

ALLIANT ENERGY CORP  
Form 10-Q  
August 06, 2015  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT  
OF 1934

For the quarterly period ended June 30, 2015

or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT  
OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

| Commission<br>File Number | Name of Registrant, State of Incorporation,<br>Address of Principal Executive Offices and Telephone Number                                      | IRS Employer<br>Identification Number |
|---------------------------|---|---------------------------------------|
| 1-9894                    | ALLIANT ENERGY CORPORATION<br>(a Wisconsin corporation)<br>4902 N. Biltmore Lane<br>Madison, Wisconsin 53718<br>Telephone (608) 458-3311        | 39-1380265                            |
| 1-4117                    | INTERSTATE POWER AND LIGHT COMPANY<br>(an Iowa corporation)<br>Alliant Energy Tower<br>Cedar Rapids, Iowa 52401<br>Telephone (319) 786-4411     | 42-0331370                            |
| 0-337                     | WISCONSIN POWER AND LIGHT COMPANY<br>(a Wisconsin corporation)<br>4902 N. Biltmore Lane<br>Madison, Wisconsin 53718<br>Telephone (608) 458-3311 | 39-0714890                            |

This combined Form 10-Q is separately filed by Alliant Energy Corporation, Interstate Power and Light Company and Wisconsin Power and Light Company. Information contained in the Form 10-Q relating to Interstate Power and Light Company and Wisconsin Power and Light Company is filed by each such registrant on its own behalf. Each of Interstate Power and Light Company and Wisconsin Power and Light Company makes no representation as to information relating to registrants other than itself.

Indicate by check mark whether the registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. Yes  No

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Indicate by check mark whether the registrants have submitted electronically and posted on their corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrants were required to submit and post such files). Yes  No

Indicate by check mark whether the registrants are large accelerated filers, accelerated filers, non-accelerated filers, or smaller reporting companies. See the definitions of “large accelerated filer,” “accelerated filer” and “smaller reporting company” in Rule 12b-2 of the Exchange Act.

|                                    | Large<br>Accelerated<br>Filer | Accelerated<br>Filer | Non-accelerated<br>Filer | Smaller<br>Reporting<br>Company<br>Filer |
|------------------------------------|-------------------------------|----------------------|--------------------------|--|
| Alliant Energy Corporation         | x                             |                      |                          |  |
| Interstate Power and Light Company |                               |                      | x                        |  |
| Wisconsin Power and Light Company  |                               |                      | x                        |  |

Indicate by check mark whether the registrants are shell companies (as defined in Rule 12b-2 of the Exchange Act). Yes  No

Number of shares outstanding of each class of common stock as of June 30, 2015:

|                                    |   |
|------------------------------------|---|
| Alliant Energy Corporation         | Common stock, \$0.01 par value, 113,263,624 shares outstanding  |
| Interstate Power and Light Company | Common stock, \$2.50 par value, 13,370,788 shares outstanding (all of which are owned beneficially and of record by Alliant Energy Corporation) |
| Wisconsin Power and Light Company  | Common stock, \$5 par value, 13,236,601 shares outstanding (all of which are owned beneficially and of record by Alliant Energy Corporation)    |

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## DEFINITIONS

The following abbreviations or acronyms used in this Form 10-Q are defined below:

| Abbreviation or Acronym | Definition  |
|-------------------------|---|
| 2014 Form 10-K          | Combined Annual Report on Form 10-K filed by Alliant Energy, IPL and WPL for the year ended Dec. 31, 2014 |
| AFUDC                   | Allowance for funds used during construction  |
| Alliant Energy          | Alliant Energy Corporation  |
| AROs                    | Asset retirement obligations  |
| ATC                     | American Transmission Company LLC   |
| CAA                     | Clean Air Act   |
| CCR                     | Coal Combustion Residuals   |
| CDD                     | Cooling degree days   |
| CEO                     | Chief Executive Officer   |
| CFO                     | Chief Financial Officer   |
| Columbia                | Columbia Energy Center  |
| Corporate Services      | Alliant Energy Corporate Services, Inc.   |
| CRANDIC                 | Cedar Rapids and Iowa City Railway Company  |
| DAEC                    | Duane Arnold Energy Center  |
| Dth                     | Dekatherm   |
| Edgewater               | Edgewater Generating Station  |
| EGU                     | Electric generating unit  |
| EPA                     | U.S. Environmental Protection Agency  |
| EPS                     | Earnings per weighted average common share  |
| FERC                    | Federal Energy Regulatory Commission  |
| Financial Statements    | Condensed Consolidated Financial Statements   |
| FTR                     | Financial transmission right  |
| Fuel-related            | Electric production fuel and energy purchases   |
| GAAP                    | U.S. generally accepted accounting principles   |
| HDD                     | Heating degree days   |
| IPL                     | Interstate Power and Light Company  |
| ITC                     | ITC Midwest LLC   |
| IUB                     | Iowa Utilities Board  |
| Marshalltown            | Marshalltown Generating Station   |
| MDA                     | Management's Discussion and Analysis of Financial Condition and Results of Operations                     |
| MGP                     | Manufactured gas plant  |
| MISO                    | Midcontinent Independent System Operator, Inc.  |
| MPUC                    | Minnesota Public Utilities Commission   |
| MW                      | Megawatt  |
| MWh                     | Megawatt-hour   |
| N/A                     | Not applicable  |
| Nelson Dewey            | Nelson Dewey Generating Station   |
| Note(s)                 | Combined Notes to Condensed Consolidated Financial Statements   |
| NOx                     | Nitrogen oxide  |
| OPEB                    | Other postretirement benefits   |
| PJM                     | PJM Interconnection, LLC  |
| PPA                     | Purchased power agreement   |
| PSCW                    | Public Service Commission of Wisconsin  |

|                       |   |
|-----------------------|---|
| Receivables Agreement | Receivables Purchase and Sale Agreement |
| Resources             | Alliant Energy Resources, LLC           |
| Riverside             | Riverside Energy Center                 |
| RMT                   | RMT, Inc.                               |
| SCR                   | Selective catalytic reduction           |
| SO2                   | Sulfur dioxide                          |
| U.S.                  | United States of America                |
| Whiting Petroleum     | Whiting Petroleum Corporation           |
| WPL                   | Wisconsin Power and Light Company       |

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FORWARD-LOOKING STATEMENTS

Statements contained in this report that are not of historical fact are forward-looking statements intended to qualify for the safe harbors from liability established by the Private Securities Litigation Reform Act of 1995. These forward-looking statements can be identified as such because the statements include words such as “may,” “believe,” “expect,” “anticipate,” “plan,” “project,” “will,” “projections,” “estimate,” or other words of similar import. Similarly, statements that describe future financial performance or plans or strategies are forward-looking statements. Such forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from those expressed in, or implied by, such statements. Some, but not all, of the risks and uncertainties of Alliant Energy, IPL and WPL that could materially affect actual results include:

- federal and state regulatory or governmental actions, including the impact of energy, tax, financial and health care legislation, and regulatory agency orders;
- IPL’s and WPL’s ability to obtain adequate and timely rate relief to allow for, among other things, the recovery of fuel costs, operating costs, transmission costs, deferred expenditures, capital expenditures, and remaining costs related to EGUs that may be permanently closed, earning their authorized rates of return, and the payments to their parent of expected levels of dividends;
- the ability to continue cost controls and operational efficiencies;
- the impact of IPL’s retail electric base rate freeze in Iowa during 2015 and 2016;
- the impact of WPL’s retail electric and gas base rate freeze in Wisconsin during 2015 and 2016;
- weather effects on results of utility operations, including impacts of temperature changes in IPL’s and WPL’s service territories on customers’ demand for electricity and gas;
- the impact of the economy in IPL’s and WPL’s service territories and the resulting impacts on sales volumes, margins and the ability to collect unpaid bills;
- the impact of customer- and third party-owned generation, including alternative electric suppliers, in IPL’s and WPL’s service territories on system reliability, operating expenses and customers’ demand for electricity;
- the impact of energy efficiency, franchise retention, customer- and third party-owned generation and customer disconnects on sales volumes and margins;
- the impact that price changes may have on IPL’s and WPL’s customers’ demand for electric, gas and steam services and their ability to pay their bills;
- developments that adversely impact the ability to implement the strategic plan, including unanticipated issues with new emission controls equipment for various coal-fired EGUs of IPL and WPL, IPL’s construction of Marshalltown, WPL’s proposed Riverside expansion, various replacements and expansion of IPL’s and WPL’s natural gas distribution systems, Resources’ electricity output and selling price of such output from its Franklin County wind project, and the potential decommissioning of certain EGUs of IPL and WPL;
- issues related to the availability and operations of EGUs, including start-up risks, breakdown or failure of equipment, performance below expected or contracted levels of output or efficiency, operator error, transmission constraints, compliance with mandatory reliability standards and risks related to recovery of resulting incremental costs through rates;
- disruptions in the supply and delivery of coal, natural gas and purchased electricity;
- changes in the price of delivered coal, natural gas and purchased electricity due to shifts in supply and demand caused by market conditions and regulations, and the ability to recover and to retain the recovery of related changes in purchased power, fuel and fuel-related costs through rates in a timely manner;
- impacts on equity income from unconsolidated investments due to changes to ATC’s authorized return on equity;
- issues associated with environmental remediation and environmental compliance, including compliance with the Consent Decree between WPL, the EPA and the Sierra Club, the Consent Decree between IPL, the EPA, the Sierra Club, the State of Iowa and Linn County in Iowa, the CCR Rule, future changes in environmental laws and regulations, including the EPA’s regulations for carbon dioxide emissions reductions from new and existing

fossil-fueled EGUs, and litigation associated with environmental requirements;  
the ability to defend against environmental claims brought by state and federal agencies, such as the EPA, state natural resources agencies or third parties, such as the Sierra Club, and the impact on operating expenses of defending and resolving such claims;  
the ability to recover through rates all environmental compliance and remediation costs, including costs for projects put on hold due to uncertainty of future environmental laws and regulations;

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impacts that storms or natural disasters in IPL's and WPL's service territories may have on their operations and recovery of, and rate relief for, costs associated with restoration activities;

the direct or indirect effects resulting from terrorist incidents, including physical attacks and cyber attacks, or responses to such incidents;

the impact of penalties or third-party claims related to, or in connection with, a failure to maintain the security of personally identifiable information, including associated costs to notify affected persons and to mitigate their information security concerns;

the direct or indirect effects resulting from breakdown or failure of equipment in the operation of natural gas distribution systems, such as leaks, explosions and mechanical problems, and compliance with natural gas distribution safety regulations, such as those that may be issued by the Pipeline and Hazardous Materials Safety Administration;

risks associated with implementing a new customer billing and information system currently expected by the end of the first quarter of 2016;

impacts of IPL's future tax benefits from Iowa rate-making practices, including deductions for repairs expenditures and allocation of mixed service costs, and recoverability of the associated regulatory assets from customers, when the differences reverse in future periods;

any material post-closing adjustments related to any past asset divestitures, including the sales of IPL's Minnesota electric and natural gas distribution assets and RMT, which could result from, among other things, warranties, parental guarantees or litigation;

continued access to the capital markets on competitive terms and rates, and the actions of credit rating agencies;

- inflation and interest rates;

changes to the creditworthiness of counterparties with which Alliant Energy, IPL and WPL have contractual arrangements, including participants in the energy markets and fuel suppliers and transporters;

issues related to electric transmission, including operating in Regional Transmission Organization energy and ancillary services markets, the impacts of potential future billing adjustments and cost allocation changes from Regional Transmission Organizations and recovery of costs incurred;

current or future litigation, regulatory investigations, proceedings or inquiries, including the flood damage lawsuit pending against CRANDIC;

Alliant Energy's ability to sustain its dividend payout ratio goal;

employee workforce factors, including changes in key executives, collective bargaining agreements and negotiations, work stoppages or restructurings;

access to technological developments;

adverse developments in the food manufacturing industry, including animal flu and other illnesses;

changes in technology that alter the channels through which electric customers buy or utilize power;

material changes in retirement and benefit plan costs;

the impact of performance-based compensation plans accruals;

the effect of accounting pronouncements issued periodically by standard-setting bodies, including a new revenue recognition standard, which is currently expected to be adopted in 2018;

the impact of changes to production tax credits for wind projects;

the impact of adjustments made to deferred tax assets and liabilities from state apportionment assumptions;

the ability to utilize tax credits and net operating losses generated to date, and those that may be generated in the future, before they expire;

the ability to successfully complete tax audits and changes in tax accounting methods, including changes required by new tangible property regulations with no material impact on earnings and cash flows; and

factors listed in MDA and Risk Factors in Item 1A in the 2014 Form 10-K.

Alliant Energy, IPL and WPL each assume no obligation, and disclaim any duty, to update the forward-looking statements in this report, except as required by law.



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## PART I. FINANCIAL INFORMATION

## ITEM 1. CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

## ALLIANT ENERGY CORPORATION

## CONDENSED CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

|   | For the Three Months                    |         | For the Six Months |           |
|---|---|---------|--------------------|-----------|
|   | Ended June 30,                          |         | Ended June 30,     |           |
|   | 2015                                    | 2014    | 2015               | 2014      |
|   | (in millions, except per share amounts) |         |                    |           |
| Operating revenues:   |   |         |                    |           |
| Utility:  |   |         |                    |           |
| Electric  | \$640.4                                 | \$643.9 | \$1,311.7          | \$1,319.7 |
| Gas   | 51.7                                    | 76.9    | 250.1              | 317.6     |
| Other   | 14.8                                    | 15.6    | 31.2               | 38.4      |
| Non-regulated   | 10.3                                    | 13.9    | 21.6               | 27.4      |
| Total operating revenues  | 717.2                                   | 750.3   | 1,614.6            | 1,703.1   |
| Operating expenses:   |   |         |                    |           |
| Utility:  |   |         |                    |           |
| Electric production fuel and purchased power  | 185.2                                   | 214.1   | 401.1              | 452.8     |
| Electric transmission service   | 116.9                                   | 105.5   | 240.1              | 219.6     |
| Cost of gas sold  | 21.9                                    | 45.0    | 152.7              | 206.9     |
| Other operation and maintenance   | 157.3                                   | 160.7   | 303.9              | 321.7     |
| Non-regulated operation and maintenance   | —                                       | 1.8     | 1.3                | 3.1       |
| Depreciation and amortization   | 100.4                                   | 95.8    | 200.6              | 191.3     |
| Taxes other than income taxes   | 26.5                                    | 24.1    | 53.0               | 50.2      |
| Total operating expenses  | 608.2                                   | 647.0   | 1,352.7            | 1,445.6   |
| Operating income  | 109.0                                   | 103.3   | 261.9              | 257.5     |
| Interest expense and other:   |   |         |                    |           |
| Interest expense  | 46.5                                    | 45.1    | 93.1               | 90.3      |
| Equity income from unconsolidated investments, net  | (11.3 )                                 | (11.3 ) | (17.8 )            | (22.7 )   |
| Allowance for funds used during construction  | (8.6 )                                  | (8.4 )  | (15.4 )            | (17.5 )   |
| Interest income and other   | (0.2 )                                  | 0.1     | (0.3 )             | (1.6 )    |
| Total interest expense and other  | 26.4                                    | 25.5    | 59.6               | 48.5      |
| Income from continuing operations before income taxes   | 82.6                                    | 77.8    | 202.3              | 209.0     |
| Income taxes  | 11.2                                    | 13.2    | 31.7               | 33.8      |
| Income from continuing operations, net of tax   | 71.4                                    | 64.6    | 170.6              | 175.2     |
| Loss from discontinued operations, net of tax   | (1.3 )                                  | (0.3 )  | (1.3 )             | (0.3 )    |
| Net income  | 70.1                                    | 64.3    | 169.3              | 174.9     |
| Preferred dividend requirements of IPL  | 2.5                                     | 2.5     | 5.1                | 5.1       |
| Net income attributable to Alliant Energy common shareowners  | \$67.6                                  | \$61.8  | \$164.2            | \$169.8   |
| Weighted average number of common shares outstanding (basic and diluted)  | 113.1                                   | 110.8   | 112.1              | 110.8     |
| Earnings per weighted average common share attributable to Alliant Energy common shareowners (basic and diluted): |   |         |                    |           |
| Income from continuing operations, net of tax   | \$0.61                                  | \$0.56  | \$1.47             | \$1.53    |
| Loss from discontinued operations, net of tax   | (0.01 )                                 | —       | (0.01 )            | —         |
| Net income  | \$0.60                                  | \$0.56  | \$1.46             | \$1.53    |
| Amounts attributable to Alliant Energy common shareowners:  |   |         |                    |           |
| Income from continuing operations, net of tax   | \$68.9                                  | \$62.1  | \$165.5            | \$170.1   |

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|   |        |        |         |         |   |
|---|--------|--------|---------|---------|---|
| Loss from discontinued operations, net of tax | (1.3   | ) (0.3 | ) (1.3  | ) (0.3  | ) |
| Net income                                    | \$67.6 | \$61.8 | \$164.2 | \$169.8 |   |
| Dividends declared per common share           | \$0.55 | \$0.51 | \$1.10  | \$1.02  |   |

The accompanying Combined Notes to Condensed Consolidated Financial Statements are an integral part of these statements.

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CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)

|   | June 30,<br>2015                                     | December 31,<br>2014 |
|---|--|----------------------|
|   | (in millions, except per<br>share and share amounts) |                      |
| <b>ASSETS</b>   |  |                      |
| Current assets:   |  |                      |
| Cash and cash equivalents   | \$54.8   | \$56.9               |
| Accounts receivable, less allowance for doubtful accounts   | 297.3  | 427.3                |
| Production fuel, at weighted average cost   | 78.8   | 83.8                 |
| Materials and supplies, at weighted average cost  | 82.3   | 72.9                 |
| Gas stored underground, at weighted average cost  | 24.1   | 67.1                 |
| Regulatory assets   | 71.1   | 68.1                 |
| Other   | 435.5  | 267.0                |
| Total current assets  | 1,043.9  | 1,043.1              |
| Property, plant and equipment, net  | 9,173.5  | 8,938.4              |
| Investments:  |  |                      |
| Investment in American Transmission Company LLC   | 293.5  | 286.5                |
| Other   | 56.4   | 58.4                 |
| Total investments   | 349.9  | 344.9                |
| Other assets:   |  |                      |
| Regulatory assets   | 1,706.8  | 1,715.6              |
| Deferred charges and other  | 38.2   | 43.9                 |
| Total other assets  | 1,745.0  | 1,759.5              |
| Total assets  | \$12,312.3   | \$12,085.9           |
| <b>LIABILITIES AND EQUITY</b>   |  |                      |
| Current liabilities:  |  |                      |
| Current maturities of long-term debt  | \$33.5   | \$183.0              |
| Commercial paper  | 120.9  | 141.3                |
| Accounts payable  | 374.9  | 427.9                |
| Regulatory liabilities  | 197.7  | 200.1                |
| Other   | 264.5  | 262.4                |
| Total current liabilities   | 991.5  | 1,214.7              |
| Long-term debt, net (excluding current portion)   | 3,717.4  | 3,606.7              |
| Other liabilities:  |  |                      |
| Deferred income tax liabilities   | 2,449.1  | 2,321.1              |
| Regulatory liabilities  | 572.4  | 621.1                |
| Pension and other benefit obligations   | 417.4  | 421.7                |
| Other   | 342.8  | 260.1                |
| Total other liabilities   | 3,781.7  | 3,624.0              |
| Commitments and contingencies ( <u>Note 13</u> )  |  |                      |
| Equity:   |  |                      |
| Alliant Energy Corporation common equity:   |  |                      |
| Common stock - \$0.01 par value - 240,000,000 shares authorized; 113,263,624 and 110,935,680 shares outstanding | 1.1  | 1.1                  |
| Additional paid-in capital  | 1,649.0  | 1,509.1              |
| Retained earnings   | 1,979.3  | 1,938.0              |

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|  |            |   |            |   |
|--|------------|---|------------|---|
| Accumulated other comprehensive loss   | (0.6       | ) | (0.6       | ) |
| Shares in deferred compensation trust - 206,419 and 238,935 shares at a weighted average cost of \$38.82 and \$37.45 per share | (8.0       | ) | (8.9       | ) |
| Total Alliant Energy Corporation common equity   | 3,620.8    |   | 3,438.7    |   |
| Cumulative preferred stock of Interstate Power and Light Company   | 200.0      |   | 200.0      |   |
| Noncontrolling interest  | 0.9        |   | 1.8        |   |
| Total equity   | 3,821.7    |   | 3,640.5    |   |
| Total liabilities and equity   | \$12,312.3 |   | \$12,085.9 |   |

The accompanying Combined Notes to Condensed Consolidated Financial Statements are an integral part of these statements.

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ALLIANT ENERGY CORPORATION  
 CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

|  | For the Six Months<br>Ended June 30, |           |
|--|--------------------------------------|-----------|
|  | 2015                                 | 2014      |
|  | (in millions)                        |           |
| Cash flows from operating activities:  |                                      |           |
| Net income   | \$169.3                              | \$174.9   |
| Adjustments to reconcile net income to net cash flows from operating activities: |                                      |           |
| Depreciation and amortization  | 200.6                                | 191.3     |
| Deferred tax expense and investment tax credits                                  | 43.0                                 | 37.3      |
| Other  | 3.5                                  | 11.7      |
| Other changes in assets and liabilities:   |                                      |           |
| Accounts receivable  | 33.7                                 | 47.6      |
| Sales of accounts receivable   | 78.0                                 | (19.0 )   |
| Regulatory assets  | (22.7 )                              | (71.6 )   |
| Derivative assets  | 3.6                                  | (92.3 )   |
| Accounts payable   | (25.3 )                              | 35.8      |
| Regulatory liabilities   | (40.0 )                              | 45.2      |
| Deferred income taxes  | 48.0                                 | 51.5      |
| Other  | 25.6                                 | 35.8      |
| Net cash flows from operating activities   | 517.3                                | 448.2     |
| Cash flows used for investing activities:  |                                      |           |
| Construction and acquisition expenditures:                                       |                                      |           |
| Utility business   | (436.2 )                             | (332.6 )  |
| Alliant Energy Corporate Services, Inc. and non-regulated businesses             | (32.2 )                              | (31.9 )   |
| Other  | (1.9 )                               | (4.5 )    |
| Net cash flows used for investing activities                                     | (470.3 )                             | (369.0 )  |
| Cash flows used for financing activities:  |                                      |           |
| Common stock dividends   | (122.9 )                             | (112.9 )  |
| Proceeds from issuance of common stock, net                                      | 139.5                                | —         |
| Payments to retire long-term debt  | (151.4 )                             | (0.8 )    |
| Net change in commercial paper   | 90.8                                 | 28.5      |
| Other  | (5.1 )                               | 12.4      |
| Net cash flows used for financing activities                                     | (49.1 )                              | (72.8 )   |
| Net increase (decrease) in cash and cash equivalents                             | (2.1 )                               | 6.4       |
| Cash and cash equivalents at beginning of period                                 | 56.9                                 | 9.8       |
| Cash and cash equivalents at end of period                                       | \$54.8                               | \$16.2    |
| Supplemental cash flows information:   |                                      |           |
| Cash (paid) refunded during the period for:                                      |                                      |           |
| Interest, net of capitalized interest  | (\$93.5 )                            | (\$90.5 ) |
| Income taxes, net  | \$0.1                                | \$3.8     |
| Significant non-cash investing and financing activities:                         |                                      |           |
| Accrued capital expenditures   | \$162.1                              | \$124.9   |

The accompanying Combined Notes to Condensed Consolidated Financial Statements are an integral part of these statements.





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## INTERSTATE POWER AND LIGHT COMPANY

## CONDENSED CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

|  | For the Three Months |         | For the Six Months |         |
|--|----------------------|---------|--------------------|---------|
|  | Ended June 30,       |         | Ended June 30,     |         |
|  | 2015                 | 2014    | 2015               | 2014    |
|  | (in millions)        |         |                    |         |
| Operating revenues:                          |                      |         |                    |         |
| Electric utility                             | \$339.4              | \$354.6 | \$702.0            | \$728.8 |
| Gas utility                                  | 29.8                 | 43.7    | 141.0              | 179.4   |
| Steam and other                              | 13.0                 | 13.6    | 28.2               | 32.6    |
| Total operating revenues                     | 382.2                | 411.9   | 871.2              | 940.8   |
| Operating expenses:                          |                      |         |                    |         |
| Electric production fuel and purchased power | 90.5                 | 122.9   | 200.6              | 262.9   |
| Electric transmission service                | 77.9                 | 75.4    | 161.8              | 159.0   |
| Cost of gas sold                             | 13.0                 | 25.7    | 84.0               | 113.8   |
| Other operation and maintenance              | 100.6                | 92.1    | 193.2              | 189.3   |
| Depreciation and amortization                | 52.1                 | 48.9    | 103.9              | 97.6    |
| Taxes other than income taxes                | 14.3                 | 12.9    | 28.4               | 26.7    |
| Total operating expenses                     | 348.4                | 377.9   | 771.9              | 849.3   |
| Operating income                             | 33.8                 | 34.0    | 99.3               | 91.5    |
| Interest expense and other:                  |                      |         |                    |         |
| Interest expense                             | 23.9                 | 22.6    | 48.0               | 45.1    |
| Allowance for funds used during construction | (6.7)                | (6.0)   | (12.0)             | (12.0)  |
| Interest income and other                    | —                    | (0.1)   | (0.1)              | (0.1)   |
| Total interest expense and other             | 17.2                 | 16.5    | 35.9               | 33.0    |
| Income before income taxes                   | 16.6                 | 17.5    | 63.4               | 58.5    |
| Income tax benefit                           | (2.6)                | (3.4)   | (6.2)              | (8.4)   |
| Net income                                   | 19.2                 | 20.9    | 69.6               | 66.9    |
| Preferred dividend requirements              | 2.5                  | 2.5     | 5.1                | 5.1     |
| Earnings available for common stock          | \$16.7               | \$18.4  | \$64.5             | \$61.8  |

Earnings per share data is not disclosed given Alliant Energy Corporation is the sole shareowner of all shares of IPL's common stock outstanding during the periods presented.

The accompanying Combined Notes to Condensed Consolidated Financial Statements are an integral part of these statements.

Table of ContentsINTERSTATE POWER AND LIGHT COMPANY  
CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)

|   | June 30,<br>2015                                     | December 31,<br>2014 |
|---|--|----------------------|
|   | (in millions, except per<br>share and share amounts) |                      |
| <b>ASSETS</b>   |  |                      |
| Current assets:   |  |                      |
| Cash and cash equivalents   | \$2.0  | \$5.3                |
| Accounts receivable, less allowance for doubtful accounts                                     | 104.2  | 216.7                |
| Production fuel, at weighted average cost   | 44.9   | 52.7                 |
| Materials and supplies, at weighted average cost  | 47.5   | 42.0                 |
| Gas stored underground, at weighted average cost  | 8.2  | 30.8                 |
| Regulatory assets   | 28.0   | 38.7                 |
| Other   | 308.1  | 169.9                |
| Total current assets  | 542.9  | 556.1                |
| Property, plant and equipment, net  | 4,687.8  | 4,554.7              |
| Investments   | 19.5   | 19.1                 |
| Other assets:   |  |                      |
| Regulatory assets   | 1,322.7  | 1,319.2              |
| Deferred charges and other  | 15.0   | 12.7                 |
| Total other assets  | 1,337.7  | 1,331.9              |
| Total assets  | \$6,587.9  | \$6,461.8            |
| <b>LIABILITIES AND EQUITY</b>   |  |                      |
| Current liabilities:  |  |                      |
| Current maturities of long-term debt  | \$—  | \$150.0              |
| Accounts payable  | 222.1  | 259.6                |
| Accounts payable to associated companies  | 43.6   | 31.3                 |
| Regulatory liabilities  | 129.5  | 129.7                |
| Other   | 148.0  | 135.3                |
| Total current liabilities   | 543.2  | 705.9                |
| Long-term debt, net (excluding current portion)   | 1,730.2  | 1,618.7              |
| Other liabilities:  |  |                      |
| Deferred income tax liabilities   | 1,418.8  | 1,341.4              |
| Regulatory liabilities  | 402.5  | 453.8                |
| Pension and other benefit obligations   | 141.5  | 142.4                |
| Other   | 243.0  | 185.5                |
| Total other liabilities   | 2,205.8  | 2,123.1              |
| Commitments and contingencies ( <a href="#">Note 13</a> )                                     |  |                      |
| Equity:   |  |                      |
| Interstate Power and Light Company common equity:   |  |                      |
| Common stock - \$2.50 par value - 24,000,000 shares authorized; 13,370,788 shares outstanding | 33.4   | 33.4                 |
| Additional paid-in capital  | 1,342.8  | 1,242.8              |
| Retained earnings   | 532.5  | 537.9                |
| Total Interstate Power and Light Company common equity  | 1,908.7  | 1,814.1              |
| Cumulative preferred stock  | 200.0  | 200.0                |
| Total equity  | 2,108.7  | 2,014.1              |

|                              |           |           |
|------------------------------|-----------|-----------|
| Total liabilities and equity | \$6,587.9 | \$6,461.8 |
|------------------------------|-----------|-----------|

The accompanying Combined Notes to Condensed Consolidated Financial Statements are an integral part of these statements.

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INTERSTATE POWER AND LIGHT COMPANY  
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

|  | For the Six Months<br>Ended June 30, |           |
|--|--------------------------------------|-----------|
|  | 2015                                 | 2014      |
|  | (in millions)                        |           |
| Cash flows from operating activities:  |                                      |           |
| Net income   | \$69.6                               | \$66.9    |
| Adjustments to reconcile net income to net cash flows from operating activities: |                                      |           |
| Depreciation and amortization  | 103.9                                | 97.6      |
| Other  | 24.9                                 | (4.0 )    |
| Other changes in assets and liabilities:   |                                      |           |
| Accounts receivable  | 16.9                                 | 48.3      |
| Sales of accounts receivable   | 78.0                                 | (19.0 )   |
| Gas stored underground   | 23.6                                 | 7.5       |
| Regulatory assets  | (20.0 )                              | (48.5 )   |
| Derivative assets  | (2.7 )                               | (51.9 )   |
| Accounts payable   | (22.0 )                              | 23.4      |
| Regulatory liabilities   | (38.9 )                              | (2.7 )    |
| Deferred income taxes  | 44.7                                 | 54.7      |
| Other  | 16.5                                 | 33.8      |
| Net cash flows from operating activities   | 294.5                                | 206.1     |
| Cash flows used for investing activities:  |                                      |           |
| Utility construction and acquisition expenditures                                | (281.3 )                             | (184.9 )  |
| Other  | (3.9 )                               | (11.5 )   |
| Net cash flows used for investing activities                                     | (285.2 )                             | (196.4 )  |
| Cash flows used for financing activities:  |                                      |           |
| Common stock dividends   | (69.9 )                              | (70.0 )   |
| Capital contributions from parent  | 100.0                                | 60.0      |
| Payments to retire long-term debt  | (150.0 )                             | —         |
| Net change in commercial paper   | 111.2                                | —         |
| Other  | (3.9 )                               | 1.3       |
| Net cash flows used for financing activities                                     | (12.6 )                              | (8.7 )    |
| Net increase (decrease) in cash and cash equivalents                             | (3.3 )                               | 1.0       |
| Cash and cash equivalents at beginning of period                                 | 5.3                                  | 4.4       |
| Cash and cash equivalents at end of period                                       | \$2.0                                | \$5.4     |
| Supplemental cash flows information:   |                                      |           |
| Cash (paid) refunded during the period for:                                      |                                      |           |
| Interest   | (\$48.3 )                            | (\$45.2 ) |
| Income taxes, net  | \$18.6                               | \$9.0     |
| Significant non-cash investing and financing activities:                         |                                      |           |
| Accrued capital expenditures   | \$118.8                              | \$76.1    |

The accompanying Combined Notes to Condensed Consolidated Financial Statements are an integral part of these statements.



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## WISCONSIN POWER AND LIGHT COMPANY

## CONDENSED CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

|  | For the Three Months |         | For the Six Months |         |
|--|----------------------|---------|--------------------|---------|
|  | Ended June 30,       |         | Ended June 30,     |         |
|  | 2015                 | 2014    | 2015               | 2014    |
|  | (in millions)        |         |                    |         |
| Operating revenues:                                |                      |         |                    |         |
| Electric utility                                   | \$301.0              | \$289.3 | \$609.7            | \$590.9 |
| Gas utility  | 21.9                 | 33.2    | 109.1              | 138.2   |
| Other  | 1.8                  | 2.0     | 3.0                | 5.8     |
| Total operating revenues                           | 324.7                | 324.5   | 721.8              | 734.9   |
| Operating expenses:                                |                      |         |                    |         |
| Electric production fuel and purchased power       | 94.7                 | 91.2    | 200.5              | 189.9   |
| Electric transmission service                      | 39.0                 | 30.1    | 78.3               | 60.6    |
| Cost of gas sold                                   | 8.9                  | 19.3    | 68.7               | 93.1    |
| Other operation and maintenance                    | 56.7                 | 68.6    | 110.7              | 132.4   |
| Depreciation and amortization                      | 45.8                 | 44.7    | 91.8               | 89.4    |
| Taxes other than income taxes                      | 11.3                 | 10.6    | 22.7               | 21.8    |
| Total operating expenses                           | 256.4                | 264.5   | 572.7              | 587.2   |
| Operating income                                   | 68.3                 | 60.0    | 149.1              | 147.7   |
| Interest expense and other:                        |                      |         |                    |         |
| Interest expense                                   | 23.3                 | 21.1    | 46.4               | 42.2    |
| Equity income from unconsolidated investments      | (11.3)               | (11.4)  | (19.1)             | (22.8)  |
| Allowance for funds used during construction       | (1.9)                | (2.4)   | (3.4)              | (5.5)   |
| Interest income and other                          | (0.1)                | 0.3     | —                  | 0.3     |
| Total interest expense and other                   | 10.0                 | 7.6     | 23.9               | 14.2    |
| Income before income taxes                         | 58.3                 | 52.4    | 125.2              | 133.5   |
| Income taxes                                       | 18.8                 | 17.8    | 40.9               | 44.1    |
| Net income   | 39.5                 | 34.6    | 84.3               | 89.4    |
| Net income attributable to noncontrolling interest | 0.5                  | —       | 0.7                | —       |
| Earnings available for common stock                | \$39.0               | \$34.6  | \$83.6             | \$89.4  |

Earnings per share data is not disclosed given Alliant Energy Corporation is the sole shareowner of all shares of WPL's common stock outstanding during the periods presented.

The accompanying Combined Notes to Condensed Consolidated Financial Statements are an integral part of these statements.

Table of ContentsWISCONSIN POWER AND LIGHT COMPANY  
CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)

|  | June 30,<br>2015                                     | December 31,<br>2014 |
|--|--|----------------------|
|  | (in millions, except per<br>share and share amounts) |                      |
| <b>ASSETS</b>  |  |                      |
| Current assets:  |  |                      |
| Cash and cash equivalents  | \$48.8   | \$46.7               |
| Accounts receivable, less allowance for doubtful accounts                                  | 166.6  | 185.8                |
| Production fuel, at weighted average cost  | 33.9   | 31.1                 |
| Materials and supplies, at weighted average cost   | 32.8   | 29.2                 |
| Gas stored underground, at weighted average cost   | 15.9   | 36.3                 |
| Regulatory assets  | 43.1   | 29.4                 |
| Deferred income tax assets   | 61.0   | 37.5                 |
| Other  | 51.9   | 61.2                 |
| Total current assets   | 454.0  | 457.2                |
| Property, plant and equipment, net   | 4,028.4  | 3,938.9              |
| Investments:   |  |                      |
| Investment in American Transmission Company LLC  | 293.5  | 286.5                |
| Other  | 19.0   | 19.5                 |
| Total investments  | 312.5  | 306.0                |
| Other assets:  |  |                      |
| Regulatory assets  | 384.1  | 396.4                |
| Deferred charges and other   | 23.8   | 29.7                 |
| Total other assets   | 407.9  | 426.1                |
| Total assets   | \$5,202.8  | \$5,128.2            |
| <b>LIABILITIES AND EQUITY</b>  |  |                      |
| Current liabilities:   |  |                      |
| Current maturities of long-term debt   | \$30.6   | \$30.6               |
| Accounts payable   | 98.0   | 112.9                |
| Accounts payable to associated companies   | 18.0   | 25.5                 |
| Regulatory liabilities   | 68.2   | 70.4                 |
| Other  | 82.4   | 70.9                 |
| Total current liabilities  | 297.2  | 310.3                |
| Long-term debt, net (excluding current portion)  | 1,543.5  | 1,543.3              |
| Other liabilities:   |  |                      |
| Deferred income tax liabilities  | 1,014.9  | 970.0                |
| Regulatory liabilities   | 169.9  | 167.3                |
| Capital lease obligations - Sheboygan Falls Energy Facility                                | 86.6   | 89.4                 |
| Pension and other benefit obligations  | 179.0  | 180.4                |
| Other  | 177.9  | 155.2                |
| Total other liabilities  | 1,628.3  | 1,562.3              |
| Commitments and contingencies ( <u>Note 13</u> )   |  |                      |
| Equity:  |  |                      |
| Wisconsin Power and Light Company common equity:   |  |                      |
| Common stock - \$5 par value - 18,000,000 shares authorized; 13,236,601 shares outstanding | 66.2   | 66.2                 |

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|   |           |           |
|---|-----------|-----------|
| Additional paid-in capital                            | 959.0     | 959.0     |
| Retained earnings                                     | 698.7     | 678.6     |
| Total Wisconsin Power and Light Company common equity | 1,723.9   | 1,703.8   |
| Noncontrolling interest                               | 9.9       | 8.5       |
| Total equity  | 1,733.8   | 1,712.3   |
| Total liabilities and equity                          | \$5,202.8 | \$5,128.2 |

The accompanying Combined Notes to Condensed Consolidated Financial Statements are an integral part of these statements.



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WISCONSIN POWER AND LIGHT COMPANY  
 CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

|  | For the Six Months<br>Ended June 30, |           |
|--|--------------------------------------|-----------|
|  | 2015                                 | 2014      |
|  | (in millions)                        |           |
| Cash flows from operating activities:  |                                      |           |
| Net income   | \$84.3                               | \$89.4    |
| Adjustments to reconcile net income to net cash flows from operating activities: |                                      |           |
| Depreciation and amortization  | 91.8                                 | 89.4      |
| Other amortizations  | 2.7                                  | 24.9      |
| Deferred tax expense and investment tax credits                                  | 20.4                                 | 37.1      |
| Other  | (8.1                                 | ) (8.1    |
| Other changes in assets and liabilities:   |                                      |           |
| Regulatory assets  | (2.7                                 | ) (23.1   |
| Derivative assets  | 6.3                                  | (40.4     |
| Regulatory liabilities   | (1.1                                 | ) 47.9    |
| Other  | 36.6                                 | 18.4      |
| Net cash flows from operating activities   | 230.2                                | 235.5     |
| Cash flows used for investing activities:  |                                      |           |
| Utility construction and acquisition expenditures                                | (154.9                               | ) (147.7  |
| Other  | (7.1                                 | ) (3.4    |
| Net cash flows used for investing activities                                     | (162.0                               | ) (151.1  |
| Cash flows used for financing activities:  |                                      |           |
| Common stock dividends   | (63.5                                | ) (59.4   |
| Net change in commercial paper   | —                                    | (25.7     |
| Other  | (2.6                                 | ) 6.6     |
| Net cash flows used for financing activities                                     | (66.1                                | ) (78.5   |
| Net increase in cash and cash equivalents  | 2.1                                  | 5.9       |
| Cash and cash equivalents at beginning of period                                 | 46.7                                 | 0.5       |
| Cash and cash equivalents at end of period                                       | \$48.8                               | \$6.4     |
| Supplemental cash flows information:   |                                      |           |
| Cash paid during the period for:   |                                      |           |
| Interest   | (\$46.5                              | ) (\$42.2 |
| Income taxes, net  | (\$3.7                               | ) (\$9.4  |
| Significant non-cash investing and financing activities:                         |                                      |           |
| Accrued capital expenditures   | \$39.5                               | \$46.7    |

The accompanying Combined Notes to Condensed Consolidated Financial Statements are an integral part of these statements.

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ALLIANT ENERGY CORPORATION  
 INTERSTATE POWER AND LIGHT COMPANY  
 WISCONSIN POWER AND LIGHT COMPANY

## COMBINED NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

## (1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) General - The interim unaudited Financial Statements included herein have been prepared pursuant to the rules and regulations of the Securities and Exchange Commission. Accordingly, certain information and note disclosures normally included in financial statements prepared in accordance with GAAP have been condensed or omitted, although management believes that the disclosures are adequate to make the information presented not misleading. These Financial Statements should be read in conjunction with the financial statements and the notes thereto included in the latest combined Annual Report on Form 10-K.

In the opinion of management, all adjustments, which unless otherwise noted are normal and recurring in nature, necessary for a fair presentation of the results of operations, financial position and cash flows have been made. Results for the six months ended June 30, 2015 are not necessarily indicative of results that may be expected for the year ending December 31, 2015. A change in management's estimates or assumptions could have a material impact on financial condition and results of operations during the period in which such change occurred. Certain prior period amounts in the Financial Statements and Notes have been reclassified to conform to the current period presentation for comparative purposes. Unless otherwise noted, the Notes herein exclude discontinued operations for all periods presented. In addition, the Notes herein exclude assets and liabilities held for sale. As discussed in Note 16, IPL's Minnesota electric distribution assets qualified as held for sale as of June 30, 2015.

## (b) New Accounting Pronouncements -

Revenue Recognition - In May 2014, the Financial Accounting Standards Board issued an accounting standard providing principles for recognizing revenue for the transfer of promised goods or services to customers with the consideration to which the entity expects to be entitled in exchange for those goods or services. This standard also requires disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from contracts with customers. In July 2015, the Financial Accounting Standards Board deferred the effective date of this standard. As a result, Alliant Energy, IPL and WPL are now required to adopt this standard on January 1, 2018. Early adoption on January 1, 2017 is permitted. Alliant Energy, IPL and WPL are currently evaluating the impact of this standard on their financial condition and results of operations.

Presentation of Debt Issuance Costs - In April 2015, the Financial Accounting Standards Board issued an accounting standard to simplify the presentation of debt issuance costs on the balance sheet. Under the new standard, debt issuance costs related to a recognized debt liability will be presented on the balance sheet as a direct deduction from the carrying amount of that debt liability, consistent with debt discounts. Alliant Energy, IPL and WPL are required to adopt this standard by January 1, 2016. Debt issuance costs represent less than 1% of total long-term debt.

## (2) REGULATORY MATTERS

## Regulatory Assets and Regulatory Liabilities -

Regulatory assets were comprised of the following items (in millions):

|                        | Alliant Energy   |                      | IPL              |                      | WPL              |                      |
|------------------------|------------------|----------------------|------------------|----------------------|------------------|----------------------|
|                        | June 30,<br>2015 | December 31,<br>2014 | June 30,<br>2015 | December 31,<br>2014 | June 30,<br>2015 | December 31,<br>2014 |
| Tax-related            | \$961.1          | \$955.3              | \$932.8          | \$928.0              | \$28.3           | \$27.3               |
| Pension and OPEB costs | 555.7            | 570.2                | 281.8            | 287.9                | 273.9            | 282.3                |

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|                         |           |           |           |           |         |         |
|-------------------------|-----------|-----------|-----------|-----------|---------|---------|
| AROs                    | 77.9      | 73.7      | 44.1      | 41.4      | 33.8    | 32.3    |
| Derivatives             | 54.1      | 46.9      | 26.1      | 28.0      | 28.0    | 18.9    |
| Commodity cost recovery | 32.3      | 31.1      | 0.5       | 0.4       | 31.8    | 30.7    |
| Emission allowances     | 26.7      | 27.4      | 26.7      | 27.4      | —       | —       |
| Other                   | 70.1      | 79.1      | 38.7      | 44.8      | 31.4    | 34.3    |
|                         | \$1,777.9 | \$1,783.7 | \$1,350.7 | \$1,357.9 | \$427.2 | \$425.8 |

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Regulatory liabilities were comprised of the following items (in millions):

|   | Alliant Energy   |                      | IPL              |                      | WPL              |                      |
|---|------------------|----------------------|------------------|----------------------|------------------|----------------------|
|   | June 30,<br>2015 | December 31,<br>2014 | June 30,<br>2015 | December 31,<br>2014 | June 30,<br>2015 | December 31,<br>2014 |
| Cost of removal obligations               | \$410.6          | \$421.7              | \$266.6          | \$279.1              | \$144.0          | \$142.6              |
| IPL's tax benefit riders                  | 201.9            | 243.0                | 201.9            | 243.0                | —                | —                    |
| Energy efficiency cost recovery           | 58.5             | 64.3                 | 1.7              | —                    | 56.8             | 64.3                 |
| IPL's electric transmission cost recovery | 24.3             | 19.4                 | 24.3             | 19.4                 | —                | —                    |
| Commodity cost recovery                   | 16.6             | 15.4                 | 11.6             | 15.1                 | 5.0              | 0.3                  |
| Other                                     | 58.2             | 57.4                 | 25.9             | 26.9                 | 32.3             | 30.5                 |
|   | \$770.1          | \$821.2              | \$532.0          | \$583.5              | \$238.1          | \$237.7              |

Tax-related - Alliant Energy's and IPL's tax-related regulatory assets are generally impacted by certain property-related differences at IPL for which deferred tax is not recorded in the income statement pursuant to Iowa rate-making principles. Deferred tax amounts for such property-related differences at IPL are recorded to regulatory assets, along with the necessary revenue requirement tax gross-ups. During the six months ended June 30, 2015, Alliant Energy's and IPL's tax-related regulatory assets increased primarily due to property-related differences for qualifying repair expenditures.

Certain tax-related regulatory assets associated with IPL's Minnesota electric distribution assets were classified as held for sale as of June 30, 2015 on Alliant Energy's and IPL's balance sheets.

Derivatives - Refer to Note 12 for discussion of derivative assets and derivative liabilities.

IPL's tax benefit riders - IPL's tax benefit riders utilize regulatory liabilities to credit bills of IPL's Iowa retail electric and gas customers to help offset the impact of rate increases on such customers. These regulatory liabilities are related to tax benefits from tax accounting method changes for repairs expenditures, allocation of mixed service costs, allocation of insurance proceeds from floods in 2008, and cost of removal expenditures. For the six months ended June 30, 2015, Alliant Energy's and IPL's "IPL's tax benefit riders" regulatory liabilities decreased by \$41 million as follows (in millions):

|                                    |      |
|------------------------------------|------|
| Electric tax benefit rider credits | \$35 |
| Gas tax benefit rider credits      | 6    |
|                                    | \$41 |

Refer to Note 8 for additional details regarding IPL's tax benefit riders.

Utility Rate Cases -

IPL's Iowa Retail Electric Rate Settlement Agreement - The IUB approved a settlement agreement in 2014 related to rates charged to IPL's Iowa retail electric customers. The settlement agreement extends IPL's Iowa retail electric base rates authorized in its 2009 Test Year rate case through 2016 and provides targeted retail electric customer billing credits beginning May 2014. For the three and six months ended June 30, IPL recorded billing credits to reduce retail electric customers' bills as follows (in millions):

|  | Three Months |      | Six Months |      |
|--|--------------|------|------------|------|
|  | 2015         | 2014 | 2015       | 2014 |
| Billing credits to reduce retail electric customers' bills | \$6          | \$20 | \$12       | \$20 |

WPL's Retail Fuel-related Rate Filing (2016 Test Year) - In July 2015, WPL filed a request with the PSCW to increase annual rates for WPL's retail electric customers by \$15 million, or approximately 1%, in 2016. The increase reflects anticipated increases in retail electric fuel-related costs in 2016. Any rate changes granted from this request are expected to be effective on January 1, 2016. WPL currently expects a decision from the PSCW regarding this rate filing by the end of 2015.

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WPL's Retail Fuel-related Rate Filing (2014 Test Year) - Pursuant to a 2013 PSCW order, WPL's 2014 fuel-related costs were subject to deferral since they were outside an annual bandwidth of plus or minus 2% of the approved annual forecasted fuel-related costs. Retail fuel-related costs incurred by WPL through December 31, 2014 were higher than fuel-related costs used to determine rates for such period resulting in an under-collection of fuel-related costs for 2014 of \$33 million (including \$28 million outside the approved range for 2014). The \$28 million of deferred fuel-related costs is included in "Commodity cost recovery" in Alliant Energy's and WPL's regulatory assets table above. In July 2015, WPL received an order from the PSCW authorizing an annual retail electric rate increase of \$28 million, or approximately 3%, effective January 1, 2016 to recover the 2014 Test Year deferred fuel-related costs.

(3) PROPERTY, PLANT AND EQUIPMENT

Utility -

Emission Controls Project -

WPL's Edgewater Unit 5 - WPL is currently constructing a scrubber and baghouse at Edgewater Unit 5 to reduce SO<sub>2</sub> and mercury emissions at the EGU. Construction began in 2014 and is expected to be completed in 2016. As of June 30, 2015, Alliant Energy and WPL recorded capitalized expenditures for construction work in progress of \$132 million and AFUDC of \$5 million for the scrubber and baghouse in "Property, plant and equipment, net" on their balance sheets.

Natural Gas-Fired Generation Project -

IPL's Marshalltown Generating Station - IPL is currently constructing Marshalltown, an approximate 650 MW natural gas-fired combined-cycle EGU. Construction began in 2014 and is expected to be completed in 2017. As of June 30, 2015, Alliant Energy and IPL recorded capitalized expenditures for construction work in progress of \$343 million and AFUDC of \$12 million for Marshalltown in "Property, plant and equipment, net" on their balance sheets.

Sales of IPL's Minnesota Electric and Natural Gas Distribution Assets - In April 2015, IPL completed the sale of its Minnesota natural gas distribution assets and received proceeds of \$11 million and a promissory note of \$2 million. In July 2015, IPL completed the sale of its Minnesota electric distribution assets and received proceeds of \$127 million, which were used to reduce cash proceeds received from IPL's sales of accounts receivable program. Final proceeds are subject to post-closing adjustments based on the value of the net assets as of the closing date and are expected to be approximately \$130 million. The premium received over the book value of the property, plant and equipment sold was more than offset by tax-related regulatory assets associated with the distribution assets. As a result, Alliant Energy and IPL recorded pre-tax charges of \$9 million and \$3 million for the Minnesota electric and natural gas distribution asset transactions, respectively, in "Utility - Other operation and maintenance" in their income statements for the three and six months ended June 30, 2015. Refer to Note 16 for details of the Minnesota electric distribution assets, which qualified as held for sale as of June 30, 2015.

In July 2015, FERC approved the wholesale power supply agreement between IPL and Southern Minnesota Energy Cooperative, which became effective upon the sale of IPL's Minnesota electric distribution assets.

Non-regulated and Other -

Corporate Services and Other - Corporate Services is implementing a new customer billing and information system for IPL and WPL, which is currently expected to be placed in service by the end of the first quarter of 2016. As of June 30, 2015, Alliant Energy recorded capitalized expenditures of \$79 million and capitalized interest of \$2 million for the system in "Property, plant and equipment, net" on its balance sheet.

(4) RECEIVABLES

(a) Sales of Accounts Receivable - IPL maintains a Receivables Agreement whereby it may sell its Iowa customer accounts receivables, unbilled revenues and certain other accounts receivables to a third party through wholly-owned

and consolidated special purpose entities. The transfers of receivables meet the criteria for sale accounting established by the transfer of financial assets accounting rules. As of June 30, 2015, IPL sold \$177.8 million of receivables to the third party, received \$100.0 million in cash proceeds and recorded deferred proceeds of \$73.4 million.

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IPL's maximum and average outstanding cash proceeds related to the sales of accounts receivable program for the three and six months ended June 30 were as follows (in millions):

|   | Three Months |        | Six Months |        |
|---|--------------|--------|------------|--------|
|   | 2015         | 2014   | 2015       | 2014   |
| Maximum outstanding aggregate cash proceeds (based on daily outstanding balances) | \$125.0      | \$75.0 | \$125.0    | \$75.0 |
| Average outstanding aggregate cash proceeds (based on daily outstanding balances) | 77.3         | 34.2   | 72.7       | 30.9   |

For the three and six months ended June 30, 2015 and 2014, IPL's costs incurred related to the sales of accounts receivable program were not material.

The attributes of IPL's receivables sold under the Receivables Agreement were as follows (in millions):

|                                       | June 30, 2015 | December 31, 2014 |
|---------------------------------------|---------------|-------------------|
| Customer accounts receivable          | \$100.4       | \$134.8           |
| Unbilled utility revenues             | 77.2          | 69.7              |
| Other receivables                     | 0.2           | 0.1               |
| Receivables sold to third party       | 177.8         | 204.6             |
| Less: cash proceeds (a)               | 100.0         | 22.0              |
| Deferred proceeds                     | 77.8          | 182.6             |
| Less: allowance for doubtful accounts | 4.4           | 5.4               |
| Fair value of deferred proceeds       | \$73.4        | \$177.2           |
| Outstanding receivables past due      | \$14.0        | \$19.9            |

(a) Changes in cash proceeds are presented in "Sales of accounts receivable" in operating activities in Alliant Energy's and IPL's cash flows statements.

Additional attributes of IPL's receivables sold under the Receivables Agreement for the three and six months ended June 30 were as follows (in millions):

|                                       | Three Months |         | Six Months |           |
|---------------------------------------|--------------|---------|------------|-----------|
|                                       | 2015         | 2014    | 2015       | 2014      |
| Collections reinvested in receivables | \$417.1      | \$475.8 | \$923.0    | \$1,017.2 |
| Credit losses, net of recoveries      | 2.5          | 3.9     | 3.5        | 6.4       |

(b) Whiting Petroleum Tax Sharing Agreement - Prior to an initial public offering of Whiting Petroleum in 2003, Alliant Energy and Whiting Petroleum entered into a tax separation and indemnification agreement pursuant to which Alliant Energy and Whiting Petroleum made certain tax elections. These tax elections had the effect of increasing the tax basis of the assets of Whiting Petroleum's consolidated tax group based on the sales price of Whiting Petroleum's shares in the initial public offering. The increase in the tax basis of the assets was included in income in Alliant Energy's U.S. federal income tax return for the calendar year 2003. Pursuant to the tax separation and indemnification agreement, Whiting Petroleum paid Resources the final payment of \$26 million in March 2014, which represented the present value of certain future tax benefits expected to be realized by Whiting Petroleum through future tax deductions. The \$26 million received by Alliant Energy is presented in operating activities in its cash flows statement for the six months ended June 30, 2014.



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## (5) INVESTMENTS

Unconsolidated Equity Investments - Equity (income) loss from unconsolidated investments accounted for under the equity method of accounting for the three and six months ended June 30 was as follows (in millions):

|       | Alliant Energy |           |            |           | WPL          |           |            |           |
|-------|----------------|-----------|------------|-----------|--------------|-----------|------------|-----------|
|       | Three Months   |           | Six Months |           | Three Months |           | Six Months |           |
|       | 2015           | 2014      | 2015       | 2014      | 2015         | 2014      | 2015       | 2014      |
| ATC   | (\$10.9 )      | (\$11.1 ) | (\$18.7 )  | (\$22.3 ) | (\$10.9 )    | (\$11.1 ) | (\$18.7 )  | (\$22.3 ) |
| Other | (0.4 )         | (0.2 )    | 0.9        | (0.4 )    | (0.4 )       | (0.3 )    | (0.4 )     | (0.5 )    |
|       | (\$11.3 )      | (\$11.3 ) | (\$17.8 )  | (\$22.7 ) | (\$11.3 )    | (\$11.4 ) | (\$19.1 )  | (\$22.8 ) |

## (6) COMMON EQUITY

Common Share Activity - A summary of Alliant Energy's common stock activity was as follows:

|  |             |
|--|-------------|
| Shares outstanding, January 1, 2015                  | 110,935,680 |
| At-the-market offering program                       | 2,186,617   |
| Shareowner Direct Plan                               | 107,412     |
| Equity-based compensation plans ( <u>Note 9(b)</u> ) | 56,378      |
| Other  | (22,463 )   |
| Shares outstanding, June 30, 2015                    | 113,263,624 |

At-the-Market Offering Program - In March 2015, Alliant Energy filed a prospectus supplement under which it may sell up to \$150 million of its common stock through an at-the-market offering program. As of June 30, 2015, Alliant Energy issued 2,186,617 shares of common stock through this program and received cash proceeds of \$133 million, net of \$2 million in fees and commissions. The proceeds from the issuances of common stock were used for general corporate purposes. Alliant Energy currently has no plans to issue any additional common stock through the at-the-market offering program.

Dividend Restrictions - As of June 30, 2015, IPL's amount of retained earnings that were free of dividend restrictions was \$533 million. As of June 30, 2015, WPL's amount of retained earnings that were free of dividend restrictions was \$64 million for the remainder of 2015.

Restricted Net Assets of Subsidiaries - As of June 30, 2015, the amount of net assets of IPL and WPL that were not available to be transferred to their parent company, Alliant Energy, in the form of loans, advances or cash dividends without the consent of IPL's and WPL's regulatory authorities was \$1.4 billion and \$1.7 billion, respectively.

Capital Transactions with Subsidiaries - For the six months ended June 30, 2015, IPL received capital contributions of \$100.0 million from its parent company. For the six months ended June 30, 2015, IPL and WPL each paid common stock dividends of \$69.9 million and \$63.5 million, respectively, to its parent company.

Comprehensive Income - For the three and six months ended June 30, 2015 and 2014, Alliant Energy had no other comprehensive income; therefore, its comprehensive income was equal to its net income and its comprehensive income attributable to Alliant Energy common shareowners was equal to its net income attributable to Alliant Energy common shareowners for such periods. For the three and six months ended June 30, 2015 and 2014, IPL and WPL had no other comprehensive income; therefore, their comprehensive income was equal to their net income and their comprehensive income available for common stock was equal to their earnings available for common stock for such periods.



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## (7) DEBT

(a) Short-term Debt - Information regarding commercial paper classified as short-term debt and back-stopped by the credit facilities was as follows (dollars in millions):

| June 30, 2015   | Alliant Energy<br>(Consolidated) |         | Parent<br>Company |        | IPL     | WPL  |         |   |
|---|----------------------------------|---------|-------------------|--------|---------|------|---------|---|
|   | 2015                             | 2014    | 2015              | 2014   | 2015    | 2014 | 2015    |   |
| Commercial paper:   |                                  |         |                   |        |         |      |         |   |
| Amount outstanding  | \$120.9                          |         | \$120.9           |        | \$—     |      | \$—     |   |
| Weighted average remaining maturity                                 | 6 days                           |         | 6 days            |        | N/A     |      | N/A     |   |
| Weighted average interest rates                                     | 0.4%                             |         | 0.4%              |        | N/A     |      | N/A     |   |
| Available credit facility capacity (a)                              | \$767.9                          |         | \$179.1           |        | \$188.8 |      | \$400.0 |   |
| Three Months Ended June 30  |                                  |         |                   |        |         |      |         |   |
| Maximum amount outstanding<br>(based on daily outstanding balances) | \$152.6                          | \$311.6 | \$9.7             | \$6.0  | \$—     |      | \$168.4 |   |
| Average amount outstanding<br>(based on daily outstanding balances) | \$93.2                           | \$262.7 | \$0.1             | \$0.1  | \$—     |      | \$141.8 |   |
| Weighted average interest rates                                     | 0.5                              | % 0.2   | % 0.5             | % 0.2  | % N/A   |      | 0.1     | % |
| Six Months Ended June 30  |                                  |         |                   |        |         |      |         |   |
| Maximum amount outstanding<br>(based on daily outstanding balances) | \$152.6                          | \$316.2 | \$9.7             | \$10.0 | \$—     |      | \$204.7 |   |
| Average amount outstanding<br>(based on daily outstanding balances) | \$110.5                          | \$269.1 | \$0.1             | \$0.2  | \$—     |      | \$157.3 |   |
| Weighted average interest rates                                     | 0.4                              | % 0.2   | % 0.5             | % 0.2  | % N/A   |      | 0.1     | % |

(a) Alliant Energy's and IPL's available credit facility capacities reflect outstanding commercial paper classified as both short- and long-term debt at June 30, 2015. Refer to Note 7(b) for further discussion of \$111.2 million of commercial paper outstanding at June 30, 2015 classified as long-term debt on Alliant Energy's and IPL's balance sheets.

(b) Long-term Debt - In June 2015, IPL retired its \$150.0 million, 3.3% senior debentures. As of June 30, 2015, \$111.2 million of commercial paper was recorded in "Long-term debt, net" on Alliant Energy's and IPL's balance sheets due to the existence of long-term credit facilities that back-stop this commercial paper balance, along with Alliant Energy's and IPL's intent and ability to refinance these balances on a long-term basis. As of June 30, 2015, this commercial paper balance had a weighted average remaining maturity of 6 days and a 0.5% interest rate.

## (8) INCOME TAXES

Income Tax Rates - The provision for income taxes for earnings from continuing operations is based on an estimated annual effective income tax rate that excludes the impact of significant unusual or infrequently occurring items, discontinued operations or extraordinary items. The overall income tax rates shown in the following table were computed by dividing income tax expense (benefit) by income from continuing operations before income taxes.

| Three Months Ended June 30                            | Alliant Energy |         | IPL        |          | WPL    |        |
|---|----------------|---------|------------|----------|--------|--------|
|   | 2015           | 2014    | 2015       | 2014     | 2015   | 2014   |
| Statutory federal income tax rate                     | 35.0           | % 35.0  | % 35.0     | % 35.0   | % 35.0 | % 35.0 |
| IPL's tax benefit riders                              | (10.6 )        | (11.9 ) | (25.3 )    | (36.6 )  | —      | —      |
| Effect of rate-making on property-related differences | (8.4 )         | (4.8 )  | (22.3 )    | (14.4 )  | (0.7 ) | (0.2 ) |
| Production tax credits                                | (6.5 )         | (6.1 )  | (7.2 )     | (8.0 )   | (6.7 ) | (5.8 ) |
| Other items, net                                      | 4.1            | 4.8     | 4.1        | 4.6      | 4.6    | 5.0    |
| Overall income tax rate                               | 13.6           | % 17.0  | % (15.7 %) | (19.4 %) | 32.2   | % 34.0 |



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| Six Months Ended June 30                              | Alliant Energy |         | IPL     |          | WPL    |        |
|---|----------------|---------|---------|----------|--------|--------|
|   | 2015           | 2014    | 2015    | 2014     | 2015   | 2014   |
| Statutory federal income tax rate                     | 35.0 %         | 35.0 %  | 35.0 %  | 35.0 %   | 35.0 % | 35.0 % |
| IPL's tax benefit riders                              | (10.2 )        | (11.9 ) | (25.2 ) | (32.8 )  | —      | —      |
| Effect of rate-making on property-related differences | (7.0 )         | (5.1 )  | (16.6 ) | (13.0 )  | (0.6 ) | (0.7 ) |
| Production tax credits                                | (6.4 )         | (6.5 )  | (7.2 )  | (8.2 )   | (6.4 ) | (6.2 ) |
| Other items, net                                      | 4.3            | 4.7     | 4.2     | 4.6      | 4.7    | 4.9    |
| Overall income tax rate                               | 15.7 %         | 16.2 %  | (9.8 %) | (14.4 %) | 32.7 % | 33.0 % |

IPL's tax benefit riders - Alliant Energy's and IPL's effective income tax rates include the impact of reducing income tax expense with offsetting reductions to regulatory liabilities as a result of implementing IPL's tax benefit riders. Refer to Note 2 for additional details of the tax benefit riders.

Effect of rate-making on property-related differences - Alliant Energy's and IPL's effective income tax rates are impacted by the effect of rate-making principles on certain property-related differences for which deferred tax is not recognized in the income statement, substantially all of which relates to IPL. The increased benefits from property-related differences recognized during the three and six months ended June 30, 2015 were primarily due to additional repairs deductions.

Deferred Tax Assets and Liabilities - For the six months ended June 30, 2015, Alliant Energy's, IPL's and WPL's non-current deferred tax liabilities increased \$128.0 million, \$77.4 million and \$44.9 million, respectively. These increases in non-current deferred tax liabilities were primarily due to utilization of federal net operating loss carryforwards, and property-related differences recorded during the six months ended June 30, 2015, including an increase in qualifying repairs expenditures.

Carryforwards - At June 30, 2015, tax carryforwards and associated deferred tax assets and expiration dates were estimated as follows (dollars in millions):

| Alliant Energy               | Tax Carryforwards | Deferred Tax Assets | Earliest Expiration Date |
|------------------------------|-------------------|---------------------|--------------------------|
| Federal net operating losses | \$845             | \$290               | 2029                     |
| State net operating losses   | 860               | 44                  | 2018                     |
| Federal tax credits          | 222               | 218                 | 2022                     |
|                              |                   | \$552               |                          |
| IPL                          | Tax Carryforwards | Deferred Tax Assets | Earliest Expiration Date |
| Federal net operating losses | \$396             | \$136               | 2029                     |
| State net operating losses   | 265               | 14                  | 2018                     |
| Federal tax credits          | 77                | 75                  | 2022                     |
|                              |                   | \$225               |                          |
| WPL                          | Tax Carryforwards | Deferred Tax Assets | Earliest Expiration Date |
| Federal net operating losses | \$342             | \$117               | 2029                     |
| State net operating losses   | 170               | 8                   | 2018                     |
| Federal tax credits          | 86                | 85                  | 2022                     |
|                              |                   | \$210               |                          |



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## (9) BENEFIT PLANS

## (a) Pension and Other Postretirement Benefits Plans -

Net Periodic Benefit Costs (Credits) - The components of net periodic benefit costs (credits) for sponsored defined benefit pension and OPEB plans for the three and six months ended June 30 are included in the tables below (in millions). In the "IPL" and "WPL" tables below, the defined benefit pension plans costs represent those respective costs for IPL's and WPL's bargaining unit employees covered under the qualified plans that are sponsored by IPL and WPL, respectively, as well as amounts directly assigned to each of IPL and WPL related to their current and former non-bargaining employees who are participants in the Alliant Energy and Corporate Services sponsored qualified and non-qualified defined benefit pension plans. In the "IPL" and "WPL" tables below, the OPEB plans costs (credits) represent costs (credits) for IPL and WPL employees, respectively, as well as amounts directly assigned to each of IPL and WPL related to their current and former non-bargaining employees who are participants in the Corporate Services sponsored OPEB plan.

|   | Defined Benefit Pension Plans |         |            |         | OPEB Plans   |          |            |          |
|---|-------------------------------|---------|------------|---------|--------------|----------|------------|----------|
|   | Three Months                  |         | Six Months |         | Three Months |          | Six Months |          |
|   | 2015                          | 2014    | 2015       | 2014    | 2015         | 2014     | 2015       | 2014     |
| Alliant Energy                              |                               |         |            |         |              |          |            |          |
| Service cost                                | \$3.9                         | \$3.3   | \$7.9      | \$6.6   | \$1.4        | \$1.3    | \$2.8      | \$2.6    |
| Interest cost                               | 13.4                          | 13.5    | 26.8       | 27.0    | 2.3          | 2.3      | 4.5        | 4.7      |
| Expected return on plan assets              | (18.8 )                       | (18.8 ) | (37.5 )    | (37.5 ) | (2.1 )       | (2.0 )   | (4.2 )     | (4.1 )   |
| Amortization of prior service credit        | —                             | —       | (0.1 )     | —       | (2.8 )       | (2.9 )   | (5.6 )     | (5.9 )   |
| Amortization of actuarial loss              | 8.9                           | 5.0     | 17.7       | 9.8     | 1.2          | 0.6      | 2.4        | 1.2      |
| Additional benefit costs                    | 0.1                           | —       | 0.3        | —       | —            | —        | —          | —        |
|   | \$7.5                         | \$3.0   | \$15.1     | \$5.9   | \$—          | (\$0.7 ) | (\$0.1 )   | (\$1.5 ) |
| IPL   |                               |         |            |         |              |          |            |          |
| Service cost                                | \$2.2                         | \$1.8   | \$4.4      | \$3.6   | \$0.6        | \$0.6    | \$1.2      | \$1.2    |
| Interest cost                               | 6.3                           | 6.3     | 12.5       | 12.6    | 1.0          | 1.0      | 1.9        | 2.0      |
| Expected return on plan assets              | (9.0 )                        | (8.9 )  | (17.9 )    | (17.9 ) | (1.4 )       | (1.4 )   | (2.8 )     | (2.9 )   |
| Amortization of prior service credit        | (0.1 )                        | —       | (0.1 )     | —       | (1.6 )       | (1.5 )   | (3.1 )     | (3.1 )   |
| Amortization of actuarial loss              | 3.9                           | 2.0     | 7.7        | 4.0     | 0.5          | 0.2      | 1.1        | 0.5      |
|   | \$3.3                         | \$1.2   | \$6.6      | \$2.3   | (\$0.9 )     | (\$1.1 ) | (\$1.7 )   | (\$2.3 ) |
| WPL   |                               |         |            |         |              |          |            |          |
| Service cost                                | \$1.5                         | \$1.2   | \$2.9      | \$2.4   | \$0.5        | \$0.5    | \$1.1      | \$1.0    |
| Interest cost                               | 5.7                           | 5.6     | 11.3       | 11.3    | 0.9          | 0.9      | 1.8        | 1.9      |
| Expected return on plan assets              | (8.1 )                        | (8.1 )  | (16.2 )    | (16.2 ) | (0.4 )       | (0.3 )   | (0.8 )     | (0.6 )   |
| Amortization of prior service cost (credit) | —                             | 0.1     | 0.1        | 0.2     | (0.8 )       | (0.9 )   | (1.7 )     | (1.9 )   |
| Amortization of actuarial loss              | 4.2                           | 2.3     | 8.4        | 4.6     | 0.5          | 0.3      | 1.1        | 0.6      |
| Additional benefit costs                    | 0.1                           | —       | 0.3        | —       | —            | —        | —          | —        |
|   | \$3.4                         | \$1.1   | \$6.8      | \$2.3   | \$0.7        | \$0.5    | \$1.5      | \$1.0    |

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401(k) Savings Plans - A significant number of employees participate in defined contribution retirement plans (401(k) savings plans). For the three and six months ended June 30, costs related to the 401(k) savings plans, which are partially based on the participants' contributions, were as follows (in millions):

|              | Alliant Energy |       |            |        | IPL (a)      |       |            |       | WPL (a)      |       |            |       |
|--------------|----------------|-------|------------|--------|--------------|-------|------------|-------|--------------|-------|------------|-------|
|              | Three Months   |       | Six Months |        | Three Months |       | Six Months |       | Three Months |       | Six Months |       |
|              | 2015           | 2014  | 2015       | 2014   | 2015         | 2014  | 2015       | 2014  | 2015         | 2014  | 2015       | 2014  |
| 401(k) costs | \$5.6          | \$6.1 | \$12.3     | \$12.0 | \$2.9        | \$2.6 | \$6.3      | \$5.7 | \$2.6        | \$3.3 | \$5.5      | \$5.9 |

(a) IPL's and WPL's amounts include allocated costs associated with Corporate Services employees.

(b) Equity-based Compensation Plans - A summary of compensation expense (including amounts allocated to IPL and WPL) and the related income tax benefits recognized for share-based compensation awards for the three and six months ended June 30 was as follows (in millions):

|                      | Alliant Energy |       |            |       | IPL          |       |            |       | WPL          |       |            |       |
|----------------------|----------------|-------|------------|-------|--------------|-------|------------|-------|--------------|-------|------------|-------|
|                      | Three Months   |       | Six Months |       | Three Months |       | Six Months |       | Three Months |       | Six Months |       |
|                      | 2015           | 2014  | 2015       | 2014  | 2015         | 2014  | 2015       | 2014  | 2015         | 2014  | 2015       | 2014  |
| Compensation expense | \$2.3          | \$3.1 | \$5.5      | \$6.2 | \$1.2        | \$1.7 | \$2.9      | \$3.4 | \$1.0        | \$1.3 | \$2.4      | \$2.6 |
| Income tax benefits  | 0.9            | 1.2   | 2.2        | 2.5   | 0.5          | 0.7   | 1.2        | 1.4   | 0.4          | 0.5   | 1.0        | 1.0   |

As of June 30, 2015, total unrecognized compensation cost related to share-based compensation awards was \$9.6 million, which is expected to be recognized over a weighted average period of between 1 and 2 years. Share-based compensation expense is recognized on a straight-line basis over the requisite service periods and is primarily recorded in "Utility - Other operation and maintenance" in the income statements.

## Performance Shares and Units -

Performance Shares - A summary of the performance shares activity was as follows:

|                             | 2015 (a) | 2014 (a) |
|-----------------------------|----------|----------|
| Nonvested shares, January 1 | 144,424  | 139,940  |
| Granted                     | 45,403   | 51,221   |
| Vested                      | (45,612) | (45,235) |
| Forfeited                   | —        | (1,502)  |
| Nonvested shares, June 30   | 144,215  | 144,424  |

(a) Share amounts represent the target number of performance shares.

During the six months ended June 30, certain performance shares vested, resulting in payouts (a combination of cash and common stock) as follows:

|   | 2015       | 2014       |
|---|------------|------------|
|   | 2012 Grant | 2011 Grant |
| Performance shares vested                         | 45,612     | 45,235     |
| Percentage of target number of performance shares | 167.5      | % 147.5 %  |
| Aggregate payout value (in millions)              | \$5.1      | \$3.4      |
| Payout - cash (in millions)                       | \$3.2      | \$2.9      |
| Payout - common stock shares issued               | 10,975     | 4,810      |





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Performance Units - A summary of the performance units activity was as follows:

|                            | 2015 (a) | 2014 (a)  |
|----------------------------|----------|-----------|
| Nonvested units, January 1 | 63,665   | 65,912    |
| Granted                    | 17,837   | 20,422    |
| Vested                     | (22,845  | ) (20,751 |
| Forfeited                  | (333     | ) (761    |
| Nonvested units, June 30   | 58,324   | 64,822    |

(a) Unit amounts represent the target number of performance units.

During the six months ended June 30, certain performance units vested, resulting in cash payouts as follows:

|  | 2015       | 2014       |
|--|------------|------------|
|  | 2012 Grant | 2011 Grant |
| Performance units vested                         | 22,845     | 20,751     |
| Percentage of target number of performance units | 167.5 %    | 147.5 %    |
| Payout value (in millions)                       | \$1.6      | \$1.2      |

Fair Value of Awards - Information related to fair values of nonvested performance shares and units at June 30, 2015, by year of grant, was as follows:

|  | Performance Shares |            |            | Performance Units |            |            |
|--|--------------------|------------|------------|-------------------|------------|------------|
|  | 2015 Grant         | 2014 Grant | 2013 Grant | 2015 Grant        | 2014 Grant | 2013 Grant |
| Nonvested awards   | 45,403             | 49,719     | 49,093     | 17,504            | 19,440     | 21,380     |
| Alliant Energy common stock closing price on June 30, 2015 | \$57.72            | \$57.72    | \$57.72    |                   |            |            |
| Alliant Energy common stock closing price on grant date    |                    |            |            | \$65.09           | \$53.77    | \$47.58    |
| Estimated payout percentage based on performance criteria  | 100 %              | 133 %      | 180 %      | 100 %             | 133 %      | 180 %      |
| Fair values of each nonvested award                        | \$57.72            | \$76.77    | \$103.90   | \$65.09           | \$71.51    | \$85.64    |

At June 30, 2015, fair values of nonvested performance shares and units were calculated based on Alliant Energy's stock price and anticipated total shareowner returns of Alliant Energy and its investor-owned utility peer group over the performance period. The portion of the fair values based on anticipated total shareowner returns was estimated using a model that incorporates the probability of meeting performance targets based on historical returns relative to the peer group.

Performance Contingent Restricted Stock - A summary of the performance contingent restricted stock activity was as follows:

|                             | 2015    |                             | 2014    |                             |
|-----------------------------|---------|-----------------------------|---------|-----------------------------|
|                             | Shares  | Weighted Average Fair Value | Shares  | Weighted Average Fair Value |
| Nonvested shares, January 1 | 98,812  | \$50.69                     | 158,922 | \$42.71                     |
| Granted                     | 45,403  | 65.09                       | 51,221  | 53.77                       |
| Vested (a)                  | (49,093 | ) 47.58                     | (90,847 | ) 40.91                     |
| Forfeited                   | —       | —                           | (20,484 | ) 39.85                     |
| Nonvested shares, June 30   | 95,122  | 59.17                       | 98,812  | 50.69                       |

In 2015, 49,093 performance contingent restricted shares granted in 2013 vested because the specified performance (a) criteria for such shares were met. In 2014, 45,612 and 45,235 performance contingent restricted shares granted in 2012 and 2011, respectively, vested because the specified performance criteria for such shares were met.

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Performance Contingent Cash Awards - A summary of the performance contingent cash awards activity was as follows:

|                             | 2015    | 2014      |
|-----------------------------|---------|-----------|
| Nonvested awards, January 1 | 78,930  | 96,977    |
| Granted                     | 41,105  | 42,446    |
| Vested (a)                  | (37,332 | ) (55,517 |
| Forfeited                   | (709    | ) (4,098  |
| Nonvested awards, June 30   | 81,994  | 79,808    |

In 2015, 37,332 performance contingent cash awards granted in 2013 vested, resulting in cash payouts valued at (a)\$2.4 million. In 2014, 34,766 and 20,751 performance contingent cash awards granted in 2012 and 2011 vested, resulting in cash payouts valued at \$1.9 million and \$1.1 million, respectively.

**(10) ASSET RETIREMENT OBLIGATIONS**

A reconciliation of the changes in AROs associated with long-lived assets is as follows (in millions):

|                                       | Alliant Energy |         | IPL     |        | WPL    |        |
|---------------------------------------|----------------|---------|---------|--------|--------|--------|
|                                       | 2015           | 2014    | 2015    | 2014   | 2015   | 2014   |
| Balance, January 1                    | \$114.0        | \$109.7 | \$51.8  | \$47.9 | \$52.4 | \$52.4 |
| Revisions in estimated cash flows (a) | 2.1            | —       | 0.9     | —      | 1.2    | —      |
| Liabilities settled                   | (6.4           | ) (0.7  | ) (2.4  | ) (0.4 | ) (4.0 | ) (0.3 |
| Liabilities incurred (a)              | 72.3           | 16.5    | 56.1    | 16.3   | 16.2   | 0.2    |
| Accretion expense                     | 2.2            | 2.1     | 0.9     | 1.0    | 0.9    | 0.8    |
| Balance, June 30                      | \$184.2        | \$127.6 | \$107.3 | \$64.8 | \$66.7 | \$53.1 |

In April 2015, the EPA published the final CCR Rule, which regulates CCR as a non-hazardous waste and is effective October 2015. IPL and WPL have nine and three coal-fired EGUs, respectively, with coal ash ponds that are impacted by this rule. In addition, IPL and WPL have four and two active CCR landfills, respectively, that are impacted by this rule. In the second quarter of 2015, Alliant Energy, IPL and WPL recognized additional AROs of (a)\$74 million, \$57 million and \$17 million, respectively, as a result of the final CCR Rule. The increases in AROs resulted in corresponding increases in “Property, plant and equipment, net” on the respective balance sheets. Actual costs resulting from the CCR rule may be different than the amounts recorded in the second quarter of 2015 due to potential changes in compliance strategies that will be used, as well as other potential cost estimate changes. Expenditures incurred by IPL and WPL to comply with the CCR Rule are anticipated to be recovered in rates from their customers.

**(11) FAIR VALUE MEASUREMENTS**

Fair Value of Financial Instruments - The carrying amounts of current assets and current liabilities approximate fair value because of the short maturity of such financial instruments. Carrying amounts and the related estimated fair values of other financial instruments were as follows (in millions):

|  | Alliant Energy  |            | IPL             |            | WPL             |            |
|--|-----------------|------------|-----------------|------------|-----------------|------------|
|  | Carrying Amount | Fair Value | Carrying Amount | Fair Value | Carrying Amount | Fair Value |
| June 30, 2015  |                 |            |                 |            |                 |            |
| Assets:  |                 |            |                 |            |                 |            |
| Derivative assets ( <u>Note 12</u> )                               | \$35.0          | \$35.0     | \$30.7          | \$30.7     | \$4.3           | \$4.3      |
| Deferred proceeds (sales of receivables) ( <u>Note 4(a)</u> )      | 73.4            | 73.4       | 73.4            | 73.4       | —               | —          |
| Capitalization and liabilities:                                    |                 |            |                 |            |                 |            |
| Long-term debt (including current maturities) ( <u>Note 7(b)</u> ) | 3,750.9         | 4,214.4    | 1,730.2         | 1,937.2    | 1,574.1         | 1,824.0    |

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|   |       |       |       |       |      |      |
|---|-------|-------|-------|-------|------|------|
| Cumulative preferred stock                | 200.0 | 198.9 | 200.0 | 198.9 | —    | —    |
| Derivative liabilities ( <u>Note 12</u> ) | 47.0  | 47.0  | 20.7  | 20.7  | 26.3 | 26.3 |

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| December 31, 2014  | Alliant Energy  |            | IPL             |            | WPL             |            |
|--|-----------------|------------|-----------------|------------|-----------------|------------|
|  | Carrying Amount | Fair Value | Carrying Amount | Fair Value | Carrying Amount | Fair Value |
| Assets:  |                 |            |                 |            |                 |            |
| Derivative assets ( <u>Note 12</u> )                               | \$38.6          | \$38.6     | \$28.0          | \$28.0     | \$10.6          | \$10.6     |
| Deferred proceeds (sales of receivables) ( <u>Note 4(a)</u> )      | 177.2           | 177.2      | 177.2           | 177.2      | —               | —          |
| Capitalization and liabilities:                                    |                 |            |                 |            |                 |            |
| Long-term debt (including current maturities) ( <u>Note 7(b)</u> ) | 3,789.7         | 4,418.2    | 1,768.7         | 2,053.0    | 1,573.9         | 1,908.9    |
| Cumulative preferred stock   | 200.0           | 200.2      | 200.0           | 200.2      | —               | —          |
| Derivative liabilities ( <u>Note 12</u> )                          | 37.6            | 37.6       | 19.5            | 19.5       | 18.1            | 18.1       |

Valuation Hierarchy - At each reporting date, Level 1 items included IPL's 5.1% cumulative preferred stock, Level 2 items included certain non-exchange traded commodity contracts and substantially all of the long-term debt instruments, and Level 3 items included FTRs, certain non-exchange traded commodity contracts and IPL's deferred proceeds.

## Valuation Techniques -

Derivative assets and derivative liabilities - Derivative instruments are periodically used for risk management purposes to mitigate exposures to fluctuations in certain commodity prices and transmission congestion costs, and risk policies are maintained that govern the use of such derivative instruments. Derivative instruments were not designated as hedging instruments and included the following:

| Risk management purpose                             | Type of instrument   |
|---|--|
| Mitigate pricing volatility for:                    |  |
| Electricity purchased to supply customers           | Electric swap and physical forward contracts (IPL and WPL)             |
| Fuel used to supply natural gas-fired EGUs          | Natural gas swap, options and physical forward contracts (IPL and WPL) |
| Natural gas supplied to retail customers            | Natural gas options and physical forward contracts (IPL and WPL)       |
| Fuel used at coal-fired EGUs                        | Natural gas swap contracts (IPL)                                       |
| Optimize the value of natural gas pipeline capacity | Coal physical forward contracts (IPL and WPL)                          |
|   | Natural gas physical forward contracts (IPL and WPL)                   |
| Manage transmission congestion costs                | Natural gas swap contracts (IPL)                                       |
|   | FTRs (IPL and WPL)   |

Swap, option and physical forward commodity contracts were non-exchange-based derivative instruments and were valued using indicative price quotations from a pricing vendor that provides daily exchange forward price settlements, from broker or dealer quotations, from market publications or from on-line exchanges. The indicative price quotations reflected the average of the bid-ask mid-point prices and were obtained from sources believed to provide the most liquid market for the commodity. A portion of these indicative price quotations were corroborated using quoted prices for similar assets or liabilities in active markets and categorized derivative instruments based on such indicative price quotations as Level 2. Commodity contracts that were valued using indicative price quotations based on significant assumptions such as seasonal or monthly shaping and indicative price quotations that could not be readily corroborated were categorized as Level 3. Swap, option and physical forward commodity contracts were predominately at liquid trading points. FTRs were valued using monthly or annual auction shadow prices from relevant auctions and were categorized as Level 3. Refer to Note 12 for additional details of derivative assets and derivative liabilities.

The fair value measurements of Level 3 derivative instruments include observable and unobservable inputs. The observable inputs are obtained from third-party pricing sources, counterparties and brokers and include bids, offers, historical transactions (including historical price differences between locations with both observable and unobservable prices) and executed trades. The significant unobservable inputs used in the fair value measurement of commodity contracts are forecasted electricity, natural gas and coal prices, and the expected volatility of such prices. Significant changes in any of those inputs would result in a significantly lower or higher fair value measurement.

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Deferred proceeds (sales of receivables) - The fair value of IPL's deferred proceeds related to its sales of accounts receivable program was calculated each reporting date using the cost approach valuation technique. The fair value represents the carrying amount of receivables sold less the allowance for doubtful accounts associated with the receivables sold and cash proceeds received from the receivables sold due to the short-term nature of the collection period. These inputs were considered unobservable and deferred proceeds were categorized as Level 3. Deferred proceeds represent IPL's maximum exposure to loss related to the receivables sold. Refer to Note 4(a) for additional information regarding deferred proceeds.

Long-term debt (including current maturities) - The fair value of long-term debt instruments was based on quoted market prices for similar liabilities at each reporting date or on a discounted cash flow methodology, which utilizes assumptions of current market pricing curves at each reporting date. Refer to Note 7(b) for additional information regarding long-term debt.

Cumulative preferred stock - The fair value of IPL's 5.1% cumulative preferred stock was based on its closing market price quoted by the New York Stock Exchange at each reporting date.

Items subject to fair value measurement disclosure requirements were as follows (in millions):

| Alliant Energy                                | June 30, 2015 |         |         |         | December 31, 2014 |         |         |         |
|---|---------------|---------|---------|---------|-------------------|---------|---------|---------|
|   | Fair Value    | Level 1 | Level 2 | Level 3 | Fair Value        | Level 1 | Level 2 | Level 3 |
| Assets:                                       |               |         |         |         |                   |         |         |         |
| Derivatives - commodity contracts             | \$35.0        | \$—     | \$3.0   | \$32.0  | \$38.6            | \$—     | \$2.6   | \$36.0  |
| Deferred proceeds                             | 73.4          | —       | —       | 73.4    | 177.2             | —       | —       | 177.2   |
| Capitalization and liabilities:               |               |         |         |         |                   |         |         |         |
| Long-term debt (including current maturities) | 4,214.4       | —       | 4,210.7 | 3.7     | 4,418.2           | —       | 4,414.9 | 3.3     |
| Cumulative preferred stock                    | 198.9         | 198.9   | —       | —       | 200.2             | 200.2   | —       | —       |
| Derivatives - commodity contracts             | 47.0          | —       | 15.6    | 31.4    | 37.6              | —       | 19.5    | 18.1    |
| IPL   |               |         |         |         |                   |         |         |         |
| Assets:                                       |               |         |         |         |                   |         |         |         |
| Derivatives - commodity contracts             | \$30.7        | \$—     | \$1.9   | \$28.8  | \$28.0            | \$—     | \$2.4   | \$25.6  |
| Deferred proceeds                             | 73.4          | —       | —       | 73.4    | 177.2             | —       | —       | 177.2   |
| Capitalization and liabilities:               |               |         |         |         |                   |         |         |         |
| Long-term debt (including current maturities) | 1,937.2       | —       | 1,937.2 | —       | 2,053.0           | —       | 2,053.0 | —       |
| Cumulative preferred stock                    | 198.9         | 198.9   | —       | —       | 200.2             | 200.2   | —       | —       |
| Derivatives - commodity contracts             | 20.7          | —       | 10.2    | 10.5    | 19.5              | —       | 13.3    | 6.2     |
| WPL   |               |         |         |         |                   |         |         |         |
| Assets:                                       |               |         |         |         |                   |         |         |         |
|   | \$4.3         | \$—     | \$1.1   | \$3.2   | \$10.6            | \$—     | \$0.2   | \$10.4  |



Derivatives - commodity  
contracts

Capitalization and liabilities:

|   |         |   |         |      |         |   |         |      |
|---|---------|---|---------|------|---------|---|---------|------|
| Long-term debt (including current maturities) | 1,824.0 | — | 1,824.0 | —    | 1,908.9 | — | 1,908.9 | —    |
| Derivatives - commodity contracts             | 26.3    | — | 5.4     | 20.9 | 18.1    | — | 6.2     | 11.9 |

Unrealized gains and losses from derivative instruments are generally recorded with offsets to regulatory assets or regulatory liabilities, based on fuel and natural gas cost recovery mechanisms, as well as other specific regulatory authorizations. Based on these recovery mechanisms, the changes in the fair value of derivative liabilities resulted in comparable changes to regulatory assets, and the changes in the fair value of derivative assets resulted in comparable changes to regulatory liabilities.

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Information for fair value measurements using significant unobservable inputs (Level 3 inputs) was as follows (in millions):

|  |                               |         |                   |         |
|--|-------------------------------|---------|-------------------|---------|
| Alliant Energy   | Commodity Contract Derivative |         | Deferred Proceeds |         |
|  | Assets and (Liabilities), net |         |                   |         |
| Three Months Ended June 30   | 2015                          | 2014    | 2015              | 2014    |
| Beginning balance, April 1   | (\$13.1 )                     | \$23.9  | \$117.7           | \$170.8 |
| Total net gains (losses) (realized/unrealized) included in changes in net assets   | (19.6 )                       | 16.9    | —                 | —       |
| Transfers out of Level 3   | 1.0                           | —       | —                 | —       |
| Purchases  | 36.8                          | 76.7    | —                 | —       |
| Sales  | (0.4 )                        | —       | —                 | —       |
| Settlements (a)  | (4.1 )                        | (16.3 ) | (44.3 )           | 22.9    |
| Ending balance, June 30  | \$0.6                         | \$101.2 | \$73.4            | \$193.7 |
| The amount of total net gains (losses) for the period included in changes in net assets attributable to the change in unrealized gains (losses) relating to assets and liabilities held at June 30 | (\$17.7 )                     | \$16.3  | \$—               | \$—     |
| Alliant Energy   | Commodity Contract Derivative |         | Deferred Proceeds |         |
|  | Assets and (Liabilities), net |         |                   |         |
| Six Months Ended June 30   | 2015                          | 2014    | 2015              | 2014    |
| Beginning balance, January 1   | \$17.9                        | \$4.4   | \$177.2           | \$203.5 |
| Total net gains (losses) (realized/unrealized) included in changes in net assets   | (36.8 )                       | 54.7    | —                 | —       |
| Transfers out of Level 3   | 0.6                           | —       | —                 | —       |
| Purchases  | 36.8                          | 76.7    | —                 | —       |
| Sales  | (1.2 )                        | —       | —                 | —       |
| Settlements (a)  | (16.7 )                       | (34.6 ) | (103.8 )          | (9.8 )  |
| Ending balance, June 30  | \$0.6                         | \$101.2 | \$73.4            | \$193.7 |
| The amount of total net gains (losses) for the period included in changes in net assets attributable to the change in unrealized gains (losses) relating to assets and liabilities held at June 30 | (\$33.9 )                     | \$46.0  | \$—               | \$—     |
| IPL  | Commodity Contract Derivative |         | Deferred Proceeds |         |
|  | Assets and (Liabilities), net |         |                   |         |
| Three Months Ended June 30   | 2015                          | 2014    | 2015              | 2014    |
| Beginning balance, April 1   | (\$5.0 )                      | \$7.8   | \$117.7           | \$170.8 |
| Total net gains (losses) (realized/unrealized) included in changes in net assets   | (5.0 )                        | 0.6     | —                 | —       |
| Transfers out of Level 3   | 0.2                           | —       | —                 | —       |
| Purchases  | 33.1                          | 68.8    | —                 | —       |
| Sales  | (0.4 )                        | —       | —                 | —       |
| Settlements (a)  | (4.6 )                        | (13.0 ) | (44.3 )           | 22.9    |
| Ending balance, June 30  | \$18.3                        | \$64.2  | \$73.4            | \$193.7 |

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|  |        |   |       |     |     |
|--|--------|---|-------|-----|-----|
| The amount of total net gains (losses) for the period included in changes in net assets attributable to the change in unrealized gains (losses) relating to assets and liabilities held at June 30 | (\$4.2 | ) | \$0.7 | \$— | \$— |
|--|--------|---|-------|-----|-----|

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| IPL  | Commodity Contract<br>Derivative |           | Deferred Proceeds                |         |
|--|----------------------------------|-----------|----------------------------------|---------|
|  | Assets and (Liabilities),<br>net |           | 2015                             | 2014    |
| Six Months Ended June 30   | 2015                             | 2014      | 2015                             | 2014    |
| Beginning balance, January 1   | \$19.4                           | \$14.6    | \$177.2                          | \$203.5 |
| Total net gains (losses) (realized/unrealized) included in changes in net assets   | (17.4 )                          | 4.4       | —                                | —       |
| Purchases  | 33.1                             | 68.8      | —                                | —       |
| Sales  | (1.1 )                           | —         | —                                | —       |
| Settlements (a)  | (15.7 )                          | (23.6 )   | (103.8 )                         | (9.8 )  |
| Ending balance, June 30  | \$18.3                           | \$64.2    | \$73.4                           | \$193.7 |
| The amount of total net gains (losses) for the period included in changes in net assets attributable to the change in unrealized gains (losses) relating to assets and liabilities held at June 30 | (\$14.3 )                        | \$3.7     | \$—                              | \$—     |
| WPL  |                                  |           | Commodity Contract<br>Derivative |         |
|  |                                  |           | Assets and (Liabilities),<br>net |         |
| Three Months Ended June 30   | 2015                             | 2014      |                                  |         |
| Beginning balance, April 1   | (\$8.1 )                         | \$16.1    |                                  |         |
| Total net gains (losses) (realized/unrealized) included in changes in net assets   | (14.6 )                          | 16.3      |                                  |         |
| Transfers out of Level 3   | 0.8                              | —         |                                  |         |
| Purchases  | 3.7                              | 7.9       |                                  |         |
| Settlements  | 0.5                              | (3.3 )    |                                  |         |
| Ending balance, June 30  | (\$17.7 )                        | \$37.0    |                                  |         |
| The amount of total net gains (losses) for the period included in changes in net assets attributable to the change in unrealized gains (losses) relating to assets and liabilities held at June 30 | (\$13.5 )                        | \$15.6    |                                  |         |
| WPL  |                                  |           | Commodity Contract<br>Derivative |         |
|  |                                  |           | Assets and (Liabilities),<br>net |         |
| Six Months Ended June 30   | 2015                             | 2014      |                                  |         |
| Beginning balance, January 1   | (\$1.5 )                         | (\$10.2 ) |                                  |         |
| Total net gains (losses) (realized/unrealized) included in changes in net assets   | (19.4 )                          | 50.3      |                                  |         |
| Transfers out of Level 3   | 0.6                              | —         |                                  |         |
| Purchases  | 3.7                              | 7.9       |                                  |         |
| Sales  | (0.1 )                           | —         |                                  |         |
| Settlements  | (1.0 )                           | (11.0 )   |                                  |         |
| Ending balance, June 30  | (\$17.7 )                        | \$37.0    |                                  |         |
| The amount of total net gains (losses) for the period included in changes in net assets attributable to the change in unrealized gains (losses) relating to assets and liabilities held at June 30 | (\$19.6 )                        | \$42.3    |                                  |         |

Settlements related to deferred proceeds are due to the change in the carrying amount of receivables sold less the (a) allowance for doubtful accounts associated with the receivables sold and cash proceeds received from the receivables sold.



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Commodity Contracts - The fair value of electric, natural gas and coal commodity contracts categorized as Level 3 was recognized as net derivative assets (liabilities) as follows (in millions):

|                   | Alliant Energy    |          | IPL               |          | WPL               |         |
|-------------------|-------------------|----------|-------------------|----------|-------------------|---------|
|                   | Excluding<br>FTRs | FTRs     | Excluding<br>FTRs | FTRs     | Excluding<br>FTRs | FTRs    |
| June 30, 2015     | (\$28.3           | ) \$28.9 | (\$9.0            | ) \$27.3 | (\$19.3           | ) \$1.6 |
| December 31, 2014 | (7.0              | ) 24.9   | (3.2              | )        |                   |         |