

THIS FILING IS

Item 1: An Initial (Original) Submission OR 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

Exact Legal Name of Respondent (Company) NorthWestern Corporation	Year/Period of Report End of <u>2019/Q3</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/Q3</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 (407) 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) 09/30/2019
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) 11/07/2019
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.		

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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. See Note 7, "Financing Activities", FERC Docket Number ES19-36-000 and MPSC Docket Number 2019.08.046.
7. None
8. None
9. See Note 9, "Commitments and Contingencies".
10. None
11. (Reserved)
12. None
13. None
14. NA

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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	UTILITY PLANT			
2	Utility Plant (101-106, 114)	200-201	6,348,548,972	6,236,877,819
3	Construction Work in Progress (107)	200-201	206,978,657	99,808,223
4	TOTAL Utility Plant (Enter Total of lines 2 and 3)		6,555,527,629	6,336,686,042
5	(Less) Accum. Prov. for Depr. Amort. Depl. (108, 110, 111, 115)	200-201	2,394,972,241	2,297,252,458
6	Net Utility Plant (Enter Total of line 4 less 5)		4,160,555,388	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)		4,160,555,388	4,039,433,584
15	Utility Plant Adjustments (116)		357,585,527	357,585,527
16	Gas Stored Underground - Noncurrent (117)		33,042,844	33,038,099
17	OTHER PROPERTY AND INVESTMENTS			
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	22,973,788	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)		48,647,449	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)		72,510,390	65,040,099
33	CURRENT AND ACCRUED ASSETS			
34	Cash and Working Funds (Non-major Only) (130)		0	0
35	Cash (131)		4,648,200	7,419,945
36	Special Deposits (132-134)		7,320,503	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)		61,292,218	73,325,455
41	Other Accounts Receivable (143)		13,530,365	14,369,677
42	(Less) Accum. Prov. for Uncollectible Acct.-Credit (144)		2,317,484	2,280,211
43	Notes Receivable from Associated Companies (145)		0	0
44	Accounts Receivable from Assoc. Companies (146)		581,455	359,020
45	Fuel Stock (151)	227	5,825,032	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	40,749,332	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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COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)(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)		7,823,026	6,692,917
56	Liquefied Natural Gas Stored and Held for Processing (164.2-164.3)		0	0
57	Prepayments (165)		13,829,638	10,330,909
58	Advances for Gas (166-167)		0	0
59	Interest and Dividends Receivable (171)		0	0
60	Rents Receivable (172)		221,886	136,641
61	Accrued Utility Revenues (173)		54,361,985	78,204,239
62	Miscellaneous Current and Accrued Assets (174)		0	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)		207,889,206	237,815,181
68	DEFERRED DEBITS			
69	Unamortized Debt Expenses (181)		12,579,820	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	625,080,566	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)		2,298	2,044
77	Temporary Facilities (185)		0	0
78	Miscellaneous Deferred Debits (186)	233	3,753,822	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)		31,836,858	34,079,779
82	Accumulated Deferred Income Taxes (190)	234	141,281,145	136,579,305
83	Unrecovered Purchased Gas Costs (191)		31,073,970	6,566,452
84	Total Deferred Debits (lines 69 through 83)		845,608,479	791,668,691
85	TOTAL ASSETS (lines 14-16, 32, 67, and 84)		5,677,191,834	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	539,961	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	1,505,605,139	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	601,180,708	544,460,136
12	Unappropriated Undistributed Subsidiary Earnings (216.1)	118-119	724,313	1,650,165
13	(Less) Required Capital Stock (217)	250-251	96,091,937	95,545,989
14	Noncorporate Proprietorship (Non-major only) (218)		0	0
15	Accumulated Other Comprehensive Income (219)	122(a)(b)	-7,434,652	-7,791,798
16	Total Proprietary Capital (lines 2 through 15)		2,004,523,532	1,942,381,150
17	LONG-TERM DEBT			
18	Bonds (221)	256-257	1,929,660,000	1,779,660,000
19	(Less) Required Bonds (222)	256-257	0	0
20	Advances from Associated Companies (223)	256-257	0	0
21	Other Long-Term Debt (224)	256-257	258,976,900	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)		2,188,636,900	2,114,636,900
25	OTHER NONCURRENT LIABILITIES			
26	Obligations Under Capital Leases - Noncurrent (227)		20,323,970	19,915,440
27	Accumulated Provision for Property Insurance (228.1)		0	0
28	Accumulated Provision for Injuries and Damages (228.2)		8,183,708	6,475,282
29	Accumulated Provision for Pensions and Benefits (228.3)		6,753,683	12,131,093
30	Accumulated Miscellaneous Operating Provisions (228.4)		121,740,265	131,495,876
31	Accumulated Provision for Rate Refunds (229)		9,702,190	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)		42,312,894	40,659,427
35	Total Other Noncurrent Liabilities (lines 26 through 34)		209,016,710	213,244,573
36	CURRENT AND ACCRUED LIABILITIES			
37	Notes Payable (231)		0	0
38	Accounts Payable (232)		71,371,048	95,824,027
39	Notes Payable to Associated Companies (233)		0	0
40	Accounts Payable to Associated Companies (234)		5,758,107	5,396,791
41	Customer Deposits (235)		4,453,569	7,134,336
42	Taxes Accrued (236)	262-263	123,084,078	79,187,166
43	Interest Accrued (237)		24,223,210	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)		949,109	1,577,187
48	Miscellaneous Current and Accrued Liabilities (242)		53,353,382	76,229,263
49	Obligations Under Capital Leases-Current (243)		3,785,637	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)		286,978,140	284,600,527
55	DEFERRED CREDITS			
56	Customer Advances for Construction (252)		57,077,882	50,088,672
57	Accumulated Deferred Investment Tax Credits (255)	266-267	285,151	293,407
58	Deferred Gains from Disposition of Utility Plant (256)		0	0
59	Other Deferred Credits (253)	269	180,350,476	182,429,084
60	Other Regulatory Liabilities (254)	278	177,171,717	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)		384,728,576	373,513,074
64	Accum. Deferred Income Taxes-Other (283)		188,422,750	177,834,157
65	Total Deferred Credits (lines 56 through 64)		988,036,552	969,718,031
66	TOTAL LIABILITIES AND STOCKHOLDER EQUITY (lines 16, 24, 35, 54 and 65)		5,677,191,834	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	931,180,227	895,443,514	271,291,197	267,510,298
3	Operating Expenses					
4	Operation Expenses (401)	320-323	423,548,757	395,869,645	125,370,499	122,570,735
5	Maintenance Expenses (402)	320-323	48,603,662	40,941,849	16,632,511	15,160,419
6	Depreciation Expense (403)	336-337	107,708,356	115,733,737	35,859,571	38,527,891
7	Depreciation Expense for Asset Retirement Costs (403.1)	336-337				
8	Amort. & Depl. of Utility Plant (404-405)	336-337	10,204,362	9,542,006	3,426,138	3,190,401
9	Amort. of Utility Plant Acq. Adj. (406)	336-337	11,537,955	5,269,707	3,775,443	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)		9,013,697	6,075,537	2,505,822	1,866,542
13	(Less) Regulatory Credits (407.4)		10,993,421	15,909,071	7,697,652	8,821,287
14	Taxes Other Than Income Taxes (408.1)	262-263	139,841,225	134,877,163	46,147,040	44,462,232
15	Income Taxes - Federal (409.1)	262-263	-7,639,726	-8,544,663	-1,986,911	-1,407,890
16	- Other (409.1)	262-263				
17	Provision for Deferred Income Taxes (410.1)	234, 272-277	95,282,555	113,295,130	24,288,682	41,874,971
18	(Less) Provision for Deferred Income Taxes-Cr. (411.1)	234, 272-277	83,579,701	102,154,875	21,608,770	40,397,524
19	Investment Tax Credit Adj. - Net (411.4)	266	-8,256	-25,306	-2,847	-4,099
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)		-6	-7		-1
24	Accretion Expense (411.10)					
25	TOTAL Utility Operating Expenses (Enter Total of lines 4 thru 24)		743,519,459	694,970,852	226,709,526	218,778,959
26	Net Util Oper Inc (Enter Tot line 2 less 25) Carry to Pg117,line 27		187,660,768	200,472,662	44,581,671	48,731,339

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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)	
						1
735,060,895	704,963,265	195,473,354	189,954,257	645,978	525,992	2
						3
312,285,610	287,103,921	110,736,910	108,373,816	526,237	391,908	4
42,599,973	35,312,990	5,949,833	5,578,246	53,856	50,613	5
90,282,066	97,993,165	17,395,820	17,710,102	30,470	30,470	6
						7
5,371,596	4,560,703	4,832,766	4,981,303			8
11,961,208	5,904,585	-423,253	-634,878			9
						10
						11
7,462,118	3,794,677	1,551,579	2,280,860			12
9,665,779	15,043,061	1,327,642	866,010			13
109,485,429	105,590,159	30,305,131	29,239,791	50,665	47,213	14
-7,639,726	-8,544,663					15
						16
73,662,736	87,502,512	21,623,605	25,790,872	-3,786	1,746	17
60,450,563	75,844,819	23,129,138	26,310,056			18
-6,902	-19,806	-1,354	-5,500			19
						20
						21
						22
						23
-6	-7					24
						25
575,347,760	528,310,356	167,514,257	166,138,546	657,442	521,950	25
159,713,135	176,652,909	27,959,097	23,815,711	-11,464	4,042	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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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)		187,660,768	200,472,662	44,581,671	48,731,339
28	Other Income and Deductions					
29	Other Income					
30	Nonutility Operating Income					
31	Revenues From Merchandising, Jobbing and Contract Work (415)		877,378	1,013,735	349,028	350,462
32	(Less) Costs and Exp. of Merchandising, Job. & Contract Work (416)		108,736	107,262	35,309	34,164
33	Revenues From Nonutility Operations (417)		4,849	3,662	2,690	828
34	(Less) Expenses of Nonutility Operations (417.1)		849,509	803,480	285,930	253,926
35	Nonoperating Rental Income (418)					
36	Equity in Earnings of Subsidiary Companies (418.1)	119	-925,851	-294,083	-457,576	-136,859
37	Interest and Dividend Income (419)		25,147	11,686	3,878	2,693
38	Allowance for Other Funds Used During Construction (419.1)		4,118,479	2,736,495	1,800,767	1,206,188
39	Miscellaneous Nonoperating Income (421)		3,004,900	-11,762	591,218	754,453
40	Gain on Disposition of Property (421.1)					
41	TOTAL Other Income (Enter Total of lines 31 thru 40)		6,146,657	2,548,991	1,968,766	1,889,675
42	Other Income Deductions					
43	Loss on Disposition of Property (421.2)			-4,899		-4,899
44	Miscellaneous Amortization (425)					
45	Donations (426.1)		902,635	748,232	231,650	223,882
46	Life Insurance (426.2)					
47	Penalties (426.3)		351,184	1,174,692	351,184	45
48	Exp. for Certain Civic, Political & Related Activities (426.4)		98,987	66,974	12,187	15,160
49	Other Deductions (426.5)		3,456,978	311,746	699,116	605,481
50	TOTAL Other Income Deductions (Total of lines 43 thru 49)		4,809,784	2,296,745	1,294,137	839,669
51	Taxes Applic. to Other Income and Deductions					
52	Taxes Other Than Income Taxes (408.2)	262-263	44,724	39,227	16,768	11,070
53	Income Taxes-Federal (409.2)	262-263	6,186,642	5,182,104	2,068,351	-803,898
54	Income Taxes-Other (409.2)	262-263	368,324	792,888	261,575	242,538
55	Provision for Deferred Inc. Taxes (410.2)	234, 272-277	15,517,531	20,968,703	1,881,632	9,000,319
56	(Less) Provision for Deferred Income Taxes-Cr. (411.2)	234, 272-277	43,570,753	25,830,659	4,364,216	9,210,367
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)		-21,453,532	1,152,263	-135,890	-760,338
60	Net Other Income and Deductions (Total of lines 41, 50, 59)		22,790,405	-900,017	810,519	1,810,344
61	Interest Charges					
62	Interest on Long-Term Debt (427)		62,755,371	54,274,875	21,283,339	18,091,615
63	Amort. of Debt Disc. and Expense (428)		914,361	900,955	309,073	300,265
64	Amortization of Loss on Required Debt (428.1)		2,107,446	2,127,407	702,482	702,482
65	(Less) Amort. of Premium on Debt-Credit (429)					
66	(Less) Amortization of Gain on Required Debt-Credit (429.1)					
67	Interest on Debt to Assoc. Companies (430)					
68	Other Interest Expense (431)		4,267,344	12,945,981	2,190,577	3,816,564
69	(Less) Allowance for Borrowed Funds Used During Construction-Cr. (432)		1,731,081	1,144,553	763,151	551,617
70	Net Interest Charges (Total of lines 62 thru 69)		68,313,441	69,104,665	23,722,320	22,359,309
71	Income Before Extraordinary Items (Total of lines 27, 60 and 70)		142,137,732	130,467,980	21,669,870	28,182,374
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)		142,137,732	130,467,980	21,669,870	28,182,374

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) 09/30/2019	Year/Period of Report End of <u>2019/Q3</u>
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STATEMENT OF RETAINED EARNINGS

- Do not report Lines 49-53 on the quarterly version.
- Report all changes in appropriated retained earnings, unappropriated retained earnings, year to date, and unappropriated undistributed subsidiary earnings for the year.
- 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)
- State the purpose and amount of each reservation or appropriation of retained earnings.
- 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.
- Show dividends for each class and series of capital stock.
- Show separately the State and Federal income tax effect of items shown in account 439, Adjustments to Retained Earnings.
- 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.
- 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)
	UNAPPROPRIATED RETAINED EARNINGS (Account 216)			
1	Balance-Beginning of Period		544,460,136	456,208,913
2	Changes			
3	Adjustments to Retained Earnings (Account 439)			
4				
5	Cumulative-effect adjustment to Retained Earnings for			
6	stranded tax effects of Other Comprehensive Income costs			2,142,821
7				
8				
9	TOTAL Credits to Retained Earnings (Acct. 439)			2,142,821
10				
11				
12				
13				
14				
15	TOTAL Debits to Retained Earnings (Acct. 439)			
16	Balance Transferred from Income (Account 433 less Account 418.1)		143,063,583	130,762,063
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		-86,343,011	(81,723,225)
34				
35				
36	TOTAL Dividends Declared-Common Stock (Acct. 438)		-86,343,011	(81,723,225)
37	Transfers from Acct 216.1, Unapprop. Undistrib. Subsidiary Earnings			
38	Balance - End of Period (Total 1,9,15,16,22,29,36,37)		601,180,708	507,390,572
	APPROPRIATED RETAINED EARNINGS (Account 215)			
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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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)		601,180,708	507,390,572
	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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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)	142,137,732	130,467,980
3	Noncash Charges (Credits) to Income:		
4	Depreciation and Depletion	107,708,356	115,733,737
5	Amortization	21,742,317	14,811,713
6	Other Noncash Charges to Income, Net	8,255,166	8,346,137
7			
8	Deferred Income Taxes (Net)	-16,350,367	6,278,299
9	Investment Tax Credit Adjustment (Net)	-8,256	-25,306
10	Net (Increase) Decrease in Receivables	12,687,387	23,803,678
11	Net (Increase) Decrease in Inventory	-4,276,446	-306,885
12	Net (Increase) Decrease in Allowances Inventory		
13	Net Increase (Decrease) in Payables and Accrued Expenses	7,007,162	29,725,319
14	Net (Increase) Decrease in Other Regulatory Assets	3,630,564	-7,609,973
15	Net Increase (Decrease) in Other Regulatory Liabilities	-2,887,459	14,898,378
16	(Less) Allowance for Other Funds Used During Construction	4,118,479	2,736,495
17	(Less) Undistributed Earnings from Subsidiary Companies	-925,851	-294,083
18	Other Assets and Liabilities, Net	-22,415,158	13,313,317
19			
20			
21			
22	Net Cash Provided by (Used in) Operating Activities (Total 2 thru 21)	254,038,370	346,993,982
23			
24	Cash Flows from Investment Activities:		
25	Construction and Acquisition of Plant (including land):		
26	Gross Additions to Utility Plant (less nuclear fuel)	-231,427,277	-209,202,065
27	Gross Additions to Nuclear Fuel		
28	Gross Additions to Common Utility Plant	-15,688,643	-5,375,714
29	Gross Additions to Nonutility Plant		
30	(Less) Allowance for Other Funds Used During Construction	-4,118,479	-2,736,495
31	Other (provide details in footnote):		
32			
33			
34	Cash Outflows for Plant (Total of lines 26 thru 33)	-242,997,441	-211,841,284
35			
36	Acquisition of Other Noncurrent Assets (d)		
37	Proceeds from Disposal of Noncurrent Assets (d)		70,671
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) 09/30/2019	Year/Period of Report End of <u>2019/Q3</u>
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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)
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)	-242,997,441	-211,770,613
58			
59	Cash Flows from Financing Activities:		
60	Proceeds from Issuance of:		
61	Long-Term Debt (b)	150,000,000	1,433,000,000
62	Preferred Stock		
63	Common Stock		44,796,849
64	Other (provide details in footnote):		
65			
66	Net Increase in Short-Term Debt (c)		
67	Treasury Stock Activity	1,219,824	2,056,425
68			
69			
70	Cash Provided by Outside Sources (Total 61 thru 69)	151,219,824	1,479,853,274
71			
72	Payments for Retirement of:		
73	Long-term Debt (b)		-1,211,000,000
74	Preferred Stock		
75	Common Stock		
76	Debt Financing Costs	-1,074,320	-90,896
77	Line of Credit Repayments, Net	-76,000,000	
78	Net Decrease in Short-Term Debt (c)		-319,555,991
79			
80	Dividends on Preferred Stock		
81	Dividends on Common Stock	-86,343,011	-81,723,225
82	Net Cash Provided by (Used in) Financing Activities		
83	(Total of lines 70 thru 81)	-12,197,507	-132,516,838
84			
85	Net Increase (Decrease) in Cash and Cash Equivalents		
86	(Total of lines 22,57 and 83)	-1,156,578	2,706,531
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	12,241,753	12,008,524

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report 09/30/2019	Year/Period of Report End of <u>2019/Q3</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	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) 09/30/2019	2019/Q3
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 September 30, 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 Annual FERC Form 1 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 4). 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 \$441.0 million and \$428.5 million as of September 30, 2019 and December 31, 2018, respectively, in accordance with regulatory treatment as compared to regulatory liabilities for GAAP purposes;
- Goodwill is reflected in the Balance Sheets as a utility plant adjustment of \$357.6 million as of September 30, 2019 and December 31, 2018 in accordance with regulatory treatment, as compared to goodwill for GAAP purposes;

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- 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 September 30, 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 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

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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 nine months ended September 30, 2019 (in millions):

	<u>Total</u>	<u>Electric</u>	<u>Natural Gas</u>	<u>Other</u>
GAAP Revenues	\$ 929.8	\$ 734.0	\$ 195.8	\$ -
Revenue from equity investments	(2.1)	-	(2.1)	-
Grossing revenues / power purchases	30.6	30.6	-	-
Regulatory amortizations	(24.8)	(27.7)	2.9	-
Other	(2.3)	(1.8)	(1.1)	0.6
FERC Revenues	<u>\$ 931.2</u>	<u>\$ 735.1</u>	<u>\$ 195.5</u>	<u>\$ 0.6</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 depends 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. We also lease office equipment and facilities under various long-term operating leases. The recognition of right-of-use assets and lease liabilities for operating leases increased our assets and liabilities by approximately \$3.6 million and are classified in the Balance Sheets as follows (in thousands):

	Affected Line Item in the Balance Sheets	September 30, 2019
Operating lease assets	Utility plant (101.1)	\$ 3,598
Operating lease liabilities, current	Obligations under capital leases-current (243)	1,356
Operating lease liabilities, noncurrent	Obligations under capital leases-noncurrent (227)	2,242
Total operating lease liabilities		\$ 3,598

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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):

	September 30, 2019	December 31, 2018	September 30, 2018	December 31, 2017
Cash (131)	\$ 4,648	\$ 7,420	\$ 6,315	\$ 7,358
Working funds (135)	23	23	23	24
Special funds (125-128)	250	250	250	250
Other special deposits	7,321	5,705	5,421	1,671
Total cash, cash equivalents, and restricted cash shown in the Statements of Cash Flows	\$ 12,242	\$ 13,398	\$ 12,009	\$ 9,302

Utility Plant Adjustment

We completed our annual utility plant adjustment impairment test as of April 1, 2019 and no impairment was identified. We calculate the fair value of our reporting units by considering various factors, including valuation studies based primarily on a discounted cash flow analysis, with published industry valuations and market data as supporting information. Key assumptions in the determination of fair value include the use of an appropriate discount rate and estimated future cash flows. In estimating cash flows, we incorporate expected long-term growth rates in our service territory, regulatory stability, and commodity prices (where appropriate), as well as other factors that affect our revenue, expense and capital expenditure projections.

(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. The MPSC issued an order approving an interim increase in revenue of approximately \$10.5 million effective April 1, 2019, which remains in effect until the MPSC issues a final order. In May 2019, we reached a settlement with all parties who filed comprehensive revenue requirement, cost allocation, and rate design testimony in our Montana electric rate case. If the MPSC approves the settlement, it will result in an annual increase to electric revenue of approximately \$6.5 million (based upon a 9.65% return on equity (ROE) and rate base and capital structure as filed) and an annual decrease in depreciation expense of approximately \$9 million. A hearing was held in May 2019 and briefing was completed in late August 2019. In September 2019, the MPSC staff recommended that the MPSC approve and adopt the settlement as filed. On October 30, 2019, the MPSC voted to adopt staff's recommendation. We expect a final order from the MPSC during the fourth quarter of 2019.

During the three and nine months ended September 30, 2019, we recognized revenue of approximately \$1.6 million and \$2.8 million, respectively, and reduced depreciation expense by approximately \$2.2 million and \$6.7 million, respectively, in the Statements of Income consistent with the proposed settlement above. As of September 30, 2019, we have deferred approximately \$1.8 million of the interim revenues. Any difference between interim and final approved rates will be refunded to customers.

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FERC Filing

In May 2019, we submitted a filing with the FERC for our Montana transmission assets. The revenue requirement associated with our Montana FERC assets is reflected in our Montana MPSC-jurisdictional rates as a credit to retail customers. We expect to submit a compliance filing with the MPSC upon resolution of our Montana FERC case adjusting the proposed credit in our Montana retail rates. In June 2019, the FERC issued an order accepting our filing, granting interim rates (subject to refund) effective July 1, 2019, establishing settlement procedures and terminating our related Tax Cuts and Jobs Act filing. A settlement judge has been appointed. We hosted technical conferences regarding the filing attended by intervenors, FERC and MPSC staff in September and October 2019. We expect to engage in settlement discussions during the fourth quarter of 2019.

Cost Recovery Mechanisms - Montana

Each year we submit an electric and natural gas tracker filing for recovery of supply costs for the 12-month period ended June 30. The MPSC reviews such filings and makes its cost recovery determination based on whether or not our supply procurement activities were prudent. The MPSC approved our electric tracker filings for the 12-month periods ended June 30, 2016 and 2017, on an interim basis. In August 2019, the MPSC established a procedural schedule for adjudication of these dockets with a final order expected in the first quarter of 2020.

Montana Electric Tracker - In 2017, the Montana legislature revised the statute regarding our recovery of electric supply costs. In response, the MPSC approved a new design for our electric tracker in 2018, effective July 1, 2017. The revised electric tracker, or Power Costs and Credits Adjustment Mechanism (PCCAM), established a baseline of power supply costs and tracks the differences between the actual costs and revenues. Variances in supply costs above or below the baseline are allocated 90% to customers and 10% to shareholders, with an annual adjustment. From July 2017 to May 2019, the PCCAM also included a "deadband" which required us to absorb the variances within +/- \$4.1 million from the base, with 90% of the variance above or below the deadband collected from or refunded to customers. In 2019, the Montana legislature revised the statute effective May 7, 2019, prohibiting a deadband, allowing 100% recovery of QF purchases, and maintaining the 90% / 10% sharing ratio for other purchases.

The Statements of Income during the nine months ended September 30, 2019, include the recovery of approximately \$4.6 million of electric supply costs consistent with the change in statute. Our cumulative under collection of electric supply costs is approximately \$25.7 million as of September 30, 2019, and is reflected in deferred debits in the Balance Sheets. We submitted a filing in September 2019, requesting recovery of costs above the base for the period July 1, 2018 to June 30, 2019, with the under recovery collected over the next 12-month period. The MPSC has not established a procedural schedule in this docket.

Montana QF Power Purchase Cases

Under the Public Utility Regulatory Policies Act (PURPA), electric utilities are required, with certain exceptions, to purchase energy and capacity from independent power producers that are QFs. We track the costs of these purchases through our PCCAM. These purchases are also the subject of proceedings before the MPSC, whose orders are subject to judicial review by Montana state courts.

In May 2016, we filed our biennial update of standard rates for small QFs (3 MW or less). In November 2017, the PSC approved new, lower rates, reduced the maximum contract term from 25 to 15 years, and ordered that it would apply the same 15-year contract term to our future owned and contracted electric supply resources (Symmetry Finding). We sought judicial review with the Montana State District Court (District Court) of the Symmetry Finding. Cypress Creek Renewables, LLC, Vote Solar, and Montana

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Environmental Information Center, sought judicial review with the District Court of the rates and contract term.

The District Court reversed and modified the MPSC's decisions on rates, contract term, and the Symmetry Finding. We appealed the District Court's order regarding rates and contract term to the Montana Supreme Court. The MPSC did not appeal the District Court's Symmetry Finding. The Montana Supreme Court granted our motion to stay the District Court's decisions regarding rates and contract term. We are awaiting a decision from the Montana Supreme Court.

The MPSC also issued the same Symmetry Finding in another docket when setting the rates and contract term for a large QF - MT Sun, LLC (MTSun). We, as well as MTSun, sought judicial review of the MPSC's order. The District Court reversed and modified the MPSC's order regarding rates, contract length, and the Symmetry Finding. We appealed the District Court's order to the Montana Supreme Court on the issues of rates and contract length, and the MPSC did not appeal the District Court's reversal of the Symmetry Finding. We expect briefing to be completed in November 2019.

(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.

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):

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Three Months Ended September 30,

	2019		2018	
Income Before Income Taxes	\$ 21,670		\$ 27,059	
Income tax calculated at federal statutory rate	4,551	21.0%	5,683	21.0%
Permanent or flow-through adjustments:				
State income, net of federal provisions	86	0.4	634	2.3
Flow-through repairs deductions	(2,606)	(12.0)	(2,394)	(8.6)
Production tax credits	(1,414)	(6.5)	(1,656)	(6.0)
Amortization of excess deferred income tax	(374)	(1.7)	(418)	(1.5)
Plant and depreciation of flow-through items	(263)	(1.2)	(95)	(0.3)
Prior year permanent return to accrual adjustments	559	2.5	(2,978)	(10.7)
Other, net	(1)	0.0	518	1.9
	<u>(4,013)</u>	<u>(18.5)</u>	<u>(6,389)</u>	<u>(23.6)</u>
Income tax expense (benefit)	\$ 538	2.5%	\$ (706)	(2.6)%

Nine Months Ended September 30,

	2019		2018	
Income Before Income Taxes	\$ 142,138		\$ 134,151	
Income tax calculated at federal statutory rate	29,849	21.0%	28,172	21.0%
Permanent or flow through adjustments:				
State income, net of federal provisions	1,230	0.9	2,148	1.6
Release of unrecognized tax benefit	(22,825)	(16.1)	—	—
Flow-through repairs deductions	(12,694)	(8.9)	(13,075)	(9.7)
Production tax credits	(7,252)	(5.1)	(8,103)	(6.0)
Plant and depreciation of flow through items	(2,449)	(1.7)	(1,582)	(1.2)
Amortization of excess deferred income tax	(1,939)	(1.4)	(2,045)	(1.5)
Prior year permanent return to accrual adjustments	559	0.4	(2,978)	(2.2)
Share-based compensation	186	0.1	275	0.2
Other, net	(2,108)	(1.5)	871	(0.6)
	<u>(47,292)</u>	<u>(33.3)</u>	<u>(24,489)</u>	<u>(18.3)</u>
Income tax (benefit) expense	\$ (17,443)	(12.3)%	\$ 3,683	2.7%

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The income tax benefit for the nine months ended September 30, 2019 reflects the release of approximately \$22.8 million of unrecognized tax benefits, including approximately \$2.7 million of accrued interest, net of tax, due to the lapse of statutes of limitation in the second quarter of 2019.

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. After the release above, we have unrecognized tax benefits of approximately \$35.3 million as of September 30, 2019, including approximately \$27.8 million that, if recognized, would impact our effective tax rate. We do not anticipate that total unrecognized tax benefits will significantly change due to the settlement of audits or the expiration of statutes of limitation within the next twelve months.

Our policy is to recognize interest related to uncertain tax positions in interest expense. As discussed above, during the nine months ended September 30, 2019, we released \$2.7 million of accrued interest in the Statements of Income. As of September 30, 2019, we do not have any amounts accrued for the payment of interest. During the nine months ended September 30, 2018, we recognized \$0.9 million of expense for interest in the Statements of Income. As of December 31, 2018, we had \$2.7 million of interest accrued in the Balance Sheets.

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

(4) Equity Investments

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

	September 30, 2019	December 31, 2018
Havre Pipeline Company, LLC	\$ 12,909	\$ 13,700
Canadian Montana Pipeline Corporation	4,317	4,213
NorthWestern Energy Solutions, Inc.	2,461	2,474
NorthWestern Services, LLC	1,974	1,946
Risk Partners Assurance, Ltd.	1,313	1,349
Total Investments in Subsidiary Companies	\$ 22,974	\$ 23,682

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(5) Comprehensive Income

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

	Three Months Ended					
	September 30, 2019			September 30, 2018		
	Before-Tax Amount	Tax Expense	Net-of-Tax Amount	Before-Tax Amount	Tax Expense	Net-of-Tax Amount
Foreign currency translation adjustment	\$ 42	\$ —	\$ 42	\$ (68)	\$ —	\$ (68)
Reclassification of net income (loss) on derivative instruments	153	(40)	113	153	(40)	113
Other comprehensive income	<u>\$ 195</u>	<u>\$ (40)</u>	<u>\$ 155</u>	<u>\$ 85</u>	<u>\$ (40)</u>	<u>\$ 45</u>

	Nine Months Ended					
	September 30, 2019			September 30, 2018		
	Before-Tax Amount	Tax Expense	Net-of-Tax Amount	Before-Tax Amount	Tax Expense	Net-of-Tax Amount
Foreign currency translation adjustment	\$ 18	\$ —	\$ 18	\$ 113	\$ —	\$ 113
Reclassification of net income (loss) on derivative instruments	460	(121)	339	460	(121)	339
Other comprehensive income	<u>\$ 478</u>	<u>\$ (121)</u>	<u>\$ 357</u>	<u>\$ 573</u>	<u>\$ (121)</u>	<u>\$ 452</u>

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

	September 30, 2019	December 31, 2018
Foreign currency translation	\$ 1,464	\$ 1,446
Derivative instruments designated as cash flow hedges	(9,145)	(9,484)
Postretirement medical plans	246	246
Accumulated other comprehensive income	<u>\$ (7,435)</u>	<u>\$ (7,792)</u>

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

**Three Months Ended
September 30, 2019**

	Affected Line Item in the Statements of Income	Interest Rate Derivative Instruments Designated as Cash Flow Hedges	Pension and Postretirement Medical Plans	Foreign Currency Translation	Total
Beginning balance		\$ (9,258)	\$ 246	\$ 1,422	\$ (7,590)
Other comprehensive income before reclassifications		—	—	42	42
Amounts reclassified from AOCI	Interest on long-term debt	113	—	—	113
Net current-period other comprehensive income		113	—	42	155
Ending balance		\$ (9,145)	\$ 246	\$ 1,464	\$ (7,435)

**Three Months Ended
September 30, 2018**

	Affected Line Item in the Statements of Income	Interest Rate Derivative Instruments Designated as Cash Flow Hedges	Pension and Postretirement Medical Plans	Foreign Currency Translation	Total
Beginning balance		\$ (9,756)	\$ 33	\$ 1,358	\$ (8,365)
Other comprehensive loss before reclassifications		—	—	(68)	(68)
Amounts reclassified from AOCI	Interest on long-term debt	113	—	—	113
Net current-period other comprehensive income (loss)		113	—	(68)	45
Ending balance		\$ (9,643)	\$ 33	\$ 1,290	\$ (8,320)

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**Nine Months Ended
September 30, 2019**

	Affected Line Item in the Statements of Income	Interest Rate Derivative Instruments Designated as Cash Flow Hedges	Pension and Postretirement Medical Plans	Foreign Currency Translation	Total
Beginning balance		\$ (9,484)	\$ 246	\$ 1,446	(7,792)
Other comprehensive income before reclassifications		—	—	18	18
Amounts reclassified from AOCI	Interest on long-term debt	339	—	—	339
Net current-period other comprehensive income		339	—	18	357
Ending balance		\$ (9,145)	\$ 246	\$ 1,464	\$ (7,435)

**Nine Months Ended
September 30, 2018**

	Affected Line Item in the Statements of Income	Interest Rate Derivative Instruments Designated as Cash Flow Hedges	Pension and Postretirement Medical Plans	Foreign Currency Translation	Total
Beginning balance		\$ (9,982)	\$ 33	\$ 1,177	\$ (8,772)
Other comprehensive income before reclassifications		—	—	113	113
Amounts reclassified from AOCI	Interest on long-term debt	339	—	—	339
Net current-period other comprehensive income		339	—	113	452
Ending balance		\$ (9,643)	\$ 33	\$ 1,290	\$ (8,320)

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(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):

	September 30, 2019	December 31, 2018
Accounts Receivable from Associated Companies:		
Havre Pipeline Company, LLC	\$ 514	\$ 308
NorthWestern Energy Solutions, Inc.	49	33
Risk Partners Assurance, Ltd.	18	18
	<u>\$ 581</u>	<u>\$ 359</u>
Accounts Payable to Associated Companies:		
Canadian Montana Pipeline Corporation	\$ 4,038	\$ 3,718
NorthWestern Services, LLC	1,720	1,679
	<u>\$ 5,758</u>	<u>\$ 5,397</u>

(7) Financing Activities

In June 2019, we priced \$150 million aggregate principal amount of Montana First Mortgage Bonds, at a fixed interest rate of 3.98% maturing in 2049. We issued \$50 million of these bonds in June 2019 and the remaining \$100 million of these bonds in September 2019 in transactions exempt from the registration requirements of the Securities Act of 1933, as amended. Proceeds were used to repay a portion of our outstanding borrowings under our revolving credit facilities and for other general corporate purposes. The bonds are secured by our electric and natural gas assets in Montana.

(8) 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):

	Pension Benefits		Other Postretirement Benefits	
	Three Months Ended September 30,		Three Months Ended September 30,	
	2019	2018	2019	2018
Components of Net Periodic Benefit Cost (Income)				
Service cost	\$ 2,409	\$ 2,944	\$ 82	\$ 100
Interest cost	6,622	6,105	152	145
Expected return on plan assets	(6,360)	(7,051)	(217)	(239)
Amortization of prior service cost (credit)	1,636	1	(471)	(471)
Recognized actuarial loss (gain)	—	1,090	(24)	(19)
Plan settlements	715	—	—	—
Net Periodic Benefit Cost (Income)	<u>\$ 5,022</u>	<u>\$ 3,089</u>	<u>\$ (478)</u>	<u>\$ (484)</u>

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	Pension Benefits		Other Postretirement Benefits	
	Nine Months Ended September 30,		Nine Months Ended September 30,	
	2019	2018	2019	2018
Components of Net Periodic Benefit Cost (Income)				
Service cost	\$ 7,228	\$ 8,832	\$ 248	\$ 299
Interest cost	19,866	18,315	457	434
Expected return on plan assets	(19,082)	(21,155)	(652)	(716)
Amortization of prior service cost	4,908	3	(1,412)	(1,412)
Recognized actuarial loss (gain)	—	3,270	(72)	(59)
Plan settlements	715	—	—	—
Net Periodic Benefit Cost (Income)	\$ 13,635	\$ 9,265	\$ (1,431)	\$ (1,454)

We have contributed \$7.2 million to our pension plans during the nine months ended September 30, 2019. We expect to contribute an additional \$3 million to \$5 million to our pension plans during the fourth quarter of 2019.

(9) 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 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 September 30, 2019, we have a reserve of approximately \$28.7 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 available and applicable; therefore, although we cannot guarantee regulatory recovery, we do not expect these costs

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to have a material effect on our consolidated financial position or results of operations.

Manufactured Gas Plants - Approximately \$21.7 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 September 30, 2019, the reserve for remediation costs at this site is approximately \$8.0 million, and we estimate that approximately \$3.2 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 October 2019, we submitted a third revised Remedial Investigation Work Plan (RIWP) for the Helena site addressing MDEQ comments on previously submitted drafts of the RIWP. The RIWP requires additional investigation including vapor intrusion and investigation of potential contamination from transformers and treated poles. MDEQ is expected to complete its review of the RIWP by the fourth 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 were installed and groundwater is monitored semiannually. At the request of Missoula Valley 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. On April 2, 2019, MDEQ requested our participation at a stakeholders' meeting for the Missoula site. At the meeting, MDEQ indicated they expect to proceed in listing the site as a Montana superfund site. 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 (CO₂). 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

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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. On June 19, 2019, EPA finalized the Affordable Clean Energy Rule (ACE). ACE repeals the 2015 Clean Power Plan (CPP) in regulating GHG emissions from coal-fired plants. Generally, ACE will provide more regulatory flexibility to individual states and likely will not reduce CO₂ emissions as much as the CPP. Numerous parties, including us, filed petitions for review and reconsideration of the CPP. Those CPP proceedings were dismissed as moot by the United States Court of Appeals for the District of Columbia Circuit (D.C. Circuit) on September 17, 2019.

Under the ACE, states must establish unit-specific standards that reflect emissions achievable through heat rate improvements, which EPA designated as the best system of emissions reduction, and if the state chooses, take into account the remaining useful life of the unit and other source specific factors. States generally have three years to submit the standards to EPA and coal-fired plants will have two additional years to comply with the standards. The ACE became effective on September 6, 2019, and various challenges to it are pending in the D.C. Circuit.

We cannot predict whether or how ACE will be applied to our plants, including actions taken by the relevant state authorities. In addition, it is unclear how pending or future litigation relating to GHG matters will impact us. As GHG regulations are implemented, it would result in additional compliance costs that could affect our future results of operations and 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

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that are or may become subject to the various regulations discussed above that have been issued or proposed. Regarding the ACE, as discussed above, we cannot predict the impact of the ACE on us until the state plans are adopted and any judicial reviews are completed.

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.

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 its proposed 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 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 signed four power purchase agreements with PNWS as of that date, we had not entered into interconnection agreements with PNWS for any of those projects. As a result, none of the PNWS projects in Montana 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, but the MPSC 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. As a result, the amount of damages sought by the plaintiff was reduced to 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 and there have been no settlement negotiations since then.

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A jury trial was scheduled to begin on October 8, 2019 to address PNWS' remaining breach of contract claims and its request for a declaratory judgment. On October 3, 2019, however, PNWS filed a motion asking the Court to hold another pretrial conference clarifying some of its evidentiary rulings and a second motion asking the Court to issue a final pretrial order more clearly defining the legal and factual issues remaining for trial. On October 4, 2019, the Court vacated the trial date and denied both motions for procedural irregularities, but gave PNWS leave to correct and refile them, which it subsequently did.

On November 1, 2019, the Court entered a Final Pretrial Order addressing various legal and evidentiary issues and leaving intact all of NWE's affirmative defenses, including impossibility of performance. The Court also denied PNWS' motion for an additional pretrial conference. The Court has scheduled a conference on November 7, 2019 to set a new trial date.

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 and Clark Fork Rivers, and seeks rents for Talen's and our use and occupancy of such lands. The facilities at issue include the Hebgen, 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. On August 22, 2018, 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 ordered the State to name the United States as a party defendant under the Federal Quiet Title Act by October 31, 2019. The State filed its Amended Complaint on October 31, 2019, adding the United States as a defendant. Our next step is to

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file an answer to the State's Amended Complaint, and absent any extension that answer is due November 21, 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.

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				113,003
4	Total (lines 2 and 3)				113,003
5	Balance of Account 219 at End of Preceding Quarter/Year		33,373		1,289,732
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				18,048
9	Total (lines 7 and 8)				18,048
10	Balance of Account 219 at End of Current Quarter/Year		246,203		1,464,470

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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	339,096		339,096		
3			113,003		
4	339,096		452,099	130,467,980	130,920,079
5	(9,643,085)		(8,319,980)		
6	(9,484,423)		(7,791,798)		
7	339,098		339,098		
8			18,048		
9	339,098		357,146	142,137,732	142,494,878
10	(9,145,325)		(7,434,652)		

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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)	5,611,859,212	4,337,178,808	
4	Property Under Capital Leases	43,807,738		
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)	5,657,298,214	4,338,810,072	
9	Leased to Others			
10	Held for Future Use	4,922,322	4,892,457	
11	Construction Work in Progress	206,978,658	166,535,177	
12	Acquisition Adjustments	686,328,435	686,328,435	
13	Total Utility Plant (8 thru 12)	6,555,527,629	5,196,566,141	
14	Accum Prov for Depr, Amort, & Depl	2,394,972,241	1,838,845,680	
15	Net Utility Plant (13 less 14)	4,160,555,388	3,357,720,461	
16	Detail of Accum Prov for Depr, Amort & Depl			
17	In Service:			
18	Depreciation	2,151,001,927	1,693,146,187	
19	Amort & Depl of Producing Nat Gas Land/Land Right	35,958,879		
20	Amort of Underground Storage Land/Land Rights			
21	Amort of Other Utility Plant	86,928,072	24,616,130	
22	Total In Service (18 thru 21)	2,273,888,878	1,717,762,317	
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	121,083,363	121,083,363	
33	Total Accum Prov (equals 14) (22,26,30,31,32)	2,394,972,241	1,838,845,680	

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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
1,050,902,956	1,519,564			222,257,884	3
		40,209,537	3,598,201		4
					5
					6
					7
1,050,902,956	1,519,564	40,209,537	3,598,201	222,257,884	8
					9
29,865					10
25,475,235				14,968,246	11
					12
1,076,408,056	1,519,564	40,209,537	3,598,201	237,226,130	13
466,735,805	963,506	26,638,798		61,788,452	14
609,672,251	556,058	13,570,739	3,598,201	175,437,678	15
					16
					17
388,407,523	963,506	26,638,798		41,845,913	18
35,958,879					19
					20
42,369,403				19,942,539	21
466,735,805	963,506	26,638,798		61,788,452	22
					23
					24
					25
					26
					27
					28
					29
					30
					31
					32
466,735,805	963,506	26,638,798		61,788,452	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	12,272,149
2	Steam Production Plant	375,594,820	135,240,576
3	Nuclear Production Plant		
4	Hydraulic Production - Conventional	545,487,244	127,677,739
5	Hydraulic Production - Pumped Storage		
6	Other Production	472,226,227	99,612,275
7	Transmission	1,039,022,354	442,676,867
8	Distribution	1,734,228,365	819,192,852
9	Regional Transmission and Market Operation		
10	General	148,221,531	81,089,859
11	TOTAL (Total of lines 1 through 10)	4,338,810,072	1,717,762,317

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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	Transmission Studies				
2	FAC Studies	60,726	253	(90,094)	253
3	SIS Studies	51,932	253	(62,099)	253
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21	Generation Studies				
22	FAC Studies	120,516	253	(484,776)	253
23	FEA Studies	43,412	253	(88,613)	253
24	Optional Studies	256	253	(10,000)	253
25	SIS Studies	99,942	253	(405,999)	253
26					
27					
28					
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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	311,271,563	8,177,811			319,449,374
4						
5	Tax Cuts and Jobs Act (TCJA) Deficient Accumulated	50,112,889	128,319			50,241,208
6	Deferred Income Taxes (ADIT)					
7	Docket 2018.4.24 - Order 7602c					
8						
9	Basin Creek Capital Lease	7,033,976		243	93,309	6,940,667
10						
11	BPA Residential Exchange Program	1,143,195	1,378,100	254	1,366,749	1,154,546
12	Docket 2018.8.49 - Order 7630					
13	Annual Amortization					
14						
15	Property Tax Tracker	4,432,330	5,142,403	(2)407	2,574,140	7,000,593
16	Docket 2017.11.86 - Order 7580a					
17	Annual Amortization					
18						
19	FAS 106	3,737,746		(2)926	232,788	3,504,958
20	Docket 93.6.24 and Docket 2009.9.129					
21						
22	FAS 112	4,785,838				4,785,838
23	Docket 93.6.24 and Docket 2009.9.129					
24						
25	CTC QF Over/Under Collections	688,041	565,614	407	461,805	791,850
26	Docket 97.7.90 and Docket 2001.1.5					
27	Annual Amortization					
28						
29	Compensated Absences	11,495,485		242	690,742	10,804,743
30	Docket 97.11.219					
31						
32	Excess Refunds Interim General Rate Case	32,105				32,105
33						
34	Pension Plan	122,674,545	1,127,847			123,802,392
35						
36	Montana Consumer Counsel Tax	1,510,788	15,928	Various	243	1,526,473
37	Docket 2018.10.67 - Order 7637					
38						
39	Montana Public Service Commission Tax	2,441,311		Various	30,860	2,410,451
40	Docket 2018.10.67 - Order 7637					
41						
42	Natural Gas Transmission Verification Program	2,589,945		2407	143,886	2,446,059
43	Docket 2016.11.88					

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) 09/30/2019	Year/Period of Report End of <u>2019/Q3</u>
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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						
2	Study of the Costs & Benefits of	156,676				156,676
3	Customer Generators					
4						
5	Asset Retirement Obligation	14,222,524	501,868			14,724,392
6						
7						
8	South Dakota:					
9						
10	FAS 109 & Other	41,887,854	2,407,194			44,295,048
11						
12	Tax Cuts and Jobs Act (TCJA) Deficient Accumulated	5,898,130	360			5,898,490
13	Deferred Income Taxes (ADIT)					
14						
15	Pension Plan	9,570,221		(2)407	441,827	9,128,394
16						
17	Manufactured Gas Plants	10,884,518		2407	170,363	10,714,155
18	Docket NG 11-003					
19						
20	Rate Case Costs	110,608		407	19,521	91,087
21	Dockets EL 14-106					
22						
23	Field Inventory	576,897		407	22,479	554,418
24	Docket EL 14-106					
25						
26	Asset Retirement Obligation	4,469,198	157,451			4,626,649
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41						
42						
43						
44	TOTAL :	611,726,383	19,602,895		6,248,712	625,080,566

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) 09/30/2019	Year/Period of Report End of <u>2019/Q3</u>
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OTHER REGULATORY LIABILITIES (Account 254)

- Report below the particulars (details) called for concerning other regulatory liabilities, including rate order docket number, if applicable.
- 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.
- For Regulatory Liabilities being amortized, show period of amortization.

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:					
2						
3	Tax Cuts and Jobs Act (TCJA) Excess Accumulated	133,210,682	411.1	212,259		132,998,423
4	Deferred Income Taxes (ADIT)					
5	Docket 2018.4.24 - Order 7602					
6						
7	Deferred Gas Storage Sales	8,517,752	2407	105,129		8,412,623
8	Docket 2001.1.1					
9	Amortization 2001-2039					
10						
11	Montana Public Service Commission &	1,775,470	Various	7,921	262,957	2,030,506
12	Montana Consumer Council Taxes					
13	Dockets 2018.10.67 - Order 7637					
14						
15	South Dakota:					
16						
17	Tax Cuts and Jobs Act (TCJA) Excess Accumulated	23,120,700			3,428	23,124,128
18	Deferred Income Taxes (ADIT)					
19						
20	Current Ad Valorem True-Up	337,835	(2)407	115,331	57,820	280,324
21	Docket GE98-001					
22						
23	Aberdeen Manufactured Gas Plant	1,336,914	2407	162,609	61,601	1,235,906
24	Docket NG 11-003					
25						
26	Unbilled Revenues	8,800,797			289,010	9,089,807
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41	TOTAL	177,100,150		603,249	674,816	177,171,717

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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ELECTRIC OPERATING REVENUES (Account 400)

1. 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.
2. Report below operating revenues for each prescribed account, and manufactured gas revenues in total.
3. 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.
4. 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.
5. 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	273,636,429	
3	(442) Commercial and Industrial Sales		
4	Small (or Comm.) (See Instr. 4)	321,182,506	
5	Large (or Ind.) (See Instr. 4)	50,428,306	
6	(444) Public Street and Highway Lighting	14,166,546	
7	(445) Other Sales to Public Authorities	673,237	
8	(446) Sales to Railroads and Railways		
9	(448) Interdepartmental Sales	753,285	
10	TOTAL Sales to Ultimate Consumers	660,840,309	
11	(447) Sales for Resale	27,152,859	
12	TOTAL Sales of Electricity	687,993,168	
13	(Less) (449.1) Provision for Rate Refunds	6,877,720	
14	TOTAL Revenues Net of Prov. for Refunds	681,115,448	
15	Other Operating Revenues		
16	(450) Forfeited Discounts	356,906	
17	(451) Miscellaneous Service Revenues	165,178	
18	(453) Sales of Water and Water Power		
19	(454) Rent from Electric Property	3,119,509	
20	(455) Interdepartmental Rents		
21	(456) Other Electric Revenues	4,553,980	
22	(456.1) Revenues from Transmission of Electricity of Others	45,749,874	
23	(457.1) Regional Control Service Revenues		
24	(457.2) Miscellaneous Revenues		
25			
26	TOTAL Other Operating Revenues	53,945,447	
27	TOTAL Electric Operating Revenues	735,060,895	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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
2,355,970				2
				3
3,712,400				4
512,090				5
48,217				6
6,043				7
				8
6,763				9
6,641,483				10
953,334				11
7,594,817				12
				13
7,594,817				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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ELECTRIC PRODUCTION, OTHER POWER SUPPLY EXPENSES, TRANSMISSION AND DISTRIBUTION EXPENSES

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)	40,724,937
3	Steam Power Generation - Maintenance (510-515)	8,924,313
4	Total Power Production Expenses - Steam Power	49,649,250
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)	9,986,484
9	Hydraulic Power Generation - Maintenance (541-545.1)	3,259,124
10	Total Power Production Expenses - Hydraulic Power	13,245,608
11	Other Power Generation - Operation (546-550.1)	14,105,862
12	Other Power Generation - Maintenance (551-554.1)	2,527,457
13	Total Power Production Expenses - Other Power	16,633,319
14	Other Power Supply Expenses	
15	Purchased Power (555)	155,844,395
16	System Control and Load Dispatching (556)	245,973
17	Other Expenses (557)	-29,334,536
18	Total Other Power Supply Expenses (line 15-17)	126,755,832
19	Total Power Production Expenses (Total of lines 4, 7, 10, 13 and 18)	206,284,009
20	2. TRANSMISSION EXPENSES	
21	Transmission Operation Expenses	
22	(560) Operation Supervision and Engineering	3,288,385
23		
24	(561.1) Load Dispatch-Reliability	679,072
25	(561.2) Load Dispatch-Monitor and Operate Transmission System	749,683
26	(561.3) Load Dispatch-Transmission Service and Scheduling	1,055,537
27	(561.4) Scheduling, System Control and Dispatch Services	
28	(561.5) Reliability, Planning and Standards Development	55,756
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	1,222,739
33	(563) Overhead Line Expenses	964,981
34	(564) Underground Line Expenses	
35	(565) Transmission of Electricity by Others	16,560,155
36	(566) Miscellaneous Transmission Expenses	206,163
37	(567) Rents	507,038
38	(567.1) Operation Supplies and Expenses (Non-Major)	

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ELECTRIC PRODUCTION, OTHER POWER SUPPLY EXPENSES, TRANSMISSION AND DISTRIBUTION EXPENSES

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)	25,289,509
40	Transmission Maintenance Expenses	
41	(568) Maintenance Supervision and Engineering	726,078
42	(569) Maintenance of Structures	22,304
43	(569.1) Maintenance of Computer Hardware	776,044
44	(569.2) Maintenance of Computer Software	-3,204
45	(569.3) Maintenance of Communication Equipment	90,618
46	(569.4) Maintenance of Miscellaneous Regional Transmission Plant	
47	(570) Maintenance of Station Equipment	641,577
48	(571) Maintenance Overhead Lines	3,993,527
49	(572) Maintenance of Underground Lines	375
50	(573) Maintenance of Miscellaneous Transmission Plant	
51	(574) Maintenance of Transmission Plant	
52	TOTAL Transmission Maintenance Expenses (Lines 41 - 51)	6,247,319
53	Total Transmission Expenses (Lines 39 and 52)	31,536,828
54	3. REGIONAL MARKET EXPENSES	
55	Regional Market Operation Expenses	
56	(575.1) Operation Supervision	
57	(575.2) Day-Ahead and Real-Time Market Facilitation	312,658
58	(575.3) Transmission Rights Market Facilitation	
59	(575.4) Capacity Market Facilitation	
60	(575.5) Ancillary Services Market Facilitation	89,331
61	(575.6) Market Monitoring and Compliance	44,665
62	(575.7) Market Facilitation, Monitoring and Compliance Services	
63	Regional Market Operation Expenses (Lines 55 - 62)	446,654
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)	446,654
72	4. DISTRIBUTION EXPENSES	
73	Distribution Operation Expenses (580-589)	15,507,128
74	Distribution Maintenance Expenses (590-598)	19,217,448
75	Total Distribution Expenses (Lines 73 and 74)	34,724,576

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ELECTRIC CUSTOMER ACCOUNTS, SERVICE, SALES, ADMINISTRATIVE AND GENERAL EXPENSES

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	9,974,124
2	(907-910) Customer Service and Information Expenses	4,671,389
3	(911-917) Sales Expenses	998,194
4	8. ADMINISTRATIVE AND GENERAL EXPENSES	
5	Operations	
6	920 Administrative and General Salaries	28,256,008
7	921 Office Supplies and Expenses	8,449,993
8	(Less) 922 Administrative Expenses Transferred-Credit	4,476,712
9	923 Outside Services Employed	5,486,794
10	924 Property Insurance	2,064,944
11	925 Injuries and Damages	6,974,453
12	926 Employee Pensions and Benefits	2,576,159
13	927 Franchise Requirements	
14	928 Regulatory Commission Expenses	2,335,402
15	(Less) 929 Duplicate Charges-Credit	
16	930.1 General Advertising Expenses	35,394
17	930.2 Miscellaneous General Expenses	10,731,874
18	931 Rents	1,391,188
19	TOTAL Operation (Total of lines 6 thru 18)	63,825,497
20	Maintenance	
21	935 Maintenance of General Plant	2,424,312
22	TOTAL Administrative and General Expenses (Total of lines 19 and 21)	66,249,809

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	MONTANA NETWORK TRANSMISSION			
2	Ash Grove Cement	Talen Energy	Ash Grove Cement	FNO
3	Aspen Air U.S., LLC	Talen Energy	Aspen Air Corporation	FNO
4	Barretts Minerals, Inc.	Talen Energy	Barretts Minerals, Inc.	FNO
5	Beartooth Electric Cooperative, Inc.	WAPA	Beartooth Electric Cooperative, .	FNO
6	Benefis Health System	Energy Keepers, Inc.	Benefis Health Systems	FNO
7	Big Horn County Electric Coop, Inc.	WAPA	Big Horn County Electric Coop, I	FNO
8	Bonneville Power Administration	BPA	Bonneville Power Administration	FNO
9	Basin Electric Power Cooperative	Basic Electric & WAPA	Basin Electric Power Cooperative	FNO
10	Basin Electric Power Cooperative	Basic Electric & WAPA	Basin Electric Power Cooperative	FNO
11	CHS, Inc.	Morgan Stanley	CHS, Inc.	FNO
12	City of Great Falls	Energy Keepers, Inc.	City of Great Falls	FNO
13	Talen Montana, LLC	Avista Energy	Colstrip Steam Electric Station	FNO
14	CryptoWatt Mining, LLC	Talen Energy	CryptoWatt Mining, LLC	FNO
15	Phillips 66 Company	Tenaska	Phillips 66 Company	FNO
16	ExxonMobil Corporation	Talen Energy	ExxonMobil Corpration	FNO
17	General Mills Operations, LLC	Talen Energy	General Mills Operations, LLC	FNO
18	Great Falls Public Schools	Talen Energy	Great Falls Public Schools	FNO
19	GCC Three Forks, LLC	Energy Keepers, Inc.	GCC Three Forks, LLC	FNO
20	Imersys Talc America Inc.	Energy Keepers, Inc.	Imersys Talc America Inc.	FNO
21	Suiza Dairy Group, LLC	Talen Energy	Suiza Dairy Group, LLC	FNO
22	Calumet Refining, LLC	Talen Energy	Calumet Montana Refining Company,	FNO
23	Montana Resources	Talen Energy & Energy	Montana Resources	FNO
24	REC Silicon Company	Morgan Stanley	REC Silicon Company	FNO
25	Roseburg Forest Products Company	Energy Keepers, Inc.	Roseburg Forest Products Company	FNO
26	Sibanye-Stillwater	Energy Keepers, Inc.	Stillwater Mining Company	FNO
27	Town of Philipsburg	Town of Philipsburg	Town of Philipsburg	FNO
28	Western Area Power Administration	WAPA	Western Area Power Administratio	FNO
29	HyperBlock, LLC	Energy Keepers, Inc.	HyperBlock, LLC	FNO
30				
31	MONTANA			
32	Western Area Power Admin	WAPA	NWMT	NF
33	Western Area Power Admin	WAPA	WAPA	NF
34	Western Area Power Admin	WAPA	WAPA	NF
	TOTAL			

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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)	
						1
Montana OATT	Colstrip	Clancy, MT	7	10,577	10,577	2
Montana OATT	Colstrip	Billings, MT	11	13,748	13,748	3
Montana OATT	Colstrip	Dillon, MT	6	8,962	8,962	4
Montana OATT	Fort Peck	Various in Montana	18	17,941	17,941	5
Montana OATT	Kerr	Various in Montana	7	9,624	9,624	6
Montana OATT	Various & Great Falls	Various in Montana	18	16,891	16,891	7
Montana OATT	BPAT.NWMT	Various in Montana	185	205,406	205,406	8
Montana OATT	Various in Montana	Various NWMT & WAUW	181	197,276	197,276	9
Montana OATT	Crossover	Various NWMT & WAUW	15	16,478	16,478	10
Montana OATT	MATL.NWMT	Various in Montana	58	93,672	93,672	11
Montana OATT	Kerr	Various in Montana	6	6,331	6,331	12
Montana OATT	Colstrip	Nichols Pump Sub	10	12,130	12,130	13
Montana OATT	BPAT.NWMT	Butte, MT	75	132,770	132,770	14
Montana OATT	BPAT.NWMT	Various in Montana	70	128,162	128,162	15
Montana OATT	Colstrip	Billings, MT	35	65,673	65,673	16
Montana OATT	Colstrip	Great Falls, MT	4	4,371	4,371	17
Montana OATT	Colstrip	Great Falls, MT	1	1,897	1,897	18
Montana OATT	Kerr	Three Forks, MT	8	11,383	11,383	19
Montana OATT	Kerr	Three Forks, MT	6	6,630	6,630	20
Montana OATT	Colstrip	Various in Montana	2	1,573	1,573	21
Montana OATT	Colstrip	Great Falls, MT	25	28,924	28,924	22
Montana OATT	Colstrip & Kerr	Butte, MT	50	91,804	91,804	23
Montana OATT	Hardin	Butte, MT	117	167,299	167,299	24
Montana OATT	Kerr	Missoula, MT	8	13,194	13,194	25
Montana OATT	Kerr	Various in Montana	46	67,779	67,779	26
Montana OATT	Philipsburg Substatn	Philipsburg, MT		117	117	27
Montana OATT	Crossover	Various NWMT & WAUW	4	1	1	28
Montana OATT	Kerr	Bonner, MT	20	40,380	40,380	29
						30
						31
Montana OATT	CANYON FERRY	NWMT.SYSTEM		1,267	1,267	32
Montana OATT	CANYON FERRY	CROSSOVER		72,147	72,147	33
Montana OATT	CANYON FERRY	GREAT FALLS		14,111	14,111	34
			1,213	2,543,133	2,543,133	

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) 09/30/2019	Year/Period of Report End of <u>2019/Q3</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.
				1
53,490			53,490	2
63,126			63,126	3
47,583			47,583	4
156,635			156,635	5
54,529			54,529	6
140,549			140,549	7
1,777,271			1,777,271	8
1,480,253			1,480,253	9
130,866			130,866	10
549,609			549,609	11
31,480			31,480	12
54,270			54,270	13
484,228			484,228	14
767,479			767,479	15
302,960			302,960	16
30,090			30,090	17
14,787			14,787	18
67,829			67,829	19
50,025			50,025	20
8,980			8,980	21
170,317			170,317	22
538,814			538,814	23
1,083,341			1,083,341	24
79,541			79,541	25
389,401			389,401	26
1,293			1,293	27
6,241			6,241	28
228,065			228,065	29
				30
				31
		8,394	8,394	32
		477,973	477,973	33
		93,485	93,485	34
11,851,379	4,511,350	1,443,989	17,806,718	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	Western Area Power Admin	NWMT	NWMT	NF
2	Western Area Power Admin	WAPA	NWMT	NF
3	Western Area Power Admin	WAPA	NWMT	NF
4	Western Area Power Admin	WAPA	WAPA	NF
5				
6	PacifiCorp	Colstrip Partners	PacifiCorp	NF
7	PacifiCorp	PacifiCorp	BPA	NF
8	PacifiCorp	BPA	PacifiCorp	NF
9				
10	Avista Corporation	Avista	NWMT	NF
11	Avista Corporation	Avista	Avista	NF
12	Avista Corporation	Avista	Avista	SFP
13	Avista Corporation	NWMT	NWMT	NF
14	Avista Corporation	NWMT	NWMT	NF
15				
16	Bonneville Power Administration	BPA	NWMT	NF
17	Bonneville Power Administration	NWMT	NWMT	NF
18	Bonneville Power Administration	NWMT	NWMT	NF
19	Bonneville Power Administration	BPA	PacifiCorp	NF
20	Bonneville Power Administration	BPA	PacifiCorp	NF
21	Bonneville Power Administration	BPA	WAPA	NF
22				
23	Black Hills Power Inc	NWMT	NWMT	NF
24	Black Hills Power Inc	NWMT	NWMT	NF
25	Black Hills Power Inc	NWMT	PacifiCorp	NF
26	Black Hills Power Inc	Colstrip Partners	PacifiCorp	NF
27				
28	Basin Electric Power Cooperative	BPA	PacifiCorp	SFP
29	Basin Electric Power Cooperative	NWMT	NWMT	NF
30	Basin Electric Power Cooperative	NWMT	PacifiCorp	SFP
31	Basin Electric Power Cooperative	PacifiCorp	WAPA	NF
32	Basin Electric Power Cooperative	PacifiCorp	NWMT	NF
33	Basin Electric Power Cooperative	WAPA	WAPA	LFP
34				
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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	NWMT.SYSTEM	NWMT.SYSTEM		1,726	1,726	1
Montana OATT	GREAT FALLS	NWMT.SYSTEM		99	99	2
Montana OATT	GREAT FALLS	NWMT.SYSTEM		4,410	4,410	3
Montana OATT	GREAT FALLS	CROSSOVER		2,419	2,419	4
						5
Montana OATT	COLSTRIP	YTP		3,240	3,240	6
Montana OATT	YTP	BPAT.NWMT		3,000	3,000	7
Montana OATT	BPAT.NWMT	YTP		48	48	8
						9
Montana OATT	AVAT.NWMT	COLSTRIP		1,803	1,803	10
Montana OATT	COLSTRIP	AVAT.NWMT		4,741	4,741	11
Montana OATT	COLSTRIP	AVAT.NWMT		2,016	2,016	12
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		123	123	13
Montana OATT	COLSTRIP	NWMT.SYSTEM		83	83	14
						15
Montana OATT	BPAT.NWMT	NWMT.SYSTEM		6,378	6,378	16
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		182	182	17
Montana OATT	REGPAYBACK	NWMT.SYSTEM		40	40	18
Montana OATT	BPAT.NWMT	YTP		577	577	19
Montana OATT	BPAT.NWMT	BRDY		818	818	20
Montana OATT	BPAT.NWMT	GREAT FALLS		338	338	21
						22
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM				23
Montana OATT	COLSTRIP	NWMT.SYSTEM		2	2	24
Montana OATT	CANYON FERRY	YTP		7	7	25
Montana OATT	COLSTRIP	YTP		98	98	26
						27
Montana OATT	BPAT.NWMT	YTP		600	600	28
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		197	197	29
Montana OATT	CANYON FERRY	YTP		483	483	30
Montana OATT	YTP	CROSSOVER		60	60	31
Montana OATT	YTP	NWMT.SYSTEM		62	62	32
Montana OATT	CROSSOVER	GREAT FALLS	31	68,448	68,448	33
						34
			1,213	2,543,133	2,543,133	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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.
	11,440		11,440	1
	656		656	2
	28,986		28,986	3
	16,026		16,026	4
				5
	21,465		21,465	6
	19,875		19,875	7
	318		318	8
				9
	11,945		11,945	10
	31,409		31,409	11
	13,355		13,355	12
	812		812	13
	550		550	14
				15
	42,254		42,254	16
	1,206		1,206	17
	265		265	18
	3,823		3,823	19
	5,419		5,419	20
	2,239		2,239	21
				22
	1		1	23
	13		13	24
	46		46	25
	649		649	26
				27
	3,975		3,975	28
	1,305		1,305	29
	3,339		3,339	30
	398		398	31
	411		411	32
449,314			449,314	33
				34
11,851,379	4,511,350	1,443,989	17,806,718	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	Shell Energy North America	BPA	NWMT	NF
2	Shell Energy North America	BPA	WAPA	NF
3	Shell Energy North America	WAPA	AVISTA	NF
4	Shell Energy North America	WAPA	NWMT	NF
5	Shell Energy North America	WAPA	BPA	NF
6	Shell Energy North America	WAPA	PacifiCorp	NF
7	Shell Energy North America	NWMT	NWMT	NF
8	Shell Energy North America	PacifiCorp	BPA	NF
9	Shell Energy North America	PacifiCorp	BPA	NF
10	Shell Energy North America	PacifiCorp	NWMT	NF
11	Shell Energy North America	BPA	PacifiCorp	NF
12	Shell Energy North America	BPA	PacifiCorp	NF
13				
14	EDF Trading North America, LLC	NWMT	BPAT	NF
15	EDF Trading North America, LLC	NWMT	BPAT	SFP
16	EDF Trading North America, LLC	NWMT	NWMT	NF
17	EDF Trading North America, LLC	NWMT	NWMT	NF
18	EDF Trading North America, LLC	NWMT	MATL.NWMT	NF
19	EDF Trading North America, LLC	NWMT	MATL.NWMT	SFP
20	EDF Trading North America, LLC	NWMT	PacifiCorp	SFP
21	EDF Trading North America, LLC	NWMT	PacifiCorp	NF
22	EDF Trading North America, LLC	NWMT	PacifiCorp	NF
23	EDF Trading North America, LLC	NWMT	PacifiCorp	SFP
24	EDF Trading North America, LLC	NWMT	Avista	NF
25	EDF Trading North America, LLC	Avista	Avista	NF
26	EDF Trading North America, LLC	Avista	MLCK	NF
27				
28	Energy Keepers, Inc.	NWMT	BPA	NF
29	Energy Keepers, Inc.	NWMT	BPA	LFP
30	Energy Keepers, Inc.	NWMT	NWMT	NF
31	Energy Keepers, Inc.	NWMT	NWMT	NF
32	Energy Keepers, Inc.	NWMT	PacifiCorp	NF
33	Energy Keepers, Inc.	NWMT	PacifiCorp	LFP
34				
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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	BPAT.NWMT	NWMT.SYSTEM		81	81	1
Montana OATT	BPAT.NWMT	CROSSOVER		2,707	2,707	2
Montana OATT	CROSSOVER	AVAT.NWMT		1,176	1,176	3
Montana OATT	CROSSOVER	NWMT.SYSTEM		296	296	4
Montana OATT	CROSSOVER	BPAT.NWMT		32,347	32,347	5
Montana OATT	CROSSOVER	JEFF		50	50	6
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		485	485	7
Montana OATT	BRDY	BPAT.NWMT		150	150	8
Montana OATT	YTP	BPAT.NWMT		1,967	1,967	9
Montana OATT	YTP	NWMT.SYSTEM		50	50	10
Montana OATT	BPAT.NWMT	BRDY		487	487	11
Montana OATT	BPAT.NWMT	YTP		833	833	12
						13
Montana OATT	COLSTRIP	BPAT.NWMT		48,014	48,014	14
Montana OATT	COLSTRIP	BPAT.NWMT		29,568	29,568	15
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		3,105	3,105	16
Montana OATT	COLSTRIP	COLSTRIP		14,919	14,919	17
Montana OATT	COLSTRIP	MATL.NWMT		310	310	18
Montana OATT	COLSTRIP	MATL.NWMT		3,600	3,600	19
Montana OATT	COLSTRIP	JEFF		8,710	8,710	20
Montana OATT	COLSTRIP	YTP		1,310	1,310	21
Montana OATT	COLSTRIP	BRDY		167	167	22
Montana OATT	COLSTRIP	BRDY		1,368	1,368	23
Montana OATT	COLSTRIP	AVAT.NWMT		92	92	24
Montana OATT	COLSTRIP	AVAT.NWMT		617	617	25
Montana OATT	COLSTRIP	MLCK		25	25	26
						27
Montana OATT	KERR	BPAT.NWMT		981	981	28
Montana OATT	KERR	BPAT.NWMT	37	81,684	81,684	29
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		844	844	30
Montana OATT	KERR	NWMT.SYSTEM		283	283	31
Montana OATT	KERR	BRDY		88	88	32
Montana OATT	KERR	BRDY	25	55,200	55,200	33
						34
			1,213	2,543,133	2,543,133	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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.
		537	537	1
		17,934	17,934	2
		7,791	7,791	3
		1,961	1,961	4
		214,298	214,298	5
		331	331	6
		3,213	3,213	7
		994	994	8
		13,031	13,031	9
		331	331	10
		3,226	3,226	11
		5,519	5,519	12
				13
		318,092	318,092	14
		195,887	195,887	15
		20,569	20,569	16
		98,838	98,838	17
		2,054	2,054	18
		23,850	23,850	19
		58,035	58,035	20
		8,679	8,679	21
		1,106	1,106	22
		9,063	9,063	23
		610	610	24
		4,088	4,088	25
		166	166	26
				27
		6,499	6,499	28
421,315			421,315	29
		5,592	5,592	30
		1,875	1,875	31
		583	583	32
362,350			362,350	33
				34
11,851,379	4,511,350	1,443,989	17,806,718	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	Capital Power Energy Marketing, Inc.	BPA	NWMT	NF
2	Capital Power Energy Marketing, Inc.	BPA	MATL	NF
3	Capital Power Energy Marketing, Inc.	NWMT	NWMT	NF
4	Capital Power Energy Marketing, Inc.	WAPA	NWMT	NF
5	Capital Power Energy Marketing, Inc.	WAPA	MATL	NF
6				
7	Idaho Power Company	NWMT	NWMT	NF
8	Idaho Power Company	AVISTA	PacifiCorp	NF
9				
10	Morgan Stanley Capital Group	PacifiCorp	PacifiCorp	NF
11	Morgan Stanley Capital Group	PacifiCorp	NWMT	NF
12	Morgan Stanley Capital Group	PacifiCorp	MATL	NF
13	Morgan Stanley Capital Group	BPA	PacifiCorp	NF
14	Morgan Stanley Capital Group	BPA	PacifiCorp	NF
15	Morgan Stanley Capital Group	BPA	PacifiCorp	SFP
16	Morgan Stanley Capital Group	BPA	PacifiCorp	SFP
17	Morgan Stanley Capital Group	BPA	PacifiCorp	NF
18	Morgan Stanley Capital Group	BPA	AVISTA	NF
19	Morgan Stanley Capital Group	BPA	WAPA	NF
20	Morgan Stanley Capital Group	BPA	WAPA	NF
21	Morgan Stanley Capital Group	BPA	NWMT	NF
22				
23	Morgan Stanley Capital Group	BPA	NWMT	NF
24	Morgan Stanley Capital Group	BPA	MATL	SFP
25	Morgan Stanley Capital Group	BPA	MATL	SFP
26	Morgan Stanley Capital Group	BPA	MATL	NF
27	Morgan Stanley Capital Group	BPA	Glacier Wind	NF
28	Morgan Stanley Capital Group	CNTP	AVISTA	SFP
29	Morgan Stanley Capital Group	PPLM	AVISTA	NF
30	Morgan Stanley Capital Group	MATL	AVISTA	NF
31	Morgan Stanley Capital Group	MATL	AVISTA	SFP
32	Morgan Stanley Capital Group	MATL	AVISTA	SFP
33	Morgan Stanley Capital Group	MATL	AVISTA	SFP
34	Morgan Stanley Capital Group	Colstrip Partners	BPA	NF
	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) 09/30/2019	Year/Period of Report End of <u>2019/Q3</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	BPAT.NWMT	NWMT.SYSTEM		30	30	1
Montana OATT	BPAT.NWMT	MATL.NWMT		452	452	2
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		12	12	3
Montana OATT	CROSSOVER	NWMT.SYSTEM		12	12	4
Montana OATT	CROSSOVER	MATL.NWMT		240	240	5
						6
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		17	17	7
Montana OATT	AVAT.NWMT	BRDY		605	605	8
						9
Montana OATT	YTP	JEFF		280	280	10
Montana OATT	YTP	COLSTRIP		15	15	11
Montana OATT	BPAT.NWMT	MATL.NWMT		924	924	12
Montana OATT	BPAT.NWMT	YTP		407	407	13
Montana OATT	BPAT.NWMT	BRDY		1,455	1,455	14
Montana OATT	BPAT.NWMT	BRDY		96	96	15
Montana OATT	BPAT.NWMT	BRDY		192	192	16
Montana OATT	BPAT.NWMT	JEFF		756	756	17
Montana OATT	BPAT.NWMT	AVAT.NWMT		59	59	18
Montana OATT	BPAT.NWMT	CROSSOVER		50	50	19
Montana OATT	BPAT.NWMT	Great Falls		1	1	20
Montana OATT	BPAT.NWMT	NWMT.SYSTEM		370	370	21
						22
Montana OATT	BPAT.NWMT	GTFALLSNWMT		172	172	23
Montana OATT	BPAT.NWMT	MATL.NWMT		55,584	55,584	24
Montana OATT	BPAT.NWMT	MATL.NWMT		2,300	2,300	25
Montana OATT	BPAT.NWMT	MATL.NWMT		12,289	12,289	26
Montana OATT	BPAT.NWMT	GLWND1		477	477	27
Montana OATT	HARDIN	AVAT.NWMT		30	30	28
Montana OATT	JUDITH GAP	AVAT.NWMT		12	12	29
Montana OATT	MATL.NWMT	AVAT.NWMT		2,533	2,533	30
Montana OATT	MATL.NWMT	AVAT.NWMT		7,584	7,584	31
Montana OATT	MATL.NWMT	AVAT.NWMT		1,675	1,675	32
Montana OATT	MATL.NWMT	AVAT.NWMT		7,430	7,430	33
Montana OATT	COLSTRIP	BPAT.NWMT		377	377	34
			1,213	2,543,133	2,543,133	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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.
	199		199	1
	2,995		2,995	2
	77		77	3
	80		80	4
	1,590		1,590	5
				6
	112		112	7
	4,008		4,008	8
				9
	1,855		1,855	10
	99		99	11
	6,122		6,122	12
	2,696		2,696	13
	9,638		9,638	14
	636		636	15
	1,272		1,272	16
	5,009		5,009	17
	391		391	18
	331		331	19
	7		7	20
	2,451		2,451	21
				22
	1,140		1,140	23
	368,243		368,243	24
	15,900		15,900	25
	81,415		81,415	26
	3,160		3,160	27
	199		199	28
	80		80	29
	16,781		16,781	30
	50,244		50,244	31
	11,150		11,150	32
	48,310		48,310	33
	2,498		2,498	34
11,851,379	4,511,350	1,443,989	17,806,718	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	CNTP	BPA	NF
2	Morgan Stanley Capital Group	NWMT	BPA	NF
3	Morgan Stanley Capital Group	NWMT	BPA	NF
4	Morgan Stanley Capital Group	NWMT	BPA	SFP
5	Morgan Stanley Capital Group	NWMT	BPA	NF
6	Morgan Stanley Capital Group	MATL	BPA	NF
7	Morgan Stanley Capital Group	MATL	BPA	SFP
8	Morgan Stanley Capital Group	MATL	BPA	NF
9	Morgan Stanley Capital Group	NWMT	BPA	NF
10	Morgan Stanley Capital Group	NWMT	BPA	NF
11	Morgan Stanley Capital Group	NWMT	BPA	NF
12	Morgan Stanley Capital Group	Colstrip Partners	PacifiCorp	NF
13	Morgan Stanley Capital Group	NWMT	PacifiCorp	NF
14	Morgan Stanley Capital Group	NWMT	PacifiCorp	SFP
15	Morgan Stanley Capital Group	NWMT	PacifiCorp	NF
16	Morgan Stanley Capital Group	NWMT	PacifiCorp	NF
17	Morgan Stanley Capital Group	NWMT	PacifiCorp	NF
18	Morgan Stanley Capital Group	NWMT	PacifiCorp	NF
19	Morgan Stanley Capital Group	MATL	PacifiCorp	NF
20	Morgan Stanley Capital Group	MATL	PacifiCorp	SFP
21	Morgan Stanley Capital Group	MATL	PacifiCorp	NF
22	Morgan Stanley Capital Group	MATL	PacifiCorp	SFP
23	Morgan Stanley Capital Group	MATL	PacifiCorp	NF
24	Morgan Stanley Capital Group	MATL	PacifiCorp	SFP
25	Morgan Stanley Capital Group	NWMT	PacifiCorp	NF
26	Morgan Stanley Capital Group	NWMT	PacifiCorp	NF
27	Morgan Stanley Capital Group	NWMT	NWMT	NF
28	Morgan Stanley Capital Group	NWMT	NWMT	NF
29	Morgan Stanley Capital Group	NWMT	MATL	NF
30	Morgan Stanley Capital Group	NWMT	MATL	NF
31	Morgan Stanley Capital Group	NWMT	NWMT	NF
32	Morgan Stanley Capital Group	NWMT	NWMT	NF
33	Morgan Stanley Capital Group	NWMT	MATL	NF
34	Morgan Stanley Capital Group	NWMT	NWMT	NF
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) 09/30/2019	Year/Period of Report End of <u>2019/Q3</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	HARDIN	BPAT.NWMT		210	210	1
Montana OATT	HOLTER	BPAT.NWMT		35	35	2
Montana OATT	KERR	BPAT.NWMT		926	926	3
Montana OATT	KERR	BPAT.NWMT		4,752	4,752	4
Montana OATT	JUDITH GAP	BPAT.NWMT		216	216	5
Montana OATT	MATL.NWMT	BPAT.NWMT		33,253	33,253	6
Montana OATT	MATL.NWMT	BPAT.NWMT		12,318	12,318	7
Montana OATT	MATL.NWMT	BPAT.NWMT		2,592	2,592	8
Montana OATT	CROOKED FALLS	BPAT.NWMT		111	111	9
Montana OATT	STILLWIND	BPAT.NWMT		58	58	10
Montana OATT	TFALLS	BPAT.NWMT		45	45	11
Montana OATT	COLSTRIP	YTP		50	50	12
Montana OATT	KERR	BRDY		60	60	13
Montana OATT	KERR	BRDY		240	240	14
Montana OATT	CROOKED FALLS	BRDY		50	50	15
Montana OATT	JUDITH GAP	JEFF		48	48	16
Montana OATT	CROOKED FALLS	JEFF		80	80	17
Montana OATT	KERR	BRDY		48	48	18
Montana OATT	MATL.NWMT	BRDY		2,038	2,038	19
Montana OATT	MATL.NWMT	BRDY		11,535	11,535	20
Montana OATT	MATL.NWMT	BRDY		2,160	2,160	21
Montana OATT	MATL.NWMT	BRDY		19,318	19,318	22
Montana OATT	MATL.NWMT	JEFF		1,929	1,929	23
Montana OATT	MATL.NWMT	JEFF		6,818	6,818	24
Montana OATT	MATL.NWMT	YTP		2,000	2,000	25
Montana OATT	TFALLS	JEFF		32	32	26
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		5,235	5,235	27
Montana OATT	BASIN CREEK	NWMT.SYSTEM		6	6	28
Montana OATT	BASIN CREEK	MATL.NWMT		3	3	29
Montana OATT	BGI	MATL.NWMT		32	32	30
Montana OATT	BGI	NWMT.SYSTEM		6	6	31
Montana OATT	DAVE GATES	GTFALLSNWMT		14	14	32
Montana OATT	DAVE GATES	MATL.NWMT		17	17	33
Montana OATT	DAVE GATES	NWMT.SYSTEM		26	26	34
			1,213	2,543,133	2,543,133	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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.
	1,391		1,391	1
	232		232	2
	6,135		6,135	3
	31,482		31,482	4
	1,431		1,431	5
	220,301		220,301	6
	81,884		81,884	7
	17,172		17,172	8
	735		735	9
	384		384	10
	298		298	11
	331		331	12
	398		398	13
	1,590		1,590	14
	331		331	15
	318		318	16
	530		530	17
	318		318	18
	13,502		13,502	19
	76,797		76,797	20
	14,310		14,310	21
	125,606		125,606	22
	12,780		12,780	23
	43,566		43,566	24
	13,250		13,250	25
	212		212	26
	34,684		34,684	27
	40		40	28
	20		20	29
	212		212	30
	40		40	31
	93		93	32
	113		113	33
	172		172	34
11,851,379	4,511,350	1,443,989	17,806,718	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	NWMT	MATL	NF
2	Morgan Stanley Capital Group	NWMT	MATL	SFP
3	Morgan Stanley Capital Group	CNTP	MATL	NF
4	Morgan Stanley Capital Group	NWMT	MATL	NF
5	Morgan Stanley Capital Group	NWMT	NWMT	NF
6	Morgan Stanley Capital Group	MATL	NWMT	NF
7	Morgan Stanley Capital Group	MATL	NWMT	SFP
8	Morgan Stanley Capital Group	NWMT	MATL	SFP
9	Morgan Stanley Capital Group	NWMT	NWMT	SFP
10				
11	Morgan Stanley Capital Group	NWMT	MATL	NF
12	Morgan Stanley Capital Group	NWMT	MATL	NF
13	Morgan Stanley Capital Group	NWMT	MATL	NF
14	Morgan Stanley Capital Group	Colstrip Partners	NWMT	NF
15	Morgan Stanley Capital Group	Colstrip Partners	MATL	NF
16	Morgan Stanley Capital Group	Colstrip Partners	MATL	SFP
17	Morgan Stanley Capital Group	NWMT	MATL	NF
18	Morgan Stanley Capital Group	Colstrip Partners	NWMT	NF
19	Morgan Stanley Capital Group	Colstrip Partners	MATL	NF
20	Morgan Stanley Capital Group	Colstrip Partners	NWMT	NF
21	Morgan Stanley Capital Group	Colstrip Partners	Glacier Wind	NF
22	Morgan Stanley Capital Group	CNTP	Glacier Wind	NF
23	Morgan Stanley Capital Group	NWMT	Glacier Wind	NF
24	Morgan Stanley Capital Group	NWMT	Glacier Wind	NF
25	Morgan Stanley Capital Group	NWMT	Glacier Wind	NF
26	Morgan Stanley Capital Group	MATL	Glacier Wind	NF
27	Morgan Stanley Capital Group	NWMT	Glacier Wind	NF
28	Morgan Stanley Capital Group	MATL	WAPA	NF
29	Morgan Stanley Capital Group	Glacier Wind	AVISTA	SFP
30	Morgan Stanley Capital Group	Glacier Wind	AVISTA	NF
31	Morgan Stanley Capital Group	Glacier Wind	AVISTA	NF
32	Morgan Stanley Capital Group	Glacier Wind	AVISTA	NF
33	Morgan Stanley Capital Group	Glacier Wind	AVISTA	SFP
34	Morgan Stanley Capital Group	Glacier Wind	BPA	NF
	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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	MATL.NWMT		1,392	1,392	1
Montana OATT	COLSTRIP	MATL.NWMT		1,800	1,800	2
Montana OATT	HARDIN	MATL.NWMT		264	264	3
Montana OATT	NWMTIMBALANCE	MATL.NWMT		13	13	4
Montana OATT	NWMTIMBALANCE	NWMT.SYSTEM		25	25	5
Montana OATT	MATL.NWMT	NWMT.SYSTEM		66	66	6
Montana OATT	MATL.NWMT	NWMT.SYSTEM		288	288	7
Montana OATT	MT1	MATL.NWMT		960	960	8
Montana OATT	MT1	NWMT.SYSTEM		360	360	9
						10
Montana OATT	COLSTRIP	MATL.NWMT		536	536	11
Montana OATT	JUDITH GAP	MATL.NWMT		59	59	12
Montana OATT	KERR	MATL.NWMT		30	30	13
Montana OATT	CROOKED FALLS	NWMT.SYSTEM		79	79	14
Montana OATT	CROOKED FALLS	MATL.NWMT		821	821	15
Montana OATT	CROOKED FALLS	MATL.NWMT		240	240	16
Montana OATT	STILLWIND	MATL.NWMT		25	25	17
Montana OATT	STILLWIND	NWMT.SYSTEM		15	15	18
Montana OATT	TFALLS	MATL.NWMT		21	21	19
Montana OATT	TFALLS	NWMT.SYSTEM		34	34	20
Montana OATT	CROOKED FALLS	GLWND1		10	10	21
Montana OATT	HARDIN	GLWND1		50	50	22
Montana OATT	JUDITH GAP	GLWND1		67	67	23
Montana OATT	KERR	GLWND1		3	3	24
Montana OATT	NWMTIMBALANCE	GLWND1		10	10	25
Montana OATT	MATL.NWMT	GLWND1		997	997	26
Montana OATT	STILLWIND	GLWND1		11	11	27
Montana OATT	MATL.NWMT	CROSSOVER		24	24	28
Montana OATT	GLWND1	AVAT.NWMT		4,776	4,776	29
Montana OATT	GLWND1	AVAT.NWMT		168	168	30
Montana OATT	GLWND1	AVAT.NWMT		1,780	1,780	31
Montana OATT	GLWND2	AVAT.NWMT		1,384	1,384	32
Montana OATT	GLWND2	AVAT.NWMT		1,968	1,968	33
Montana OATT	GLWND1	BPAT.NWMT		15,605	15,605	34
			1,213	2,543,133	2,543,133	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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.
	9,221		9,221	1
	11,925		11,925	2
	1,749		1,749	3
	86		86	4
	166		166	5
	437		437	6
	1,908		1,908	7
	6,360		6,360	8
	2,385		2,385	9
				10
	3,551		3,551	11
	391		391	12
	199		199	13
	523		523	14
	5,439		5,439	15
	1,590		1,590	16
	166		166	17
	99		99	18
	139		139	19
	225		225	20
	66		66	21
	331		331	22
	444		444	23
	20		20	24
	66		66	25
	6,605		6,605	26
	73		73	27
	159		159	28
	33,230		33,230	29
	1,113		1,113	30
	11,793		11,793	31
	9,169		9,169	32
	13,038		13,038	33
	103,383		103,383	34
11,851,379	4,511,350	1,443,989	17,806,718	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	Glacier Wind	BPA	SFP
2	Morgan Stanley Capital Group	Glacier Wind	BPA	NF
3	Morgan Stanley Capital Group	Glacier Wind	BPA	SFP
4	Morgan Stanley Capital Group	Glacier Wind	BPA	NF
5	Morgan Stanley Capital Group	Glacier Wind	NWMT	NF
6	Morgan Stanley Capital Group	Glacier Wind	NWMT	NF
7	Morgan Stanley Capital Group	Glacier Wind	NWMT	SFP
8	Morgan Stanley Capital Group	Glacier Wind	NWMT	SFP
9	Morgan Stanley Capital Group	Glacier Wind	MATL	NF
10	Morgan Stanley Capital Group	Glacier Wind	MATL	NF
11	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	NF
12	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	SFP
13	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	NF
14	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	NF
15	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	SFP
16	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	NF
17	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	NF
18	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	SFP
19	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	NF
20	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	SFP
21	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	NF
22	Morgan Stanley Capital Group	Glacier Wind	PacifiCorp	NF
23	Morgan Stanley Capital Group	AVISTA	Glacier Wind	NF
24	Morgan Stanley Capital Group	AVISTA	MATL	NF
25	Morgan Stanley Capital Group	AVISTA	MATL	SFP
26	Morgan Stanley Capital Group	AVISTA	MATL	SFP
27	Morgan Stanley Capital Group	AVISTA	MATL	SFP
28	Morgan Stanley Capital Group	AVISTA	BPA	NF
29	Morgan Stanley Capital Group	WAPA	AVISTA	NF
30	Morgan Stanley Capital Group	WAPA	BPA	NF
31				
32	Morgan Stanley Capital Group	WAPA	BPA	NF
33	Morgan Stanley Capital Group	WAPA	NWMT	NF
34	Morgan Stanley Capital Group	WAPA	Glacier Wind	NF
TOTAL				

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="checked" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 09/30/2019	Year/Period of Report End of 2019/Q3
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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 megawatt hours 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	GLWND1	BPAT.NWMT		6,336	6,336	1
Montana OATT	GLWND2	BPAT.NWMT		12,185	12,185	2
Montana OATT	GLWND2	BPAT.NWMT		6,456	6,456	3
Montana OATT	GLWND2	BPAT.NWMT		120	120	4
Montana OATT	GLWND1	NWMT.SYSTEM		12	12	5
Montana OATT	GLWND2	NWMT.SYSTEM		15	15	6
Montana OATT	GLWND2	NWMT.SYSTEM		168	168	7
Montana OATT	GLWND2	NWMT.SYSTEM		15,435	15,435	8
Montana OATT	GLWND1	MATL.NWMT		3,902	3,902	9
Montana OATT	GLWND2	MATL.NWMT		701	701	10
Montana OATT	GLWND1	BRDY		916	916	11
Montana OATT	GLWND1	BRDY		480	480	12
Montana OATT	GLWND1	BRDY		288	288	13
Montana OATT	GLWND2	BRDY		591	591	14
Montana OATT	GLWND2	BRDY		624	624	15
Montana OATT	GLWND2	BRDY		853	853	16
Montana OATT	GLWND1	JEFF		742	742	17
Montana OATT	GLWND1	JEFF		6,631	6,631	18
Montana OATT	GLWND2	JEFF		526	526	19
Montana OATT	GLWND2	JEFF		480	480	20
Montana OATT	GLWND1	YTP		1,147	1,147	21
Montana OATT	GLWND2	YTP		679	679	22
Montana OATT	AVAT.NWMT	GLWND1		55	55	23
Montana OATT	AVAT.NWMT	MATL.NWMT		562	562	24
Montana OATT	AVAT.NWMT	MATL.NWMT		1,320	1,320	25
Montana OATT	AVAT.NWMT	MATL.NWMT		1,675	1,675	26
Montana OATT	AVAT.NWMT	MATL.NWMT		7,430	7,430	27
Montana OATT	AVAT.NWMT	BPAT.NWMT		88	88	28
Montana OATT	GREAT FALLS	AVAT.NWMT		180	180	29
Montana OATT	GREAT FALLS	BPAT.NWMT		4,241	4,241	30
						31
Montana OATT	CROSSOVER	BPAT.NWMT		1,451	1,451	32
Montana OATT	GREAT FALLS	NWMT.SYSTEM		4	4	33
Montana OATT	CROSSOVER	GLWND1		8	8	34
			1,213	2,543,133	2,543,133	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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.
	41,976		41,976	1
	80,726		80,726	2
	42,771		42,771	3
	795		795	4
	80		80	5
	99		99	6
	1,113		1,113	7
	101,450		101,450	8
	25,851		25,851	9
	4,644		4,644	10
	6,069		6,069	11
	3,180		3,180	12
	1,908		1,908	13
	3,915		3,915	14
	4,134		4,134	15
	5,724		5,724	16
	4,916		4,916	17
	44,361		44,361	18
	3,485		3,485	19
	3,180		3,180	20
	7,599		7,599	21
	4,498		4,498	22
	364		364	23
	3,723		3,723	24
	8,745		8,745	25
	11,150		11,150	26
	48,310		48,310	27
	583		583	28
	1,193		1,193	29
	28,096		28,096	30
				31
	9,613		9,613	32
	27		27	33
	53		53	34
11,851,379	4,511,350	1,443,989	17,806,718	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	MATL	NF
2	Morgan Stanley Capital Group	WAPA	MATL	NF
3	Morgan Stanley Capital Group	WAPA	PacifiCorp	NF
4	Morgan Stanley Capital Group	WAPA	PacifiCorp	NF
5	Morgan Stanley Capital Group	WAPA	PacifiCorp	NF
6	Morgan Stanley Capital Group	WAPA	PacifiCorp	NF
7	Morgan Stanley Capital Group	WAPA	PacifiCorp	NF
8				
9	Naturener Power Watch, LLC	Glacier Wind	Glacier Wind	SFP
10				
11	MAG Energy Solutions	BPAT	NWMT	NF
12	MAG Energy Solutions	BPAT	WAPA	NF
13	MAG Energy Solutions	NWMT	NWMT	NF
14	MAG Energy Solutions	NWMT	MATL	NF
15	MAG Energy Solutions	NWMT	MATL	NF
16	MAG Energy Solutions	PacifiCorp	WAPA	NF
17	MAG Energy Solutions	WAPA	NWMT	NF
18	MAG Energy Solutions	WAPA	PacifiCorp	NF
19	MAG Energy Solutions	WAPA	PacifiCorp	NF
20	MAG Energy Solutions	WAPA	MATL	NF
21	MAG Energy Solutions	WAPA	MATL	NF
22				
23	Macquarie Energy LLC	AVISTA	PacifiCorp	NF
24	Macquarie Energy LLC	BPA	NWMT	NF
25	Macquarie Energy LLC	BPA	WAPA	NF
26	Macquarie Energy LLC	NWMT.SYSTEM	NWMT.SYSTEM	NF
27	Macquarie Energy LLC	NWMT	AVISTA	NF
28	Macquarie Energy LLC	NWMT	AVISTA	NF
29	Macquarie Energy LLC	NWMT	AVISTA	NF
30	Macquarie Energy LLC	NWMT	BPA	NF
31	Macquarie Energy LLC	NWMT	BPA	SFP
32	Macquarie Energy LLC	NWMT	BPA	NF
33	Macquarie Energy LLC	NWMT	BPA	SFP
34	Macquarie Energy LLC	NWMT	BPA	NF
	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) 09/30/2019	Year/Period of Report End of <u>2019/Q3</u>	
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 megawatt hours 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	GREAT FALLS	MATL.NWMT		2,896	2,896	1
Montana OATT	CROSSOVER	MATL.NWMT		958	958	2
Montana OATT	CROSSOVER	BRDY		60	60	3
Montana OATT	CROSSOVER	JEFF		150	150	4
Montana OATT	GREAT FALLS	YTP		121	121	5
Montana OATT	GREAT FALLS	JEFF		80	80	6
Montana OATT	GREAT FALLS	BRDY		195	195	7
						8
Montana OATT	GLWND1	GLWND2		11,025	11,025	9
						10
Montana OATT	BPAT.NWMT	NWMT.SYSTEM		3	3	11
Montana OATT	BPAT.NWMT	CROSSOVER		93	93	12
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		80	80	13
Montana OATT	MATL.NWMT	BPAT.NWMT		25	25	14
Montana OATT	MATL.NWMT	JEFF		152	152	15
Montana OATT	JEFF	CROSSOVER		10	10	16
Montana OATT	CROSSOVER	NWMT.SYSTEM		42	42	17
Montana OATT	CROSSOVER	BRDY		4,267	4,267	18
Montana OATT	CROSSOVER	JEFF		1,762	1,762	19
Montana OATT	CROSSOVER	MATL.NWMT		823	823	20
Montana OATT	MATL.NWMT	CROSSOVER		1	1	21
						22
Montana OATT	AVAT.NWMT	YTP		400	400	23
Montana OATT	BPAT.NWMT	NWMT.SYSTEM		4	4	24
Montana OATT	BPAT.NWMT	CROSSOVER		86	86	25
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		136	136	26
Montana OATT	BGI	AVAT.NWMT		240	240	27
Montana OATT	CANYON FERRY	AVAT.NWMT		697	697	28
Montana OATT	TFALLS	AVAT.NWMT		960	960	29
Montana OATT	BGI	BPAT.NWMT		1,100	1,100	30
Montana OATT	BGI	BPAT.NWMT		840	840	31
Montana OATT	CANYON FERRY	BPAT.NWMT		1,479	1,479	32
Montana OATT	CANYON FERRY	BPAT.NWMT		600	600	33
Montana OATT	CANYON FERRY	BPAT.NWMT		1,128	1,128	34
			1,213	2,543,133	2,543,133	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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.
	19,186		19,186	1
	6,347		6,347	2
	398		398	3
	994		994	4
	802		802	5
	530		530	6
	1,292		1,292	7
				8
	72,465		72,465	9
				10
	20		20	11
	616		616	12
	534		534	13
	166		166	14
	1,007		1,007	15
	66		66	16
	278		278	17
	28,269		28,269	18
	11,673		11,673	19
	5,452		5,452	20
	7		7	21
				22
	2,650		2,650	23
	27		27	24
	570		570	25
	903		903	26
	1,590		1,590	27
	4,618		4,618	28
	6,360		6,360	29
	7,288		7,288	30
	5,565		5,565	31
	9,797		9,797	32
	3,975		3,975	33
	7,473		7,473	34
11,851,379	4,511,350	1,443,989	17,806,718	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	Macquarie Energy LLC	NWMT	BPA	NF
2	Macquarie Energy LLC	NWMT	BPA	NF
3	Macquarie Energy LLC	NWMT	BPA	NF
4	Macquarie Energy LLC	NWMT	BPA	NF
5	Macquarie Energy LLC	NWMT	BPA	NF
6	Macquarie Energy LLC	NWMT	BPA	NF
7	Macquarie Energy LLC	NWMT	PacifiCorp	SFP
8	Macquarie Energy LLC	WAPA	BPA	NF
9	Macquarie Energy LLC	WAPA	BPA	NF
10	Macquarie Energy LLC	WAPA	NWMT	NF
11	Macquarie Energy LLC	WAPA	PacifiCorp	NF
12	Macquarie Energy LLC	WAPA	PacifiCorp	NF
13	Macquarie Energy LLC	WAPA	PacifiCorp	NF
14				
15	Rainbow Energy Marketing Corp	NWMT	NWMT	NF
16	Rainbow Energy Marketing Corp	Colstrip Partners	NWMT	NF
17	Rainbow Energy Marketing Corp	Colstrip Partners	BPA	NF
18	Rainbow Energy Marketing Corp	Colstrip Partners	BPA	SFP
19				
20	Talen Energy, LLC	NWMT	PacifiCorp	LFP
21				
22	Talen Energy Marketing, LLC	WAPA	PacifiCorp	LFP
23	Talen Energy Marketing, LLC	NWMT	BPAT	LFP
24	Talen Energy Marketing, LLC	NWMT	PacifiCorp	LFP
25	Talen Energy Marketing, LLC	NWMT	PacifiCorp	LFP
26				
27	Powerex Corporation	BPA	NWMT	NF
28	Powerex Corporation	BPA	PacifiCorp	NF
29	Powerex Corporation	PacifiCorp	BPA	NF
30	Powerex Corporation	MATL	BPA	NF
31	Powerex Corporation	BPA	PacifiCorp	NF
32	Powerex Corporation	BPA	WAPA	NF
33	Powerex Corporation	NWMT	NWMT	NF
34	Powerex Corporation	MATL	NWMT	NF
	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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	CROOKED FALLS	BPAT.NWMT		24	24	1
Montana OATT	CROOKED FALLS	BPAT.NWMT		72	72	2
Montana OATT	HOLTER	BPAT.NWMT		200	200	3
Montana OATT	MT1	BPAT.NWMT		224	224	4
Montana OATT	TFALLS	BPAT.NWMT		200	200	5
Montana OATT	TFALLS	BPAT.NWMT		960	960	6
Montana OATT	CANYON FERRY	YTP		600	600	7
Montana OATT	CROSSOVER	BPAT.NWMT		1,200	1,200	8
Montana OATT	CROSSOVER	BPAT.NWMT		1,616	1,616	9
Montana OATT	CROSSOVER	NWMT.SYSTEM		15	15	10
Montana OATT	CROSSOVER	BRDY		392	392	11
Montana OATT	CROSSOVER	JEFF		395	395	12
Montana OATT	CROSSOVER	YTP		246	246	13
						14
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		11	11	15
Montana OATT	CANYON FERRY	NWMT.SYSTEM		16	16	16
Montana OATT	CANYON FERRY	BPAT.NWMT		408	408	17
Montana OATT	CANYON FERRY	BPAT.NWMT		960	960	18
						19
Montana OATT	MATL.NWMT	BRDY	7	15,456	15,456	20
						21
Montana OATT	CROSSOVER	BRDY	15	33,120	33,120	22
Montana OATT	GTFALLSNWMT	BPAT.NWMT	25	55,200	55,200	23
Montana OATT	BLACK EAGLE	BRDY	4	8,832	8,832	24
Montana OATT	CROOKED FALLS	JEFF	7	15,456	15,456	25
						26
Montana OATT	BPAT.NWMT	NWMT.SYSTEM		153	153	27
Montana OATT	BPAT.NWMT	JEFF		422	422	28
Montana OATT	YTP	BPAT.NWMT		153	153	29
Montana OATT	MATL.NWMT	BPAT.NWMT		3,232	3,232	30
Montana OATT	BPAT.NWMT	YTP		996	996	31
Montana OATT	BPAT.NWMT	CROSSOVER		220	220	32
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		624	624	33
Montana OATT	MATL.NWMT	NWMT.SYSTEM		8	8	34
			1,213	2,543,133	2,543,133	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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.
		159	159	1
		477	477	2
		1,325	1,325	3
		1,484	1,484	4
		1,325	1,325	5
		6,360	6,360	6
		3,975	3,975	7
		7,950	7,950	8
		10,706	10,706	9
		99	99	10
		2,597	2,597	11
		2,617	2,617	12
		1,630	1,630	13
				14
		73	73	15
		106	106	16
		2,703	2,703	17
		6,360	6,360	18
				19
101,458			101,458	20
				21
217,410			217,410	22
362,350			362,350	23
57,976			57,976	24
101,458			101,458	25
				26
		1,014	1,014	27
		2,796	2,796	28
		1,014	1,014	29
		21,411	21,411	30
		6,599	6,599	31
		1,458	1,458	32
		4,133	4,133	33
		53	53	34
11,851,379		4,511,350	17,806,718	
		1,443,989		

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	Powerex Corporation	MATL	PacifiCorp	NF
2	Powerex Corporation	MATL	PacifiCorp	LFP
3	Powerex Corporation	BPA	PacifiCorp	NF
4	Powerex Corporation	WAPA	BPA	NF
5	Powerex Corporation	WAPA	PacifiCorp	NF
6	Powerex Corporation	WAPA	AVISTA	NF
7	Powerex Corporation	WAPA	NWMT	NF
8				
9	Puget Sound Energy Marketing	Colstrip Partners	BPA	NF
10	Puget Sound Energy Marketing	NWMT	NWMT	NF
11	Puget Sound Energy Marketing	NWMT	NWMT	NF
12				
13	Tenaska	BPA	PacifiCorp	NF
14	Tenaska	BPA	PacifiCorp	NF
15	Tenaska	NWMT	NWMT	NF
16				
17	TransAlta Energy Marketing	BPA	NWMT	NF
18	TransAlta Energy Marketing	BPA	WAPA	NF
19	TransAlta Energy Marketing	NWMT	NWMT	NF
20	TransAlta Energy Marketing	PacifiCorp	BPA	NF
21	TransAlta Energy Marketing	WAPA	BPA	NF
22	TransAlta Energy Marketing	WAPA	NWMT	NF
23				
24	Cycle Power Partners, LLC	NWMT	PacifiCorp	NF
25	Cycle Power Partners, LLC	NWMT	PacifiCorp	NF
26				
27	The Energy Authority	WAPA	BPAT	NF
28	The Energy Authority	NWMT	NWMT	NF
29	The Energy Authority	Colstrip Partners	BPA	NF
30	The Energy Authority	BPA	PacifiCorp	NF
31				
32	SOUTH DAKOTA			
33	Bryant, City of	WAPA	BRYANT	LFP
34	Groton, City of	WAPA	GROTON	LFP
	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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	MATL.NWMT	BRDY		87	87	1
Montana OATT	MATL.NWMT	BRDY	69	152,352	152,352	2
Montana OATT	BPAT.NWMT	BRDY		130	130	3
Montana OATT	CROSSOVER	BPAT.NWMT		777	777	4
Montana OATT	CROSSOVER	BRDY		378	378	5
Montana OATT	CROSSOVER	AVAT.NWMT		30	30	6
Montana OATT	CROSSOVER	NWMT.SYSTEM		27	27	7
						8
Montana OATT	COLSTRIP	BPAT.NWMT		42,936	42,936	9
Montana OATT	NWMT.SYSTEM	NWMT.YSTEM		527	527	10
Montana OATT	COLSTRIP	NWMT.SYSTEM		36	36	11
						12
Montana OATT	BPAT.NWMT	BRDY		70	70	13
Montana OATT	BPAT.NWMT	YTP		80	80	14
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		4	4	15
						16
Montana OATT	BPAT.NWMT	NWMT.SYSTEM		4	4	17
Montana OATT	BPAT.NWMT	CROSSOVER		505	505	18
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		32	32	19
Montana OATT	YTP	BPAT.NWMT		50	50	20
Montana OATT	CROSSOVER	BPAT.NWMT		1,501	1,501	21
Montana OATT	CROSSOVER	NWMT.SYSTEM		14	14	22
						23
Montana OATT	HORSESHOE	BRDY		529	529	24
Montana OATT	HORSESHOE	JEFF		813	813	25
						26
Montana OATT	CROSSOVER	BPAT.NWMT		1	1	27
Montana OATT	NWMT.SYSTEM	NWMT.SYSTEM		13	13	28
Montana OATT	KERR	BPAT.NWMT		50	50	29
Montana OATT	BPAT.NWMT	BRDY		537	537	30
						31
						32
VOL. 2	HURON 115 KV BUS	BRYANT 25 KV		384	384	33
VOL. 2	HURON 115 KV BUS	GROTON 69 KV		3,750	3,750	34
			1,213	2,543,133	2,543,133	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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.
		576	576	1
1,000,086			1,000,086	2
		861	861	3
		5,148	5,148	4
		2,504	2,504	5
		199	199	6
		179	179	7
				8
		284,451	284,451	9
		3,493	3,493	10
		239	239	11
				12
		464	464	13
		530	530	14
		28	28	15
				16
		27	27	17
		3,346	3,346	18
		212	212	19
		331	331	20
		9,944	9,944	21
		93	93	22
				23
		3,505	3,505	24
		5,386	5,386	25
				26
		7	7	27
		87	87	28
		331	331	29
		3,557	3,557	30
				31
				32
8,076			8,076	33
254			254	34
11,851,379	4,511,350	1,443,989	17,806,718	

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) 09/30/2019	Year/Period of Report End of <u>2019/Q3</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	Langford, City of	WAPA	LANGFORD	LFP
2	Southwest Power Pool (SPP)	SPP	Various	LFP
3	Southwest Power Pool (SPP)	SPP	Various	FNS
4				
5				
6				
7				
8				
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				
	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) 09/30/2019	Year/Period of Report End of <u>2019/Q3</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)	
VOL. 2	HURON 115 KV BUS	LANGFORD 12.5 KV		783	783	1
SCH 7&8	Various	Various				2
SCH 9	Various	Various				3
						4
						5
						6
						7
						8
						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
			1,213	2,543,133	2,543,133	

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) 09/30/2019	Year/Period of Report End of <u>2019/Q3</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.
6,280			6,280	1
		73,480	73,480	2
		1,370,509	1,370,509	3
				4
				5
				6
				7
				8
				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
11,851,379	4,511,350	1,443,989	17,806,718	

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) 09/30/2019	Year/Period of Report End of 2019/Q3			
TRANSMISSION OF ELECTRICITY BY OTHERS (Account 565) (Including transactions referred to as "wheeling")								
<p>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.</p> <p>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.</p> <p>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.</p> <p>4. Report in column (c) and (d) the total megawatt hours received and delivered by the provider of the transmission service.</p> <p>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.</p> <p>6. Enter "TOTAL" in column (a) as the last line.</p> <p>7. Footnote entries and provide explanations following all required data.</p>								
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	TRANSFER OF ENERGY		EXPENSES FOR TRANSMISSION OF ELECTRICITY BY OTHERS			Total Cost of Transmission (\$) (h)
			Magawatt-hours Received (c)	Magawatt-hours Delivered (d)	Demand Charges (\$) (e)	Energy Charges (\$) (f)	Other Charges (\$) (g)	
1	MONTANA							
2	Vigilante Elec Coop	OLF	8,965	8,965	14,780			14,780
3	Bonneville Power Admin	OLF					159,914	159,914
4	Bonneville Power Admin	OLF					749,503	749,503
5	Southwest Power Pool	FNS	26,394	26,394	366,587			366,587
6	Glacier Electric Coop	OLF	2,647	2,647	8,365			8,365
7								
8	SUPPLY							
9	Avista Utilities	NF	1,545	1,545		9,405		9,405
10	Bonneville Power Admin	NF	14	14		368		368
11	Seattle City Light	NF	957	957		1,156		1,156
12								
13	SOUTH DAKOTA							
14	East River	FNS			5,069			5,069
15	West Central Elect Coop	FNS			-323			-323
16	Southwest Power Pool	FNS			4,232,997			4,232,997
	TOTAL		40,522	40,522	4,627,475	10,929	909,417	5,547,821

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) 09/30/2019	Year/Period of Report End of <u>2019/Q3</u>
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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			1,083,494		1,083,494
2	Steam Production Plant	5,012,473				5,012,473
3	Nuclear Production Plant					
4	Hydraulic Production Plant Conv	7,048,896				7,048,896
5	Hydraulic Production Plant - Pumped Storage					
6	Other Production Plant	12,763,018		2,652		12,765,670
7	Transmission Plant	16,722,958		368,083		17,091,041
8	Distribution Plant	37,612,857		-6,325		37,606,532
9	General Plant	7,543,037				7,543,037
10	Common Plant	3,578,827		3,923,692		7,502,519
11	TOTAL ELECTRIC (lines 2 through 10)	90,282,066		5,371,596		95,653,662

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) 09/30/2019	Year/Period of Report End of <u>2019/Q3</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)			29,022,952	
3	Net Sales (Account 447)			27,515,827	
4	Transmission Rights				
5	Ancillary Services			29,173	
6	Other Items (list separately)				
7	Day Ahead & Real Time Administration			102,104	
8	Market Monitoring and Compliance			14,586	
9					
10					
11					
12					
13					
14					
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17					
18					
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20					
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43					
44					
45					
46	TOTAL			56,684,642	

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) 09/30/2019	Year/Period of Report End of <u>2019/Q3</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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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									
2	February									
3	March									
4	Total for Quarter 1									
5	April									
6	May									
7	June									
8	Total for Quarter 2									
9	July	1,980	15	16	1,119	712	215		1,757	
10	August	1,987	6	17	1,093	728	215		2,497	
11	September	1,877	17	16	1,063	677	215		4,260	
12	Total for Quarter 3				3,275	2,117	645		8,514	
13	October									
14	November									
15	December									
16	Total for Quarter 4									
17	Total Year to Date/Year				3,275	2,117	645		8,514	

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) 09/30/2019	Year/Period of Report End of 2019/Q3
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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	Monthly Peak MW - Total	Day of Monthly Peak	Hour of Monthly Peak	Imports into ISO/RTO	Exports from ISO/RTO	Through and Out Service	Network Service Usage	Point-to-Point Service Usage	Total Usage
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	January									
2	February									
3	March									
4	Total for Quarter 1									
5	April									
6	May									
7	June									
8	Total for Quarter 2									
9	July	331	15	16				342	11	353
10	August	280	6	17				290	10	300
11	September	231	17	16				245	14	259
12	Total for Quarter 3							877	35	912
13	October									
14	November									
15	December									
16	Total for Quarter 4									
17	Total Year to Date/Year							877	35	912

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 09/30/2019	Year/Period of Report 2019/Q3
NorthWestern Corporation			
FOOTNOTE DATA			

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

	9/30/2019	9/30/2018
Other Noncash Charges to Income, Net:		
Amortization of debt issue costs, discount, and deferred hedge gain	3,482,116	3,488,671
Gain on disposition of assets	0	(71,229)
Other noncash gains	(4,797)	(6,514)
Stock based compensation costs	4,777,848	4,935,209
	8,255,167	8,346,137
Other Assets and Liabilities, Net:		
Net change - other current assets	(3,483,798)	(871,539)
Net change - accrued utility revenues	23,842,255	30,950,225
Net change - deferred debits	(25,251,662)	4,988,770
Net change - deferred credits	(11,235,579)	5,861,328
Net change - noncurrent liabilities	(6,286,374)	(27,615,467)
	(22,415,158)	13,313,317

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 amount reflected in the Statement of Cash Flows:

	9/30/2019	12/31/2018	9/30/2018	12/31/2017
Cash (131)	4,648,200	7,419,945	6,314,662	7,357,801
Working Funds (135)	23,050	23,050	23,050	23,575
Special Funds (125-128)	250,000	250,000	250,000	250,000
Other Special Deposits (134)	7,320,503	5,705,336	5,420,812	1,670,617
	12,241,753	13,398,331	12,008,524	9,301,993
Total				

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) 09/30/2019	Year/Period of Report 2019/Q3
FOOTNOTE DATA			

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

Reclassifications 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

Reclassifications 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) 09/30/2019	Year/Period of Report 2019/Q3
FOOTNOTE DATA			

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

Reclassifications of net losses on derivative instruments.

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

This column represents the write-down of plant values associated with the 2002 acquisition of Montana Operations, and the reduction from fair value to a regulated basis associated with the transfer of Colstrip Unit 4 to the regulated utility in 2009.

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

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

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	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) 09/30/2019	2019/Q3
FOOTNOTE DATA			

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

Other Electric Revenue (456)	YTD September 2019
Ancillary Services:	
Scheduling, System Control and Dispatch	\$ 1,723,531
Regulation and Frequency Response	1,501,117
Energy Imbalance	(1,823,070)
Other Transmission Revenue	151,826
Low Income Housing	2,240,114
Steam Sales	716,406
Sale of Materials	42,315
Miscellaneous	1,741
	\$ 4,553,980

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) 09/30/2019	Year/Period of Report 2019/Q3
FOOTNOTE DATA			

Schedule Page: 328.10 Line No.: 2 Column: n

Firm and Non-Firm Point to Point Transmission Service

Schedule Page: 328.10 Line No.: 3 Column: n

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) 09/30/2019	Year/Period of Report 2019/Q3
FOOTNOTE DATA			

Schedule Page: 332 Line No.: 3 Column: g
Monthly system usage fee
Schedule Page: 332 Line No.: 4 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) 09/30/2019	Year/Period of Report 2019/Q3
FOOTNOTE DATA			

Schedule Page: 399 Line No.: 12 Column: b

Montana Operations

Monthly Peak Loads and Energy Output (a)	Jul-19 (b)	Aug-19 (c)	Sep-19 (d)	Total (e)
Total Monthly Energy (MWH)	617,291	661,246	665,144	1,943,681
Monthly Non-Requirement Sales for Resale (MWH)	98,075	97,091	105,059	300,225
Monthly Peak MW	2,195	2,202	2,092	6,489
Day of Month Peak	7/23/19	8/5/19	9/4/19	N/A
Hour of Monthly Peak	17:00	17:00	17:00	N/A

South Dakota Operations

Monthly Peak Loads and Energy Output (a)	Jul-19 (b)	Aug-19 (c)	Sep-19 (d)	Total (e)
Total Monthly Energy (MWH)	131,479	145,126	178,348	454,953
Monthly Non-Requirement Sales for Resale (MWH)				
Monthly Peak MW	331	280	231	842
Day of Month Peak	7/15/19	8/6/19	9/17/19	N/A
Hour of Monthly Peak	16:00	17:00	16:00	N/A