Annual Amortization					
13						
14	Property Tax Tracker	11,544,401	64,033	(2)407	8,311,755	3,296,679
15	Docket 2017.11.86 – Order 7580a					
16	Annual Amortization					
17						
18	FAS 106	4,203,322		(2)926	241,272	3,962,050
19	Docket 93.6.24 and Docket 2009.9.129					
20						
21	FAS 112	4,785,838				4,785,838
22	Docket 93.6.24 and Docket 2009.9.129					
23						
24	CTC QF Over/Under Collections	867,780	245,756	407	532,938	580,598
25	Docket 97.7.90 and Docket 2001.1.5					
26	Annual Amortization					
27						
28	Compensated Absences	10,469,942	527,640			10,997,582
29	Docket 97.11.219					
30						
31	Excess Refunds Interim General Rate Case	32,105				32,105
32						
33	Pension Plan	120,418,851	1,232,640			121,651,491
34						
35	Montana Consumer Counsel Tax	1,479,561	16,707	Various	93	1,496,175
36	Docket 2018.10.67- Order 7637					
37						
38	Montana Public Service Commission Tax	2,503,031		Various	30,860	2,472,171
39	Docket 2017.9.78- Order 7568					
40						
41	Natural Gas Transmission Verification Program	2,877,717		(2)407	143,886	2,733,831
42	Docket No. D2016.11.88					
43						

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**OTHER REGULATORY ASSETS (Account 182.3)**

1. Report below the particulars (details) called for concerning other regulatory assets, including rate order docket number, if applicable.
2. Minor items (5% of the Balance in Account 182.3 at end of period, or amounts less than \$100,000 which ever is less), may be grouped by classes.
3. For Regulatory Assets being amortized, show period of amortization.

Line No.	Description and Purpose of Other Regulatory Assets  (a)	Balance at Beginning of Current Quarter/Year (b)	Debits (c)	CREDITS		Balance at end of Current Quarter/Year (f)
				Written off During the Quarter /Year Account Charged (d)	Written off During the Period Amount (e)	
1	Study of the Costs & Benefits of	156,676				156,676
2	of Customer Generators					
3						
4	Asset Retirement Obligation	13,232,974	492,430			13,725,404
5						
6						
7	South Dakota:					
8						
9	FAS 109 & Other	37,128,582	4,154,266			41,282,848
10						
11	Tax Cut Jobs Act (TCJA) Deficient Accumulated	5,993,671		411.1	51,324	5,942,347
12	Deferred Income Taxes (ADIT)					
13						
14	Pension Plan	9,773,875		(2)407	100,843	9,673,032
15						
16	Manufactured Gas Plants	11,220,919		2407	92,408	11,128,511
17	Docket NG 11-003					
18						
19	Rate Case Costs	149,650		407	19,521	130,129
20	Docket EL 14-106					
21						
22	Field Inventory	621,855		407	22,479	599,376
23	Docket EL 14-106					
24						
25	Asset Retirement Obligation	4,179,833	126,788			4,306,621
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41						
42						
43						
<b>44</b>	<b>TOTAL :</b>	599,139,637	20,311,276		11,708,060	607,742,853



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OTHER REGULATORY LIABILITIES (Account 254)						
<p>1. Report below the particulars (details) called for concerning other regulatory liabilities, including rate order docket number, if applicable.</p> <p>2. Minor items (5% of the Balance in Account 254 at end of period, or amounts less than \$100,000 which ever is less), may be grouped by classes.</p> <p>3. For Regulatory Liabilities being amortized, show period of amortization.</p>						
Line No.	Description and Purpose of Other Regulatory Liabilities  (a)	Balance at Beginning of Current Quarter/Year  (b)	DEBITS		Credits  (e)	Balance at End of Current Quarter/Year  (f)
			Account Credited  (c)	Amount  (d)		
1	Montana Operations:					
2						
3	Tax Cut Jobs Act (TCJA) Excess Accumulated	137,591,312	411.1	3,786,662		133,804,650
4	Deferred Income Taxes (ADIT)					
5						
6	Deferred Gas Storage Sales	8,728,010	2407	105,129		8,622,881
7	Docket D2001.1.1					
8	Amortization 2001 - 2039					
9						
10	Montana Public Service Commission &	1,070,927	Various	8,180	441,906	1,504,653
11	Montana Consumer Counsel Taxes					
12	Dockets 2017.9.78 and 2018.10.67					
13						
14	South Dakota Operations:					
15						
16	Tax Cut Jobs Act (TCJA) Excess Accumulated					
17	Deferred Income Taxes (ADIT)	24,031,700	411.1	489,383		23,542,317
18						
19	Current Ad Valorem True-Up	676,076	(2)407	36,839	8,187	647,424
20	Docket GE98-001					
21						
22	Aberdeen Manufactured Gas Plant	1,247,221	2407	837,995	1,028,308	1,437,534
23	Docket NG 11-003					
24						
25	Tax Cut Jobs Act Deferral	136	(2)407	136		
26	Docket NG-0095 and GE17-003					
27						
28	Unbilled Revenues	12,214,255	Various	3,978,737		8,235,518
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41	TOTAL	185,559,637		9,243,061	1,478,401	177,794,977

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**ELECTRIC OPERATING REVENUES (Account 400)**

- The following instructions generally apply to the annual version of these pages. Do not report quarterly data in columns (c), (e), (f), and (g). Unbilled revenues and MWH related to unbilled revenues need not be reported separately as required in the annual version of these pages.
- Report below operating revenues for each prescribed account, and manufactured gas revenues in total.
- Report number of customers, columns (f) and (g), on the basis of meters, in addition to the number of flat rate accounts; except that where separate meter readings are added for billing purposes, one customer should be counted for each group of meters added. The -average number of customers means the average of twelve figures at the close of each month.
- If increases or decreases from previous period (columns (c),(e), and (g)), are not derived from previously reported figures, explain any inconsistencies in a footnote.
- Disclose amounts of \$250,000 or greater in a footnote for accounts 451, 456, and 457.2.

Line No.	Title of Account (a)	Operating Revenues Year to Date Quarterly/Annual (b)	Operating Revenues Previous year (no Quarterly) (c)
1	Sales of Electricity		
2	(440) Residential Sales	112,134,565	
3	(442) Commercial and Industrial Sales		
4	Small (or Comm.) (See Instr. 4)	104,894,173	
5	Large (or Ind.) (See Instr. 4)	16,585,836	
6	(444) Public Street and Highway Lighting	4,678,240	
7	(445) Other Sales to Public Authorities	197,387	
8	(446) Sales to Railroads and Railways		
9	(448) Interdepartmental Sales	268,951	
10	TOTAL Sales to Ultimate Consumers	238,759,152	
11	(447) Sales for Resale	13,703,169	
12	TOTAL Sales of Electricity	252,462,321	
13	(Less) (449.1) Provision for Rate Refunds	49,549	
14	TOTAL Revenues Net of Prov. for Refunds	252,412,772	
15	Other Operating Revenues		
16	(450) Forfeited Discounts	113,409	
17	(451) Miscellaneous Service Revenues	42,100	
18	(453) Sales of Water and Water Power		
19	(454) Rent from Electric Property	1,079,749	
20	(455) Interdepartmental Rents		
21	(456) Other Electric Revenues	1,602,229	
22	(456.1) Revenues from Transmission of Electricity of Others	14,116,455	
23	(457.1) Regional Control Service Revenues		
24	(457.2) Miscellaneous Revenues		
25			
26	TOTAL Other Operating Revenues	16,953,942	
27	TOTAL Electric Operating Revenues	269,366,714	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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**ELECTRIC OPERATING REVENUES (Account 400)**

6. Commercial and industrial Sales, Account 442, may be classified according to the basis of classification (Small or Commercial, and Large or Industrial) regularly used by the respondent if such basis of classification is not generally greater than 1000 Kw of demand. (See Account 442 of the Uniform System of Accounts. Explain basis of classification in a footnote.)
7. See pages 108-109, Important Changes During Period, for important new territory added and important rate increase or decreases.
8. For Lines 2,4,5,and 6, see Page 304 for amounts relating to unbilled revenue by accounts.
9. Include unmetered sales. Provide details of such Sales in a footnote.

MEGAWATT HOURS SOLD		AVG.NO. CUSTOMERS PER MONTH		Line No.
Year to Date Quarterly/Annual (d)	Amount Previous year (no Quarterly) (e)	Current Year (no Quarterly) (f)	Previous Year (no Quarterly) (g)	
				1
1,002,662				2
				3
1,778,164				4
166,991				5
17,091				6
1,809				7
				8
2,475				9
2,969,192				10
321,930				11
3,291,122				12
				13
3,291,122				14

Line 12, column (b) includes \$ 0 of unbilled revenues.  
Line 12, column (d) includes 0 MWH relating to unbilled revenues

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<b>ELECTRIC PRODUCTION, OTHER POWER SUPPLY EXPENSES, TRANSMISSION AND DISTRIBUTION EXPENSES</b>					
Report Electric production, other power supply expenses, transmission, regional control and market operation, and distribution expenses through the reporting period.					
Line No.	Account (a)	Year to Date Quarter (b)			
1	1. POWER PRODUCTION AND OTHER SUPPLY EXPENSES				
2	Steam Power Generation - Operation (500-509)	13,953,982			
3	Steam Power Generation - Maintenance (510-515)	2,440,257			
4	Total Power Production Expenses - Steam Power	16,394,239			
5	Nuclear Power Generation - Operation (517-525)				
6	Nuclear Power Generation - Maintenance (528-532)				
7	Total Power Production Expenses - Nuclear Power				
8	Hydraulic Power Generation - Operation (535-540.1)	3,199,860			
9	Hydraulic Power Generation - Maintenance (541-545.1)	826,934			
10	Total Power Production Expenses - Hydraulic Power	4,026,794			
11	Other Power Generation - Operation (546-550.1)	6,434,141			
12	Other Power Generation - Maintenance (551-554.1)	444,634			
13	Total Power Production Expenses - Other Power	6,878,775			
14	Other Power Supply Expenses				
15	Purchased Power (555)	72,740,776			
16	System Control and Load Dispatching (556)	90,108			
17	Other Expenses (557)	-21,028,051			
18	Total Other Power Supply Expenses (line 15-17)	51,802,833			
19	Total Power Production Expenses (Total of lines 4, 7, 10, 13 and 18)	79,102,641			
20	2. TRANSMISSION EXPENSES				
21	Transmission Operation Expenses				
22	(560) Operation Supervision and Engineering	1,908,788			
23					
24	(561.1) Load Dispatch-Reliability	261,387			
25	(561.2) Load Dispatch-Monitor and Operate Transmission System	246,693			
26	(561.3) Load Dispatch-Transmission Service and Scheduling	345,285			
27	(561.4) Scheduling, System Control and Dispatch Services				
28	(561.5) Reliability, Planning and Standards Development	18,585			
29	(561.6) Transmission Service Studies				
30	(561.7) Generation Interconnection Studies				
31	(561.8) Reliability, Planning and Standards Development Services				
32	(562) Station Expenses	438,031			
33	(563) Overhead Line Expenses	235,098			
34	(564) Underground Line Expenses				
35	(565) Transmission of Electricity by Others	5,998,007			
36	(566) Miscellaneous Transmission Expenses	94,978			
37	(567) Rents	180,105			
38	(567.1) Operation Supplies and Expenses (Non-Major)				

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<b>ELECTRIC PRODUCTION, OTHER POWER SUPPLY EXPENSES, TRANSMISSION AND DISTRIBUTION EXPENSES</b>					
Report Electric production, other power supply expenses, transmission, regional control and market operation, and distribution expenses through the reporting period.					
Line No.	Account (a)	Year to Date Quarter (b)			
39	TOTAL Transmission Operation Expenses (Lines 22 - 38)	9,726,957			
40	Transmission Maintenance Expenses				
41	(568) Maintenance Supervision and Engineering	259,571			
42	(569) Maintenance of Structures	7,550			
43	(569.1) Maintenance of Computer Hardware	556,697			
44	(569.2) Maintenance of Computer Software	627			
45	(569.3) Maintenance of Communication Equipment	28,270			
46	(569.4) Maintenance of Miscellaneous Regional Transmission Plant				
47	(570) Maintenance of Station Equipment	200,010			
48	(571) Maintenance Overhead Lines	475,747			
49	(572) Maintenance of Underground Lines	91			
50	(573) Maintenance of Miscellaneous Transmission Plant				
51	(574) Maintenance of Transmission Plant				
52	TOTAL Transmission Maintenance Expenses (Lines 41 - 51)	1,528,563			
53	Total Transmission Expenses (Lines 39 and 52)	11,255,520			
54	<b>3. REGIONAL MARKET EXPENSES</b>				
55	Regional Market Operation Expenses				
56	(575.1) Operation Supervision				
57	(575.2) Day-Ahead and Real-Time Market Facilitation	109,108			
58	(575.3) Transmission Rights Market Facilitation				
59	(575.4) Capacity Market Facilitation				
60	(575.5) Ancillary Services Market Facilitation	31,174			
61	(575.6) Market Monitoring and Compliance	15,587			
62	(575.7) Market Facilitation, Monitoring and Compliance Services				
63	Regional Market Operation Expenses (Lines 55 - 62)	155,869			
64	Regional Market Maintenance Expenses				
65	(576.1) Maintenance of Structures and Improvements				
66	(576.2) Maintenance of Computer Hardware				
67	(576.3) Maintenance of Computer Software				
68	(576.4) Maintenance of Communication Equipment				
69	(576.5) Maintenance of Miscellaneous Market Operation Plant				
70	Regional Market Maintenance Expenses (Lines 65-69)				
71	TOTAL Regional Control and Market Operation Expenses (Lines 63,70)	155,869			
72	<b>4. DISTRIBUTION EXPENSES</b>				
73	Distribution Operation Expenses (580-589)	5,029,478			
74	Distribution Maintenance Expenses (590-598)	5,401,385			
75	Total Distribution Expenses (Lines 73 and 74)	10,430,863			

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<b>ELECTRIC CUSTOMER ACCOUNTS, SERVICE, SALES, ADMINISTRATIVE AND GENERAL EXPENSES</b>					
Report the amount of expenses for customer accounts, service, sales, and administrative and general expenses year to date.					
Line No.	Account (a)	Year to Date Quarter (b)			
1	(901-905) Customer Accounts Expenses	3,096,307			
2	(907-910) Customer Service and Information Expenses	1,415,074			
3	(911-917) Sales Expenses	106,206			
4	<b>8. ADMINISTRATIVE AND GENERAL EXPENSES</b>				
5	Operations				
6	920 Administrative and General Salaries	8,538,236			
7	921 Office Supplies and Expenses	3,529,803			
8	(Less) 922 Administrative Expenses Transferred-Credit	850,183			
9	923 Outside Services Employed	1,654,933			
10	924 Property Insurance	562,546			
11	925 Injuries and Damages	2,156,511			
12	926 Employee Pensions and Benefits	1,226,248			
13	927 Franchise Requirements				
14	928 Regulatory Commission Expenses	673,640			
15	(Less) 929 Duplicate Charges-Credit				
16	930.1 General Advertising Expenses	12,490			
17	930.2 Miscellaneous General Expenses	4,699,285			
18	931 Rents	466,419			
19	<b>TOTAL Operation (Total of lines 6 thru 18)</b>	<b>22,669,928</b>			
20	Maintenance				
21	935 Maintenance of General Plant	969,583			
22	<b>TOTAL Administrative and General Expenses (Total of lines 19 and 21)</b>	<b>23,639,511</b>			

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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	MONTANA NETWORK TRANSMISSION				
2					
3	Ash Grove Cement	Talen Energy	Ash Grove Cement	FNO	
4	Aspen Air U.S., LLC	Talen Energy	Aspen Air Corporation	FNO	
5	Barretts Minerals, Inc.	Talen Energy	Barretts Minerals, Inc.	FNO	
6	Beartooth Electric Cooperative, Inc.	WAPA	Beartooth Electric Cooperative, .	FNO	
7	Benefis Health Systems	Energy Keepers, Inc.	Benefis Health Systems	FNO	
8	Big Horn County Electric Coop, Inc.	WAPA	Big Horn County Electric Coop, I.	FNO	
9	Bonneville Power Administration	BPA	Bonneville Power Administration	FNO	
10	Basin Electric Power Cooperative	Basin Electric & WAPA	Basin Electric Power Cooperative	FNO	
11	Basin Electric Power Cooperative	Basin Electric & WAPA	Basin Electric Power Cooperative	FNO	
12	CHS, Inc.	Morgan Stanley	CHS, Inc.	FNO	
13	City of Great Falls	Energy Keepers, Inc.	City of Great Falls	FNO	
14	Talen Montana, LLC	Avista Energy	Colstrip Steam Electric Station	FNO	
15	CryptoWatt Mining, LLC	Talen Energy	CryptoWatt Mining, LLC	FNO	
16	Phillips 66 Company	Tenaska	Phillips 66 Company	FNO	
17	ExxonMobil Corporation	Talen Energy	ExxonMobil Corporation	FNO	
18	General Mills Operations, LLC	Talen Energy	General Mills Operations, LLC	FNO	
19	Great Falls Public Schools	Talen Energy	Great Falls Public Schools	FNO	
20	GCC Three Forks, LLC	Energy Keepers, Inc.	GCC Three Forks, LLC	FNO	
21	Imerys Talc America, Inc.	Energy Keepers, Inc.	Imerys Talc America, Inc.	FNO	
22	Suiza Dairy Group, LLC	Talen Energy	Suiza Dairy Group, LLC	FNO	
23	Calumet Refining, LLC	Talen Energy	Calumet Montana Refining Company.	FNO	
24	Montana Resources	Talen Energy & Energy Keepers, I.	Montana Resources	FNO	
25	REC Silicon Company	Morgan Stanley	REC Silicon Company	FNO	
26	Roseburg Forest Products Company	Energy Keepers, Inc.	Roseburg Forest Products Company	FNO	
27	Sibanye-Stillwater	Energy Keepers, Inc.	Stillwater Mining Company	FNO	
28	Town of Philipsburg	Town of Philipsburg	Town of Philipsburg	FNO	
29	Western Area Power Administration	WAPA	Western Area Power Administration	FNO	
30	HyperBlock, LLC	Energy Keepers, Inc.	HyperBlock, LLC	FNO	
31					
32	MONTANA POINT-TO-POINT				
33					
34	Western Area Power Admin	WAPA	NWMT	NF	
	<b>TOTAL</b>				

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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued) (Including transactions referred to as 'wheeling')						
<p>5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.</p> <p>6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.</p> <p>7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.</p> <p>8. Report in column (i) and (j) the total megawatthours received and delivered.</p>						
FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
						1
						2
Montana OATT	Colstrip	Clancy, MT	7	4,940	4,940	3
Montana OATT	Colstrip	Billings, MT	11	11,691	11,691	4
Montana OATT	Colstrip	Dillon, MT	6	9,265	9,265	5
Montana OATT	Fort Peck	Various in Montana	18	25,009	25,009	6
Montana OATT	Kerr	Various in Montana	7	8,500	8,500	7
Montana OATT	Various & Great Falls	Various in Montana	18	21,519	21,519	8
Montana OATT	BPAT.NWMT	Various in Montana	185	242,655	242,655	9
Montana OATT	Various in Montana	Various NWMT & WAUW	181	233,181	233,181	10
Montana OATT	Crossover	Various NWMT & WAUW	15	21,883	21,883	11
Montana OATT	BPAT.NWMT & Various	Various in Montana	58	93,889	93,889	12
Montana OATT	Kerr	Various in Montana	6	5,470	5,470	13
Montana OATT	AVAT.NWMT	Nichols Pump Sub	10	10,721	10,721	14
Montana OATT	Colstrip	Butte, MT	75	94,642	94,642	15
Montana OATT	YTP	Various in Montana	70	126,242	126,242	16
Montana OATT	Colstrip	Billings, MT	35	42,510	42,510	17
Montana OATT	Colstrip	Great Falls, MT	4	4,542	4,542	18
Montana OATT	Colstrip	Great Falls, MT	1	2,641	2,641	19
Montana OATT	Kerr	Three Forks, MT	8	10,124	10,124	20
Montana OATT	Kerr	Three Forks, MT	6	7,222	7,222	21
Montana OATT	Colstrip	Various in Montana	2	1,400	1,400	22
Montana OATT	Colstrip	Great Falls, MT	25	28,357	28,357	23
Montana OATT	Colstrip & Kerr	Butte, MT	50	92,490	92,490	24
Montana OATT	MATL.NWMT	Butte, MT	135	179,399	179,399	25
Montana OATT	Kerr	Missoula, MT	8	12,752	12,752	26
Montana OATT	Kerr	Various in Montana	46	63,715	63,715	27
Montana OATT	Philipsburg Substatn	Philipsburg, MT		226	226	28
Montana OATT	Crossover	Various NWMT & WAUW	4	2	2	29
Montana OATT	Kerr	Bonner, MT	60	39,147	39,147	30
						31
						32
						33
Montana OATT	Canyon Ferry	NWMT.System		1,448	1,448	34
			<b>1,328</b>	<b>2,818,362</b>	<b>2,818,362</b>	



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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)  
(Including transactions referred to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.

10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.

11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
				1
				2
36,834			36,834	3
58,555			58,555	4
37,542			37,542	5
112,473			112,473	6
47,642			47,642	7
102,635			102,635	8
1,095,028			1,095,028	9
1,086,527			1,086,527	10
99,632			99,632	11
385,428			385,428	12
27,313			27,313	13
42,626			42,626	14
340,186			340,186	15
577,022			577,022	16
237,930			237,930	17
23,797			23,797	18
13,329			13,329	19
45,446			45,446	20
36,973			36,973	21
7,111			7,111	22
122,639			122,639	23
392,619			392,619	24
783,722			783,722	25
57,002			57,002	26
277,292			277,292	27
966			966	28
4,971			4,971	29
173,089			173,089	30
				31
				32
				33
		6,270	6,270	34
<b>8,809,184</b>	<b>3,567,830</b>	<b>1,739,441</b>	<b>14,116,455</b>	

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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	Western Area Power Admin	WAPA	WAPA	NF	
2	Western Area Power Admin	WAPA	WAPA	NF	
3	Western Area Power Admin	WAPA	NWMT	NF	
4	Western Area Power Admin	WAPA	NWMT	NF	
5	Western Area Power Admin	WAPA	WAPA	NF	
6					
7	PacifiCorp	PacifiCorp	NWMT	NF	
8	PacifiCorp	PacifiCorp	PacifiCorp	NF	
9	PacifiCorp	PacifiCorp	NWMT	NF	
10					
11	Avista Corporation	AVISTA	NWMT	NF	
12	Avista Corporation	AVISTA	NWMT	NF	
13	Avista Corporation	NWMT	BPA	NF	
14	Avista Corporation	AVISTA	AVISTA	NF	
15	Avista Corporation	AVISTA	AVISTA	SFP	
16	Avista Corporation	Colstrip Partners	AVISTA	NF	
17	Avista Corporation	Colstrip Partners	AVISTA	SFP	
18	Avista Corporation	NWMT	NWMT	SFP	
19	Avista Corporation	NWMT	NWMT	NF	
20					
21	Bonneville Power Administration	BPA	NWMT	NF	
22	Bonneville Power Administration	BPA	PacifiCorp	NF	
23					
24	Black Hills Power Inc	PacifiCorp	NWMT	NF	
25	Black Hills Power Inc	WAPA	PacifiCorp	NF	
26	Black Hills Power Inc	PacifiCorp	BPA	NF	
27					
28	Basin Electric Power Cooperative	PacifiCorp	WAPA	NF	
29	Basin Electric Power Cooperative	PacifiCorp	NWMT	NF	
30	Basin Electric Power Cooperative	PacifiCorp	NWMT	SFP	
31	Basin Electric Power Cooperative	WAPA	PacifiCorp	NF	
32	Basin Electric Power Cooperative	WAPA	NWMT	NF	
33	Basin Electric Power Cooperative	WAPA	WAPA	LFP	
34					
<b>TOTAL</b>					

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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued) (Including transactions referred to as 'wheeling')						
<p>5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.</p> <p>6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.</p> <p>7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.</p> <p>8. Report in column (i) and (j) the total megawatthours received and delivered.</p>						
FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Montana OATT	Canyon Ferry	Crossover		31,318	31,318	1
Montana OATT	Canyon Ferry	Great Falls		349	349	2
Montana OATT	Great Falls	NWMT.System		1,092	1,092	3
Montana OATT	Great Falls	NWMT.System		4,312	4,312	4
Montana OATT	Great Falls	Crossover		26,666	26,666	5
						6
Montana OATT	YTP	NWMT System		12	12	7
Montana OATT	YTP	BRDY		25	25	8
Montana OATT	YTP	COLSTRIP		108	108	9
						10
Montana OATT	AVAT.NWMT	NWMT.SYSTEM		112	112	11
Montana OATT	AVAT.NWMT	COLSTRIP		408	408	12
Montana OATT	COLSTRIP	BPAT.NWMT		840	840	13
Montana OATT	COLSTRIP	AVAT.NWMT		6,434	6,434	14
Montana OATT	COLSTRIP	AVAT.NWMT		3,570	3,570	15
Montana OATT	COLSTRIP	AVAT.NWMT		947	947	16
Montana OATT	COLSTRIP	AVAT.NWMT		3,240	3,240	17
Montana OATT	COLSTRIP	NWMT.SYSTEM		24	24	18
Montana OATT	COLSTRIP	NWMT.SYSTEM		596	596	19
						20
Montana OATT	BPAT.NWMT	NWMT.SYSTEM		463	463	21
Montana OATT	BPAT.NWMT	YTP		4	4	22
						23
Montana OATT	YTP	NWMT.SYSTEM		3	3	24
Montana OATT	CROSSOVER	YTP		2,136	2,136	25
Montana OATT	BRDY	BPAT.NWMT		20	20	26
						27
Montana OATT	YTP	CROSSOVER		1,021	1,021	28
Montana OATT	YTP	NWMT.SYSTEM		55	55	29
Montana OATT	YTP	NWMT.SYSTEM		1,800	1,800	30
Montana OATT	CROSSOVER	YTP		116	116	31
Montana OATT	CROSSOVER	NWMT.SYSTEM		16	16	32
Montana OATT	CROSSOVER	GREAT FALLS	31	66,929	66,929	33
						34
			1,328	2,818,362	2,818,362	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)  
(Including transactions referred to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.

10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.

11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	135,607		135,607	1
	1,511		1,511	2
	4,728		4,728	3
	18,960		18,960	4
	115,464		115,464	5
				6
	52		52	7
	108		108	8
	468		468	9
				10
	485		485	11
	1,767		1,767	12
	3,637		3,637	13
	27,859		27,859	14
	15,585		15,585	15
	4,101		4,101	16
	14,027		14,027	17
	104		104	18
	2,581		2,581	19
				20
	2,005		2,005	21
	17		17	22
				23
	13		13	24
	9,249		9,249	25
	87		87	26
				27
	4,421		4,421	28
	238		238	29
	7,793		7,793	30
	502		502	31
	69		69	32
293,880			293,880	33
				34
<b>8,809,184</b>	<b>3,567,830</b>	<b>1,739,441</b>	<b>14,116,455</b>	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1)  
(Including transactions referred to as 'wheeling')

1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.
2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).
3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)
4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.

Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)
1	Brookfield Energy Marketing LP	WAPA	BPA	NF
2				
3	Shell Energy North America	BPA	NWMT	NF
4	Shell Energy North America	BPA	MATL	NF
5	Shell Energy North America	BPA	WAPA	NF
6	Shell Energy North America	WAPA	AVISTA	NF
7	Shell Energy North America	WAPA	NWMT	NF
8	Shell Energy North America	WAPA	BPA	NF
9	Shell Energy North America	WAPA	PacifiCorp	NF
10	Shell Energy North America	WAPA	WAPA	NF
11	Shell Energy North America	NWMT	MATL	NF
12	Shell Energy North America	NWMT	MATL	SFP
13	Shell Energy North America	NWMT	MATL	SFP
14	Shell Energy North America	PacifiCorp	AVISTA	NF
15	Shell Energy North America	PacifiCorp	AVISTA	SFP
16	Shell Energy North America	PacifiCorp	BPA	NF
17	Shell Energy North America	PacifiCorp	BPA	SFP
18	Shell Energy North America	PacifiCorp	BPA	NF
19	Shell Energy North America	PacifiCorp	BPA	SFP
20	Shell Energy North America	PacifiCorp	NWMT	NF
21	Shell Energy North America	BPA	PacifiCorp	NF
22				
23	EDF Trading North America, LLC	NWMT	BPAT	NF
24	EDF Trading North America, LLC	NWMT	BPAT	SFP
25	EDF Trading North America, LLC	NWMT	BPAT	SFP
26	EDF Trading North America, LLC	NWMT	BPAT	SFP
27	EDF Trading North America, LLC	NWMT	NWMT	NF
28	EDF Trading North America, LLC	NWMT	NWMT	NF
29	EDF Trading North America, LLC	NWMT	MATL.NWMT	NF
30	EDF Trading North America, LLC	NWMT	PacifiCorp	NF
31	EDF Trading North America, LLC	NWMT	PacifiCorp	NF
32	EDF Trading North America, LLC	NWMT	PacifiCorp	NF
33	EDF Trading North America, LLC	NWMT	AVISTA	NF
34	EDF Trading North America, LLC	NWMT	AVISTA	NF
	<b>TOTAL</b>			

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)  
(Including transactions referred to as 'wheeling')

5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.
6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.
7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.
8. Report in column (i) and (j) the total megawatthours received and delivered.

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Montana OATT	CROSSOVER	BPAT.NWMT		150	150	1
						2
Montana OATT	BPAT.NWMT	NWMT.System		1,605	1,605	3
Montana OATT	BPAT.NWMT	MATL.NWMT		40	40	4
Montana OATT	BPAT.NWMT	CROSSOVER		3,476	3,476	5
Montana OATT	CROSSOVER	AVAT.NWMT		1,218	1,218	6
Montana OATT	CROSSOVER	NWMT.SYSTEM		367	367	7
Montana OATT	CROSSOVER	BPAT.NWMT		11,499	11,499	8
Montana OATT	CROSSOVER	YTP		231	231	9
Montana OATT	CROSSOVER	GREATFALLS		132	132	10
Montana OATT	MATL.NWMT	AVAT.NWMT		800	800	11
Montana OATT	MATL.NWMT	AVAT.NWMT		7,100	7,100	12
Montana OATT	MATL.NWMT	BPAT.NWMT		2,112	2,112	13
Montana OATT	YTP	AVAT.NWMT		3,509	3,509	14
Montana OATT	YTP	AVAT.NWMT		2,496	2,496	15
Montana OATT	BRDY	BPAT.NWMT		2,330	2,330	16
Montana OATT	BRDY	BPAT.NWMT		1,416	1,416	17
Montana OATT	YTP	BPAT.NWMT		25,471	25,471	18
Montana OATT	YTP	BPAT.NWMT		600	600	19
Montana OATT	YTP	NWMT.SYSTEM		486	486	20
Montana OATT	BPAT.NWMT	YTP		238	238	21
						22
Montana OATT	COLSTRIP	BPAT.NWMT		28,207	28,207	23
Montana OATT	COLSTRIP	BPAT.NWMT		3,124	3,124	24
Montana OATT	COLSTRIP	BPAT.NWMT		43,751	43,751	25
Montana OATT	COLSTRIP	BPAT.NWMT		141,500	141,500	26
Montana OATT	COLSTRIP	COLSTRIP		7,704	7,704	27
Montana OATT	COLSTRIP	NWMT.SYSTEM		381	381	28
Montana OATT	COLSTRIP	MATL.NWMT		181	181	29
Montana OATT	COLSTRIP	JEFF		70	70	30
Montana OATT	COLSTRIP	YTP		192	192	31
Montana OATT	COLSTRIP	BRDY		1,234	1,234	32
Montana OATT	COLSTRIP	AVAT.NWMT		355	355	33
Montana OATT	COLSTRIP	AVAT.NWMT		5	5	34
			<b>1,328</b>	<b>2,818,362</b>	<b>2,818,362</b>	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)  
(Including transactions referred to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.

10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.

11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	650		650	1
				2
	6,950		6,950	3
	173		173	4
	15,051		15,051	5
	5,274		5,274	6
	1,589		1,589	7
	49,791		49,791	8
	1,000		1,000	9
	572		572	10
	3,464		3,464	11
	31,170		31,170	12
	9,143		9,143	13
	15,194		15,194	14
	10,806		10,806	15
	10,089		10,089	16
	6,130		6,130	17
	110,289		110,289	18
	2,598		2,598	19
	2,104		2,104	20
	1,031		1,031	21
				22
	122,136		122,136	23
	13,715		13,715	24
	190,321		190,321	25
	632,000		632,000	26
	33,358		33,358	27
	1,650		1,650	28
	784		784	29
	303		303	30
	831		831	31
	5,343		5,343	32
	1,537		1,537	33
	22		22	34
<b>8,809,184</b>	<b>3,567,830</b>	<b>1,739,441</b>	<b>14,116,455</b>	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	EDF Trading North America, LLC	AVISTA	AVISTA	NF	
2	EDF Trading North America, LLC	BPA	NWMT	NF	
3	EDF Trading North America, LLC	WAPA	AVISTA	NF	
4	EDF Trading North America, LLC	WAPA	AVISTA	NF	
5					
6	Energy Keepers, Inc.	NWMT	BPA	NF	
7	Energy Keepers, Inc.	NWMT	BPA	LFP	
8	Energy Keepers, Inc.	NWMT	NWMT	NF	
9	Energy Keepers, Inc.	NWMT	PacifiCorp	LFP	
10					
11	Capital Power Energy Markerting, Inc.	BPA	NWMT	NF	
12	Capital Power Energy Markerting, Inc.	BPA	MATL	NF	
13	Capital Power Energy Markerting, Inc.	MATL	AVISTA	NF	
14	Capital Power Energy Markerting, Inc.	MATL	BPAT	NF	
15	Capital Power Energy Markerting, Inc.	MATL	BPAT	SFP	
16	Capital Power Energy Markerting, Inc.	MATL	BPAT	NF	
17	Capital Power Energy Markerting, Inc.	MATL	NWMT	NF	
18	Capital Power Energy Markerting, Inc.	MATL	WAPA	NF	
19	Capital Power Energy Markerting, Inc.	WAPA	BPAT	SFP	
20	Capital Power Energy Markerting, Inc.	WAPA	NWMT	NF	
21	Capital Power Energy Markerting, Inc.	WAPA	NWMT	SFP	
22	Capital Power Energy Markerting, Inc.	WAPA	MATL	NF	
23					
24	Exelon Energy	WAPA	BPA	NF	
25					
26	Portland General Electric Company	NWMT	NWMT	NF	
27	Portland General Electric Company	Colstrip Partners	BPA	NF	
28	Portland General Electric Company	Colstrip Partners	AVISTA	NF	
29	Portland General Electric Company	AVISTA	AVISTA	NF	
30					
31	Idaho Power Company	PacifiCorp	NWMT	NF	
32	Idaho Power Company	PacifiCorp	NWMT	NF	
33	Idaho Power Company	PacifiCorp	NWMT	SFP	
34					
	<b>TOTAL</b>				



Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)  
(Including transactions referred to as 'wheeling')

5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.
6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.
7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.
8. Report in column (i) and (j) the total megawatthours received and delivered.

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Montana OATT	COLSTRIP	AVAT.NWMT		5,163	5,163	1
Montana OATT	BPAT.NWMT	COLSTRIP		8	8	2
Montana OATT	CROSSOVER	AVAT.NWMT		8	8	3
Montana OATT	CROSSOVER	AVAT.NWMT		8	8	4
						5
Montana OATT	KERR	BPAT.NWMT		350	350	6
Montana OATT	KERR	BPAT.NWMT	37	79,883	79,883	7
Montana OATT	KERR	NWMT.SYSTEM		318	318	8
Montana OATT	KERR	BRDY	25	54,000	54,000	9
						10
Montana OATT	BPAT.NWMT	NWMT.SYSTEM		131	131	11
Montana OATT	BPAT.NWMT	MATL.NWMT		296	296	12
Montana OATT	MATL.NWMT	AVAT.NWMT		297	297	13
Montana OATT	MATL.NWMT	BPAT.NWMT		3,816	3,816	14
Montana OATT	MATL.NWMT	BPAT.NWMT		2,689	2,689	15
Montana OATT	MATL.NWMT	BPAT.NWMT		2,400	2,400	16
Montana OATT	MATL.NWMT	NWMT.SYSTEM		282	282	17
Montana OATT	MATL.NWMT	CROSSOVER		1,716	1,716	18
Montana OATT	CROSSOVER	BPAT.NWMT		4,800	4,800	19
Montana OATT	CROSSOVER	NWMT.SYSTEM		2	2	20
Montana OATT	CROSSOVER	NWMT.SYSTEM		192	192	21
Montana OATT	CROSSOVER	MATL.NWMT		7	7	22
						23
Montana OATT	CROSSOVER	BPAT.NWMT		25	25	24
						25
Montana OATT	COLSTRIP	NWMT.SYSTEM		8	8	26
Montana OATT	COLSTRIP	BPAT.NWMT		480	480	27
Montana OATT	COLSTRIP	AVAT.NWMT		230	230	28
Montana OATT	COLSTRIP	AVAT.NWMT		654	654	29
						30
Montana OATT	JEFF	NWMT.SYSTEM		26	26	31
Montana OATT	JEFF	MLCK		563	563	32
Montana OATT	JEFF	MLCK		2,400	2,400	33
						34
			1,328	2,818,362	2,818,362	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)  
(Including transactions referred to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.

10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.

11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	22,356		22,356	1
	35		35	2
	35		35	3
	35		35	4
				5
	1,516		1,516	6
291,914			291,914	7
	1,377		1,377	8
237,000			237,000	9
				10
	567		567	11
	1,282		1,282	12
	1,286		1,286	13
	16,523		16,523	14
	11,845		11,845	15
	10,390		10,390	16
	1,221		1,221	17
	7,430		7,430	18
	20,780		20,780	19
	9		9	20
	831		831	21
	30		30	22
				23
	108		108	24
				25
	35		35	26
	2,078		2,078	27
	996		996	28
	2,832		2,832	29
				30
	113		113	31
	2,438		2,438	32
	10,390		10,390	33
				34
<b>8,809,184</b>	<b>3,567,830</b>	<b>1,739,441</b>	<b>14,116,455</b>	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	Morgan Stanley Capital Group	PacifiCorp	AVISTA	NF	
2	Morgan Stanley Capital Group	PacifiCorp	AVISTA	SFP	
3	Morgan Stanley Capital Group	PacifiCorp	AVISTA	SFP	
4	Morgan Stanley Capital Group	PacifiCorp	AVISTA	NF	
5	Morgan Stanley Capital Group	PacifiCorp	PacifiCorp	NF	
6	Morgan Stanley Capital Group	PacifiCorp	BPA	NF	
7	Morgan Stanley Capital Group	PacifiCorp	BPA	SFP	
8	Morgan Stanley Capital Group	PacifiCorp	BPA	NF	
9	Morgan Stanley Capital Group	PacifiCorp	BPA	NF	
10	Morgan Stanley Capital Group	PacifiCorp	Glacier Wind	NF	
11	Morgan Stanley Capital Group	PacifiCorp	Glacier Wind	NF	
12	Morgan Stanley Capital Group	PacifiCorp	MATL	NF	
13	Morgan Stanley Capital Group	PacifiCorp	MATL	SFP	
14	Morgan Stanley Capital Group	PacifiCorp	MATL	NF	
15	Morgan Stanley Capital Group	BPA	PacifiCorp	NF	
16	Morgan Stanley Capital Group	BPA	PacifiCorp	NF	
17	Morgan Stanley Capital Group	BPA	AVISTA	NF	
18	Morgan Stanley Capital Group	BPA	WAPA	NF	
19	Morgan Stanley Capital Group	BPA	NWMT	NF	
20	Morgan Stanley Capital Group	BPA	NWMT	LFP	
21	Morgan Stanley Capital Group	BPA	MATL	SFP	
22	Morgan Stanley Capital Group	BPA	MATL	NF	
23	Morgan Stanley Capital Group	BPA	Glacier Wind	NF	
24	Morgan Stanley Capital Group	BPA	Glacier Wind	NF	
25	Morgan Stanley Capital Group	CNTP	AVISTA	NF	
26	Morgan Stanley Capital Group	MATL	AVISTA	NF	
27	Morgan Stanley Capital Group	MATL	AVISTA	SFP	
28	Morgan Stanley Capital Group	MATL	AVISTA	NF	
29	Morgan Stanley Capital Group	Colstrip Partners	AVISTA	NF	
30	Morgan Stanley Capital Group	Colstrip Partners	AVISTA	NF	
31	Morgan Stanley Capital Group	Colstrip Partners	BPA	NF	
32	Morgan Stanley Capital Group	Colstrip Partners	BPA	NF	
33	Morgan Stanley Capital Group	CNTP	BPA	NF	
34	Morgan Stanley Capital Group	CNTP	BPA	SFP	
<b>TOTAL</b>					

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)  
(Including transactions referred to as 'wheeling')

5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.
6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.
7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.
8. Report in column (i) and (j) the total megawatthours received and delivered.

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Montana OATT	YTP	AVAT.NWMT		182	182	1
Montana OATT	YTP	AVAT.NWMT		18,716	18,716	2
Montana OATT	JEFF	AVAT.NWMT		1,152	1,152	3
Montana OATT	JEFF	AVAT.NWMT		1,200	1,200	4
Montana OATT	YTP	BRDY		48	48	5
Montana OATT	YTP	NWMT.SYSTEM		1,541	1,541	6
Montana OATT	YTP	NWMT.SYSTEM		12,432	12,432	7
Montana OATT	YTP	NWMT.SYSTEM		8,400	8,400	8
Montana OATT	BRDY	BPAT.NWMT		25	25	9
Montana OATT	BRDY	GLWND1		50	50	10
Montana OATT	YTP	GLWND1		11	11	11
Montana OATT	BRDY	MATL.NWMT		106	106	12
Montana OATT	BRDY	MATL.NWMT		2,400	2,400	13
Montana OATT	YTP	MATL.NWMT		3,235	3,235	14
Montana OATT	BPAT.NWMT	BRDY		24	24	15
Montana OATT	BPAT.NWMT	JEFF		60	60	16
Montana OATT	BPAT.NWMT	AVAT.NWMT		196	196	17
Montana OATT	BPAT.NWMT	CROSSOVER		41	41	18
Montana OATT	BPAT.NWMT	NWMT.SYSTEM		581	581	19
Montana OATT	BPAT.NWMT	MATL.NWMT	50	107,950	107,950	20
Montana OATT	BPAT.NWMT	MATL.NWMT		29,266	29,266	21
Montana OATT	BPAT.NWMT	MATL.NWMT		16,744	16,744	22
Montana OATT	BPAT.NWMT	GLWND1		892	892	23
Montana OATT	BPAT.NWMT	GLWND2		10	10	24
Montana OATT	HARDIN	AVAT.NWMT		219	219	25
Montana OATT	MATL.NWMT	AVAT.NWMT		7,073	7,073	26
Montana OATT	MATL.NWMT	AVAT.NWMT		33,547	33,547	27
Montana OATT	MATL.NWMT	AVAT.NWMT		345	345	28
Montana OATT	CROOKEDFALLS	AVAT.NWMT		69	69	29
Montana OATT	TFALLS	AVAT.NWMT		15	15	30
Montana OATT	DAVEGATES	BPAT.NWMT		22	22	31
Montana OATT	COLSTRIP	BPAT.NWMT		978	978	32
Montana OATT	HARDIN	BPAT.NWMT		1,040	1,040	33
Montana OATT	HARDIN	BPAT.NWMT		2,400	2,400	34
			<b>1,328</b>	<b>2,818,362</b>	<b>2,818,362</b>	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)  
(Including transactions referred to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.

10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.

11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
		788	788	1
		81,458	81,458	2
		4,987	4,987	3
		5,195	5,195	4
		208	208	5
		6,673	6,673	6
		53,961	53,961	7
		36,460	36,460	8
		108	108	9
		217	217	10
		48	48	11
		459	459	12
		10,390	10,390	13
		14,008	14,008	14
		104	104	15
		260	260	16
		849	849	17
		178	178	18
		2,516	2,516	19
474,000			474,000	20
		126,758	126,758	21
		72,502	72,502	22
		3,862	3,862	23
		43	43	24
		948	948	25
		30,626	30,626	26
		145,772	145,772	27
		1,559	1,559	28
		299	299	29
		65	65	30
		95	95	31
		4,235	4,235	32
		4,503	4,503	33
		10,390	10,390	34
<b>8,809,184</b>	<b>3,567,830</b>	<b>1,739,441</b>	<b>14,116,455</b>	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1)  
(Including transactions referred to as 'wheeling')

- Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.
- Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).
- Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)
- In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.

Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)
1	Morgan Stanley Capital Group	NWMT	BPA	NF
2	Morgan Stanley Capital Group	NWMT	BPA	NF
3	Morgan Stanley Capital Group	NWMT	BPA	NF
4	Morgan Stanley Capital Group	MATL	BPA	NF
5	Morgan Stanley Capital Group	MATL	BPA	SFP
6	Morgan Stanley Capital Group	MATL	BPA	NF
7	Morgan Stanley Capital Group	NWMT	BPA	NF
8	Morgan Stanley Capital Group	NWMT	BPA	NF
9	Morgan Stanley Capital Group	Colstrip Partners	PacifiCorp	NF
10	Morgan Stanley Capital Group	CNTP	PacifiCorp	NF
11	Morgan Stanley Capital Group	MATL	PacifiCorp	NF
12	Morgan Stanley Capital Group	MATL	PacifiCorp	SFP
13	Morgan Stanley Capital Group	MATL	PacifiCorp	NF
14	Morgan Stanley Capital Group	MATL	PacifiCorp	NF
15	Morgan Stanley Capital Group	MATL	PacifiCorp	SFP
16	Morgan Stanley Capital Group	MATL	PacifiCorp	NF
17	Morgan Stanley Capital Group	NWMT	NWMT	NF
18	Morgan Stanley Capital Group	NWMT	MATL	NF
19	Morgan Stanley Capital Group	NWMT	MATL	NF
20	Morgan Stanley Capital Group	MATL	NWMT	NF
21	Morgan Stanley Capital Group	NWMT	NWMT	NF
22	Morgan Stanley Capital Group	NWMT	MATL	NF
23	Morgan Stanley Capital Group	CNTP	MATL	NF
24	Morgan Stanley Capital Group	CNTP	NWMT	NF
25	Morgan Stanley Capital Group	NWMT	MATL	NF
26	Morgan Stanley Capital Group	NWMT	NWMT	NF
27	Morgan Stanley Capital Group	MATL	NWMT	NF
28	Morgan Stanley Capital Group	NWMT	MATL	NF
29	Morgan Stanley Capital Group	NWMT	NWMT	NF
30	Morgan Stanley Capital Group	NWMT	MATL	NF
31	Morgan Stanley Capital Group	Colstrip Partners	MATL	NF
32	Morgan Stanley Capital Group	Colstrip Partners	Glacier Wind	NF
33	Morgan Stanley Capital Group	Colstrip Partners	Glacier Wind	NF
34	Morgan Stanley Capital Group	Colstrip Partners	Glacier Wind	NF
<b>TOTAL</b>				

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)  
(Including transactions referred to as 'wheeling')

5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.
6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.
7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.
8. Report in column (i) and (j) the total megawatthours received and delivered.

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Montana OATT	KERR	BPAT.NWMT		153	153	1
Montana OATT	IMBALANCE	BPAT.NWMT		84	84	2
Montana OATT	JUDITHGAP	BPAT.NWMT		54	54	3
Montana OATT	MATL.NWMT	BPAT.NWMT		42,666	42,666	4
Montana OATT	MATL.NWMT	BPAT.NWMT		10,752	10,752	5
Montana OATT	MATL.NWMT	BPAT.NWMT		1,200	1,200	6
Montana OATT	CROOKEDFALLS	BPAT.NWMT		291	291	7
Montana OATT	STILLWIND	BPAT.NWMT		25	25	8
Montana OATT	COLSTRIP	BRDY		94	94	9
Montana OATT	HARDIN	BRDY		7	7	10
Montana OATT	MATL.NWMT	BRDY		4,807	4,807	11
Montana OATT	MATL.NWMT	BRDY		16,249	16,249	12
Montana OATT	MATL.NWMT	BRDY		4,368	4,368	13
Montana OATT	MATL.NWMT	JEFF		509	509	14
Montana OATT	MATL.NWMT	JEFF		3,792	3,792	15
Montana OATT	MATL.NWMT	JEFF		96	96	16
Montana OATT	BASINCREEK	NWMT.SYSTEM		6	6	17
Montana OATT	BASINCREEK	MATL.NWMT		63	63	18
Montana OATT	DAVEGATES	MATL.NWMT		190	190	19
Montana OATT	MATL.NWMT	COLSTRIP		35	35	20
Montana OATT	COLSTRIP	NWMT.SYSTEM		35	35	21
Montana OATT	COLSTRIP	MATL.NWMT		352	352	22
Montana OATT	HARDIN	JEFF		78	78	23
Montana OATT	HARDIN	NWMT.SYSTEM		11	11	24
Montana OATT	NWMTIMBALANCE	MATL.NWMT		13	13	25
Montana OATT	NWMTIMBALANCE	NWMT.SYSTEM		1	1	26
Montana OATT	MATL.NWMT	NWMT.SYSTEM		726	726	27
Montana OATT	COLSTRIP	MATL.NWMT		77	77	28
Montana OATT	JUDITHGAP	NWMT.SYSTEM		39	39	29
Montana OATT	JUDITHGAP	MATL.NWMT		52	52	30
Montana OATT	CROOKEDFALLS	MATL.NWMT		4	4	31
Montana OATT	BASINCREEK	GLWND1		8	8	32
Montana OATT	COLSTRIP	GLWND1		77	77	33
Montana OATT	CROOKEDFALLS	GLWND1		9	9	34
			<b>1,328</b>	<b>2,818,362</b>	<b>2,818,362</b>	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)  
(Including transactions referred to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.

10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.

11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	662		662	1
	364		364	2
	234		234	3
	184,744		184,744	4
	46,547		46,547	5
	5,195		5,195	6
	1,260		1,260	7
	108		108	8
	407		407	9
	30		30	10
	20,814		20,814	11
	70,548		70,548	12
	18,910		18,910	13
	2,204		2,204	14
	16,416		16,416	15
	416		416	16
	26		26	17
	273		273	18
	823		823	19
	152		152	20
	152		152	21
	1,524		1,524	22
	338		338	23
	48		48	24
	56		56	25
	4		4	26
	3,144		3,144	27
	333		333	28
	169		169	29
	225		225	30
	17		17	31
	35		35	32
	333		333	33
	39		39	34
<b>8,809,184</b>	<b>3,567,830</b>	<b>1,739,441</b>	<b>14,116,455</b>	



Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	Morgan Stanley Capital Group	Colstrip Partners	Glacier Wind	NF	
2	Morgan Stanley Capital Group	CNTP	Glacier Wind	NF	
3	Morgan Stanley Capital Group	NWMT	Glacier Wind	NF	
4	Morgan Stanley Capital Group	NWMT	Glacier Wind	NF	
5	Morgan Stanley Capital Group	MATL	Glacier Wind	NF	
6	Morgan Stanley Capital Group	MATL	Glacier Wind	NF	
7	Morgan Stanley Capital Group	MATL	WAPA	NF	
8	Morgan Stanley Capital Group	Glacier Wind	AVISTA	SFP	
9	Morgan Stanley Capital Group	Glacier Wind	AVISTA	NF	
10	Morgan Stanley Capital Group	Glacier Wind	AVISTA	NF	
11	Morgan Stanley Capital Group	Glacier Wind	AVISTA	SFP	
12	Morgan Stanley Capital Group	Glacier Wind	BPA	NF	
13	Morgan Stanley Capital Group	Glacier Wind	BPA	SFP	
14	Morgan Stanley Capital Group	Glacier Wind	BPA	NF	
15	Morgan Stanley Capital Group	Glacier Wind	BPA	NF	
16	Morgan Stanley Capital Group	Glacier Wind	BPA	SFP	
17	Morgan Stanley Capital Group	Glacier Wind	NWMT	NF	
18	Morgan Stanley Capital Group	Glacier Wind	NWMT	NF	
19	Morgan Stanley Capital Group	Glacier Wind	MATL	NF	
20	Morgan Stanley Capital Group	Glacier Wind	MATL	NF	
21	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	NF	
22	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	SFP	
23	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	NF	
24	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	SFP	
25	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	NF	
26	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	NF	
27	Morgan Stanley Capital Group	Glacier Wind	WAPA	NF	
28	Morgan Stanley Capital Group	AVISTA	AVISTA	NF	
29	Morgan Stanley Capital Group	AVISTA	AVISTA	SFP	
30	Morgan Stanley Capital Group	AVISTA	Glacier Wind	NF	
31	Morgan Stanley Capital Group	AVISTA	NWMT	NF	
32	Morgan Stanley Capital Group	AVISTA	MATL	NF	
33	Morgan Stanley Capital Group	AVISTA	PacifiCorp	NF	
34	Morgan Stanley Capital Group	AVISTA	BPA	NF	
<b>TOTAL</b>					

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)  
(Including transactions referred to as 'wheeling')

5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.
6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.
7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.
8. Report in column (i) and (j) the total megawatthours received and delivered.

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Montana OATT	DAVEGATES	GLWND1		3	3	1
Montana OATT	HARDIN	GLWND1		15	15	2
Montana OATT	JUDITHGAP	GLWND1		25	25	3
Montana OATT	IMBALANCE	GLWND1		7	7	4
Montana OATT	MATL.NWMT	GLWND1		763	763	5
Montana OATT	MATL.NWMT	GLWND2		12	12	6
Montana OATT	MATL.NWMT	CROSSOVER		147	147	7
Montana OATT	GLWND1	AVAT.NWMT		11,424	11,424	8
Montana OATT	GLWND1	AVAT.NWMT		2,670	2,670	9
Montana OATT	GLWND2	AVAT.NWMT		1,373	1,373	10
Montana OATT	GLWND2	AVAT.NWMT		4,824	4,824	11
Montana OATT	GLWND1	BPAT.NWMT		13,448	13,448	12
Montana OATT	GLWND1	BPAT.NWMT		13,607	13,607	13
Montana OATT	GLWND1	BPAT.NWMT		2,972	2,972	14
Montana OATT	GLWND2	BPAT.NWMT		8,297	8,297	15
Montana OATT	GLWND2	BPAT.NWMT		10,928	10,928	16
Montana OATT	GLWND1	NWMT.SYSTEM		141	141	17
Montana OATT	GLWND2	NWMT.SYSTEM		130	130	18
Montana OATT	GLWND1	MATL.NWMT		3,026	3,026	19
Montana OATT	GLWND2	MATL.NWMT		1,138	1,138	20
Montana OATT	GLWND1	BRDY		923	923	21
Montana OATT	GLWND1	BRDY		360	360	22
Montana OATT	GLWND2	BRDY		1,907	1,907	23
Montana OATT	GLWND2	BRDY		1,176	1,176	24
Montana OATT	GLWND1	JEFF		299	299	25
Montana OATT	GLWND2	JEFF		429	429	26
Montana OATT	GLWND2	CROSSOVER		85	85	27
Montana OATT	COLSTRIP	AVAT.NWMT		170	170	28
Montana OATT	COLSTRIP	AVAT.NWMT		1,200	1,200	29
Montana OATT	AVAT.NWMT	GLWND1		99	99	30
Montana OATT	AVAT.NWMT	NWMT.SYSTEM		120	120	31
Montana OATT	AVAT.NWMT	MATL.NWMT		1,791	1,791	32
Montana OATT	AVAT.NWMT	YTP		33	33	33
Montana OATT	AVAT.NWMT	BPAT.NWMT		30	30	34
			<b>1,328</b>	<b>2,818,362</b>	<b>2,818,362</b>	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)  
(Including transactions referred to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.

10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.

11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	13		13	1
	65		65	2
	108		108	3
	30		30	4
	3,304		3,304	5
	52		52	6
	637		637	7
	49,456		49,456	8
	11,561		11,561	9
	5,945		5,945	10
	20,884		20,884	11
	58,230		58,230	12
	59,119		59,119	13
	12,884		12,884	14
	35,926		35,926	15
	47,482		47,482	16
	611		611	17
	563		563	18
	13,103		13,103	19
	4,928		4,928	20
	3,997		3,997	21
	1,559		1,559	22
	8,257		8,257	23
	5,091		5,091	24
	1,295		1,295	25
	1,858		1,858	26
	368		368	27
	736		736	28
	5,195		5,195	29
	429		429	30
	520		520	31
	7,755		7,755	32
	143		143	33
	130		130	34
<b>8,809,184</b>	<b>3,567,830</b>	<b>1,739,441</b>	<b>14,116,455</b>	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1)  
(Including transactions referred to as 'wheeling')

1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.
2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).
3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)
4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.

Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)
1	Morgan Stanley Capital Group	WAPA	AVISTA	NF
2	Morgan Stanley Capital Group	WAPA	BPA	NF
3	Morgan Stanley Capital Group	WAPA	BPA	NF
4	Morgan Stanley Capital Group	WAPA	NWMT	NF
5	Morgan Stanley Capital Group	WAPA	NWMT	NF
6	Morgan Stanley Capital Group	WAPA	MATL	NF
7	Morgan Stanley Capital Group	WAPA	MATL	NF
8	Morgan Stanley Capital Group	WAPA	PacifiCorp	NF
9	Morgan Stanley Capital Group	WAPA	PacifiCorp	NF
10				
11	Naturener Power Watch, LLC	AVISTA	Glacier Wind	SFP
12	Naturener Power Watch, LLC	Glacier Wind	NWMT	NF
13	Naturener Power Watch, LLC	Glacier Wind	Glacier Wind	SFP
14				
15	MAG Energy Solutions	NWMT	MATL	NF
16	MAG Energy Solutions	NWMT	MATL	NF
17	MAG Energy Solutions	MATL	NWMT	NF
18	MAG Energy Solutions	PacifiCorp	MATL	NF
19	MAG Energy Solutions	PacifiCorp	MATL	NF
20	MAG Energy Solutions	PacifiCorp	BPA	NF
21	MAG Energy Solutions	PacifiCorp	NWMT	NF
22	MAG Energy Solutions	PacifiCorp	NWMT	NF
23	MAG Energy Solutions	WAPA	NWMT	NF
24	MAG Energy Solutions	WAPA	BPA	NF
25	MAG Energy Solutions	WAPA	PacifiCorp	NF
26	MAG Energy Solutions	WAPA	PacifiCorp	NF
27	MAG Energy Solutions	WAPA	MATL	NF
28				
29	Macquarie Energy LLC	PacifiCorp	BPA	NF
30	Macquarie Energy LLC	PacifiCorp	NWMT	NF
31	Macquarie Energy LLC	PacifiCorp	PacifiCorp	NF
32	Macquarie Energy LLC	NWMT	NWMT	NF
33	Macquarie Energy LLC	WAPA	AVISTA	NF
34	Macquarie Energy LLC	WAPA	BPA	NF
	<b>TOTAL</b>			

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)  
(Including transactions referred to as 'wheeling')

5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.
6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.
7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.
8. Report in column (i) and (j) the total megawatthours received and delivered.

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Montana OATT	GREATFALLS	AVAT.NWMT		2,508	2,508	1
Montana OATT	GREATFALLS	BPAT.NWMT		7,074	7,074	2
Montana OATT	CROSSOVER	BPAT.NWMT		852	852	3
Montana OATT	CROSSOVER	NWMT.SYSTEM		138	138	4
Montana OATT	GREATFALLS	NWMT.SYSTEM		102	102	5
Montana OATT	GREATFALLS	MATL.NWMT		2,888	2,888	6
Montana OATT	CROSSOVER	MATL.NWMT		2,406	2,406	7
Montana OATT	GREATFALLS	JEFF		381	381	8
Montana OATT	GREATFALLS	BRDY		208	208	9
						10
Montana OATT	AVAT.NWMT	GLWIND1		2,158	2,158	11
Montana OATT	GLWND1	NWMT.SYSTEM		8	8	12
Montana OATT	GLWND1	GLWND2		10,780	10,780	13
						14
Montana OATT	MATL.NWMT	BPAT.NWMT		779	779	15
Montana OATT	MATL.NWMT	BPAT.NWMT		888	888	16
Montana OATT	MATL.NWMT	NWMT.System		10	10	17
Montana OATT	BRDY	MATL.NWMT		62	62	18
Montana OATT	JEFF	MATL.NWMT		558	558	19
Montana OATT	YTP	BPAT.NWMT		575	575	20
Montana OATT	BRDY	NWMT.SYSTEM		4	4	21
Montana OATT	MLCK	NWMT.SYSTEM		1	1	22
Montana OATT	CROSSOVER	NWMT.SYSTEM		503	503	23
Montana OATT	CROSSOVER	BPAT.NWMT		497	497	24
Montana OATT	CROSSOVER	BRDY		10,682	10,682	25
Montana OATT	CROSSOVER	YTP		134	134	26
Montana OATT	CROSSOVER	MATL.NWMT		2,325	2,325	27
						28
Montana OATT	YTP	BPAT.NWMT		4,638	4,638	29
Montana OATT	YTP	NWMT.SYSTEM		223	223	30
Montana OATT	YTP	JEFF		273	273	31
Montana OATT	CANYONFERRY	NWMT.SYSTEM		374	374	32
Montana OATT	CROSSOVER	AVAT.NWMT		40	40	33
Montana OATT	CROSSOVER	BPAT.NWMT		2,280	2,280	34
			<b>1,328</b>	<b>2,818,362</b>	<b>2,818,362</b>	



Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	Macquarie Energy LLC	WAPA	BPA	NF	
2	Macquarie Energy LLC	WAPA	NWMT	NF	
3	Macquarie Energy LLC	WAPA	PacifiCorp	NF	
4					
5	Rainbow Energy Marketing Corp	WAPA	NWMT	NF	
6	Rainbow Energy Marketing Corp	WAPA	BPA	NF	
7	Rainbow Energy Marketing Corp	WAPA	AVISTA	NF	
8	Rainbow Energy Marketing Corp	WAPA	AVISTA	NF	
9	Rainbow Energy Marketing Corp	Colstrip Partners	NWMT	NF	
10	Rainbow Energy Marketing Corp	MATL	NWMT	NF	
11	Rainbow Energy Marketing Corp	MATL	NWMT	SFP	
12	Rainbow Energy Marketing Corp	MATL	NWMT	NF	
13	Rainbow Energy Marketing Corp	BPA	WAPA	NF	
14	Rainbow Energy Marketing Corp	PacifiCorp	AVISTA	SFP	
15	Rainbow Energy Marketing Corp	PacifiCorp	AVISTA	NF	
16	Rainbow Energy Marketing Corp	PacifiCorp	BPA	NF	
17	Rainbow Energy Marketing Corp	PacifiCorp	BPA	SFP	
18	Rainbow Energy Marketing Corp	PacifiCorp	BPA	NF	
19	Rainbow Energy Marketing Corp	PacifiCorp	BPA	NF	
20	Rainbow Energy Marketing Corp	PacifiCorp	NWMT	NF	
21	Rainbow Energy Marketing Corp	PacifiCorp	NWMT	NF	
22	Rainbow Energy Marketing Corp	PacifiCorp	NWMT	NF	
23	Rainbow Energy Marketing Corp	PacifiCorp	NWMT	NF	
24	Rainbow Energy Marketing Corp	Colstrip Partners	BPA	SFP	
25	Rainbow Energy Marketing Corp	Colstrip Partners	BPA	NF	
26	Rainbow Energy Marketing Corp	MATL	BPA	NF	
27	Rainbow Energy Marketing Corp	MATL	BPA	SFP	
28	Rainbow Energy Marketing Corp	MATL	BPA	NF	
29	Rainbow Energy Marketing Corp	PacifiCorp	WAPA	NF	
30	Rainbow Energy Marketing Corp	BPA	NWMT	NF	
31					
32	Talen Energy, LLC	NWMT	PacifiCorp	LFP	
33					
34	Talen Energy Marketing, LLC	WAPA	PacifiCorp	LFP	
	<b>TOTAL</b>				

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)  
(Including transactions referred to as 'wheeling')

5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.
6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.
7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.
8. Report in column (i) and (j) the total megawatthours received and delivered.

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Montana OATT	CROSSOVER	BPAT.NWMT		6,076	6,076	1
Montana OATT	CROSSOVER	NWMT.SYSTEM		264	264	2
Montana OATT	CROSSOVER	YTP		240	240	3
						4
Montana OATT	CROSSOVER	NWMT.SYSTEM		133	133	5
Montana OATT	CROSSOVER	BPAT.NWMT		1,888	1,888	6
Montana OATT	CROSSOVER	AVAT.NWMT		744	744	7
Montana OATT	CROSSOVER	AVAT.NWMT		2,384	2,384	8
Montana OATT	CANYONFERRY	NWMT.SYSTEM		48	48	9
Montana OATT	MATL.NWMT	NWMT.SYSTEM		51	51	10
Montana OATT	MATL.NWMT	NWMT.SYSTEM		119	119	11
Montana OATT	MATL.NWMT	NWMT.SYSTEM		24	24	12
Montana OATT	BPAT.NWMT	CROSSOVER		672	672	13
Montana OATT	JEFF	AVAT.NWMT		576	576	14
Montana OATT	JEFF	AVAT.NWMT		1,200	1,200	15
Montana OATT	YTP	BPAT		336	336	16
Montana OATT	YTP	BPAT		600	600	17
Montana OATT	BRDY	BPAT.NWMT		48	48	18
Montana OATT	BRDY	BPAT.NWMT		552	552	19
Montana OATT	YTP	NWMT.SYSTEM		22	22	20
Montana OATT	BRDY	NWMT.SYSTEM		2	2	21
Montana OATT	BRDY	NWMT.SYSTEM		23	23	22
Montana OATT	JEFF	NWMT.SYSTEM		72	72	23
Montana OATT	CANYONFERRY	BPAT.NWMT		600	600	24
Montana OATT	CANYONFERRY	BPAT.NWMT		1,152	1,152	25
Montana OATT	MATL.NWMT	BPAT.NWMT		85	85	26
Montana OATT	MATL.NWMT	BPAT.NWMT		480	480	27
Montana OATT	MATL.NWMT	BPAT.NWMT		1,646	1,646	28
Montana OATT	YTP	CROSSOVER		197	197	29
Montana OATT	BPAT.NWMT	NWMT.SYSTEM		64	64	30
						31
Montana OATT	MATL.NWMT	BRDY	7	15,113	15,113	32
						33
Montana OATT	CROSSOVER	BRDY	15	32,385	32,385	34
			<b>1,328</b>	<b>2,818,362</b>	<b>2,818,362</b>	



Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)  
(Including transactions referred to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.

10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.

11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	26,309		26,309	1
	1,143		1,143	2
	1,039		1,039	3
				4
	576		576	5
	8,175		8,175	6
	3,221		3,221	7
	10,323		10,323	8
	208		208	9
	221		221	10
	520		520	11
	104		104	12
	2,910		2,910	13
	2,494		2,494	14
	5,195		5,195	15
	1,455		1,455	16
	2,598		2,598	17
	208		208	18
	2,494		2,494	19
	95		95	20
	9		9	21
	104		104	22
	312		312	23
	2,598		2,598	24
	4,987		4,987	25
	368		368	26
	2,078		2,078	27
	7,169		7,169	28
	853		853	29
	277		277	30
				31
66,360			66,360	32
				33
142,200			142,200	34
<b>8,809,184</b>	<b>3,567,830</b>	<b>1,739,441</b>	<b>14,116,455</b>	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	Talen Energy Marketing, LLC	NWMT	BPAT	LFP	
2	Talen Energy Marketing, LLC	NWMT	PacifiCorp	LFP	
3	Talen Energy Marketing, LLC	NWMT	PacifiCorp	LFP	
4	Talen Energy Marketing, LLC	PPLM	PacifiCorp	LFP	
5					
6	Powerex Corporation	BPA	NWMT	NF	
7	Powerex Corporation	BPA	MATL	NF	
8	Powerex Corporation	PacifiCorp	BPA	NF	
9	Powerex Corporation	PacifiCorp	BPA	NF	
10	Powerex Corporation	BPA	PacifiCorp	NF	
11	Powerex Corporation	BPA	WAPA	NF	
12	Powerex Corporation	MATL	PacifiCorp	LFP	
13	Powerex Corporation	PacifiCorp	NWMT	NF	
14	Powerex Corporation	PacifiCorp	AVISTA	NF	
15	Powerex Corporation	PacifiCorp	NWMT	NF	
16	Powerex Corporation	PacifiCorp	BPA	NF	
17	Powerex Corporation	AVISTA	BPA	NF	
18	Powerex Corporation	WAPA	BPA	NF	
19	Powerex Corporation	WAPA	PacifiCorp	NF	
20	Powerex Corporation	WAPA	AVISTA	NF	
21	Powerex Corporation	WAPA	NWMT	NF	
22					
23	Tenaska	AVISTA	NWMT	NF	
24	Tenaska	WAPA	PacifiCorp	NF	
25	Tenaska	WAPA	BPA	NF	
26					
27	TransAlta Energy Marketing	BPA	NWMT	NF	
28	TransAlta Energy Marketing	BPA	WAPA	NF	
29	TransAlta Energy Marketing	PacifiCorp	BPA	NF	
30	TransAlta Energy Marketing	PacifiCorp	NWMT	NF	
31	TransAlta Energy Marketing	WAPA	BPA	NF	
32	TransAlta Energy Marketing	WAPA	NWMT	NF	
33					
34	Cycle Power Partners LLC	NWMT	NWMT	NF	
<b>TOTAL</b>					

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of 2019/Q1
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)  
(Including transactions referred to as 'wheeling')

5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.
6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.
7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.
8. Report in column (i) and (j) the total megawatthours received and delivered.

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Montana OATT	GTFALLSNWMT	BPAT.NWMT	25	53,975	53,975	1
Montana OATT	BLACKEAGLE	BRDY	4	8,636	8,636	2
Montana OATT	CROOKEDFALLS	JEFF	7	15,113	15,113	3
Montana OATT	COLSTRIP	JEFF	7	15,113	15,113	4
						5
Montana OATT	BPAT.NWMT	NWMT.SYSTEM		232	232	6
Montana OATT	BPAT.NWMT	MATL.NWMT		440	440	7
Montana OATT	YTP	BPAT.NWMT		3,093	3,093	8
Montana OATT	YTP	BPAT.NWMT		2,832	2,832	9
Montana OATT	BPAT.NWMT	YTP		75	75	10
Montana OATT	BPAT.NWMT	CROSSOVER		192	192	11
Montana OATT	MATL.NWMT	BRDY	69	148,971	148,971	12
Montana OATT	BRDY	NWMT.SYSTEM		15	15	13
Montana OATT	YTP	AVAT.NWMT		98	98	14
Montana OATT	YTP	NWMT.SYSTEM		151	151	15
Montana OATT	BRDY	BPAT.NWMT		623	623	16
Montana OATT	AVAT.NWMT	BPAT.NWMT		116	116	17
Montana OATT	CROSSOVER	BPAT.NWMT		9,782	9,782	18
Montana OATT	CROSSOVER	BRDY		519	519	19
Montana OATT	CROSSOVER	AVAT.NWMT		155	155	20
Montana OATT	CROSSOVER	NWMT.SYSTEM		351	351	21
						22
Montana OATT	AVAT.NWMT	NWMT.SYSTEM		3	3	23
Montana OATT	CROSSOVER	YTP		40	40	24
Montana OATT	CROSSOVER	BPAT.NWMT		15	15	25
						26
Montana OATT	BPAT.NWMT	NWMT.SYSTEM		4	4	27
Montana OATT	BPAT.NWMT	CROSSOVER		88	88	28
Montana OATT	YTP	BPAT.NWMT		48	48	29
Montana OATT	YTP	NWMT.SYSTEM		2	2	30
Montana OATT	CROSSOVER	BPAT.NWMT		46	46	31
Montana OATT	CROSSOVER	NWMT.SYSTEM		2	2	32
						33
Montana OATT	HORSESHOE	NWMT.SYSTEM		240	240	34
			<b>1,328</b>	<b>2,818,362</b>	<b>2,818,362</b>	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)  
(Including transactions referred to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.

10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.

11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
237,000			237,000	1
37,920			37,920	2
66,360			66,360	3
66,360			66,360	4
				5
	1,005		1,005	6
	1,905		1,905	7
	13,393		13,393	8
	12,260		12,260	9
	325		325	10
	831		831	11
654,120			654,120	12
	65		65	13
	424		424	14
	654		654	15
	2,698		2,698	16
	502		502	17
	42,356		42,356	18
	2,247		2,247	19
	671		671	20
	1,520		1,520	21
				22
	13		13	23
	173		173	24
	65		65	25
				26
	17		17	27
	381		381	28
	208		208	29
	9		9	30
	199		199	31
	9		9	32
				33
	1,039		1,039	34
<b>8,809,184</b>	<b>3,567,830</b>	<b>1,739,441</b>	<b>14,116,455</b>	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	Cycle Power Partners LLC	NWMT	PacifiCorp	NF	
2	Cycle Power Partners LLC	NWMT	PacifiCorp	NF	
3					
4	Tec Energy Inc	WAPA	PacifiCorp	NF	
5	Tec Energy Inc	WAPA	PacifiCorp	NF	
6					
7	The Energy Authority	PacifiCorp	AVA	NF	
8	The Energy Authority	PacifiCorp	NWMT	NF	
9	The Energy Authority	PacifiCorp	BPAT	NF	
10	The Energy Authority	BPA	BPA	NF	
11	The Energy Authority	BPA	NWMT	NF	
12					
13	SOUTH DAKOTA				
14					
15	Bryant, City of	WAPA	BRYANT	LFP	
16	Groton, City of	WAPA	GROTON	LFP	
17	Langford, City of	WAPA	LANGFORD	LFP	
18	Southwest Power Pool (SPP)	SPP	VARIOUS	LFP	
19	Southwest Power Pool (SPP)	SPP	VARIOUS	FNS	
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
	<b>TOTAL</b>				

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)  
(Including transactions referred to as 'wheeling')

5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.
6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.
7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.
8. Report in column (i) and (j) the total megawatthours received and delivered.

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Montana OATT	HORSESHOE	BRDY		32	32	1
Montana OATT	HORSESHOE	JEFF		4,789	4,789	2
						3
Montana OATT	CROSSOVER	BRDY		1	1	4
Montana OATT	CROSSOVER	JEFF		1	1	5
						6
Montana OATT	YTP	AVAT.NWMT		122	122	7
Montana OATT	YTP	NWMT.SYSTEM		8	8	8
Montana OATT	YTP	BPAT.NWMT		54	54	9
Montana OATT	BPAT.NWMT	BPAT.NWMT		75	75	10
Montana OATT	BPAT.NWMT	NWMT.SYSTEM		1	1	11
						12
						13
						14
Vol. 2	Huron 115 kV Bus	BRYANT 25 KV		1,160	1,160	15
Vol. 2	Huron 115 kV Bus	GROTON 69 KV		5,631	5,631	16
Vol. 2	Huron 115 kV Bus	LANGFORD 12.5 KV		978	978	17
Sch. 7 & 8	Various	Various				18
Sch. 9	Various	Various				19
						20
						21
						22
						23
						24
						25
						26
						27
						28
						29
						30
						31
						32
						33
						34
			<b>1,328</b>	<b>2,818,362</b>	<b>2,818,362</b>	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)  
(Including transactions referred to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.

10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.

11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	139		139	1
	20,736		20,736	2
				3
	4		4	4
	4		4	5
				6
	528		528	7
	35		35	8
	234		234	9
	325		325	10
	4		4	11
				12
				13
				14
9,106			9,106	15
317			317	16
6,318			6,318	17
		76,605	76,605	18
		1,662,836	1,662,836	19
				20
				21
				22
				23
				24
				25
				26
				27
				28
				29
				30
				31
				32
				33
				34
<b>8,809,184</b>	<b>3,567,830</b>	<b>1,739,441</b>	<b>14,116,455</b>	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of 2019/Q1
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**TRANSMISSION OF ELECTRICITY BY OTHERS (Account 565)**  
(Including transactions referred to as "wheeling")

1. Report all transmission, i.e. wheeling or electricity provided by other electric utilities, cooperatives, municipalities, other public authorities, qualifying facilities, and others for the quarter.
2. In column (a) report each company or public authority that provided transmission service. Provide the full name of the company, abbreviate if necessary, but do not truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation with the transmission service provider. Use additional columns as necessary to report all companies or public authorities that provided transmission service for the quarter reported.
3. In column (b) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNS - Firm Network Transmission Service for Self, LFP - Long-Term Firm Point-to-Point Transmission Reservations. OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point-to-Point Transmission Reservations, NF - Non-Firm Transmission Service, and OS - Other Transmission Service. See General Instructions for definitions of statistical classifications.
4. Report in column (c) and (d) the total megawatt hours received and delivered by the provider of the transmission service.
5. Report in column (e), (f) and (g) expenses as shown on bills or vouchers rendered to the respondent. In column (e) report the demand charges and in column (f) energy charges related to the amount of energy transferred. On column (g) report the total of all other charges on bills or vouchers rendered to the respondent, including any out of period adjustments. Explain in a footnote all components of the amount shown in column (g). Report in column (h) the total charge shown on bills rendered to the respondent. If no monetary settlement was made, enter zero in column (h). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.
6. Enter "TOTAL" in column (a) as the last line.
7. Footnote entries and provide explanations following all required data.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	TRANSFER OF ENERGY		EXPENSES FOR TRANSMISSION OF ELECTRICITY BY OTHERS			
			Magawatt-hours Received (c)	Magawatt-hours Delivered (d)	Demand Charges (\$) (e)	Energy Charges (\$) (f)	Other Charges (\$) (g)	Total Cost of Transmission (\$) (h)
1	MONTANA							
2								
3	Vigilante Elec Coop	OLF	8,785	8,785	14,516			14,516
4	Bonneville Power Admin	OLF					159,915	159,915
5	Bonneville Power Admin	OLF					749,995	749,995
6	Sun River Elec Coop	OLF	3,633	3,633		19,981		19,981
7	Southwest Power Pool	FNS	31,493	31,493	309,146			309,146
8								
9	Supply:							
10	Avista	NF	6,682	6,682		51,868		51,868
11	Shell Energy North Amea	NF	100	100		125		125
12	Idaho Power Company	NF	150	150		140		140
13	Talen Energy LLC	NF	15,113	15,113		70,427		70,427
14	Seattle City Light	NF	318	318		359		359
15								
16								
	<b>TOTAL</b>		66,274	66,274	4,945,197	142,900	909,910	5,998,007



Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of 2019/Q1
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TRANSMISSION OF ELECTRICITY BY OTHERS (Account 565)  
(Including transactions referred to as "wheeling")

1. Report all transmission, i.e. wheeling or electricity provided by other electric utilities, cooperatives, municipalities, other public authorities, qualifying facilities, and others for the quarter.
2. In column (a) report each company or public authority that provided transmission service. Provide the full name of the company, abbreviate if necessary, but do not truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation with the transmission service provider. Use additional columns as necessary to report all companies or public authorities that provided transmission service for the quarter reported.
3. In column (b) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNS - Firm Network Transmission Service for Self, LFP - Long-Term Firm Point-to-Point Transmission Reservations. OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point-to-Point Transmission Reservations, NF - Non-Firm Transmission Service, and OS - Other Transmission Service. See General Instructions for definitions of statistical classifications.
4. Report in column (c) and (d) the total megawatt hours received and delivered by the provider of the transmission service.
5. Report in column (e), (f) and (g) expenses as shown on bills or vouchers rendered to the respondent. In column (e) report the demand charges and in column (f) energy charges related to the amount of energy transferred. On column (g) report the total of all other charges on bills or vouchers rendered to the respondent, including any out of period adjustments. Explain in a footnote all components of the amount shown in column (g). Report in column (h) the total charge shown on bills rendered to the respondent. If no monetary settlement was made, enter zero in column (h). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.
6. Enter "TOTAL" in column (a) as the last line.
7. Footnote entries and provide explanations following all required data.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	TRANSFER OF ENERGY		EXPENSES FOR TRANSMISSION OF ELECTRICITY BY OTHERS			
			Magawatt-hours Received (c)	Magawatt-hours Delivered (d)	Demand Charges (\$) (e)	Energy Charges (\$) (f)	Other Charges (\$) (g)	Total Cost of Transmission (\$) (h)
1	SOUTH DAKOTA							
2								
3	East River	FNS			8,302			8,302
4	West Central Elect Coop	FNS			5,286			5,286
5	Southwest Power Pool	FNS			4,607,947			4,607,947
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
	TOTAL		66,274	66,274	4,945,197	142,900	909,910	5,998,007

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of 2019/Q1	
Depreciation, Depletion and Amortization of Electric Plant (Accts 403, 403.1, 404, and 405) (Except Amortization of Acquisition Adjustments)						
1. Report the year to date amounts of depreciation expense, asset retirement cost depreciation, depletion and amortization, except amortization of acquisition adjustments for the accounts indicated and classified according to the plant functional groups described.						
Line No.	Functional Classification (a)	Depreciation Expense (Account 403) (b)	Depreciation Expense for Asset Retirement Costs (Account 403.1) (c)	Amortization of Other Limited-Term Electric Plant (Account 404) (e)	Amortization of Other Electric Plant (Account 405) (e)	Total (f)
1	Intangible Plant			361,163		361,163
2	Steam Production Plant	1,669,979				1,669,979
3	Nuclear Production Plant					
4	Hydraulic Production Plant Conv	2,349,632				2,349,632
5	Hydraulic Production Plant - Pumped Storage					
6	Other Production Plant	4,571,035		884		4,571,919
7	Transmission Plant	6,534,069		126,024		6,660,093
8	Distribution Plant	13,449,140		-1,510		13,447,630
9	General Plant	2,555,758				2,555,758
10	Common Plant	1,187,488		1,267,519		2,455,007
11	TOTAL ELECTRIC (lines 2 through 10)	32,317,101		1,754,080		34,071,181

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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**AMOUNTS INCLUDED IN ISO/RTO SETTLEMENT STATEMENTS**

1. The respondent shall report below the details called for concerning amounts it recorded in Account 555, Purchase Power, and Account 447, Sales for Resale, for items shown on ISO/RTO Settlement Statements. Transactions should be separately netted for each ISO/RTO administered energy market for purposes of determining whether an entity is a net seller or purchaser in a given hour. Net megawatt hours are to be used as the basis for determining whether a net purchase or sale has occurred. In each monthly reporting period, the hourly sale and purchase net amounts are to be aggregated and separately reported in Account 447, Sales for Resale, or Account 555, Purchased Power, respectively.

Line No.	Description of Item(s) (a)	Balance at End of Quarter 1 (b)	Balance at End of Quarter 2 (c)	Balance at End of Quarter 3 (d)	Balance at End of Year (e)
1	Energy				
2	Net Purchases (Account 555)	38,762,281			
3	Net Sales (Account 447)	37,646,810			
4	Transmission Rights				
5	Ancillary Services	31,174			
6	Other Items (list separately)				
7	Day Ahead & Real Time Admin	109,108			
8	Market Monitoring & Compliance	15,587			
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46	TOTAL	76,564,960			

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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**MONTHLY PEAKS AND OUTPUT**

- (1) Report the monthly peak load and energy output. If the respondent has two or more power systems which are not physically integrated, furnish the required information for each non-integrated system. In quarter 1 report January, February, and March only. In quarter 2 report April, May, and June only. In quarter 3 report July, August, and September only.
- (2) Report on column (b) by month the system's output in Megawatt hours for each month.
- (3) Report on column (c) by month the non-requirements sales for resale. Include in the monthly amounts any energy losses associated with the sales.
- (4) Report on column (d) by month the system's monthly maximum megawatt load (60 minute integration) associated with the system.
- (5) Report on columns (e) and (f) the specified information for each monthly peak load reported on column (d).
- (6) Report Monthly Peak Hours in military time; 0100 for 1:00 AM, 1200 for 12 AM, and 1830 for 6:30 PM, etc.

NAME OF SYSTEM: See footnote

Line No.	Month (a)	Total Monthly Energy (MWH) (b)	Monthly Non-Requirements Sales for Resale & Associated Losses (c)	MONTHLY PEAK		
				Megawatts (See Instr. 4) (d)	Day of Month (e)	Hour (f)
1	January				0	0
2	February				0	0
3	March				0	0
4	Total					
5	April				0	0
6	May				0	0
7	June				0	0
8	Total					
9	July				0	0
10	August				0	0
11	September				0	0
12	Total					

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of 2019/Q1
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**MONTHLY TRANSMISSION SYSTEM PEAK LOAD**

(1) Report the monthly peak load on the respondent's transmission system. If the respondent has two or more power systems which are not physically integrated, furnish the required information for each non-integrated system.  
(2) Report on Column (b) by month the transmission system's peak load.  
(3) Report on Columns (c) and (d) the specified information for each monthly transmission - system peak load reported on Column (b).  
(4) Report on Columns (e) through (j) by month the system' monthly maximum megawatt load by statistical classifications. See General Instruction for the definition of each statistical classification.

NAME OF SYSTEM: Montana Operations

Line No.	Month (a)	Monthly Peak MW - Total (b)	Day of Monthly Peak (c)	Hour of Monthly Peak (d)	Firm Network Service for Self (e)	Firm Network Service for Others (f)	Long-Term Firm Point-to-point Reservations (g)	Other Long-Term Firm Service (h)	Short-Term Firm Point-to-point Reservation (i)	Other Service (j)
1	January	1,813	30	800	979	712	265		3,029	
2	February	1,963	5	1900	1,113	733	265		2,757	
3	March	1,933	4	800	1,142	716	265		3,009	
4	Total for Quarter 1				3,234	2,161	795		8,795	
5	April									
6	May									
7	June									
8	Total for Quarter 2									
9	July									
10	August									
11	September									
12	Total for Quarter 3									
13	October									
14	November									
15	December									
16	Total for Quarter 4									
17	Total Year to Date/Year				3,234	2,161	795		8,795	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report End of <u>2019/Q1</u>
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**MONTHLY ISO/RTO TRANSMISSION SYSTEM PEAK LOAD**

- (1) Report the monthly peak load on the respondent's transmission system. If the Respondent has two or more power systems which are not physically integrated, furnish the required information for each non-integrated system.
- (2) Report on Column (b) by month the transmission system's peak load.
- (3) Report on Column (c) and (d) the specified information for each monthly transmission - system peak load reported on Column (b).
- (4) Report on Columns (e) through (i) by month the system's transmission usage by classification. Amounts reported as Through and Out Service in Column (g) are to be excluded from those amounts reported in Columns (e) and (f).
- (5) Amounts reported in Column (j) for Total Usage is the sum of Columns (h) and (i).

NAME OF SYSTEM: South Dakota Operations

Line No.	Month (a)	Monthly Peak MW - Total (b)	Day of Monthly Peak (c)	Hour of Monthly Peak (d)	Imports into ISO/RTO (e)	Exports from ISO/RTO (f)	Through and Out Service (g)	Network Service Usage (h)	Point-to-Point Service Usage (i)	Total Usage (j)
1	January	317	29	1900				332	15	347
2	February	312	8	900				328	16	344
3	March	298	4	1100				312	14	326
4	Total for Quarter 1							972	45	1,017
5	April									
6	May									
7	June									
8	Total for Quarter 2									
9	July									
10	August									
11	September									
12	Total for Quarter 3									
13	October									
14	November									
15	December									
16	Total for Quarter 4									
17	Total Year to Date/Year							972	45	1,017

Name of Respondent NorthWestern Corporation	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report 2019/Q1
FOOTNOTE DATA			

**Schedule Page: 120 Line No.: 6 Column: b**

	3/31/2019	3/31/2018
<b>Other Noncash Charges to Income, Net:</b>		
Amortization of debt issue costs, discount, and deferred hedge gain	1,157,550	1,171,242
Other noncash losses (gains)	-4,393	(1,342)
Stock based compensation costs	2,418,280	2,496,347
	<u>3,571,437</u>	<u>3,666,247</u>
<b>Other Assets and Liabilities, Net:</b>		
Net change - other current assets	995,821	3,092,507
Net change - accrued utility revenues	9,449,091	16,977,047
Net change - deferred debits	(18,436,027)	10,278,413
Net change - deferred credits	(6,824,712)	4,130,386
Net change - noncurrent liabilities	(1,687,405)	(1,699,384)
	<u>(16,503,232)</u>	<u>32,778,969</u>

**Schedule Page: 120 Line No.: 6 Column: c**

Refer to footnote at column (b) line 6 for details.

**Schedule Page: 120 Line No.: 18 Column: b**

Refer to footnote at column (b) line 6 for details.

**Schedule Page: 120 Line No.: 18 Column: c**

Refer to footnote at column (b) line 6 for details.

**Schedule Page: 120 Line No.: 88 Column: b**

The following table provides a reconciliation of cash, cash equivalents, other special funds, and other special deposits reported within the Balance Sheets that sum to the total cash and cash equivalents amounts reflected in the Statements of Cash Flows:

	3/31/2019	12/31/2018	3/31/2018	12/31/2017
Cash (131)	3,342,860	7,419,945	4,000,333	7,357,801
Working Funds (135)	23,050	23,050	23,250	23,575
Special Funds (125-128)	250,000	250,000	250,000	250,000
Other Special Deposits (134)	5,329,175	5,705,336	4,295,583	1,670,617
Total	<u>8,945,085</u>	<u>13,398,331</u>	<u>8,569,166</u>	<u>9,301,993</u>

**Schedule Page: 120 Line No.: 88 Column: c**

Refer to footnote at column (b) line 88 for details.

**Schedule Page: 120 Line No.: 90 Column: b**

Refer to footnote at column (b) line 88 for details.

**Schedule Page: 120 Line No.: 90 Column: c**

Refer to footnote at column (b) line 88 for details.

Name of Respondent NorthWestern Corporation	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report 2019/Q1
FOOTNOTE DATA			

**Schedule Page: 122(a)(b) Line No.: 2 Column: f**

Reclassification of net losses on derivative instruments.

**Schedule Page: 122(a)(b) Line No.: 3 Column: e**

Foreign currency translation adjustment.

**Schedule Page: 122(a)(b) Line No.: 7 Column: f**

Reclassification of net losses on derivative instruments.

**Schedule Page: 122(a)(b) Line No.: 8 Column: e**

Foreign currency translation adjustment.



Name of Respondent NorthWestern Corporation	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report 2019/Q1
FOOTNOTE DATA			

**Schedule Page: 200 Line No.: 1 Column: e**

This column represents regulated propane.

**Schedule Page: 200 Line No.: 1 Column: f**

This column represents an electric default supply capacity and energy sales agreement classified as a capital lease.

**Schedule Page: 200 Line No.: 1 Column: g**

This column represents operating lease right of use assets that are classified as capital leases in accordance with regulatory treatment.

**Schedule Page: 200 Line No.: 1 Column: e**

Footnote Linked. See note on 200, Row: 1, col/item:

**Schedule Page: 200 Line No.: 1 Column: f**

Footnote Linked. See note on 200, Row: 1, col/item:

**Schedule Page: 200 Line No.: 1 Column: g**

Footnote Linked. See note on 200, Row: 1, col/item:

Name of Respondent NorthWestern Corporation	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report 2019/Q1
FOOTNOTE DATA			

**Schedule Page: 300 Line No.: 21 Column: b**

<b>Other Electric Revenue (456)</b>	<b>YTD March 2019</b>
Ancillary Services:	
Scheduling, System Control and Dispatch	\$ 660,440
Regulation and Frequency Response	434,225
Energy Imbalance	(268,649)
Other Transmission Revenue	(851,850)
Low Income Housing	1,278,597
Steam Sales	312,290
Sale of Materials	36,503
Miscellaneous	673
	<b>\$ 1,602,229</b>

Name of Respondent NorthWestern Corporation	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report 2019/Q1
FOOTNOTE DATA			

**Schedule Page: 328.10 Line No.: 18 Column: m**  
Firm and Non-Firm Point to Point Transmission Service

**Schedule Page: 328.10 Line No.: 19 Column: m**  
Network Integration Transmission Service

Name of Respondent NorthWestern Corporation	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report 2019/Q1
FOOTNOTE DATA			

**Schedule Page: 332 Line No.: 4 Column: g**  
Monthly system usage fee.

**Schedule Page: 332 Line No.: 5 Column: g**  
Monthly system usage fee.

Name of Respondent NorthWestern Corporation	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 03/31/2019	Year/Period of Report 2019/Q1
FOOTNOTE DATA			

**Schedule Page: 399 Line No.: 12 Column: b**  
**MONTANA OPERATIONS**

Line No	MONTHLY PEAK LOADS AND ENERGY OUTPUT (a)	Jan-19 (b)	Feb-19 (c)	Mar-19 (d)	Total for Quarter (d)
1					
2	Total Monthly Energy (MWH)	722,584	633,360	762,268	2,118,212
3	Monthly Non-Requirements Sales for Resale	112,106	118,619	91,205	321,930
4	Monthly Peak MW	2,078	2,228	2,198	6,504
5	Day of Month Peak	30	5	4	
6	Hour of Monthly Peak	800	1900	800	

**SOUTH DAKOTA OPERATIONS**

Line No	MONTHLY PEAK LOADS AND ENERGY OUTPUT (a)	Jan-19 (b)	Feb-19 (c)	Mar-19 (d)	Total for Quarter (d)
1					
2	Total Monthly Energy (MWH)	178,436	173,167	168,389	519,992
3	Monthly Non-Requirements Sales for Resale				-
4	Monthly Peak MW	317	312	298	927
5	Day of Month Peak	29	8	4	
6	Hour of Monthly Peak	1900	900	1100	