WISCONSIN GAS LLC

FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2023

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GLOSSARY OF TERMS AND ABBREVIATIONS

The abbreviations and terms set forth below are used throughout this report and have the meanings assigned to them below:

Subsidiaries and Affiliates	
Bluewater	Bluewater Natural Gas Holding, LLC
WBS	WEC Business Services LLC
WE	Wisconsin Electric Power Company
WEC Energy Group	WEC Energy Group, Inc.
WPS	Wisconsin Public Service Corporation

Federal and State Regulatory Agencies	
Army Corps	United States Army Corps of Engineers
EPA	United States Environmental Protection Agency
FERC	Federal Energy Regulatory Commission
IRS	United States Internal Revenue Service
PSCW	Public Service Commission of Wisconsin

Accounting Terms	
AFUDC	Allowance for Funds Used During Construction
ASU	Accounting Standards Update
CWIP	Construction Work in Progress
FASB	Financial Accounting Standards Board
GAAP	Generally Accepted Accounting Principles
OPEB	Other Postretirement Employee Benefits

Environmental Terms	
GHG	Greenhouse Gas
WOTUS	Waters of the United States

Measurements	
Dth	Dekatherm

Other Terms and Abbreviations	
AIA	Affiliated Interest Agreement
GCRM	Gas Cost Recovery Mechanism
ITC	Investment Tax Credit
LIBOR	London Interbank Offered Rate
LNG	Liquefied Natural Gas
Omnibus Stock Incentive Plan	WEC Energy Group Omnibus Stock Incentive Plan, Amended and Restated, Effective as of May 6, 2021
RNG	Renewable Natural Gas
ROE	Return on Equity
Supreme Court	United States Supreme Court
Tax Legislation	Tax Cuts and Jobs Act of 2017

FINANCIAL STATEMENTS AND NOTES

A. INDEPENDENT AUDITOR'S REPORT

To the Board of Directors and Member of Wisconsin Gas LLC:

Opinion

We have audited the financial statements of Wisconsin Gas LLC (the "Company"), which comprise the balance sheets as of December 31, 2023 and 2022, and the related statements of income, changes in member's equity and cash flows for each of the three years in the period ended December 31, 2023, and the related notes to the financial statements (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2023 and 2022, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2023, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.

- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.

- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

/s/ DELOITTE & TOUCHE LLP
Milwaukee, Wisconsin

March 15, 2024

WISCONSIN GAS LLC

B. INCOME STATEMENTS

Year Ended December 31 *(in millions)*	2023	2022	2021
Operating revenues	**$ 770.4**	$ 917.3	$ 686.7
Operating expenses			
Cost of natural gas sold	**417.1**	575.2	386.7
Other operation and maintenance	**123.9**	113.8	108.0
Depreciation and amortization	**83.6**	59.7	65.5
Property and revenue taxes	**10.0**	7.8	6.4
Total operating expenses	**634.6**	756.5	566.6
Operating income	**135.8**	160.8	120.1
Other income, net	**23.3**	8.3	3.7
Interest expense	**39.0**	21.0	25.1
Other expense	**(15.7)**	(12.7)	(21.4)
Income before income taxes	**120.1**	148.1	98.7
Income tax expense	**26.3**	36.7	24.0
Net income	**$ 93.8**	$ 111.4	$ 74.7

The accompanying Notes to Financial Statements are an integral part of these financial statements.

WISCONSIN GAS LLC

C. BALANCE SHEETS

At December 31 *(in millions)*	2023	2022
Assets		
Current assets		
Cash and cash equivalents	**$ 6.3**	$ 0.1
Accounts receivable and unbilled revenues, net of reserves of $19.1 and $18.3, respectively	**143.3**	207.6
Accounts receivable from related parties	**23.6**	21.0
Materials, supplies, and inventories:		
Natural gas in storage	**64.6**	124.9
Materials and supplies	**6.6**	6.4
Prepaid taxes	**11.9**	7.3
Other prepayments	**4.4**	4.3
Other	**9.4**	11.6
Current assets	**270.1**	383.2
Long-term assets		
Property, plant, and equipment, net of accumulated depreciation and amortization of $896.1 and $861.1, respectively	**2,426.5**	2,245.8
Regulatory assets	**260.0**	268.6
Goodwill	**95.9**	95.9
Pension and OPEB assets	**246.5**	240.5
Other	**20.7**	15.8
Long-term assets	**3,049.6**	2,866.6
Total assets	**$ 3,319.7**	$ 3,249.8
Liabilities and Member's Equity		
Current liabilities		
Current portion of long-term debt	**$ 150.0**	$ —
Short-term debt	**318.3**	287.8
Accounts payable	**59.1**	108.0
Accounts payable to related parties	**41.6**	33.5
Other	**53.2**	33.1
Current liabilities	**622.2**	462.4
Long-term liabilities		
Long-term debt	**637.2**	786.6
Regulatory liabilities	**445.4**	443.3
Deferred income taxes	**326.1**	300.7
Environmental remediation liabilities	**15.7**	47.3
Other	**14.7**	18.9
Long-term liabilities	**$ 1,439.1**	$ 1,596.8
Commitments and contingencies (Note 15)		
Member's equity	**1,258.4**	1,190.6
Total liabilities and member's equity	**$ 3,319.7**	$ 3,249.8

The accompanying Notes to Financial Statements are an integral part of these financial statements.

WISCONSIN GAS LLC

D. STATEMENTS OF CASH FLOWS

Year Ended December 31 *(in millions)*	2023	2022	2021
Operating activities			
Net income	**$ 93.8**	$ 111.4	$ 74.7
Reconciliation to cash provided by operating activities			
Depreciation and amortization	**83.6**	59.7	65.5
Deferred income taxes and ITCs, net	**16.5**	28.9	19.5
Pension and OPEB income	**(5.0)**	(7.9)	(5.4)
Change in –			
Accounts receivable and unbilled revenues, net	**61.7**	(72.5)	(19.6)
Materials, supplies, and inventories	**60.1**	(52.6)	(29.0)
Prepaid taxes	**(4.6)**	(1.2)	8.3
Other current assets	**(1.7)**	(4.5)	(1.3)
Accounts payable	**(33.6)**	24.3	30.1
Other current liabilities	**16.7**	1.5	(8.5)
Other, net	**(35.7)**	(23.1)	5.5
Net cash provided by operating activities	**251.8**	64.0	139.8
Investing activities			
Capital expenditures	**(246.6)**	(228.3)	(173.3)
Proceeds from assets transferred to affiliates	**—**	—	4.4
Acquisition of intangible assets	**—**	(2.3)	—
Other, net	**(3.5)**	1.1	(0.6)
Net cash used in investing activities	**(250.1)**	(229.5)	(169.5)
Financing activities			
Change in short-term debt	**30.5**	140.3	(95.5)
Issuance of long-term debt	**—**	—	150.0
Equity contributions from parent	**145.0**	85.0	6.0
Payment of distributions to parent	**(171.0)**	(60.0)	(30.0)
Other, net	**—**	—	(1.6)
Net cash provided by financing activities	**4.5**	165.3	28.9
Net change in cash and cash equivalents	**6.2**	(0.2)	(0.8)
Cash and cash equivalents at beginning of year	**0.1**	0.3	1.1
Cash and cash equivalents at end of year	**$ 6.3**	$ 0.1	$ 0.3

The accompanying Notes to Financial Statements are an integral part of these financial statements.

WISCONSIN GAS LLC

E. STATEMENTS OF CHANGES IN MEMBER'S EQUITY

(in millions)	2023	2022	2021
Member's equity at January 1	**$ 1,190.6**	$ 1,054.2	$ 1,003.5
Net income	**93.8**	111.4	74.7
Equity contributions from parent	**145.0**	85.0	6.0
Payment of distributions to parent	**(171.0)**	(60.0)	(30.0)
Member's equity at December 31	**$ 1,258.4**	$ 1,190.6	$ 1,054.2

The accompanying Notes to Financial Statements are an integral part of these financial statements.

F. NOTES TO FINANCIAL STATEMENTS
December 31, 2023

NOTE 1—SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Nature of Operations—As used in these notes, the term "financial statements" includes the income statements, balance sheets, statements of cash flows, and statements of changes in member's equity, unless otherwise noted. In this report, when we refer to "us," "we," "our," or "ours," we are referring to Wisconsin Gas LLC.

We are a public utility engaged in the distribution of natural gas throughout Wisconsin and are a wholly owned subsidiary of WEC Energy Group. We are subject to the jurisdiction of, and regulation by, the PSCW, which has general supervisory and regulatory powers over virtually all phases of the public utility industry in Wisconsin. In addition, we are subject to the standards of conduct and affiliate rules of the FERC. We have combined many common functions with WE, another utility subsidiary of WEC Energy Group, and operate together under the trade name "We Energies."

(b) Basis of Presentation—We prepare our financial statements in conformity with GAAP. We make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from these estimates.

(c) Cash and Cash Equivalents—Cash and cash equivalents include marketable debt securities with an original maturity of three months or less.

(d) Operating Revenues—The following discussion includes our significant accounting policies related to operating revenues. For additional required disclosures on disaggregation of operating revenues, see Note 3, Operating Revenues.

Revenues from Contracts with Customers

Natural Gas Utility Operating Revenues

We recognize natural gas utility operating revenues under requirements contracts with residential, commercial and industrial, and transportation customers served under our tariffs. Tariffs provide our customers with the standard terms and conditions, including rates, related to the services offered. Requirements contracts provide for the delivery of as much natural gas as the customer needs. These requirements contracts represent discrete deliveries of natural gas and constitute a single performance obligation satisfied over time. Our performance obligation is both created and satisfied with the transfer of control of natural gas upon delivery to the customer. For most of our customers, natural gas is delivered and consumed by the customer simultaneously. A performance obligation can be bundled to consist of both the sale and the delivery of the natural gas commodity. Our customers can purchase the commodity from a third party. In this case, the performance obligation only includes the delivery of the natural gas to the customer.

The transaction price of the performance obligations for our natural gas customers is valued using the rates, charges, terms, and conditions of service included in our tariffs, which have been approved by the PSCW. These rates often have a fixed component customer charge and a usage-based variable component charge. We recognize revenue for the fixed component customer charge monthly using a time-based output method. We recognize revenue for the usage-based variable component charge using an output method based on natural gas delivered each month.

Our tariffs include various rate mechanisms that allow us to recover or refund changes in prudently incurred costs from rate case-approved amounts. Our rates include a one-for-one recovery mechanism for natural gas commodity costs. Under normal circumstances, we defer any difference between actual natural gas costs incurred and costs recovered through rates as a current asset or liability. The deferred balance is returned to or recovered from customers at intervals throughout the year. However, as a result of the extreme weather in the Midwest in February 2021, the cost of gas purchased for our natural gas customers was temporarily driven significantly higher than our normal winter weather expectations. See Note 17, Regulatory Environment, for more information on the recovery of these high natural gas costs.

In addition, our residential tariffs include a mechanism for cost recovery or refund of uncollectible expense based on the difference between actual uncollectible write-offs and the amounts recovered in rates.

Consistent with the timing of when we recognize revenue, customer billings generally occur on a monthly basis, with payments typically due in full within 30 days.

(e) Credit Losses—The following discussion includes our significant accounting policies related to credit losses. For additional required disclosures on credit losses, see Note 4, Credit Losses.

Our exposure to credit losses is related to our accounts receivable and unbilled revenue balances, which are generated from the sale of natural gas to residential, commercial and industrial, and transportation customers served under our regulated utility tariffs.

We evaluate the collectability of our accounts receivable and unbilled revenue balances considering a combination of factors. For some of our larger customers and also in circumstances where we become aware of a specific customer's inability to meet its financial obligations to us, we record a specific allowance for credit losses against amounts due in order to reduce the net recognized receivable to the amount we reasonably believe will be collected. For all other customers, we use the accounts receivable aging method to calculate an allowance for credit losses. Using this method, we classify accounts receivable into different aging buckets and calculate a reserve percentage for each aging bucket based upon historical loss rates. The calculated reserve percentages are updated on at least an annual basis, in order to ensure recent macroeconomic, political, and regulatory trends are captured in the calculation, to the extent possible. Risks identified that we do not believe are reflected in the calculated reserve percentages, are assessed on a quarterly basis to determine whether further adjustments are required.

We monitor our ongoing credit exposure through active review of counterparty accounts receivable balances against contract terms and due dates. Our activities include timely account reconciliation, dispute resolution and payment confirmation. To the extent possible, we work with customers with past due balances to negotiate payment plans, but will disconnect customers for non-payment as allowed by the PSCW if necessary, and employ collection agencies and legal counsel to pursue recovery of defaulted receivables. For our larger customers, detailed credit review procedures may be performed in advance of any sales being made. We sometimes require letters of credit, parental guarantees, prepayments or other forms of credit assurance from our larger customers to mitigate credit risk.

(f) Materials, Supplies, and Inventories—We record substantially all materials, supplies, and natural gas in storage inventories using the weighted-average cost method of accounting.

(g) Regulatory Assets and Liabilities—The economic effects of regulation can result in regulated companies recording costs and revenues that are allowed in the ratemaking process in a period different from the period they would have been recognized by a nonregulated company. When this occurs, regulatory assets and regulatory liabilities are recorded on the balance sheet. Regulatory assets represent deferred costs probable of recovery from customers that would have otherwise been charged to expense. Regulatory liabilities represent amounts that are expected to be refunded to customers in future rates or future costs already collected from customers in rates.

The recovery or refund of regulatory assets and liabilities is based on specific periods determined by the PSCW or occurs over the normal operating period of the related assets and liabilities. If a previously recorded regulatory asset is no longer probable of recovery, the regulatory asset is reduced to the amount considered probable of recovery, and the reduction is charged to expense in the current period. See Note 5, Regulatory Assets and Liabilities, for more information.

(h) Property, Plant, and Equipment—We record property, plant, and equipment at cost. Cost includes material, labor, overhead, and both debt and equity components of AFUDC. Additions to and significant replacements of property are charged to property, plant, and equipment at cost; minor items are charged to other operation and maintenance expense. The cost of depreciable utility property less salvage value is charged to accumulated depreciation when property is retired.

We record straight-line depreciation expense over the estimated useful life of utility property using depreciation rates approved by the PSCW. Annual utility composite depreciation rates were 2.61%, 2.47%, and 2.44% in 2023, 2022, and 2021, respectively.

We capitalize certain costs related to software developed or obtained for internal use and record these costs to amortization expense over the estimated useful life of the related software, which ranges from 3 to 15 years. If software is retired prior to being fully amortized, the difference is recorded as a loss on the income statement.

Third parties reimburse us for all or a portion of expenditures for certain capital projects. Such contributions in aid of construction costs are recorded as a reduction to property, plant, and equipment.

See Note 6, Property, Plant, and Equipment, for more information.

(i) Allowance for Funds Used During Construction—AFUDC is included in utility plant accounts and represents the cost of borrowed funds (AFUDC-Debt) used during plant construction, and a return on member's equity (AFUDC-Equity) used for construction purposes. AFUDC-Debt is recorded as a reduction of interest expense, and AFUDC-Equity is recorded in other income, net.

Approximately 50% of our retail jurisdictional CWIP expenditures are subject to the AFUDC calculation. Our average AFUDC retail rates were 7.94%, 8.32%, and 8.32% in 2023, 2022, and 2021, respectively.

(j) Asset Impairment—Goodwill and other intangible assets with indefinite lives are subject to an annual impairment test. Interim impairment tests are performed when impairment indicators are present. During the third quarter of each year, we perform an annual goodwill impairment test. The carrying amount of our goodwill is considered not recoverable if the carrying amount of our net assets exceeds our fair value. An impairment loss is recorded as the excess of the carrying amount of the goodwill over its fair value. For our indefinite-lived intangible assets, an impairment loss is recognized when the carrying amount of an asset is not recoverable and exceeds its fair value. An impairment loss is measured as the excess of the carrying amount of the intangible asset over its fair value. No impairment losses were recorded for our indefinite-lived intangible assets during the years ended December 31, 2023 and 2022. We did not have any indefinite-lived intangible assets during 2021. See Note 7, Goodwill and Intangible Assets, for more information.

We periodically assess the recoverability of certain long-lived assets when factors indicate the carrying value of such assets may be impaired or such assets are planned to be sold. Long-lived assets that would be subject to an impairment assessment generally include any assets within regulated operations that may not be fully recovered from our customers as a result of regulatory decisions that will be made in the future. An impairment loss is recognized when the carrying amount of the asset is not recoverable and exceeds its fair value. The carrying amount of an asset is not recoverable if it exceeds the sum of the undiscounted cash flows expected to result from the use and eventual disposition of the asset. An impairment loss is measured as the excess of the carrying amount of the asset over its fair value.

We assess the likelihood of a disallowance of part of the cost of recently completed plant by considering factors such as applicable regulatory environment changes, our own recent rate orders, as well as recent rate orders of other regulated entities in similar jurisdictions. When it becomes probable that part of the cost of recently completed plant will be disallowed for rate-making purposes, we assess whether a reasonable estimate of the amount of the disallowance can be made. The estimated amount of the probable disallowance will then be deducted from the reported cost of the plant and recognized as an impairment loss.

(k) Stock-Based Compensation—Our employees participate in the WEC Energy Group stock-based compensation plans. In accordance with the WEC Energy Group shareholder approved Omnibus Stock Incentive Plan, WEC Energy Group provides long-term incentives through its equity interests to its non-employee directors, officers, and other key employees. The plan provides for the granting of stock options, restricted stock, performance shares, and other stock-based awards. Awards may be paid in WEC Energy Group common stock, cash, or a combination thereof. In addition to those shares of WEC Energy Group common stock that were subject to awards outstanding as of May 6, 2021, when the plan was last approved by shareholders, 9.0 million shares of WEC Energy Group common stock were reserved for issuance under the plan. Officers and other key employees are also granted performance units under the WEC Energy Group Performance Unit Plan. All grants of performance units are settled in cash.

Stock-based compensation expense is allocated to us based on the outstanding awards held by our employees and our allocation of labor costs. For the years ended December 31, 2023, 2022, and 2021, we recorded stock-based compensation expense of $0.6 million, $2.1 million, and $0.9 million, respectively.

(l) Leases—We recognize a right of use asset and lease liability for operating and finance leases with a term of greater than one year. At December 31, 2023 and 2022, we had not recorded any significant right of use assets and lease liabilities on our balance sheets.

As of March 15, 2024, we have not entered into any material leases that have not yet commenced.

We are currently party to several easement agreements that allow us access to land we do not own for the purpose of constructing and maintaining certain natural gas equipment. We have not classified our easements as leases because we view the entire parcel of land specified in our easement agreements to be the identified asset, not just that portion of the parcel that contains our easement. As such, we have concluded that we do not control the use of an identified asset related to our easement agreements, nor do we obtain substantially all of the economic benefits associated with these shared-use assets.

(m) Income Taxes—We follow the liability method in accounting for income taxes. Accounting guidance for income taxes requires the recording of deferred assets and liabilities to recognize the expected future tax consequences of events that have been reflected in our financial statements or tax returns and the adjustment of deferred tax balances to reflect tax rate changes. We are required to assess the likelihood that our deferred tax assets would expire before being realized. If we conclude that certain deferred tax assets are likely to expire before being realized, a valuation allowance would be established against those assets. GAAP requires that, if we conclude in a future period that it is more likely than not that some or all of the deferred tax assets would be realized before expiration, we reverse the related valuation allowance in that period. Any change to the allowance, as a result of a change in judgment about the realization of deferred tax assets, is reported in income tax expense.

ITCs associated with regulated operations are deferred and amortized over the life of the assets.

We are included in WEC Energy Group's consolidated federal and state income tax returns. In accordance with our tax allocation agreement with WEC Energy Group, we are allocated income tax payments and refunds based upon the benefit for loss method, where attributes are realized when WEC Energy Group is able to realize them.

We recognize interest and penalties accrued related to unrecognized tax benefits in income tax expense in our income statements.

In April 2023, the IRS issued Revenue Procedure 2023-15, which provides a safe harbor method of accounting that taxpayers may use to determine whether expenses to repair, maintain, replace, or improve natural gas transmission and distribution property must be capitalized for tax purposes. We are currently evaluating the impact this guidance may have on our financial statements and related disclosures.

See Note 11, Income Taxes, for more information.

(n) Fair Value Measurements—Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (exit price).

Fair value accounting rules provide a fair value hierarchy that prioritizes the inputs used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurement) and the lowest priority to unobservable inputs (Level 3 measurement). The three levels of the fair value hierarchy are defined as follows:

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 – Pricing inputs are observable, either directly or indirectly, but are not quoted prices included within Level 1. Level 2 includes those financial instruments that are valued using external inputs within models or other valuation methods.

Level 3 – Pricing inputs include significant inputs that are generally less observable from objective sources. These inputs may be used with internally developed methods that result in management's best estimate of fair value. Level 3 instruments include those that may be more structured or otherwise tailored to customers' needs.

Assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. We use a mid-market pricing convention (the mid-point price between bid and ask prices) as a practical measure for valuing certain derivative assets and liabilities. We primarily use a market approach for recurring fair value measurements and attempt to use valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs.

When possible, we base the valuations of our derivative assets and liabilities on quoted prices for identical assets and liabilities in active markets. These valuations are classified in Level 1. The valuations of certain contracts not classified as Level 1 may be based

on quoted market prices received from counterparties and/or observable inputs for similar instruments. Transactions valued using these inputs are classified in Level 2. Certain derivatives are categorized in Level 3 due to the significance of unobservable or internally-developed inputs.

See Note 12, Fair Value Measurements, for more information.

(o) Derivative Instruments—We use derivatives as part of our risk management program to manage the risks associated with the price volatility of natural gas costs for the benefit of our customers. Our approach is non-speculative and is designed to mitigate risk. Our regulated hedging program is approved by the PSCW.

We record derivative instruments on our balance sheets as an asset or liability measured at fair value, unless they qualify for the normal purchases and sales exception, and are so designated. We continually assess our contracts designated as normal and will discontinue the treatment of these contracts as normal if the required criteria are no longer met. Changes in the derivative's fair value are recognized currently in earnings unless specific hedge accounting criteria are met or we receive regulatory treatment for the derivative. For most of our natural gas-related physical and financial contracts that qualify as derivatives, the PSCW allows the effects of fair value accounting to be offset to regulatory assets and liabilities.

We classify derivative assets and liabilities as current or long-term on our balance sheets based on the maturities of the underlying contracts. Cash flows from derivative activities are presented in the same category as the item being hedged within operating activities on our statements of cash flows.

Derivative accounting rules provide the option to present certain asset and liability derivative positions net on the balance sheets and to net the related cash collateral against these net derivative positions. We elected not to net these items. On our balance sheets, cash collateral provided to others is reflected in other current assets.

See Note 13, Derivative Instruments, for more information.

(p) Employee Benefits—The costs of pension and OPEB plans are expensed over the periods during which employees render service. These costs are distributed among WEC Energy Group's subsidiaries based on current employment status and actuarial calculations, as applicable. The PSCW allows recovery in rates for our net periodic benefit cost calculated under GAAP. See Note 14, Employee Benefits, for more information.

(q) Customer Deposits and Credit Balances—When utility customers apply for new service, they may be required to provide a deposit for the service. Customer deposits are recorded within other current liabilities on our balance sheets.

Utility customers can elect to be on a budget plan. Under this type of plan, a monthly installment amount is calculated based on estimated annual usage. During the year, the monthly installment amount is reviewed by comparing it to actual usage. If necessary, an adjustment is made to the monthly amount. Annually, the budget plan is reconciled to actual annual usage. Payments in excess of actual customer usage are recorded within other current liabilities on our balance sheets.

(r) Environmental Remediation Costs—We are subject to federal and state environmental laws and regulations that in the future may require us to pay for environmental remediation at sites where we have been, or may be, identified as a potentially responsible party. Loss contingencies may exist for the remediation of hazardous substances at various potential sites, including manufactured gas plant sites. See Note 15, Commitments and Contingencies, for more information.

We record environmental remediation liabilities when site assessments indicate remediation is probable, and we can reasonably estimate the loss or a range of losses. The estimate includes both our share of the liability and any additional amounts that will not be paid by other potentially responsible parties or the government. When possible, we estimate costs using site-specific information but also consider historical experience for costs incurred at similar sites. Remediation efforts for a particular site generally extend over a period of several years. During this period, the laws governing the remediation process may change, as well as site conditions, potentially affecting the cost of remediation.

We have received approval to defer certain environmental remediation costs, as well as estimated future costs, through a regulatory asset. The recovery of deferred costs is subject to the PSCW's approval.

We review our estimated costs of remediation annually for our manufactured gas plant sites. We adjust the liabilities and related regulatory assets, as appropriate, to reflect the new cost estimates. Any material changes in cost estimates are adjusted throughout the year.

(s) Subsequent Events—Subsequent events were evaluated for potential recognition or disclosure through March 15, 2024, which is the date the financial statements were available to be issued.

NOTE 2—RELATED PARTIES

We routinely enter into transactions with related parties, including WEC Energy Group and its other subsidiaries.

We provide and receive services, property, and other items of value to and from our parent, WEC Energy Group, and other subsidiaries of WEC Energy Group pursuant to an AIA that became effective in 2017. The AIA was approved by the appropriate regulators, including the PSCW. In accordance with the AIA, WBS provides several categories of services to us (including financial, human resource, and administrative services). As required by FERC regulations for centralized service companies, WBS renders services at cost. Services provided by any regulated subsidiary of WEC Energy Group to another regulated subsidiary or WBS are provided at cost, and any services provided by a regulated subsidiary to a nonregulated subsidiary of WEC Energy Group are provided at the greater of cost or fair market value.

The following table shows activity associated with our related party transactions for the years ended December 31:

(in millions)	2023	2022	2021
Transactions with WE			
Natural gas related sales to WE [1]	**$ 19.7**	$ 6.2	$ 5.9
Natural gas related purchases from WE [1]	**0.3**	1.3	0.3
Charges to WE for services and other items [2]	**27.9**	29.8	29.7
Charges from WE for services and other items [2]	**38.3**	39.5	40.4
Transactions with Bluewater			
Charges from Bluewater for storage service fees [3]	**19.6**	17.0	15.9
Charges from Bluewater for other operating fees [3]	**4.5**	3.7	1.6
Natural gas related sales to Bluewater [1]	**3.2**	3.2	3.1
Transactions with WPS			
Natural gas related purchases from WPS [1]	**1.4**	0.4	0.1
Transactions with WBS			
Charges to WBS for services and other items [2]	**8.4**	6.3	11.4 [4]
Charges from WBS for services and other items [2]	**31.5**	28.8	28.4

[1] Includes amounts related to the sale or purchase of natural gas and/or pipeline capacity.

[2] Includes amounts charged for services, pass through costs, asset and liability transfers, and other items in accordance with the approved AIA.

[3] We have a long-term service agreement with a wholly owned subsidiary of Bluewater that was previously approved by the PSCW. Bluewater owns natural gas storage facilities in Michigan and provides a portion of our current storage needs.

[4] Includes $4.4 million for the transfer of certain software assets to WBS.

NOTE 3—OPERATING REVENUES

For more information about our significant accounting policies related to operating revenues, see Note 1(d), Operating Revenues.

Disaggregation of Operating Revenues

The following tables present our operating revenues disaggregated by revenue source. We disaggregate revenues into categories that depict how the nature, amount, timing, and uncertainty of revenues and cash flows are affected by economic factors. Natural gas revenues are further disaggregated by customer class. Each customer class has different expectations of service, natural gas and demand requirements, and can be impacted differently by regulatory activities within Wisconsin.

	Year Ended December 31		
(in millions)	**2023**	**2022**	**2021**
Wisconsin Gas LLC			
Natural gas utility revenues from contracts with customers	**$ 765.1**	$ 912.3	$ 681.6
Other operating revenues	**5.3**	5.0	5.1
Total operating revenues	**$ 770.4**	$ 917.3	$ 686.7

Revenues from Contracts with Customers

Natural Gas Utility Operating Revenues

The following table disaggregates natural gas utility operating revenues into customer class:

	Year Ended December 31		
(in millions)	**2023**	**2022**	**2021**
Residential	**$ 466.1**	$ 560.5	$ 415.2
Commercial and industrial	**250.3**	305.8	210.3
Total retail revenues	**716.4**	866.3	625.5
Transportation	**52.3**	49.2	48.5
Other utility revenues [(1)]	**(3.6)**	(3.2)	7.6
Total natural gas utility operating revenues	**$ 765.1**	$ 912.3	$ 681.6

(1) Includes the revenues subject to our GCRM, which fluctuate based on actual natural gas costs incurred, compared with the recovery of natural gas costs that were anticipated in rates.

Other Operating Revenues

Other operating revenues consist primarily of the following:

	Year Ended December 31		
(in millions)	**2023**	**2022**	**2021**
Late payment charges	**$ 5.3**	$ 4.9	$ 5.0
Rental revenues	**—**	0.1	0.1
Total other operating revenues	**$ 5.3**	$ 5.0	$ 5.1

NOTE 4—CREDIT LOSSES

The table below shows our gross third-party receivable balances and related allowance for credit losses.

(in millions)	December 31, 2023	December 31, 2022
Accounts receivable and unbilled revenues	**$ 162.4**	$ 225.9
Allowance for credit losses	**19.1**	18.3
Accounts receivable and unbilled revenues, net [1]	**$ 143.3**	$ 207.6
Total accounts receivable, net – past due greater than 90 days [1]	**$ 5.1**	$ 6.6
Past due greater than 90 days – collection risk mitigated by regulatory mechanisms [1]	**89.9 %**	95.2 %

(1) Our exposure to credit losses for certain regulated utility customers is mitigated by a regulatory mechanism we have in place. Specifically, our residential tariffs include a mechanism for cost recovery or refund of uncollectible expense based on the difference between actual uncollectible write-offs and the amounts recovered in rates. As a result, at December 31, 2023, $69.4 million, or 48.4%, of our net accounts receivable and unbilled revenues balance had regulatory protections in place to mitigate the exposure to credit losses.

A rollforward of the allowance for credit losses is included below:

	Year Ended December 31		
(in millions)	2023	2022	2021
Balance at January 1	**$ 18.3**	$ 19.0	$ 23.1
Provision for credit losses	**10.0**	13.9	13.5
Provision for credit losses deferred for future recovery or refund	**3.5**	(4.4)	(9.2)
Write-offs charged against the allowance	**(21.5)**	(19.4)	(16.3)
Recoveries of amounts previously written off	**8.8**	9.2	7.9
Balance at December 31	**$ 19.1**	$ 18.3	$ 19.0

The allowance for credit losses increased during the year ended December 31, 2023, driven by higher past due accounts receivable balances, primarily related to our residential customers. The increase was partially offset by lower customer energy costs (driven by the warmer weather during the fourth quarter of 2023 when compared to the same quarter in 2022 and lower natural gas prices) and customer write-offs.

The allowance for credit losses decreased during the year ended December 31, 2022, driven by customer write-offs related to collection practices returning to pre-pandemic levels in 2021, including the restoration of our ability to disconnect customers. After a customer is disconnected for a period of time without payment on their account, we will write off that customer balance. We believe that high natural gas prices contributed to higher past due accounts receivable balances, partially offsetting the decrease in the allowance for credit losses.

The allowance for credit losses decreased during the year ended December 31, 2021, primarily related to normal collection practices resuming in April 2021. As a result of the Coronavirus Disease – 2019 pandemic and related regulatory orders we had received, we were unable to disconnect any of our customers in 2020. Higher year-over-year natural gas prices drove an increase in gross accounts receivable balances, partially offsetting the decrease in the allowance for credit losses attributed to collection efforts.

NOTE 5—REGULATORY ASSETS AND LIABILITIES

The following regulatory assets were reflected on our balance sheets as of December 31:

(in millions)	2023	2022	See Note
Regulatory assets [1] [2]			
Pension and OPEB costs [3]	**$ 128.2**	$ 126.3	14, 17
Environmental remediation costs [4]	**80.5**	95.9	15
Bluewater [5]	**16.3**	7.5	2
Income tax related items	**12.6**	10.6	11
2022 depreciation and interest expense related to capital investment [6]	**9.2**	18.4	17
Other, net	**13.2**	9.9	
Total regulatory assets	**$ 260.0**	$ 268.6	

(1) Based on prior and current rate treatment, we believe it is probable that we will continue to recover from customers the regulatory assets in this table.

(2) As of December 31, 2023, we had $64.8 million of regulatory assets not earning a return. The regulatory assets not earning a return relate to certain environmental remediation costs. The other regulatory assets in the table either earn a return at our weighted average cost of capital or the cash has not yet been expended, in which case the regulatory assets are offset by liabilities.

(3) Primarily represents the unrecognized future pension and OPEB costs related to our defined benefit pension and OPEB plans. We are authorized recovery of these regulatory assets over the average remaining service life of each plan.

(4) As of December 31, 2023, we had made cash expenditures of $64.8 million related to these environmental remediation costs. The remaining $15.7 million represents our estimated future cash expenditures.

(5) Primarily relates to costs associated with our long-term service agreement with Bluewater for natural gas storage services. The PSCW has approved escrow accounting for these costs. As a result, we defer as a regulatory asset or liability the difference between actual storage costs and those included in rates until recovery or refund is authorized in a future rate proceeding.

(6) The rate order we received from the PSCW in December 2022 authorized recovery of this regulatory asset over a two-year period that began on January 1, 2023.

The following regulatory liabilities were reflected on our balance sheets as of December 31:

(in millions)	2023	2022	See Note
Regulatory liabilities			
Removal costs [1]	**$ 219.1**	$ 208.1	
Income tax related items	**177.3**	181.4	11
Uncollectible expense	**20.0**	23.5	4
Pension and OPEB benefits [2]	**9.7**	5.4	14, 17
Earnings sharing mechanism	**2.9**	8.2	17
Other, net	**21.8**	17.2	
Total regulatory liabilities	**$ 450.8**	$ 443.8	
Balance sheet presentation			
Other current liabilities	**$ 5.4**	$ 0.5	
Regulatory liabilities	**445.4**	443.3	
Total regulatory liabilities	**$ 450.8**	$ 443.8	

(1) Represents amounts collected from customers to cover the future cost of property, plant, and equipment removals that are not legally required.

(2) Primarily represents the unrecognized future pension and OPEB benefits related to our defined benefit pension and OPEB plans. We will amortize these regulatory liabilities into net periodic benefit cost over the average remaining service life of each plan.

NOTE 6—PROPERTY, PLANT, AND EQUIPMENT

Property, plant, and equipment consisted of the following utility assets at December 31:

(in millions)	2023	2022
Natural gas – distribution, storage, and transmission	**$ 2,880.3**	$ 2,758.3
Other	**213.5**	207.0
Less: Accumulated depreciation	**896.1**	861.1
Net	**2,197.7**	2,104.2
CWIP	**228.8**	141.6
Total property, plant, and equipment	**$ 2,426.5**	$ 2,245.8

NOTE 7—GOODWILL AND INTANGIBLE ASSETS

Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the identifiable net assets acquired. We had no changes to the carrying amount of goodwill during the years ended December 31, 2023 and 2022.

(in millions)	Gross Carrying Amount	Accumulated Impairment Losses	Net Carrying Amount
Goodwill	**$ 441.9**	**$ (346.0)**	**$ 95.9**

During the third quarter of 2023, we completed our annual goodwill impairment test for goodwill we carried as of July 1, 2023. No impairment resulted from this test.

Intangible Assets

At December 31, 2023 and 2022, we had $2.3 million of indefinite-lived intangible assets, consisting of spectrum frequencies. The spectrum frequencies enable us to transmit data and voice communications over a wavelength dedicated to us throughout our service territory. These indefinite-lived intangible assets are included in other long-term assets on our balance sheet.

NOTE 8—MEMBER'S EQUITY

Various financing arrangements and regulatory requirements impose certain restrictions on our ability to transfer funds to WEC Energy Group in the form of cash distributions, loans, or advances. In addition, Wisconsin law prohibits us from making loans to or guaranteeing obligations of WEC Energy Group.

In accordance with our most recent rate order, we may not pay distributions above the test year forecasted amount reflected in our rate case, if it would cause our average common equity ratio, on a financial basis, to fall below our authorized level of 53.0%. A return of capital in excess of the test year amount can be paid by us at the end of the year provided that our average common equity ratio does not fall below the authorized level.

See Note 9, Short-Term Debt and Lines of Credit, for discussion of certain financial covenants related to our short-term debt obligations.

Our regulated member's equity is lower than our GAAP equity as it includes adjustments for purchase accounting and other factors. As of December 31, 2023, approximately $1,254 million of our GAAP member's equity was restricted.

We do not believe that these restrictions will materially affect our operations or limit any distributions in the foreseeable future.

NOTE 9—SHORT-TERM DEBT AND LINES OF CREDIT

The following table shows our short-term borrowings and their corresponding weighted-average interest rates as of December 31:

(in millions, except percentages)	2023	2022
Commercial paper		
Amount outstanding at December 31	**$ 318.3**	$ 287.8
Average interest rate on amounts outstanding at December 31	**5.48 %**	4.64 %

Our average amount of commercial paper borrowings based on daily outstanding balances during 2023 was $197.9 million, with a weighted-average interest rate during the period of 5.25%.

We have entered into a bank back-up credit facility to maintain short term credit liquidity which, among other terms, requires us to maintain, subject to certain exclusions, a total funded debt to capitalization ratio of 65% or less. As of December 31, 2023, we were in compliance with our financial covenants.

The information in the table below relates to our revolving credit facility used to support our commercial paper borrowing program, including remaining available capacity under this facility as of December 31:

(in millions)	Maturity	2023
Revolving credit facility	September 2026	**$ 350.0**
Less:		
Commercial paper outstanding		**318.3**
Available capacity under existing agreement		**$ 31.7**

This facility has a renewal provision for two one-year extensions, subject to lender approval.

Our bank back-up credit facility contains customary covenants, including certain limitations on our ability to sell assets. The credit facility also contains customary events of default, including payment defaults, material inaccuracy of representations and warranties, covenant defaults, bankruptcy proceedings, certain judgments, Employee Retirement Income Security Act of 1974 defaults and change of control.

NOTE 10—LONG-TERM DEBT

The following table is a summary of our long-term debt outstanding as of December 31:

(in millions)			2023	2022
Long-term debt	**Interest Rate**	**Year Due**		
Debentures (unsecured)	2.38%	2024	**150.0**	150.0
	3.53%	2025	**200.0**	200.0
	2.07%	2028	**150.0**	150.0
	5.90%	2035	**90.0**	90.0
	3.71%	2046	**200.0**	200.0
Total			**790.0**	790.0
Unamortized debt issuance costs			**(2.4)**	(3.0)
Unamortized discount, net			**(0.4)**	(0.4)
Total long-term debt, including current portion			**787.2**	786.6
Current portion of long-term debt			**(150.0)**	—
Total long-term debt			**$ 637.2**	$ 786.6

We amortize debt premiums, discounts and debt issuance costs over the lives of the debt using the straight-line method and we include the costs in interest expense.

Maturities of Long-Term Debt Outstanding

The following table shows the future maturities of our long-term debt outstanding as of December 31, 2023:

(in millions)	Payments
2024	$ 150.0
2025	200.0
2026	—
2027	—
2028	150.0
Thereafter	290.0
Total	$ 790.0

Our long-term debt obligations contain covenants related to payment of principal and interest when due and various other obligations. Failure to comply with these covenants could result in an event of default, which could result in the acceleration of outstanding debt obligations. As of December 31, 2023, we were in compliance with our covenants related to our long-term debt obligations.

NOTE 11—INCOME TAXES

Income Tax Expense

The following table is a summary of income tax expense for each of the years ended December 31:

(in millions)	2023	2022	2021
Current tax expense	**$ 9.8**	$ 7.7	$ 4.5
Deferred income taxes, net	**16.5**	29.0	19.5
Total income tax expense	**$ 26.3**	$ 36.7	$ 24.0

Statutory Rate Reconciliation

The provision for income taxes for each of the years ended December 31 differs from the amount of income tax determined by applying the applicable United States statutory federal income tax rate to income before income taxes as a result of the following:

	2023		2022		2021	
(in millions)	Amount	Effective Tax Rate	Amount	Effective Tax Rate	Amount	Effective Tax Rate
Statutory federal income tax	**$ 25.2**	**21.0 %**	$ 31.1	21.0 %	$ 20.7	21.0 %
State income taxes net of federal tax benefit	**7.0**	**5.8 %**	9.1	6.2 %	6.2	6.3 %
Federal excess deferred tax amortization – Wisconsin unprotected [1]	**(2.2)**	**(1.9)%**	(2.2)	(1.5)%	(2.2)	(2.3)%
Federal excess deferred tax amortization [2]	**(1.7)**	**(1.4)%**	(0.7)	(0.5)%	(0.7)	(0.7)%
Other, net	**(2.0)**	**(1.6)%**	(0.6)	(0.4)%	—	— %
Total income tax expense	**$ 26.3**	**21.9 %**	$ 36.7	24.8 %	$ 24.0	24.3 %

(1) In accordance with the rate order received from the PSCW in December 2019, we amortized these unprotected deferred tax benefits evenly over four years, to reduce near-term rate impacts to our customers. The decrease in income tax expense related to the amortization of the deferred tax benefits is offset by a decrease in revenue as the benefits are returned to customers, resulting in no impact on net income.

(2) The Tax Legislation required us to remeasure our deferred income taxes and we began to amortize the resulting excess protected deferred income taxes beginning in 2018 in accordance with normalization requirements. The decrease in income tax expense related to the amortization of the deferred tax benefits is offset by a decrease in revenue as the benefits are returned to customers, resulting in no impact on net income.

See Note 17, Regulatory Environment, for more information about the impact of the Tax Legislation and the Wisconsin rate order.

Deferred Income Tax Assets and Liabilities

The components of deferred income taxes at December 31 were as follows:

(in millions)	2023	2022
Deferred tax assets		
Tax gross up – regulatory items	**$ 44.3**	$ 46.8
Uncollectible account expense	**10.7**	11.4
Other	**7.3**	10.1
Total deferred tax assets	**62.3**	68.3
Deferred tax liabilities		
Property-related	**$ 268.1**	$ 250.8
Employee benefits and compensation	**98.9**	97.5
Other	**21.4**	20.7
Total deferred tax liabilities	**388.4**	369.0
Deferred tax liability, net	**$ 326.1**	$ 300.7

Consistent with ratemaking treatment, deferred taxes in the table above are offset for temporary differences that have related regulatory assets and liabilities.

At December 31, 2023 and 2022, we had no federal or state deferred tax assets related to tax benefit carryforwards.

Unrecognized Tax Benefits

We had no unrecognized tax benefits at December 31, 2023 and 2022.

We do not expect any unrecognized tax benefits to affect our effective tax rate in periods after December 31, 2023.

For the years ended December 31, 2023, 2022, and 2021, we recognized no interest expense and no penalties related to unrecognized tax benefits in our income statements. At December 31, 2023 and 2022, we had no interest accrued and no penalties accrued related to unrecognized tax benefits on our balance sheets.

We do not anticipate any significant increases in the total amounts of unrecognized tax benefits within the next 12 months.

Our primary tax jurisdictions include federal and the state of Wisconsin. We are no longer subject to federal income tax examinations by the IRS for years prior to 2020. At December 31, 2023, we were subject to examination by the Wisconsin taxing authority for tax years 2019 through 2023.

NOTE 12—FAIR VALUE MEASUREMENTS

The following tables summarize our financial assets and liabilities that were accounted for at fair value on a recurring basis, categorized by level within the fair value hierarchy:

	December 31, 2023			
(in millions)	Level 1	Level 2	Level 3	Total
Natural gas contracts				
Derivative assets	**$ 0.3**	**$ 1.0**	**$ —**	**$ 1.3**
Derivative liabilities	**6.6**	**3.8**	**—**	**10.4**

	December 31, 2022			
(in millions)	Level 1	Level 2	Level 3	Total
Natural gas contracts				
Derivative assets	$ 1.4	$ 3.6	$ —	$ 5.0
Derivative liabilities	4.9	2.2	—	7.1

The derivative assets and liabilities listed in the tables above include options, futures, and physical commodity contracts used to manage market risks related to changes in natural gas supply costs.

NOTE 13—DERIVATIVE INSTRUMENTS

Derivative assets and liabilities are included in the other current and other long-term line items on our balance sheets. The following table shows our derivative assets and derivative liabilities. None of the derivatives shown below were designated as hedging instruments.

	December 31, 2023		December 31, 2022	
(in millions)	Derivative Assets	Derivative Liabilities	Derivative Assets	Derivative Liabilities
Natural gas contracts				
Current	**$ 1.3**	**$ 9.5**	$ 5.0	$ 6.1
Long-term	**—**	**0.9**	—	1.0
Total	**$ 1.3**	**$ 10.4**	$ 5.0	$ 7.1

Realized gains and losses on derivatives are recorded in cost of natural gas sold upon settlement; however, they may be subsequently deferred for future rate recovery or refund as the gains and losses are included in our GCRM. Our estimated notional sales volumes and realized gains and losses were as follows for the years ended:

	December 31, 2023		December 31, 2022		December 31, 2021	
(in millions)	Volumes	Losses	Volumes	Gains	Volumes	Gains
Natural gas contracts	**30.4 Dth**	**$ (16.0)**	31.4 Dth	$ 19.6	31.1 Dth	$ 11.3

At December 31, 2023 and 2022, we had posted cash collateral of $8.1 million and $6.5 million, respectively.

The following table shows derivative assets and derivative liabilities if derivative instruments by counterparty were presented net on our balance sheets:

	December 31, 2023		December 31, 2022	
(in millions)	Derivative Assets	Derivative Liabilities	Derivative Assets	Derivative Liabilities
Gross amount recognized on the balance sheet	**$ 1.3**	**$ 10.4**	$ 5.0	$ 7.1
Gross amount not offset on the balance sheet	**(0.5)**	**(6.9)** [1]	(1.4)	(5.0) [2]
Net amount	**$ 0.8**	**$ 3.5**	$ 3.6	$ 2.1

[1] Includes cash collateral posted of $6.4 million.

[2] Includes cash collateral posted of $3.6 million.

NOTE 14—EMPLOYEE BENEFITS

Pension and Other Postretirement Employee Benefits

We participate in WEC Energy Group's defined benefit pension plans and OPEB plans that cover substantially all of our employees. We are responsible for our share of the plan assets and obligations. The benefits for a portion of these plans are funded through irrevocable trusts, as allowed for income tax purposes. Our balance sheets reflect only the liabilities associated with our past and current employees and our share of the plan assets and obligations. WEC Energy Group also offers medical, dental, and life insurance benefits to our active employees and their dependents. We expense the costs of these benefits as incurred.

Generally, employees who started with us after 1997 receive a benefit based on a percentage of their annual salary plus an interest credit, while employees who started before 1998 receive a benefit based upon years of service and final average salary. Management employees hired after December 31, 2014 receive an annual company contribution to their 401(k) savings plan instead of being enrolled in the defined benefit plans.

We use a year-end measurement date to measure the funded status of all of the pension and OPEB plans. Due to the regulated nature of our business, we have concluded that substantially all of the unrecognized costs resulting from the recognition of the funded status of the pension and OPEB plans qualify as a regulatory asset.

The following table shows information relating to our share of the plans' benefit obligations and fair value of assets. Amounts presented are as of December 31:

	Pension Benefits		OPEB Benefits	
(in millions)	**2023**	**2022**	**2023**	**2022**
Benefit obligation	**$ 105.7**	$ 106.4	**$ 37.4**	$ 31.5
Fair value of plan assets	**253.1**	244.3	**130.1**	127.8
Funded status	**$ 147.4**	$ 137.9	**$ 92.7**	$ 96.3

The amount of contributions and benefit payments for the years ended December 31 were as follows:

	Pension Benefits		OPEB Benefits	
(in millions)	**2023**	**2022**	**2023**	**2022**
Employer contributions net of plan transfer [(1)]	**$ 0.8**	$ 0.7	**$ (7.0)**	$ —
Participant contributions	**—**	—	**0.3**	0.3
Benefit payments	**(10.6)**	(12.9)	**(3.2)**	(4.0)

(1) Employer contribution includes a $7.0 million transfer out of the WEC Energy Group Retiree Welfare Plan, in 2023, associated with the overfunded position of this plan.

In 2023, we had an actuarial loss related to our pension benefit obligations of $3.0 million and an actuarial gain of $26.6 million in 2022. The primary driver for the actuarial loss was a lower discount rate in 2023. Partially offsetting the loss in 2023, was higher than expected asset returns. The primary driver for the actuarial gain in 2022, was the change in discount rate. The discount rate for our pension benefits was 5.19%, 5.49%, and 2.93%, in 2023, 2022, and 2021, respectively.

In 2023, we had an actuarial loss related to our OPEB benefit obligation of $6.4 million and an actuarial gain of $9.8 million in 2022, respectively. The primary drivers for the actuarial loss were changes to medical trend assumptions and a lower discount rate in 2023. Partially offsetting the loss in 2023, were higher than expected asset returns. The primary driver for the actuarial gain in 2022, was the change in discount rate. The discount rate for our OPEB benefits was 5.15%, 5.50%, and 2.95%, in 2023, 2022, and 2021, respectively.

The amounts recognized on our balance sheets as of December 31 related to the funded status of the benefit plans were as follows:

	Pension Benefits		OPEB Benefits	
(in millions)	**2023**	**2022**	**2023**	**2022**
Pension and OPEB assets	**$ 153.8**	$ 144.2	**$ 92.7**	$ 96.3
Other long-term liabilities	**6.4**	6.3	**—**	—
Total net assets	**$ 147.4**	$ 137.9	**$ 92.7**	$ 96.3

The accumulated benefit obligation for all defined benefit plans was $105.7 million and $106.3 million as of December 31, 2023 and 2022, respectively.

The following table shows information for pension plans with an accumulated benefit obligation in excess of plan assets. There were no plan assets related to these pension plans. Amounts presented are as of December 31:

(in millions)	**2023**	**2022**
Accumulated benefit obligation	**$ 6.4**	$ 6.3

The following table shows information for pension plans with a projected benefit obligation in excess of plan assets. There were no plan assets related to these pension plans. Amounts presented are as of December 31:

(in millions)	**2023**	**2022**
Projected benefit obligation	**$ 6.4**	$ 6.3

We had no OPEB plans with an accumulated benefit obligation in excess of plan assets as of December 31, 2023 and 2022.

The following table shows the amounts that had not yet been recognized in our net periodic benefit cost as of December 31:

	Pension Benefits		OPEB Benefits	
(in millions)	**2023**	**2022**	**2023**	**2022**
Net regulatory assets (liabilities)				
Net actuarial loss	**$ 106.9**	$ 109.8	**$ 16.8**	$ 14.4
Prior service cost (credits)	**(0.3)**	(0.3)	**0.1**	0.1
Total	**$ 106.6**	$ 109.5	**$ 16.9**	$ 14.5

The amount of net periodic benefit credit recognized (including amounts capitalized to our balance sheets) for the years ended December 31 was as follows:

	Pension Benefits			OPEB Benefits		
(in millions)	**2023**	**2022**	**2021**	**2023**	**2022**	**2021**
Net periodic benefit credit	**$ (5.9)**	$ (4.7)	$ (2.4)	**$ (6.1)**	$ (9.3)	$ (8.1)

Effective January 1, 2023, the PSCW approved escrow accounting for pension and OPEB costs. As a result, as of December 31, 2023, we recorded a $0.5 million regulatory asset for pension costs and a $2.8 million regulatory asset for OPEB costs. The above table does not reflect any adjustments for the creation of these regulatory assets.

The weighted-average assumptions used to determine benefit obligations for the plans were as follows for the years ended December 31:

	Pension Benefits		OPEB Benefits	
	2023	**2022**	**2023**	**2022**
Discount rate	**5.19%**	5.49%	**5.15%**	5.50%
Rate of compensation increase	**4.00%**	4.00%	**N/A**	N/A
Interest credit rate	**5.32%**	5.33%	**N/A**	N/A
Assumed medical cost trend rate (Pre 65)	**N/A**	N/A	**6.25%**	6.50%
Ultimate trend rate (Pre 65)	**N/A**	N/A	**5.00%**	5.00%
Year ultimate trend rate is reached (Pre 65)	**N/A**	N/A	**2031**	2031
Assumed medical cost trend rate (Post 65)	**N/A**	N/A	**6.50%**	6.00%
Ultimate trend rate (Post 65)	**N/A**	N/A	**5.00%**	5.00%
Year ultimate trend rate is reached (Post 65)	**N/A**	N/A	**2030**	2031

The weighted-average assumptions used to determine net periodic benefit cost for the plans were as follows for the years ended December 31:

	Pension Benefits		
	2023	**2022**	**2021**
Discount rate	**5.49%**	2.93%	2.60%
Expected return on plan assets	**6.50%**	6.75%	6.75%
Rate of compensation increase	**4.00%**	4.00%	4.00%
Interest credit rate	**5.33%**	5.38%	5.37%

	OPEB Benefits		
	2023	**2022**	**2021**
Discount rate	**5.50%**	2.95%	2.65%
Expected return on plan assets	**6.50%**	7.00%	7.00%
Assumed medical cost trend rate (Pre 65)	**6.50%**	5.70%	5.85%
Ultimate trend rate (Pre 65)	**5.00%**	5.00%	5.00%
Year ultimate trend rate is reached (Pre 65)	**2031**	2028	2028
Assumed medical cost trend rate (Post 65)	**6.00%**	5.70%	5.83%
Ultimate trend rate (Post 65)	**5.00%**	5.00%	5.00%
Year ultimate trend rate is reached (Post 65)	**2031**	2028	2028

WEC Energy Group consults with its investment advisors on an annual basis to help forecast expected long-term returns on plan assets by reviewing historical returns as well as calculating expected total trust returns using the weighted-average of long-term market returns for each of the major target asset categories utilized in the trust. For 2024, the expected return on assets assumption for the pension and OPEB plans is 6.50%.

Plan Assets

Current pension trust assets and amounts which are expected to be contributed to the trusts in the future are expected to be adequate to meet pension payment obligations to current and future retirees.

WEC Energy Group's Investment Trust Policy Committee oversees investment matters related to all of our funded benefit plans. The Committee works with external actuaries and investment consultants on an on-going basis to establish and monitor investment strategies and target asset allocations. Forecasted cash flows for plan liabilities are regularly updated based on annual valuation results. Target allocations are determined using projected benefit payment cash flows and risk analyses of appropriate investments. They are intended to reduce risk, provide long-term financial stability for the plans and maintain funded levels which meet long-term plan obligations while preserving sufficient liquidity for near-term benefit payments.

Our pension trust target asset allocations are 25% equity investments, 55% fixed income investments, and 20% private equity and real estate investments. The OPEB trust target asset allocations are 45% equity investments, 45% fixed income investments, and 10% real estate investments. Equity securities include investments in large-cap, mid-cap, and small-cap companies. Fixed income securities include corporate bonds of companies from diversified industries, mortgage and other asset backed securities, commercial paper, and United States Treasuries.

Pension and OPEB plan investments are recorded at fair value. See Note 1(n), Fair Value Measurements, for more information regarding the fair value hierarchy and the classification of fair value measurements based on the types of inputs used.

The following table summarizes the fair values of our investments by asset class:

	December 31, 2023							
	Pension Plan Assets				OPEB Plan Assets			
(in millions)	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Asset Class								
Equity securities:								
United States equity	$ 15.6	$ —	$ —	$ 15.6	$ 13.3	$ —	$ —	$ 13.3
International equity	14.0	—	—	14.0	12.6	—	—	12.6
Fixed income securities: [1]								
United States bonds	—	109.7	—	109.7	10.7	38.5	—	49.2
International bonds	—	8.6	—	8.6	—	2.3	—	2.3
	$ 29.6	$ 118.3	$ —	$ 147.9	$ 36.6	$ 40.8	$ —	$ 77.4
Investments measured at net asset value:								
Equity securities				37.4				26.3
Fixed income securities				—				5.0
Other				67.8				21.4
Total				$ 253.1				$ 130.1

[1] This category represents investment grade bonds of United States and foreign issuers denominated in United States dollars from diverse industries.

	December 31, 2022							
	Pension Plan Assets				OPEB Plan Assets			
(in millions)	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Asset Class								
Equity securities:								
United States equity	$ 18.0	$ —	$ —	$ 18.0	$ 14.3	$ —	$ —	$ 14.3
International equity	15.8	—	—	15.8	12.3	—	—	12.3
Fixed income securities: [1]								
United States bonds	—	108.9	—	108.9	15.8	27.4	—	43.2
International bonds	—	9.2	—	9.2	—	2.3	—	2.3
	$ 33.8	$ 118.1	$ —	$ 151.9	$ 42.4	$ 29.7	$ —	$ 72.1
Investments measured at net asset value:								
Equity securities				36.3				28.7
Fixed income securities				—				7.7
Other				56.1				19.3
Total				$ 244.3				$ 127.8

[1] This category represents investment grade bonds of United States and foreign issuers denominated in United States dollars from diverse industries.

Cash Flows

We expect to contribute $0.7 million to the pension plans in 2024, dependent upon various factors affecting us, including our liquidity position and possible tax law changes. We expect to contribute an insignificant amount to the OPEB plans in 2024.

The following table shows the payments, reflecting expected future service, that we expect to make for pension and OPEB over the next 10 years:

(in millions)	Pension Benefits	OPEB Benefits
2024	$ 9.1	$ 2.9
2025	8.9	2.9
2026	8.6	2.8
2027	8.2	2.8
2028	8.2	2.8
2029-2033	38.6	14.0

Savings Plans

WEC Energy Group sponsors 401(k) savings plans that allow substantially all of our full-time employees to contribute a portion of their pre-tax and/or after-tax income in accordance with plan-specified guidelines. A percentage of employee contributions are matched by us through a contribution into the employee's savings plan account, up to certain limits. The 401(k) savings plans include an Employee Stock Ownership Plan. Certain employees receive an employer retirement contribution, which amounts are contributed to an employee's savings plan account based on the employee's wages. Total costs incurred under all of these plans were $2.4 million, $2.3 million, and $1.9 million in 2023, 2022, and 2021, respectively.

NOTE 15—COMMITMENTS AND CONTINGENCIES

We have significant commitments and contingencies arising from our operations, including those related to unconditional purchase obligations, environmental matters, and enforcement and litigation matters.

Unconditional Purchase Obligations

We have obligations to distribute and sell natural gas to our customers and expect to recover costs related to these obligations in future customer rates. In order to meet these obligations, we routinely enter into long-term purchase and sale commitments for various quantities and lengths of time.

The following table shows our minimum future commitments related to these purchase obligations as of December 31, 2023.

(in millions)	Date Contracts Extend Through	Total Amounts Committed	Payments Due By Period					
			2024	2025	2026	2027	2028	Later Years
Natural gas supply and transportation	2048	$ 640.4	$ 107.4	$ 68.5	$ 61.0	$ 57.8	$ 44.5	$ 301.2

Environmental Matters

Consistent with other companies in the natural gas utility industry, we face significant ongoing environmental compliance and remediation obligations related to current and past operations. Specific environmental issues affecting us include, but are not limited to, current and future regulation of GHG emissions and remediation of impacted properties, including former manufactured gas plant sites.

We have continued to pursue a proactive strategy to manage our environmental compliance obligations, including:

- the development of additional sources of RNG and LNG storage facilities;
- the protection of wetlands and waterways, biodiversity including threatened and endangered species, and cultural resources associated with utility construction projects;
- the remediation of former manufactured gas plant sites;
- the reduction of methane emissions across our natural gas distribution system by upgrading infrastructure; and
- the reporting of GHG emissions to comply with federal clean air rules.

Air Quality

Climate Change

WEC Energy Group continues to reduce methane emissions by improving its natural gas distribution systems and has set a target across its natural gas distribution operations to achieve net-zero methane emissions by the end of 2030. WEC Energy Group plans to achieve its net-zero goal through an effort that includes both continuous operational improvements and equipment upgrades, as well as the use of RNG throughout its natural gas utility distribution systems.

Water Quality

Waters of the United States

In January 2023, the EPA and the Army Corps (the agencies) together released a final rule effective in March 2023 that established standards for identifying which wetland or surface drainage features qualify as WOTUS based on its pre-2015 definition. The pre-2015 approach involved applying factors established through case law and agency precedents to determine whether a wetland or surface drainage feature is subject to federal jurisdiction.

In May 2023, in *Sackett v. EPA,* the Supreme Court issued a decision significantly narrowing federal jurisdiction over wetlands to "traditional navigable waters" and wetlands or other waters that have a "continuous surface connection" with a traditional navigable water.

In August 2023, the agencies revised the final rule to conform the definition of WOTUS to the Supreme Court's May 2023 *Sackett* decision. The conforming rule became effective upon publication in the Federal Register on September 8, 2023.

We anticipate this final rule revision based on the *Sackett* decision may lead to a decreased number of projects that require Army Corps federal wetland permits. This decision also may affect the administration of some state programs. At this point, our projects requiring federal permits are moving ahead, but we are monitoring these recent developments to better understand potential future impacts.

Land Quality

Manufactured Gas Plant Remediation

We have identified sites at which we or a predecessor company owned or operated a manufactured gas plant or stored manufactured gas. We have also identified other sites that may have been impacted by historical manufactured gas plant activities. We are responsible for the environmental remediation of these sites. We are also working with the Wisconsin Department of Natural Resources and the EPA on our investigation and remediation planning. These sites are at various stages of investigation, monitoring, remediation, and closure.

The future costs for detailed site investigation, future remediation, and monitoring are dependent upon several variables including, among other things, the extent of remediation, changes in technology, and changes in regulation. Historically, the PSCW has allowed us to recover incurred costs, net of insurance recoveries and recoveries from potentially responsible parties, associated with the remediation of manufactured gas plant sites. Accordingly, we have established regulatory assets for costs associated with these sites.

We have established the following regulatory assets and reserves for our manufactured gas plant sites as of December 31:

(in millions)	2023	2022
Regulatory assets	**$ 80.5**	$ 95.9
Reserves for future environmental remediation	**15.7**	47.3

Enforcement and Litigation Matters

We are involved in legal and administrative proceedings before various courts and agencies with respect to matters arising in the ordinary course of business. Although we are unable to predict the outcome of these matters, management believes that appropriate reserves have been established and that final settlement of these actions will not have a material impact on our financial condition or results of operations.

NOTE 16—SUPPLEMENTAL CASH FLOW INFORMATION

	Year Ended December 31		
(in millions)	2023	2022	2021
Cash paid for interest, net of amount capitalized	**$ 34.2**	$ 28.5	$ 24.0
Cash paid (received) for income taxes, net	**12.6**	8.0	(3.8)
Significant non-cash investing and financing transactions:			
Accounts payable related to construction costs	**25.8**	32.9	6.3

NOTE 17—REGULATORY ENVIRONMENT

2024 Limited Rate Case Re-Opener

In accordance with our rate order approved by the PSCW in December 2022, we filed a request with the PSCW in May 2023 for a limited natural gas rate case re-opener. The request reflected the additional revenue requirements associated with our previously approved LNG project that was placed into service in February 2024.

On December 20, 2023, the PSCW issued a final written order approving a natural gas rate increase of $21.6 million (2.8%), effective January 1, 2024. Our ROE and common equity component average were not addressed in the limited rate case re-opener.

2023 and 2024 Rates

In April 2022, we filed a request with the PSCW to increase our retail natural gas rates. Our request was updated in July 2022 to reflect new developments that impacted the original proposal. The requested increase in natural gas rates primarily related to capital investments previously approved by the PSCW, including LNG storage for our natural gas distribution system.

In September 2022, we entered into a settlement agreement with certain intervenors to resolve most of the outstanding issues in our rate case; however, the PSCW declined to approve the settlement agreement. In December 2022, the PSCW issued a final written order approving a natural gas base rate increase, effective January 1, 2023. The final order reflected the following:

2023 Base rate increase	$ 46.5 million / 6.4%
ROE	9.8%
Common equity component average on a financial basis	53.0%

In addition to the above, the final order included the following terms:

- We will keep our current earnings sharing mechanism, under which, if we earn above our authorized ROE: (i) we retain 100.0% of earnings for the first 15 basis points above the authorized ROE; (ii) 50.0% of the next 60 basis points is required to be refunded to ratepayers; and (iii) 100.0% of any remaining excess earnings is required to be refunded to ratepayers.
- We were required to implement escrow accounting treatment for pension and OPEB costs in 2023 and 2024.
- As discussed above, we were authorized to file a limited natural gas rate case re-opener for 2024.

2022 Rates

In March 2021, we filed an application with the PSCW for the approval of certain accounting treatments that allowed us to maintain our natural gas base rates through 2022 and forego filing a rate case for one year. In connection with the request, we also entered into an agreement, dated March 23, 2021, with various stakeholders. Pursuant to the terms of the agreement, the stakeholders fully supported the application. In September 2021, the PSCW issued a written order approving the application.

The final order reflected the following:

- We amortized, in 2022, certain previously deferred balances to offset approximately half of our forecasted revenue deficiency.
- We deferred interest and depreciation expense associated with capital investments since our last rate case that otherwise would have been added to rate base in a 2022 test-year rate case.
- We were able to defer any increases in tax expense due to changes in tax law that occurred in 2021 and/or 2022.
- We maintained our earnings sharing mechanism for 2022, with modification. The earnings sharing mechanism was modified to authorize us to retain 100% of the first 15 basis points of earnings above our then authorized ROE. The earnings sharing mechanism otherwise remained as previously authorized.

2020 and 2021 Rates

In March 2019, we filed an application with the PSCW to adjust our retail natural gas rates, effective January 1, 2020. In August 2019, we filed an application with the PSCW for approval of a settlement agreement entered into with certain intervenors to resolve several outstanding issues in our rate case. In December 2019, the PSCW issued a written order that approved the settlement agreement without material modification and addressed the remaining outstanding issues that were not included in the settlement agreement. The new rates were effective January 1, 2020. The final order reflected the following:

2020 Effective rate decrease [(1)]	$ (1.5) million / (0.2)%
ROE	10.2%
Common equity component average on a financial basis	52.5%

(1) Amount is net of certain deferred tax benefits from the Tax Legislation that were utilized to reduce near-term rate impacts. The rate order reflected all of the unprotected deferred tax benefits from the Tax Legislation being amortized evenly over four years, which resulted in approximately $3 million of previously deferred tax benefits being amortized each year. Unprotected deferred tax benefits by their nature are eligible to be returned to customers in a manner and timeline determined to be appropriate by the PSCW.

The PSCW approved us continuing to have an earnings sharing mechanism through 2021. The earnings sharing mechanism was modified from its previous structure to one that was consistent with other Wisconsin investor-owned utilities. Under this earnings sharing mechanism, if we earned above our authorized ROE: (i) we retained 100.0% of earnings for the first 25 basis points above the authorized ROE; (ii) 50.0% of the next 50 basis points were required to be refunded to customers; and (iii) 100.0% of any remaining excess earnings were required to be refunded to customers. In addition, the rate order also required us to maintain residential and small commercial natural gas customer fixed charges at previously authorized rates.

Recovery of Natural Gas Costs

Due to the cold temperatures, wind, snow, and ice throughout the central part of the country during February 2021, the cost of natural gas purchased for our customers was temporarily driven significantly higher than our normal winter weather expectations. We have a regulatory mechanism in place for recovering all prudently incurred gas costs.

In March 2021, we received approval from the PSCW to recover approximately $24 million of natural gas costs in excess of the benchmark set in our GCRM over a period of three months, beginning in April 2021.

NOTE 18—OTHER INCOME, NET

Total other income, net was as follows for the years ended December 31:

(in millions)	2023	2022	2021
Non-service components of net periodic benefit costs	**$ 12.6**	$ 3.9	$ 2.6
AFUDC-Equity	**9.8**	3.8	0.6
Other, net	**0.9**	0.6	0.5
Total other income, net	**$ 23.3**	$ 8.3	$ 3.7

NOTE 19—NEW ACCOUNTING PRONOUNCEMENTS

Improvements to Income Tax Disclosures

In December 2023, the FASB issued ASU No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. The amendments require additional disclosures, primarily related to income taxes paid and the rate reconciliation table. The amendments require disclosures on specific categories in the rate reconciliation table, as well as additional information for reconciling items that meet a quantitative threshold. For income taxes paid, additional disclosures are required to disaggregate federal, state, and foreign income taxes paid, with additional disclosures for income taxes paid that meet a quantitative threshold. The amendments are effective for annual periods beginning after December 15, 2025, with early adoption permitted. We plan to early adopt these amendments beginning with our fiscal year ending on December 31, 2025, and are currently evaluating the impact this guidance may have on our financial statements and related disclosures.

Reference Rate Reform

In March 2020, the FASB issued ASU No. 2020-04, Reference Rate Reform (Topic 848): Facilitation of the Effects of Reference Rate Reform on Financial Reporting and in January 2021, the FASB issued ASU No. 2021-01, Reference Rate Reform (Topic 848): Scope. These pronouncements provide temporary optional expedients and exceptions for applying GAAP principles to contract modifications and hedging relationships to ease the financial reporting burdens of the market transition from LIBOR and other interbank offered rates to alternative reference rates. These pronouncements were effective upon issuance on March 12, 2020 through December 31, 2022. In December 2022, the FASB issued ASU No. 2022-06, Reference Rate Reform (Topic 848): Deferral of the Sunset Date of Topic 848, to extend the temporary accounting rules under Topic 848 from December 31, 2022 to December 31, 2024, after which entities will no longer be permitted to apply the relief in Topic 848. An entity may elect to apply the amendments prospectively from March 12, 2020 through December 31, 2024 by accounting topic. We do not anticipate this guidance having a significant impact on our financial statements and related disclosures.