



Emily Farah  
Counsel, Regulatory

411 Seventh Avenue  
Mail Drop 15-7  
Pittsburgh, PA 15219

Tel: 412-393-6431  
efarah@duqlight.com

July 18, 2023

**Via Electronic Filing**

Rosemary Chiavetta, Secretary  
Pennsylvania Public Utility Commission  
Keystone Bldg. 2nd Floor W  
400 N. Street  
Harrisburg, PA 17120

**RE: Securities Certificate of Duquesne Light Company for the Issuance of Financial Instruments in an Aggregate Principal Amount Not to Exceed \$400 Million Filed Pursuant to 66 Pa. C.S. §§ 1901, et seq.  
Docket No. S-2023-\_\_\_\_\_**

Dear Secretary Chiavetta:

Pursuant to 66 Pa. C.S. §§ 1901, *et seq.*, Duquesne Light Company (“Duquesne Light”) hereby submits for filing the enclosed request for approval and issuance of a Securities Certificate for the issuance of financial instruments in an amount not to exceed \$400 million through December 31, 2025. The \$350 filing fee for the certificate is being paid electronically.

On November 18, 2021, the Pennsylvania Public Utility Commission (“Commission”) approved a Securities Certificate for Duquesne Light (S-2021-3028991) allowing it to issue debt in the form of First Mortgage Bonds (“FMBs”), Pollution Control Revenue Refunding Bonds (“PCRRBs”), unsecured notes, bank borrowings, and/or similar securities not to exceed \$400 million through December 31, 2023.

Currently, there is \$270 million remaining available under the existing certificate which is insufficient for Duquesne Light’s near-term needs. Accordingly, Duquesne Light respectfully request that the Commission replace and cancel the existing Securities Certificate with a new Securities Certificate issued with an authorization of \$400 million of new debt through December 31, 2025.



Should you have any questions, comments, or concerns, please do not hesitate to contact me.

Sincerely,

A handwritten signature in blue ink, appearing to read "Emily M. Farah".

Emily M. Farah  
PA. I.D. No. 322559  
Duquesne Light Company  
Counsel, Regulatory

Enclosures

**BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Securities Certificate of Duquesne Light :  
Company for the Issuance of Financial :  
Instruments in an Aggregate Principal : No. S-2023- \_\_\_\_\_  
Amount Not to Exceed \$400 Million Filed :  
Pursuant to 66 Pa. C.S. §§ 1901, *et seq.* :

**SECURITIES CERTIFICATE**

TO THE PENNSYLVANIA PUBLIC UTILITY COMMISSION:

1. Name and address of the public utility filing this securities certificate:

Duquesne Light Company  
411 Seventh Avenue  
Pittsburgh, PA 15219-1905

2. Duquesne Light Company (“Duquesne Light” or “Company”) is a Pennsylvania limited liability company, that was formed in 1912 and is a public utility as the term is defined under Section 102 of the Public Utility Code, 66 Pa.C.S. § 102. Duquesne Light is certificated by the Pennsylvania Public Utility Commission (“Commission”) to provide electric distribution service in portions of Allegheny County and Beaver County in Pennsylvania over a territory of approximately 817 square miles. Duquesne Light is a subsidiary of Duquesne Light Holdings, Inc. (“DLH”), and DLH is a wholly owned subsidiary of DQE Holdings, LLC (Duquesne Light’s ultimate parent). Duquesne Light’s principal business is the transmission and distribution of electricity to customers within its service territory. Duquesne Light delivers electricity to more than 600,000 customers, of which nearly 90% are residential customers.

3. On November 18, 2021, the Pennsylvania Public Utility Commission registered a Securities Certificate for Duquesne Light (S-2021-3028991) allowing it to issue debt in the form of First Mortgage Bonds (“FMBs”), Pollution Control Revenue Refunding Bonds (“PCRRBs”), unsecured notes, bank borrowings, and/or similar securities not to exceed \$400.0 million through December 31, 2023. Currently, \$270.0 million remains available under the existing certificate, which is insufficient for Duquesne Light’s near-term needs. Accordingly, Duquesne Light desires to replace and cancel the existing Securities Certificate and have a new Certificate issued with an authorization of \$400.0 million of new debt. Duquesne Light requests authority to issue debt under this Securities Certificate through December 31, 2025.

4. The purposes of Duquesne Light’s proposed aggregate debt issuances of up to \$400.0 million are as follows:

- To help finance a portion of the significant upcoming capital expenditures currently estimated at approximately \$1.4 billion from 2023-2025, including capital expenditures associated with the Company’s the Long-term Infrastructure Improvement Plan and with electric transmission and distribution line investments required to address system capacity, reliability and asset management needs;
- To potentially refinance outstanding debt;
- General corporate purposes.

Duquesne Light’s financing needs are discussed in detail below:

(a) Duquesne Light expects capital expenditures to average approximately \$455.5 million annually from 2023 to 2025. The estimated capital expenditures are for the significant transmission and distribution infrastructure

improvements that the Company has planned that are necessary to maintain reliability for customers, meet evolving customer needs, and adhere to regulatory requirements. Exhibit C provides additional details regarding the upcoming major capital expenditures. A portion of these capital expenditures would need to be financed by debt from this Securities Certificate.

(b) As shown in Exhibit G, as of December 31, 2022, Duquesne Light maintained a ratio of equity to total capitalization of approximately 53.1%. Further debt issuances will allow Duquesne Light to maintain an appropriate capital structure.

(c) All funds issued under this Securities Certificate will be used solely for utility purposes.

5. As of the date of this request, the Security Certificate S-2021-3028991, registered by the Commission on November 18, 2021 and referenced above, represents the most recent permission to issue debt. Pursuant to that authority, \$130.0 million of debt has been issued. In October 2022, Duquesne Light priced \$130.0 million aggregate principal amount of FMBs following a private placement offering. The bonds were issued in a 30-year tranche that settled on October 3, 2022 and have a maturity date of October 3, 2052. The bonds bear interest at an annual rate of 4.59%. The proceeds were utilized to repay existing indebtedness and for general corporate purposes, including capital expenditures.

6. The particulars of debt issuances are as follows:

(a) Exact title of security:

The title of each series of FMBs, unsecured notes, bank borrowings and/or similar securities will be determined at the time of the establishment of such series. A listing of currently outstanding debt is provided in Exhibit B.

(b) Aggregate amount to be issued:

Up to \$400.0 million of FMBs, unsecured notes, bank borrowings and/or similar securities.

(c) In the case of FMBs, unsecured notes and bank borrowings and/or similar securities:

(i) Nominal date(s) of issuance:

To be determined based on overall market conditions at the time of issuance.

(ii) Date(s) of maturity:

Varying, to be determined by market conditions at the time of the debt offering(s).

(iii) Interest rate and payment dates:

The actual interest rate and payment dates will be determined by market conditions at the time of the debt offering(s).

(iv) Extent to which taxes on securities are assumed by the issuer:

None.

(v) Callability provisions:

Call provisions will depend on market conditions at the time of issuance.

(vi) Conversion provisions:

Conversion provisions will depend on market conditions at the time.

(vii) Maintenance, depreciation and sinking fund provisions:

To be determined.

(viii) Name and address of Trustee for FMBs, unsecured notes and/or similar securities and whether affiliated:

The Trustee for the FMBs is The Bank of New York Mellon (successor by acquisition from J.P. Morgan Chase Bank, which was successor by merger to the Chase Manhattan Bank, successor in Trust to Mellon Bank, N.A.), 500 Ross Street, 12<sup>th</sup> Floor, Pittsburgh, PA 15262. The Bank of New York Mellon is not an “affiliated interest” of Duquesne Light as that term is defined in Section 2101 of the Public Utility code, 66 Pa. C.S. § 2101. The Trustee of any future FMBs, unsecured notes and/or similar securities will be determined at the time of issuance.

7. Subject to the approval of the Commission, as evidenced by the registration of this Securities Certificate, the Company proposes to issue and sell the new debt in one or more series from time to time directly to investors, through agents or to one or more underwriters for public offering or in private placements directly to one or more institutional investors or through agents, in all cases on terms to be determined by market conditions at the time of the sale and Commission requirements. As necessary, Duquesne Light will enter into one or more underwriting agreements, agency agreements or purchase agreements with underwriters, agents, or other purchasers. The price to be paid to the Company by the underwriters, agents, or other purchasers of any bonds and the compensation received by such parties will be determined at the time of sale.

8. While the exact type of debt to be issued is not known at this time and will be determined after comparing market rates, issuance costs, and other factors, the Company, at the time of this filing, expects to issue \$150.0 million in the form of FMBs in 2024, and currently anticipates issuing up to \$250.0 million of additional FMBs in 2025. With regard to issuance expenses, assuming FMB issuances without registration rights of \$150.0 million and \$250.0 million, the issuance expenses to be incurred are estimated as \$1.0 million and \$1.5 million, respectively. Expenses will vary with the number of sales of debt securities and the type of debt securities sold.

9. The following exhibits are attached and made part of this Securities Certificate:

EXHIBIT A Balance sheets of Duquesne Light as of December 31, 2021 and December 31, 2022, and statements of operations and cash flows for the year ended December 31, 2021 both on a comparative basis with the year ended December 31, 2022

EXHIBIT B Duquesne Light debt summary

EXHIBIT C Estimated capital expenditures from 2023 to 2025

EXHIBIT D Statement of utility plant by classified accounts of Duquesne Light as of December 31, 2022

EXHIBIT E Journal entries showing all charges and credits to be made on the books of account of Duquesne Light as a result of a proposed debt issuance

EXHIBIT F Source and uses of funds estimate 2023 to 2025

EXHIBIT G Duquesne Light capital structure as of December 31, 2022 and the December 31, 2022 capital structure adjusted to reflect the securities activity contemplated in this petition

EXHIBIT H Duquesne Light history of credit ratings

EXHIBIT I Current and projected selected financial ratios for Duquesne Light

EXHIBIT J Unregulated affiliates of Duquesne Light

EXHIBIT K Duquesne Light pension update

EXHIBIT L Responses to standard data requests

**WHEREFORE**, Duquesne Light requests issuance of a Securities Certificate authorizing the issuance of debt in the amount of \$400.0 million through December 31, 2025, to grant authority to enter into any act incidental to related issuances, and to grant such other relief as may be required or appropriate to conduct the transactions described herein.

Dated this 18th day of July, 2023

DUQUESNE LIGHT COMPANY

By:   
James H. Milligan  
Treasurer

By Counsel:



Emily M. Farah (ID #322559)  
Duquesne Light Company  
411 Seventh Ave, MD 15-7  
Pittsburgh, PA 15219  
Phone: 412-393-6431  
[efarah@duqlight.com](mailto:efarah@duqlight.com)

**VERIFICATION**

I, James H. Milligan, being the Treasurer at Duquesne Light Company, hereby state that the facts above set forth are true and correct (or are true and correct to the best of my knowledge, information and belief) and that I expect that Duquesne Light Company will be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 PA C.S. § 4904 (relating to unsworn falsification to authorities).

Date: July 18, 2023

  
James H. Milligan

**Exhibit A****Duquesne Light Company  
Statements of Operations  
(Millions of Dollars)**

	Years Ended December 31,	
	2022	2021
Operating Revenues:		
Retail sales of electricity	\$ 1,131.0	\$ 995.4
Other	22.6	21.8
<b>Total Operating Revenues</b>	<b>1,153.6</b>	<b>1,017.2</b>
Operating Expenses:		
Purchased power	304.0	220.1
Other operating and maintenance	267.0	249.8
Depreciation and amortization	204.4	210.4
Taxes other than income taxes	68.6	62.7
<b>Total Operating Expenses</b>	<b>844.0</b>	<b>743.0</b>
<b>Operating Income</b>	<b>309.6</b>	<b>274.2</b>
Investment and other income	11.9	4.4
Interest and other charges	(62.2)	(59.3)
Income Before Income Taxes	259.3	219.3
Income Tax Expense	54.8	44.7
<b>Net Income</b>	<b>204.5</b>	<b>174.6</b>
<b>Earnings Available for Common Stock</b>	<b>\$ 204.5</b>	<b>\$ 174.6</b>

**Exhibit A****Duquesne Light Company  
Balance Sheets  
(Millions of Dollars)**

<b>Assets</b>	As of December 31,	
	2022	2021
<b>Current Assets:</b>		
Cash and cash equivalents	\$ -	\$ 11.2
Restricted cash	\$ 20.0	\$ -
Receivables:		
Electric customers	97.9	91.6
Unbilled electric customers	79.7	63.9
Other	14.1	23.4
Less: Allowance for uncollectible accounts	(12.5)	(21.0)
Total Receivables - Net	179.2	157.9
Prepaid expenses	32.3	20.8
Materials and supplies (at average cost)	28.9	28.8
Regulatory assets	6.8	6.1
Other	-	0.2
<b>Total Current Assets</b>	<b>267.2</b>	<b>225.0</b>
<b>Long-Term Investments</b>	<b>2.5</b>	<b>2.5</b>
<b>Property, Plant and Equipment:</b>		
Electric plant in service	5,333.1	5,106.4
Construction work in progress	326.2	199.3
Other	10.5	7.3
Gross property, plant and equipment	5,669.8	5,313.0
Less: Accumulated depreciation and amortization	(1,781.8)	(1,662.5)
<b>Total Property, Plant and Equipment - Net</b>	<b>3,888.0</b>	<b>3,650.5</b>
<b>Other Non-Current Assets:</b>		
Regulatory assets	167.0	153.9
Operating lease right-of-use assets	18.3	21.0
Pension asset	0.3	7.4
Other	0.1	0.1
<b>Total Other Non-Current Assets</b>	<b>185.7</b>	<b>182.4</b>
<b>Total Assets</b>	<b>\$ 4,343.4</b>	<b>\$ 4,060.4</b>

**Exhibit A****Duquesne Light Company****Balance Sheets****(Millions of Dollars)****Liabilities and****Capitalization**As of December 31,  
2022 2021**Current Liabilities:**

Current debt maturities	\$ -	\$ -
Accounts payable	\$ 181.8	\$ 116.6
Payable to affiliates - net	41.8	63.0
Accrued compensation	23.7	24.2
Accrued interest	20.6	19.2
Collateral obligation	20.0	11.9
Accrued taxes	15.8	13.4
Derivative instruments	-	-
Regulatory liabilities	-	0.5
Other	47.3	48.1

**Total Current Liabilities**

351.0

296.9

**Non-Current Liabilities:**

Deferred income taxes - net	582.0	641.3
Regulatory liabilities	138.2	68.8
Other postretirement benefits	18.7	24.2
Operating lease liabilities	14.5	17.3
Legacy liabilities	11.0	12.4
Derivative instruments	-	-
Federal income tax reserves	-	-
Pension liability	-	-
Other	12.1	11.2

**Total Non-Current Liabilities**

776.5

775.2

**Capitalization:****Long-term debt**

1,504.1

1,372.3

**Common Shareholder's Equity:**

Capital Surplus	988.4	988.4
Retained earnings	721.8	628.8
Accumulated other comprehensive income	1.6	(1.2)

**Total Common Shareholder's Equity**

1,711.8

1,616.0

**Total Capitalization**

3,215.9

2,988.3

**Total Liabilities and Capitalization**

\$ 4,343.4

\$ 4,060.4

**Exhibit A****Duquesne Light Company  
Statements of Cash Flows  
Condensed Statements of Cash Flows (Unaudited)  
(Millions of Dollars)**

	Years Ended December 31,	
	2022	2021
<b>Cash Flows From Operating Activities:</b>		
Net income	\$ 204.5	\$ 174.6
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	204.4	210.4
Deferred income taxes	11.7	8.4
Pension contributions	(10.0)	(10.0)
Changes in working capital other than cash	(3.0)	11.1
Other	(16.5)	(14.2)
Changes in affiliate receivable/payable	3.8	(0.9)
<b>Net Cash Provided from Operating Activities</b>	<b>394.9</b>	<b>379.4</b>
<b>Cash Flows From Investing Activities:</b>		
Capital expenditures	(375.1)	(357.3)
Other	(3.7)	(2.7)
<b>Net Cash Used in Investing Activities</b>	<b>(378.8)</b>	<b>(360.0)</b>
<b>Cash Flows From Financing Activities:</b>		
Issuance of long-term debt obligations	130.0	-
Revolving credit facility borrowings	105.0	55.0
Revolving credit facility repayments	(105.0)	(55.0)
Distributions to parent	(111.5)	(68.0)
Affiliated borrowings from parent	30.0	75.0
Affiliated borrowing repayments to parent	(55.0)	(20.0)
Debt issuance costs	(0.8)	(0.2)
<b>Net Cash Used in Financing Activities</b>	<b>(7.3)</b>	<b>(13.2)</b>
Net increase in cash, cash equivalents and restricted cash	8.8	6.2
Cash, cash equivalents and restricted cash at beginning of the period	11.2	5.0
Cash, cash equivalents and restricted cash at end of the period	\$ 20.0	\$ 11.2
<b>Supplemental Cash Flow Information:</b>		
Cash paid during the year:		
Interest (net of amount capitalized)	\$ 61.0	\$ 59.0
Income taxes paid - net	\$ 35.1	\$ 44.5

**Exhibit A****Duquesne Light Company  
Statements of Common Shareholder's Equity  
(Millions of Dollars)**

	Capital Surplus	Retained Earnings	Accumulated Other Comprehensive (Loss) Income	Total
Balance at December 31, 2020	\$ 988.4	\$ 522.2	\$ (2.7)	\$ 1,507.9
Net income	-	174.6	-	174.6
Dividends on preferred stock	-	-	-	-
Distributions to parent	-	(68.0)	-	(68.0)
Other comprehensive income	-	-	1.5	1.5
Other (a)	-	-	-	-
Balance at September 30, 2021	\$ 988.4	\$ 628.8	\$ (1.2)	\$ 1,616.0
Balance at December 31, 2021	\$ 988.4	\$ 628.8	\$ (1.2)	\$ 1,616.0
Net income	-	204.5	-	204.5
Dividends and costs on preferred stock	-	-	-	-
Distributions to parent	-	(111.5)	-	(111.5)
Stock Issuance Costs	-	-	-	-
Other comprehensive income	-	-	2.8	2.8
Other (a)	-	-	-	-
Balance at December 31, 2022	\$ 988.4	\$ 721.8	\$ 1.6	\$ 1,711.8

(a) Other activities within retained earnings and accumulated other comprehensive income (loss) relate to the adoption of ASU 2018-02 (see Note 2).

**Exhibit B**

**Duquesne Light Company - Debt Summary**

Instrument Type	Issuance	CUSIP	Amount	Offer Price	Term	Mode	Put Date	Maturity	Optional Redemption	Rate	Interest Payment Dates
Revolving Credit Facility	10/31/2019		\$250,000,000	100%	5	Floating		10/31/2025		SOFR+.10% CSA+0.875%	As agreed (A)
Affiliated Interest Agreement (with DLH)	2/22/2021		\$300,000,000			Floating				SOFR+.10% CSA+0.875%	As agreed (A)
4.76% Series S First Mortgage Bond	2/3/2012	266228C@2	\$200,000,000	100%	30	Fixed		2/3/2042	Make Whole	4.76%	2/1 & 8/1
4.97% Series T First Mortgage Bond	11/14/2013	266228C#0	\$160,000,000	100%	30	Fixed		11/14/2043	Make Whole	4.97%	5/14 & 11/14
5.02% Series U First Mortgage Bond	2/4/2014	266228D*3	\$45,000,000	100%	30	Fixed		2/4/2044	Make Whole	5.02%	2/4 & 8/4
5.12% Series V First Mortgage Bond	2/4/2014	266228D@1	\$85,000,000	100%	40	Fixed		2/4/2054	Make Whole	5.12%	2/4 & 8/4
3.78% Series W First Mortgage Bond	3/2/2015	266228E*2	\$100,000,000	100%	30	Fixed		3/2/2045	Make Whole	3.78%	3/2 & 9/2
3.93% Series X First Mortgage Bond	3/2/2015	266228D#9	\$200,000,000	100%	40	Fixed		3/2/2055	Make Whole	3.93%	3/2 & 9/2
3.93% Series Y First Mortgage Bond	7/15/2015	266228E@0	\$160,000,000	100%	30	Fixed		7/15/2045	Make Whole	3.93%	1/15 & 7/15
3.82% Series Z First Mortgage Bond	10/3/2017	266228E#8	\$60,000,000	100%	30	Fixed		10/3/2047	Make Whole	3.82%	10/3 & 4/3
3.89% Series AA First Mortgage Bond	2/1/2018	266228F*1	\$60,000,000	100%	30	Fixed		2/1/2048	Make Whole	3.89%	2/1 & 8/1
4.04% Series AB First Mortgage Bond	2/1/2018	266228F@9	\$125,000,000	100%	40	Fixed		2/1/2058	Make Whole	4.04%	2/1 & 8/1
3.11% Series AC First Mortgage Bond	5/5/2020	266228F#7	\$200,000,000	100%	30	Fixed		5/5/2050	Make Whole	3.11%	5/5 & 11/5
4.59% Series AD First Mortgage Bond	10/3/2022	266288G*0	\$130,000,000	100%	30	Fixed		10/3/2052	Make Whole	4.59%	10/3 & 4/3

(A) Adjusted issuance and maturity dates due to amendments

Exhibit C

Duquesne Light Company - Estimated Capital Expenditures  
(\$ in millions)

Business Plan Category	Additional Description	2023	2024	2025	Total 2023-2025	Average 2023-2025
<b>Programmatic Capital</b>						
Restoration of Service	Restoration of service to our customer outages resulting from major storms, weather, equipment failure and other events that cause damage to our system.	52.0	53.6	55.2	160.8	53.6
Customer Commitments	Capital work to meet customer requests ranging from simple overhead services to complex commercial and industrial installations.	33.4	34.3	35.3	103.0	34.3
Capital Programs	Recurring work targeting the replacement of failed equipment related to overhead, underground, substations, or poles.	79.7	72.0	74.3	226.0	75.3
Utility Support (excl IT)	Costs related to the rehabilitation, installation, or replacement of buildings, vehicles, and other related assets.	30.6	27.0	28.0	85.6	28.5
<b>Subtotal - Programmatic Capital</b>		<b>\$ 195.7</b>	<b>\$ 186.9</b>	<b>\$ 192.8</b>	<b>\$ 575.4</b>	<b>\$ 191.8</b>
<b>Capital Projects</b>						
Incentivized Transmission	Projects focused on replacement of aged infrastructure, addressing capacity needs, system resiliency, and/or the improvement of transmission and distribution system reliability.	131.1	131.7	155.0	417.8	139.3
Resiliency Projects	Projects focused on replacement of aged infrastructure, addressing capacity needs, system resiliency, and/or the improvement of transmission and distribution system reliability.	70.4	85.5	52.8	208.7	69.6
<b>Subtotal - Capital Projects</b>		<b>\$ 397.2</b>	<b>\$ 404.1</b>	<b>\$ 400.6</b>	<b>\$ 1,201.9</b>	<b>\$ 400.6</b>
<b>Information Technology</b>						
IT Utility Support	Replacement or installation of information technology systems to support business operations.	37.9	36.6	35.6	110.1	36.7
SCADA	Project to upgrade supervisory control and data acquisition technology at critical locations.	-	8.2	3.1	11.3	3.8
OMS	Project to implement an outage management system.	4.9	-	0.3	5.2	1.7
CIP/Cyber Security	Initiatives related to strengthening protections around critical infrastructure and cyber security.	3.1	4.8	3.6	11.5	3.8
<b>Subtotal - Information Technology</b>		<b>\$ 45.9</b>	<b>\$ 49.6</b>	<b>\$ 42.6</b>	<b>\$ 138.1</b>	<b>\$ 46.0</b>
<b>Total Capital Plan</b>		<b>\$ 443.1</b>	<b>\$ 453.7</b>	<b>\$ 443.2</b>	<b>\$ 1,340.0</b>	<b>\$ 446.7</b>
<b>AFUDC</b>		12.6	15.6	15.7	43.9	14.6
<b>Total Utility Capital Including AFUDC</b>		<b>\$ 455.7</b>	<b>\$ 469.3</b>	<b>\$ 458.9</b>	<b>\$ 1,383.9</b>	<b>\$ 461.3</b>
<b>Non-cash capitalized pension costs</b>		(2.5)	(3.6)	(11.3)	(17.4)	(5.8)
<b>*Total Utility Capital (including AFUDC)</b>		<b>\$ 453.2</b>	<b>\$ 465.7</b>	<b>\$ 447.6</b>	<b>\$ 1,366.5</b>	<b>\$ 455.5</b>

\*Exhibit G reflects the Company's current projections of capital spending from 2023-2025. These projections are subject to change.

Exhibit D

Duquesne Light Company - Statement of Utility Plant

		12/31/22
		Plant In Service
301	Organization	100,433
302	Franchises and Consents	6,830
303	Miscellaneous Intangible Plant	403,998,029
<b>INTANGIBLE PLANT</b>		<b>404,105,291</b>
350.0	Land and Land Rights	14,348,148
352.0	Structures and Improvements	34,063,593
353.0	Station Equipment	474,224,613
354.0	Towers and Fixtures	82,415,476
355.0	Poles and Fixtures	84,071,644
356.0	Overhead Conductors and Devices	145,487,608
357.0	Underground Conduit	95,439,284
358.0	Underground Conductors and Devices	162,167,527
359.0	Roads and Trails	10,406,530
<b>TRANSMISSION PLANT</b>		<b>1,102,624,424</b>
360.0	Land and Land Rights	22,941,081
361.0	Structures and Improvements	95,267,766
362.0	Station Equipment	541,635,360
364.0	Poles, Towers, and Fixtures	674,173,144
365.0	Overhead Conductors and Devices	665,803,064
366.0	Underground Conduit	147,481,440
367.0	Underground Conductors and Devices	499,925,991
368.0	Line Transformers	484,471,516
369.0	Services	110,055,732
370.0	Meters	140,232,922
373.0	Street Lighting and Signal Systems	50,529,578
<b>DISTRIBUTION PLANT</b>		<b>3,432,517,593</b>
382.0	Computer Hardware	0
383.0	Computer Software	0
<b>REGIONAL TRANS PLANT</b>		<b>0</b>
389.1	Land and Land Rights	6,566,636
390.1	Structures and Improvements	177,083,014
391.0	Office Furniture and Equipment	34,382,609
392.0	Transportation Equipment	69,569,700
393.0	Stores Equipment	1,433,041
394.0	Tools, Shop, and Garage Equipment	32,876,360
395.0	Laboratory Equipment	1,773,716
396.0	Power Operated Equipment	3,582,341
397.0	Communication Equipment	74,742,593
398.0	Miscellaneous Equipment	152,513
<b>SUB-TOTAL General plant</b>		<b>402,162,522</b>
399.1	ARO for General Plant	0
<b>GENERAL PLANT</b>		<b>402,162,522</b>
<b>Plant Purchased or sold</b>		<b>0</b>
<b>TOTAL PLANT-IN-SERVICE</b>		<b>5,341,409,829</b>

**Exhibit E****Duquesne Light Company - Pro Forma Journal Entries**

	<u>Debit</u>	<u>Credit</u>
<b>Current Assets:</b>		
Cash and Cash Equivalents	\$ 397,500,000	
<b>Deferred Credits:</b>		
Debt Issuance Costs	\$ 2,500,000	
<b>Capitalization:</b>		
Long-Term Debt		\$ 400,000,000

To record the proposed issuance of \$400,000,000 of 30 year debt with an interest rate of 5.50%

	<u>Debit</u>	<u>Credit</u>
<b>Capitalization:</b>		
Retained Earnings	\$ 15,878,000	
<b>Current Liabilities:</b>		
Accrued Taxes	\$ 6,205,000	
<b>Current Assets:</b>		
Cash and Cash Equivalents		\$ 22,000,000
<b>Deferred Credits:</b>		
Debt Issuance Costs		\$ 83,300

To record the annual effect on retained earnings resulting from the increase in interest requirements associated with the above transaction

	<u>Debit</u>	<u>Credit</u>
<b>Interest on Long-Term Debt:</b>		
Annual increase in interest requirements resulting from the proposed financing of \$400,000,000 of 30 year debt with an interest		\$ 22,000,000
<b>Other Interest Expense:</b>		
Annual amortization of debt issuance costs		\$ 83,300
		<u>\$ 22,083,300</u>
<b>Income Taxes:</b>		
Annual decrease in state and federal income taxes based on 8.99% and 21.00% state and federal tax rates, respectively, and the net increase in interest expense	\$ 6,205,000	
	<u>\$ 6,205,000</u>	
<b>Decrease in net income:</b>		<u>\$ 15,878,300</u>

## Exhibit F

### Duquesne Light Company - Sources and Uses Statement

(\$ in millions)	2023	2024	2025	TOTAL
<b>Application of Funds</b>				
Capital Expenditures (excluding AFUDC)	\$ 443	\$ 454	\$ 443	\$ 1,340
Long-Term Debt Redemptions/Maturities	\$ -	\$ -	\$ -	\$ -
Short-Term Debt Repayments - Affiliated	\$ -	\$ 42	\$ 148	\$ 148
Short-Term Debt Repayments - Non-Affiliated	\$ -	\$ -	\$ -	\$ 42
Subtotal Debt	\$ -	\$ 42	\$ 148	\$ 190
Dividends	\$ 97	\$ 102	\$ 117	\$ 317
Working Capital (including cash)/Other	\$ -	\$ 11	\$ 5	\$ 16
<b>Total Applications</b>	<b>\$ 540</b>	<b>\$ 609</b>	<b>\$ 714</b>	<b>\$ 1,863</b>
<b>Sources of Funds</b>				
Cash Provided by Operating Activities	\$ 428	\$ 401	\$ 463	\$ 1,292
Long-term Debt Issuances	\$ -	\$ 150	\$ 250	\$ 400
Short-Term Debt Borrowings - Affiliated	\$ 106	\$ 58	\$ -	\$ 164
Short-Term Debt Borrowings - Non-Affiliated	\$ -	\$ -	\$ -	\$ -
Subtotal Debt	\$ 106	\$ 208	\$ 250	\$ 564
Working Capital (including cash)/Other	\$ 7	\$ -	\$ -	\$ 7
<b>Total Sources</b>	<b>\$ 540</b>	<b>\$ 609</b>	<b>\$ 713</b>	<b>\$ 1,863</b>

Exhibit G

Duquesne Light Company - Capital Structure

	ACTUAL As of December 31, 2022		AS ADJUSTED (1)*		AS ADJUSTED (2)**	
	Amount Outstanding	Percent	Amount Outstanding	Percent	Amount Outstanding	Percent
<b>Long Term Debt:</b>						
Total Long-term Debt Before Adjustment	\$ 1,525,000,000		\$ 1,675,000,000		\$ 1,925,000,000	
Unamortized Loss on Reacquired Debt	(13,186,750)		(13,186,750)		(13,186,750)	
<b>Total Adjusted Long Term Debt</b>	<b>\$ 1,511,813,250</b>	<b>46.90%</b>	<b>\$ 1,661,813,250</b>	<b>49.26%</b>	<b>\$ 1,911,813,250</b>	<b>52.76%</b>
<b>Common Equity:</b>						
Capital Surplus	\$ 988,426,521		\$ 988,426,521		\$ 988,426,521	
Retained Earnings	721,784,141		721,784,141		721,784,141	
Accumulated Other Comprehensive Income (AOCI)	1,539,668		1,539,668		1,539,668	
<b>Total Common Equity</b>	<b>\$ 1,711,750,330</b>	<b>53.10%</b>	<b>\$ 1,711,750,330</b>	<b>50.74%</b>	<b>\$ 1,711,750,330</b>	<b>47.24%</b>
<b>Total Book Capitalization</b>	<b>\$ 3,223,563,580</b>	<b>100.00%</b>	<b>\$ 3,373,563,580</b>	<b>100.00%</b>	<b>\$ 3,623,563,580</b>	<b>100.00%</b>

\*The 'As Adjusted (1)' numbers assume the issuance of \$150 million of new debt.

\*\*The 'As Adjusted (2)' numbers assume the issuance of \$400 million of new debt.

Note: The pro forma capitalization is based on the December 31, 2022 balance sheet. The Company believes the actual projected capital structure of Duquesne Light Company will be as shown on Exhibit I.

## Exhibit H

### Duquesne Light Company - Historical Credit Ratings

<b>S&amp;P</b>	<b>Rating</b>	<b>Date of Change</b>
Issuer Credit Rating	BBB+	12/19/2019
	BBB	6/30/2014
	BBB-	12/17/2009
Outlook	Stable	6/30/2014
	Positive	6/13/2013
	Stable	12/17/2009
Senior Secured	A-	6/30/2014
	BBB+	12/15/2010

  

<b>Moody's</b>	<b>Rating</b>	<b>Date of Change</b>
Issuer Credit Rating	A3	1/30/2014
	Baa1	3/4/2013
	Baa2	2/13/2002
Outlook	Stable	1/30/2014
	Review for Upgrade	11/8/2013
	Stable	3/4/2013
	Review for Upgrade	11/8/2012
Senior Secured	Stable	5/22/2007
	A1	1/30/2014
	A2	3/4/2013
	A3	8/3/2009

**Exhibit I****Duquesne Light Company - Selected Financial Ratios**

(in millions)

	<i>Actual (Year-End)*</i>		<i>Projected (Year-End)</i>		
	2021	2022	2023	2024	2025
<b>Dividend Payout Ratio</b>					
Net Income	174.6	204.5	172.1	181.2	207.2
Dividend Payout	68.0	111.5	97.2	102.3	117.0
Dividend Payout Ratio	38.9%	54.5%	56.5%	56.5%	56.5%
<b>Capital Expenditures to Depreciation and Amortization</b>					
Capital Expenditures	357.3	375.1	443.1	453.7	443.2
Depreciation & Amortization	210.4	204.4	224.9	236.1	238.4
Capital Expenditures to Depreciation and Amortization	1.7x	1.8x	2.0x	1.9x	1.9x
<b>Capitalization Ratio</b>					
Long-Term Debt	1,372.3	1,504.1	1,503.8	1,656.1	1,906.1
Preferred Stock	-	-	-	-	-
Common Equity	1,616.0	1,711.8	1,786.7	1,894.8	2,083.8
Capitalization	2,988.3	3,215.9	3,290.5	3,550.9	3,989.9
Debt/Capitalization	45.9%	46.8%	45.7%	46.6%	47.8%
Pref. Stock/Capitalization	0.0%	0.0%	0.0%	0.0%	0.0%
Equity/Capitalization	54.1%	53.2%	54.3%	53.4%	52.2%
<b>Interest Coverage Ratio</b>					
Operating Income	274.2	309.6	295.1	308.1	336.2
Depreciation & Amortization	210.4	204.4	224.9	236.1	238.4
EBITDA	484.6	514.0	520.0	544.1	574.6
Interest and Other Charges	59.3	62.2	70.1	79.4	91.5
EBITDA / Interest (x)	8.2x	8.3x	7.4x	6.9x	6.3x

\* Actual year-end data for 2021 and 2022 are as reported on Duquesne Light Company's GAAP Financial Statements

## Exhibit J

### Duquesne Light Company - Affiliated Unregulated Companies

	<u>Jurisdiction of Organization</u>
AquaSource, LLC	Delaware
DQE Capital Corporation	Delaware Pennsylvania*
DQE Enterprises, Inc.	Pennsylvania
DQE Financial LLC	Delaware Pennsylvania*
Duquesne Power, LLC	Delaware Pennsylvania*
Mariner Investment Strategies, LLC	Delaware
Duquesne Fiber Co. f/k/a Diemen-Flevo Co.	Delaware
DQE Systems, Inc.	Pennsylvania
Duquesne Broadband, LLC	Pennsylvania
North Shore Affordable Housing, LLC	Delaware
Montauk Synfuels, LLC	Delaware
DQE Communications LLC	Pennsylvania
Duquesne Energy Solutions, LLC	Delaware Pennsylvania*
DH Canada, Corporation	Nova Scotia
Duquesne Generation LLC	Pennsylvania
Duquesne Conemaugh LLC	Delaware Pennsylvania*
Duquesne Keystone LLC	Delaware Pennsylvania*
Duquesne Light Company	Pennsylvania
Monongahela Light and Power Company	Pennsylvania
DataCom Information Systems, LLC	Delaware Pennsylvania*
Maglev, Inc.	Pennsylvania
Duquesne Light Energy, LLC	Delaware Pennsylvania*
The Efficiency Network, Inc.	Pennsylvania
TEN Connected Solutions, Inc.	Pennsylvania
TEN FESCO, LLC	Delaware
DLH Energy Solutions, LLC	Pennsylvania
DLH-TEN HF Energy Project, LLC	Pennsylvania
DLH GJCTC Energy Project, LLC	Pennsylvania

\* Qualified to do business in this jurisdiction.

## Exhibit K

### Duquesne Light Company - Pension Update

(in millions - as of 5/31/23)

Pension Benefit Obligation	880.8
Fair Value of Plan Assets	881.1
Current Funded Percentage	100.0%

#### Historical and Projected Contributions\*

2008A	\$	10.0
2009A	\$	20.0
2010A	\$	50.0
2011A	\$	66.5
2012A	\$	43.5
2013A	\$	55.0
2014A	\$	17.8
2015A	\$	-
2016A	\$	40.0
2017A	\$	105.0
2018A	\$	23.0
2019A	\$	10.0
2020A	\$	10.0
2021A	\$	10.0
2022A	\$	10.0
2023P	\$	10.0
2024P	\$	10.0
2025P	\$	10.0

\*A = Actual; P = Projected

## **Exhibit L**

### **Duquesne Light Company - Responses to Standard Data Requests**

- 1. Previous registration balances. Provide docket numbers, initial registration amount, issuances by type, amount and date and current remaining balance. Plans for these balances vis-à-vis the current registration.**

Please refer to pages 2-3 of the Securities Certificate.

- 2. What effect will this issuance have upon the capital structure of the utility? Show calculations?**

Please refer to Exhibit G.

- 3. Current and three year projections:**

**Sources and uses of funds.**

Please refer to Exhibit F.

**Capital expenditures.**

Please refer to Exhibit C.

**Ratio of capital expenditures to depreciation and amortization.**

Please refer to Exhibit I.

**Capitalization ratios.**

Please refer to Exhibit I.

**Dividend payout ratio.**

Please refer to Exhibit I.

**Interest coverage ratio.**

Please refer to Exhibit I.

- 4. History of credit ratings – by rating agency and class.**

Please refer to Exhibit H.

- 5. Projected refinancing savings or costs, if applicable.**

Please refer to pages 5 - 6 of the Securities Certificate.

- 6. Affiliated interest agreement applicable to instant registration, if financing involves affiliate.**

Not applicable.

- 7. List all unregulated affiliates of the applicant.**

Please refer to Exhibit J.

**8. List all debt for which the applicant is a guarantor of affiliated company debt instruments.**

Not applicable.

**9. For any corporate money pool from which applicant may potentially borrow, lend or deposit excess cash to, provide appropriate information.**

Not applicable.

**10. Describe historical reliance by type of both corporate internal and external sources of financing.**

Please refer to pages 3-4 of the Securities Certificate.

**11. Where current dividend payout ratio exceeds 75%, provide three year history and plan for future dividend payouts.**

Please refer to Exhibit I.

**12. Where debt to total capital ratio exceeds 55%, provide plan for managing future debt to total capital levels.**

Not applicable.

**13. With respect to the purpose for which you propose to issue or assume securities;**

**A. If the purpose is the purchase of construction of new facilities or the betterment of existing facilities, provide:**

**Estimated final cost**

**Brief description of the new facilities and betterments**

**Date when it is expected that the purchase or construction or betterment will be completed**

**Estimated amount of AFUDC included in project costs**

Please refer to Exhibit C.

**B. If the purpose is to obtain working capital, explain any unusual condition which exists, or will exist, in the public utility's current assets or current liabilities.**

Not applicable.

- C. If the purpose is to refund obligations, describe obligations in detail:  
Explain the purpose for which the obligations were issued or refer to the number of the securities certificate in which the purpose appears.  
State whether refunding is to meet maturity or to effect saving in interest and other annual charges.**

Please refer to pages 2-3 of the Securities Certificate.

- D. If the purpose is for the payment of dividends, please justify the use of funds from the registration to pay dividends.**

Not applicable.

- E. If the purpose is to fund pension obligations;  
Provide ABO, PBO, current fair value of plan assets, and the percent of current benefit obligation is funded.  
Provide annual contributions to the plan from 2006 to present and projected contributions for the next 5 years.**

Please refer to Exhibit K.

- 14. Reconcile total capitalization with total rate base for ratemaking purposes. Are any funds to be issued for a non-utility purpose? If so, describe that purpose.**

Please refer to page 3 of the Securities Certificate. All funds will be used for utility purposes.

- 15. Three year history and three year projections for ratio of capital expenditures to depreciation expense.**

Please refer to Exhibit I.