

THIS FILING IS

Item 1: ☒ An Initial (Original) Submission OR ☐ Resubmission No. _____

Form 1 Approved
OMB No.1902-0021
(Expires 12/31/2019)
Form 1-F Approved
OMB No.1902-0029
(Expires 12/31/2019)
Form 3-Q Approved
OMB No.1902-0205
(Expires 12/31/2019)



FERC FINANCIAL REPORT

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

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

Exact Legal Name of Respondent (Company)

NorthWestern Corporation

Year/Period of Report

End of 2016/Q4

**FERC FORM NO. 1/3-Q:
REPORT OF MAJOR ELECTRIC UTILITIES, LICENSEES AND OTHER**

IDENTIFICATION		
01 Exact Legal Name of Respondent NorthWestern Corporation	02 Year/Period of Report End of <u>2016/Q4</u>	
03 Previous Name and Date of Change <i>(if name changed during year)</i> <div style="text-align: center;">/ /</div>		
04 Address of Principal Office at End of Period <i>(Street, City, State, Zip Code)</i> 3010 West 69th Street, Sioux Falls, SD 57108		
05 Name of Contact Person Elaine A. Vesco	06 Title of Contact Person Assistant Controller	
07 Address of Contact Person <i>(Street, City, State, Zip Code)</i> 11 East Park Street, Butte, MT 59701		
08 Telephone of Contact Person, <i>Including Area Code</i> (406) 497-2759	09 This Report Is (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	10 Date of Report <i>(Mo, Da, Yr)</i> 12/31/2016

ANNUAL CORPORATE OFFICER CERTIFICATION

The undersigned officer certifies that:

I have examined this report and to the best of my knowledge, information, and belief all statements of fact contained in this report are correct statements of the business affairs of the respondent and the financial statements, and other financial information contained in this report, conform in all material respects to the Uniform System of Accounts.

01 Name Crystal D. Lail	03 Signature <div style="text-align: center;">Crystal D. Lail</div>	04 Date Signed <i>(Mo, Da, Yr)</i> 02/28/2017
02 Title VP and Controller		

Title 18, U.S.C. 1001 makes it a crime for any person to knowingly and willingly to make to any Agency or Department of the United States any false, fictitious or fraudulent statements as to any matter within its jurisdiction.

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
LIST OF SCHEDULES (Electric Utility)					
Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".					
Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)		
1	General Information	101			
2	Control Over Respondent	102	Not Applicable		
3	Corporations Controlled by Respondent	103			
4	Officers	104			
5	Directors	105			
6	Information on Formula Rates	106(a)(b)			
7	Important Changes During the Year	108-109			
8	Comparative Balance Sheet	110-113			
9	Statement of Income for the Year	114-117			
10	Statement of Retained Earnings for the Year	118-119			
11	Statement of Cash Flows	120-121			
12	Notes to Financial Statements	122-123			
13	Statement of Accum Comp Income, Comp Income, and Hedging Activities	122(a)(b)			
14	Summary of Utility Plant & Accumulated Provisions for Dep, Amort & Dep	200-201			
15	Nuclear Fuel Materials	202-203	Not Applicable		
16	Electric Plant in Service	204-207			
17	Electric Plant Leased to Others	213	Not Applicable		
18	Electric Plant Held for Future Use	214			
19	Construction Work in Progress-Electric	216			
20	Accumulated Provision for Depreciation of Electric Utility Plant	219			
21	Investment of Subsidiary Companies	224-225			
22	Materials and Supplies	227			
23	Allowances	228(ab)-229(ab)			
24	Extraordinary Property Losses	230	Not Applicable		
25	Unrecovered Plant and Regulatory Study Costs	230	Not Applicable		
26	Transmission Service and Generation Interconnection Study Costs	231			
27	Other Regulatory Assets	232			
28	Miscellaneous Deferred Debits	233			
29	Accumulated Deferred Income Taxes	234			
30	Capital Stock	250-251			
31	Other Paid-in Capital	253			
32	Capital Stock Expense	254	Not Applicable		
33	Long-Term Debt	256-257			
34	Reconciliation of Reported Net Income with Taxable Inc for Fed Inc Tax	261			
35	Taxes Accrued, Prepaid and Charged During the Year	262-263			
36	Accumulated Deferred Investment Tax Credits	266-267			

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LIST OF SCHEDULES (Electric Utility) (continued)					
Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".					
Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)		
37	Other Deferred Credits	269			
38	Accumulated Deferred Income Taxes-Accelerated Amortization Property	272-273	Not Applicable		
39	Accumulated Deferred Income Taxes-Other Property	274-275			
40	Accumulated Deferred Income Taxes-Other	276-277			
41	Other Regulatory Liabilities	278			
42	Electric Operating Revenues	300-301			
43	Regional Transmission Service Revenues (Account 457.1)	302	Not Applicable		
44	Sales of Electricity by Rate Schedules	304			
45	Sales for Resale	310-311			
46	Electric Operation and Maintenance Expenses	320-323			
47	Purchased Power	326-327			
48	Transmission of Electricity for Others	328-330			
49	Transmission of Electricity by ISO/RTOs	331	Not Applicable		
50	Transmission of Electricity by Others	332			
51	Miscellaneous General Expenses-Electric	335			
52	Depreciation and Amortization of Electric Plant	336-337			
53	Regulatory Commission Expenses	350-351			
54	Research, Development and Demonstration Activities	352-353	Not Applicable		
55	Distribution of Salaries and Wages	354-355			
56	Common Utility Plant and Expenses	356			
57	Amounts included in ISO/RTO Settlement Statements	397			
58	Purchase and Sale of Ancillary Services	398			
59	Monthly Transmission System Peak Load	400			
60	Monthly ISO/RTO Transmission System Peak Load	400a			
61	Electric Energy Account	401			
62	Monthly Peaks and Output	401			
63	Steam Electric Generating Plant Statistics	402-403			
64	Hydroelectric Generating Plant Statistics	406-407			
65	Pumped Storage Generating Plant Statistics	408-409	Not Applicable		
66	Generating Plant Statistics Pages	410-411			

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LIST OF SCHEDULES (Electric Utility) (continued)

Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".

Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)
67	Transmission Line Statistics Pages	422-423	
68	Transmission Lines Added During the Year	424-425	Not Applicable
69	Substations	426-427	
70	Transactions with Associated (Affiliated) Companies	429	
71	Footnote Data	450	

Stockholders' Reports Check appropriate box:

- ☒ Two copies will be submitted
☐ No annual report to stockholders is prepared

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GENERAL INFORMATION			
1. Provide name and title of officer having custody of the general corporate books of account and address of office where the general corporate books are kept, and address of office where any other corporate books of account are kept, if different from that where the general corporate books are kept. Crystal D. Lail, VP and Controller 3010 West 69th Street Sioux Falls, South Dakota 57108			
2. Provide the name of the State under the laws of which respondent is incorporated, and date of incorporation. If incorporated under a special law, give reference to such law. If not incorporated, state that fact and give the type of organization and the date organized. Delaware November 27, 1923 Amended and Restated as of October 15, 2004			
3. If at any time during the year the property of respondent was held by a receiver or trustee, give (a) name of receiver or trustee, (b) date such receiver or trustee took possession, (c) the authority by which the receivership or trusteeship was created, and (d) date when possession by receiver or trustee ceased.			
4. State the classes or utility and other services furnished by respondent during the year in each State in which the respondent operated. Electric and Natural Gas Utility in Montana, South Dakota, and Wyoming (Yellowstone National Park) Gas Utility in Nebraska Propane in Montana			
5. Have you engaged as the principal accountant to audit your financial statements an accountant who is not the principal accountant for your previous year's certified financial statements? (1) <input type="checkbox"/> Yes...Enter the date when such independent accountant was initially engaged: (2) <input checked="" type="checkbox"/> No			

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CORPORATIONS CONTROLLED BY RESPONDENT

1. Report below the names of all corporations, business trusts, and similar organizations, controlled directly or indirectly by respondent at any time during the year. If control ceased prior to end of year, give particulars (details) in a footnote.
2. If control was by other means than a direct holding of voting rights, state in a footnote the manner in which control was held, naming any intermediaries involved.
3. If control was held jointly with one or more other interests, state the fact in a footnote and name the other interests.

Definitions

1. See the Uniform System of Accounts for a definition of control.
2. Direct control is that which is exercised without interposition of an intermediary.
3. Indirect control is that which is exercised by the interposition of an intermediary which exercises direct control.
4. Joint control is that in which neither interest can effectively control or direct action without the consent of the other, as where the voting control is equally divided between two holders, or each party holds a veto power over the other. Joint control may exist by mutual agreement or understanding between two or more parties who together have control within the meaning of the definition of control in the Uniform System of Accounts, regardless of the relative voting rights of each party.

Line No.	Name of Company Controlled (a)	Kind of Business (b)	Percent Voting Stock Owned (c)	Footnote Ref. (d)
1	Direct Subsidiaries:			
2	Canadian-Montana Pipeline Corporation	Natural gas pipeline	100	
3	Clark Fork and Blackfoot, LLC	Former hydro facility	100	
4	NorthWestern Investments, LLC	Holds non-utility assets	100	
5	NorthWestern Services, LLC	Non-regulated natural gas mkt	100	
6	Risk Partners Assurance, Ltd.	Captive insurance company	100	
7	Lodge Creek Pipelines, LLC	Natural gas gathering system	100	
8	Willow Creek Gathering, LLC	Natural gas gathering system	100	
9	Havre Pipeline Company, LLC	Pipeline transmission system	94.99	
10				
11				
12	Indirect Subsidiaries:			
13	Montana Generation, LLC	Non-regulated energy mktg	100	
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OFFICERS					
<p>1. Report below the name, title and salary for each executive officer whose salary is \$50,000 or more. An "executive officer" of a respondent includes its president, secretary, treasurer, and vice president in charge of a principal business unit, division or function (such as sales, administration or finance), and any other person who performs similar policy making functions.</p> <p>2. If a change was made during the year in the incumbent of any position, show name and total remuneration of the previous incumbent, and the date the change in incumbency was made.</p>					
Line No.	Title (a)	Name of Officer (b)	Salary for Year (c)		
1					
2					
3	President and Chief Executive Officer	Robert Rowe	590,641		
4	Vice President, Chief Financial Officer	Brian Bird	408,536		
5	Vice President and General Counsel	Heather Grahame	357,724		
6	Vice President, Distribution	Curtis Pohl	277,602		
7	Vice President, Customer Care, Communications,				
8	and Human Resources	Bobbi Schroepfel	255,929		
9	Vice President, Transmission	Michael Cashell	255,435		
10	Vice President, Supply	John Hines	255,435		
11	Vice President, Government and Regulatory Affairs	Patrick Corcoran	255,398		
12	Vice President and Controller	Crystal Lail	234,936		
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DIRECTORS

1. Report below the information called for concerning each director of the respondent who held office at any time during the year. Include in column (a), abbreviated titles of the directors who are officers of the respondent.
2. Designate members of the Executive Committee by a triple asterisk and the Chairman of the Executive Committee by a double asterisk.

Line No.	Name (and Title) of Director (a)	Principal Business Address (b)
1	2016 Directors:	
2		
3	Stephen P. Adik	Valparaiso, Indiana
4	Dorothy M. Bradley	Clyde Park, Montana
5	Anthony T. Clark	Ashburn, Virginia
6	E. Linn Draper Jr.	Lampasas, Texas
7	Dana J. Dykhouse	Sioux Falls, South Dakota
8	Jan R. Horsfall	Colorado Springs, Colorado
9	Julia L. Johnson	Windermer, Florida
10	Denton Louis Peoples	Incline Village, Nevada
11	Robert C. Rowe, President and Chief Executive Officer	Helena, Montana
12		
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14	During the second quarter of 2016, Denton Louis Peoples	
15	retired from the Board of Directors. Anthony T. Clark	
16	joined the Board of Directors on December 6, 2016.	
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INFORMATION ON FORMULA RATES FERC Rate Schedule/Tariff Number FERC Proceeding					
Does the respondent have formula rates?				<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
1. Please list the Commission accepted formula rates including FERC Rate Schedule or Tariff Number and FERC proceeding (i.e. Docket No) accepting the rate(s) or changes in the accepted rate.					
Line No.	FERC Rate Schedule or Tariff Number		FERC Proceeding		
1	South Dakota Operations:				
2					
3	Addendum 27 to Attachment H of Southwest Pool, Inc				
4	Open Access Transmission Tariff		ER15-2069-000 and ER15-2075-000 (Consolidated)		
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INFORMATION ON FORMULA RATES
FERC Rate Schedule/Tariff Number FERC Proceeding

Does the respondent file with the Commission annual (or more frequent) filings containing the inputs to the formula rate(s)?

☐ Yes
☒ No

2. If yes, provide a listing of such filings as contained on the Commission's eLibrary website

Line No.	Accession No.	Document Date Filed Date	Docket No.	Description	Formula Rate FERC Rate Schedule Number or Tariff Number
1	20161213-5255	12/13/2016	ER17-538-000	Information Filing for Addendum 27 to Attachment	
2				Formula Rate Annual H of Southwest Power Pool,	
3				Update, Rate Year Inc. Open Access Trans-	
4				4/1/2016 to mission Tariff	
5				3/31/2017	
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IMPORTANT CHANGES DURING THE QUARTER/YEAR

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

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

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

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NorthWestern Corporation			
IMPORTANT CHANGES DURING THE QUARTER/YEAR (Continued)			

1. None

2. None

3. None

4. None

5. None

6. See Note 12, "Notes Payable and Credit Arrangements" and Note 13, "Long-Term Debt", FERC Docket Number ES16-18-000 and Montana Public Service Commission Docket Number D2015.12.97.

7. None

8. None

9. See Note 20, "Commitments and Contingencies".

10. None

11. (Reserved)

12. None

13. During the second quarter of 2016, Denton Louis Peoples retired from the Board of Directors. On December 6, 2016, Anthony T. Clark joined the Board of Directors. His principle business address is Ashburn, Virginia.

14. NA

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COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
1	UTILITY PLANT			
2	Utility Plant (101-106, 114)	200-201	5,723,324,149	5,527,020,959
3	Construction Work in Progress (107)	200-201	107,202,396	63,741,643
4	TOTAL Utility Plant (Enter Total of lines 2 and 3)		5,830,526,545	5,590,762,602
5	(Less) Accum. Prov. for Depr. Amort. Depl. (108, 110, 111, 115)	200-201	2,048,648,650	1,946,186,928
6	Net Utility Plant (Enter Total of line 4 less 5)		3,781,877,895	3,644,575,674
7	Nuclear Fuel in Process of Ref., Conv., Enrich., and Fab. (120.1)	202-203	0	0
8	Nuclear Fuel Materials and Assemblies-Stock Account (120.2).		0	0
9	Nuclear Fuel Assemblies in Reactor (120.3)		0	0
10	Spent Nuclear Fuel (120.4)		0	0
11	Nuclear Fuel Under Capital Leases (120.6)		0	0
12	(Less) Accum. Prov. for Amort. of Nucl. Fuel Assemblies (120.5)	202-203	0	0
13	Net Nuclear Fuel (Enter Total of lines 7-11 less 12)		0	0
14	Net Utility Plant (Enter Total of lines 6 and 13)		3,781,877,895	3,644,575,674
15	Utility Plant Adjustments (116)		357,585,527	357,585,527
16	Gas Stored Underground - Noncurrent (117)		32,119,605	32,117,397
17	OTHER PROPERTY AND INVESTMENTS			
18	Nonutility Property (121)		5,667,242	6,749,606
19	(Less) Accum. Prov. for Depr. and Amort. (122)		1,829,946	1,492,272
20	Investments in Associated Companies (123)		0	0
21	Investment in Subsidiary Companies (123.1)	224-225	21,604,897	22,182,358
22	(For Cost of Account 123.1, See Footnote Page 224, line 42)			
23	Noncurrent Portion of Allowances	228-229	0	0
24	Other Investments (124)		43,705,179	42,541,769
25	Sinking Funds (125)		0	0
26	Depreciation Fund (126)		0	0
27	Amortization Fund - Federal (127)		0	0
28	Other Special Funds (128)		250,000	855,040
29	Special Funds (Non Major Only) (129)		0	0
30	Long-Term Portion of Derivative Assets (175)		0	0
31	Long-Term Portion of Derivative Assets - Hedges (176)		0	0
32	TOTAL Other Property and Investments (Lines 18-21 and 23-31)		69,397,372	70,836,501
33	CURRENT AND ACCRUED ASSETS			
34	Cash and Working Funds (Non-major Only) (130)		0	0
35	Cash (131)		353,420	4,054,807
36	Special Deposits (132-134)		2,358,634	3,508,309
37	Working Fund (135)		22,934	22,934
38	Temporary Cash Investments (136)		0	0
39	Notes Receivable (141)		0	0
40	Customer Accounts Receivable (142)		72,413,252	73,702,625
41	Other Accounts Receivable (143)		11,274,193	12,243,185
42	(Less) Accum. Prov. for Uncollectible Acct.-Credit (144)		2,947,870	3,998,768
43	Notes Receivable from Associated Companies (145)		0	0
44	Accounts Receivable from Assoc. Companies (146)		832,656	485,808
45	Fuel Stock (151)	227	9,584,006	8,240,873
46	Fuel Stock Expenses Undistributed (152)	227	0	0
47	Residuals (Elec) and Extracted Products (153)	227	0	0
48	Plant Materials and Operating Supplies (154)	227	31,071,486	30,372,677
49	Merchandise (155)	227	0	0
50	Other Materials and Supplies (156)	227	0	0
51	Nuclear Materials Held for Sale (157)	202-203/227	0	0
52	Allowances (158.1 and 158.2)	228-229	0	0

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COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)(Continued)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
53	(Less) Noncurrent Portion of Allowances		0	0
54	Stores Expense Undistributed (163)	227	0	0
55	Gas Stored Underground - Current (164.1)		7,703,909	13,111,331
56	Liquefied Natural Gas Stored and Held for Processing (164.2-164.3)		0	0
57	Prepayments (165)		10,683,106	7,664,332
58	Advances for Gas (166-167)		0	0
59	Interest and Dividends Receivable (171)		0	0
60	Rents Receivable (172)		18,888	59,037
61	Accrued Utility Revenues (173)		80,425,143	74,456,572
62	Miscellaneous Current and Accrued Assets (174)		88,131	19,175
63	Derivative Instrument Assets (175)		0	0
64	(Less) Long-Term Portion of Derivative Instrument Assets (175)		0	0
65	Derivative Instrument Assets - Hedges (176)		0	0
66	(Less) Long-Term Portion of Derivative Instrument Assets - Hedges (176)		0	0
67	Total Current and Accrued Assets (Lines 34 through 66)		223,881,888	223,942,897
68	DEFERRED DEBITS			
69	Unamortized Debt Expenses (181)		13,261,862	13,944,763
70	Extraordinary Property Losses (182.1)	230a	0	0
71	Unrecovered Plant and Regulatory Study Costs (182.2)	230b	0	0
72	Other Regulatory Assets (182.3)	232	615,249,945	522,719,480
73	Prelim. Survey and Investigation Charges (Electric) (183)		0	1,185,617
74	Preliminary Natural Gas Survey and Investigation Charges 183.1)		0	0
75	Other Preliminary Survey and Investigation Charges (183.2)		0	0
76	Clearing Accounts (184)		137	3,239
77	Temporary Facilities (185)		0	0
78	Miscellaneous Deferred Debits (186)	233	1,103,104	141,751
79	Def. Losses from Disposition of Utility Plt. (187)		0	0
80	Research, Devel. and Demonstration Expend. (188)	352-353	0	0
81	Unamortized Loss on Reaquired Debt (189)		24,810,434	19,978,298
82	Accumulated Deferred Income Taxes (190)	234	229,754,877	201,297,196
83	Unrecovered Purchased Gas Costs (191)		14,093,347	25,765,650
84	Total Deferred Debits (lines 69 through 83)		898,273,756	785,035,994
85	TOTAL ASSETS (lines 14-16, 32, 67, and 84)		5,363,136,043	5,114,093,990

Name of Respondent NorthWestern Corporation	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (mo, da, yr) 12/31/2016	Year/Period of Report end of 2016/Q4
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COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
1	PROPRIETARY CAPITAL			
2	Common Stock Issued (201)	250-251	519,589	517,894
3	Preferred Stock Issued (204)	250-251	0	0
4	Capital Stock Subscribed (202, 205)		0	0
5	Stock Liability for Conversion (203, 206)		0	0
6	Premium on Capital Stock (207)		0	0
7	Other Paid-In Capital (208-211)	253	1,384,270,571	1,376,291,019
8	Installments Received on Capital Stock (212)	252	0	0
9	(Less) Discount on Capital Stock (213)	254	0	0
10	(Less) Capital Stock Expense (214)	254b	0	0
11	Retained Earnings (215, 215.1, 216)	118-119	394,744,813	323,095,088
12	Unappropriated Undistributed Subsidiary Earnings (216.1)	118-119	2,174,219	2,814,270
13	(Less) Reaquired Capital Stock (217)	250-251	95,769,402	93,948,186
14	Noncorporate Proprietorship (Non-major only) (218)		0	0
15	Accumulated Other Comprehensive Income (219)	122(a)(b)	-9,713,734	-8,596,115
16	Total Proprietary Capital (lines 2 through 15)		1,676,226,056	1,600,173,970
17	LONG-TERM DEBT			
18	Bonds (221)	256-257	1,779,660,000	1,755,205,000
19	(Less) Reaquired Bonds (222)	256-257	0	0
20	Advances from Associated Companies (223)	256-257	0	0
21	Other Long-Term Debt (224)	256-257	26,976,900	26,976,900
22	Unamortized Premium on Long-Term Debt (225)		0	0
23	(Less) Unamortized Discount on Long-Term Debt-Debit (226)		37,688	54,438
24	Total Long-Term Debt (lines 18 through 23)		1,806,599,212	1,782,127,462
25	OTHER NONCURRENT LIABILITIES			
26	Obligations Under Capital Leases - Noncurrent (227)		24,346,170	26,325,495
27	Accumulated Provision for Property Insurance (228.1)		0	0
28	Accumulated Provision for Injuries and Damages (228.2)		8,453,894	8,642,245
29	Accumulated Provision for Pensions and Benefits (228.3)		16,319,082	19,558,642
30	Accumulated Miscellaneous Operating Provisions (228.4)		165,336,401	169,001,631
31	Accumulated Provision for Rate Refunds (229)		4,522,161	55,190,626
32	Long-Term Portion of Derivative Instrument Liabilities		0	0
33	Long-Term Portion of Derivative Instrument Liabilities - Hedges		0	0
34	Asset Retirement Obligations (230)		39,401,895	35,532,209
35	Total Other Noncurrent Liabilities (lines 26 through 34)		258,379,603	314,250,848
36	CURRENT AND ACCRUED LIABILITIES			
37	Notes Payable (231)		300,810,573	229,874,444
38	Accounts Payable (232)		91,608,698	81,679,866
39	Notes Payable to Associated Companies (233)		0	0
40	Accounts Payable to Associated Companies (234)		5,297,076	5,107,452
41	Customer Deposits (235)		6,427,078	6,608,591
42	Taxes Accrued (236)	262-263	75,561,296	64,679,146
43	Interest Accrued (237)		18,557,440	21,400,048
44	Dividends Declared (238)		0	0
45	Matured Long-Term Debt (239)		0	0

Name of Respondent NorthWestern Corporation		This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (mo, da, yr) 12/31/2016		Year/Period of Report end of 2016/Q4	
COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS) (Continued)							
Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)			
46	Matured Interest (240)		0	0			
47	Tax Collections Payable (241)		1,521,650	1,353,247			
48	Miscellaneous Current and Accrued Liabilities (242)		52,930,237	52,760,609			
49	Obligations Under Capital Leases-Current (243)		1,979,319	1,836,946			
50	Derivative Instrument Liabilities (244)		0	0			
51	(Less) Long-Term Portion of Derivative Instrument Liabilities		0	0			
52	Derivative Instrument Liabilities - Hedges (245)		0	0			
53	(Less) Long-Term Portion of Derivative Instrument Liabilities-Hedges		0	0			
54	Total Current and Accrued Liabilities (lines 37 through 53)		554,693,367	465,300,349			
55	DEFERRED CREDITS						
56	Customer Advances for Construction (252)		40,208,508	36,045,534			
57	Accumulated Deferred Investment Tax Credits (255)	266-267	160,004	356,380			
58	Deferred Gains from Disposition of Utility Plant (256)		0	0			
59	Other Deferred Credits (253)	269	172,284,731	169,368,166			
60	Other Regulatory Liabilities (254)	278	29,109,829	29,521,568			
61	Unamortized Gain on Reacquired Debt (257)		0	0			
62	Accum. Deferred Income Taxes-Accel. Amort.(281)	272-277	0	0			
63	Accum. Deferred Income Taxes-Other Property (282)		459,595,931	392,116,429			
64	Accum. Deferred Income Taxes-Other (283)		365,878,802	324,833,284			
65	Total Deferred Credits (lines 56 through 64)		1,067,237,805	952,241,361			
66	TOTAL LIABILITIES AND STOCKHOLDER EQUITY (lines 16, 24, 35, 54 and 65)		5,363,136,043	5,114,093,990			

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="checked" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of <u>2016/Q4</u>
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STATEMENT OF INCOME

Quarterly

Line No.	Title of Account (a)	(Ref.) Page No. (b)	Total Current Year to Date Balance for Quarter/Year (c)	Total Prior Year to Date Balance for Quarter/Year (d)	Current 3 Months Ended Quarterly Only No 4th Quarter (e)	Prior 3 Months Ended Quarterly Only No 4th Quarter (f)
1	UTILITY OPERATING INCOME					
2	Operating Revenues (400)	300-301	1,182,558,086	1,239,334,077		
3	Operating Expenses					
4	Operation Expenses (401)	320-323	583,618,275	662,315,511		
5	Maintenance Expenses (402)	320-323	58,478,012	61,398,085		
6	Depreciation Expense (403)	336-337	140,114,080	125,834,295		
7	Depreciation Expense for Asset Retirement Costs (403.1)	336-337				
8	Amort. & Depl. of Utility Plant (404-405)	336-337	11,932,521	12,499,923		
9	Amort. of Utility Plant Acq. Adj. (406)	336-337	7,026,275	6,114,305		
10	Amort. Property Losses, Unrecov Plant and Regulatory Study Costs (407)					
11	Amort. of Conversion Expenses (407)					
12	Regulatory Debits (407.3)		6,352,351	-1,549,811		
13	(Less) Regulatory Credits (407.4)		29,207,831	16,083,508		
14	Taxes Other Than Income Taxes (408.1)	262-263	156,956,361	142,190,140		
15	Income Taxes - Federal (409.1)	262-263	-16,676,075	1,106,102		
16	- Other (409.1)	262-263	-1,207,272	405,159		
17	Provision for Deferred Income Taxes (410.1)	234, 272-277	250,314,463	325,571,636		
18	(Less) Provision for Deferred Income Taxes-Cr. (411.1)	234, 272-277	240,581,205	305,220,311		
19	Investment Tax Credit Adj. - Net (411.4)	266	-196,376	-232,401		
20	(Less) Gains from Disp. of Utility Plant (411.6)					
21	Losses from Disp. of Utility Plant (411.7)					
22	(Less) Gains from Disposition of Allowances (411.8)		7	12		
23	Losses from Disposition of Allowances (411.9)					
24	Accretion Expense (411.10)					
25	TOTAL Utility Operating Expenses (Enter Total of lines 4 thru 24)		926,923,572	1,014,349,113		
26	Net Util Oper Inc (Enter Tot line 2 less 25) Carry to Pg117,line 27		255,634,514	224,984,964		

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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STATEMENT OF INCOME FOR THE YEAR (Continued)

9. Use page 122 for important notes regarding the statement of income for any account thereof.
10. Give concise explanations concerning unsettled rate proceedings where a contingency exists such that refunds of a material amount may need to be made to the utility's customers or which may result in material refund to the utility with respect to power or gas purchases. State for each year effected the gross revenues or costs to which the contingency relates and the tax effects together with an explanation of the major factors which affect the rights of the utility to retain such revenues or recover amounts paid with respect to power or gas purchases.
- 11 Give concise explanations concerning significant amounts of any refunds made or received during the year resulting from settlement of any rate proceeding affecting revenues received or costs incurred for power or gas purchases, and a summary of the adjustments made to balance sheet, income, and expense accounts.
12. If any notes appearing in the report to stockholders are applicable to the Statement of Income, such notes may be included at page 122.
13. Enter on page 122 a concise explanation of only those changes in accounting methods made during the year which had an effect on net income, including the basis of allocations and apportionments from those used in the preceding year. Also, give the appropriate dollar effect of such changes.
14. Explain in a footnote if the previous year's/quarter's figures are different from that reported in prior reports.
15. If the columns are insufficient for reporting additional utility departments, supply the appropriate account titles report the information in a footnote to this schedule.

ELECTRIC UTILITY		GAS UTILITY		OTHER UTILITY		Line No.
Current Year to Date (in dollars) (g)	Previous Year to Date (in dollars) (h)	Current Year to Date (in dollars) (i)	Previous Year to Date (in dollars) (j)	Current Year to Date (in dollars) (k)	Previous Year to Date (in dollars) (l)	
						1
945,324,117	978,879,709	236,738,640	259,709,590	495,329	744,778	2
						3
447,276,663	504,689,141	135,955,023	156,994,700	386,589	631,670	4
49,337,601	51,944,748	9,098,367	9,423,296	42,044	30,041	5
117,547,603	104,180,788	22,525,578	21,612,608	40,899	40,899	6
						7
4,806,583	4,567,061	7,125,938	7,932,862			8
7,882,020	6,952,697	-855,745	-838,392			9
						10
						11
3,011,781	-3,330,150	3,340,570	1,780,339			12
23,301,983	11,454,417	5,905,848	4,629,091			13
121,760,253	110,420,466	35,136,320	31,709,466	59,788	60,208	14
-14,274,520	110,563	-2,401,555	995,539			15
-446,469	1,096,243	-760,803	-691,084			16
183,380,622	252,006,995	66,945,942	73,569,753	-12,101	-5,112	17
177,567,320	234,857,536	63,013,885	70,362,775			18
-172,813	-206,132	-23,563	-26,269			19
						20
						21
7	12					22
						23
						24
719,240,014	786,120,455	207,166,339	227,470,952	517,219	757,706	25
226,084,103	192,759,254	29,572,301	32,238,638	-21,890	-12,928	26

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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STATEMENT OF INCOME FOR THE YEAR (continued)

Line No.	Title of Account (a)	(Ref.) Page No. (b)	TOTAL		Current 3 Months Ended Quarterly Only No 4th Quarter (e)	Prior 3 Months Ended Quarterly Only No 4th Quarter (f)
			Current Year (c)	Previous Year (d)		
27	Net Utility Operating Income (Carried forward from page 114)		255,634,514	224,984,964		
28	Other Income and Deductions					
29	Other Income					
30	Nonutility Operating Income					
31	Revenues From Merchandising, Jobbing and Contract Work (415)		1,179,317	1,252,642		
32	(Less) Costs and Exp. of Merchandising, Job. & Contract Work (416)		139,672	173,118		
33	Revenues From Nonutility Operations (417)		11,853	10,439		
34	(Less) Expenses of Nonutility Operations (417.1)		1,076,955	1,087,335		
35	Nonoperating Rental Income (418)					
36	Equity in Earnings of Subsidiary Companies (418.1)	119	-640,051	527,452		
37	Interest and Dividend Income (419)		42,858	22,959		
38	Allowance for Other Funds Used During Construction (419.1)		4,581,196	8,676,344		
39	Miscellaneous Nonoperating Income (421)		902,901	-1,235,328		
40	Gain on Disposition of Property (421.1)					
41	TOTAL Other Income (Enter Total of lines 31 thru 40)		4,861,447	7,994,055		
42	Other Income Deductions					
43	Loss on Disposition of Property (421.2)		95,513	-15,967		
44	Miscellaneous Amortization (425)					
45	Donations (426.1)		1,150,042	1,246,950		
46	Life Insurance (426.2)					
47	Penalties (426.3)			530		
48	Exp. for Certain Civic, Political & Related Activities (426.4)		57,237	49,515		
49	Other Deductions (426.5)		-695,304	-20,116,993		
50	TOTAL Other Income Deductions (Total of lines 43 thru 49)		607,488	-18,835,965		
51	Taxes Applicable to Other Income and Deductions					
52	Taxes Other Than Income Taxes (408.2)	262-263	44,990	59,670		
53	Income Taxes-Federal (409.2)	262-263	16,737,165	-4,695,013		
54	Income Taxes-Other (409.2)	262-263	1,180,803	-504,107		
55	Provision for Deferred Inc. Taxes (410.2)	234, 272-277	41,950,727	72,540,100		
56	(Less) Provision for Deferred Income Taxes-Cr. (411.2)	234, 272-277	59,878,130	58,946,134		
57	Investment Tax Credit Adj.-Net (411.5)					
58	(Less) Investment Tax Credits (420)					
59	TOTAL Taxes on Other Income and Deductions (Total of lines 52-58)		35,555	8,454,516		
60	Net Other Income and Deductions (Total of lines 41, 50, 59)		4,218,404	18,375,504		
61	Interest Charges					
62	Interest on Long-Term Debt (427)		78,306,472	80,462,132		
63	Amort. of Debt Disc. and Expense (428)		1,900,722	1,651,325		
64	Amortization of Loss on Reacquired Debt (428.1)		2,386,373	1,724,804		
65	(Less) Amort. of Premium on Debt-Credit (429)					
66	(Less) Amortization of Gain on Reacquired Debt-Credit (429.1)					
67	Interest on Debt to Assoc. Companies (430)					
68	Other Interest Expense (431)		15,527,590	13,182,935		
69	(Less) Allowance for Borrowed Funds Used During Construction-Cr. (432)		2,440,096	4,869,590		
70	Net Interest Charges (Total of lines 62 thru 69)		95,681,061	92,151,606		
71	Income Before Extraordinary Items (Total of lines 27, 60 and 70)		164,171,857	151,208,862		
72	Extraordinary Items					
73	Extraordinary Income (434)					
74	(Less) Extraordinary Deductions (435)					
75	Net Extraordinary Items (Total of line 73 less line 74)					
76	Income Taxes-Federal and Other (409.3)	262-263				
77	Extraordinary Items After Taxes (line 75 less line 76)					
78	Net Income (Total of line 71 and 77)		164,171,857	151,208,862		

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STATEMENT OF RETAINED EARNINGS

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

Line No.	Item (a)	Contra Primary Account Affected (b)	Current Quarter/Year Year to Date Balance (c)	Previous Quarter/Year Year to Date Balance (d)
	UNAPPROPRIATED RETAINED EARNINGS (Account 216)			
1	Balance-Beginning of Period		323,095,088	262,471,090
2	Changes			
3	Adjustments to Retained Earnings (Account 439)			
4				
5				
6	Cumulative-effective adjustment for excess tax benefits			
7	related to share-based compensation for prior years		2,603,388	
8				
9	TOTAL Credits to Retained Earnings (Acct. 439)		2,603,388	
10				
11				
12				
13				
14				
15	TOTAL Debits to Retained Earnings (Acct. 439)			
16	Balance Transferred from Income (Account 433 less Account 418.1)		164,811,908	150,681,410
17	Appropriations of Retained Earnings (Acct. 436)			
18				
19				
20				
21				
22	TOTAL Appropriations of Retained Earnings (Acct. 436)			
23	Dividends Declared-Preferred Stock (Account 437)			
24				
25				
26				
27				
28				
29	TOTAL Dividends Declared-Preferred Stock (Acct. 437)			
30	Dividends Declared-Common Stock (Account 438)			
31				
32				
33	Common Stock Dividend		-95,765,571	(90,057,412)
34				
35				
36	TOTAL Dividends Declared-Common Stock (Acct. 438)		-95,765,571	(90,057,412)
37	Transfers from Acct 216.1, Unapprop. Undistrib. Subsidiary Earnings			
38	Balance - End of Period (Total 1,9,15,16,22,29,36,37)		394,744,813	323,095,088
	APPROPRIATED RETAINED EARNINGS (Account 215)			

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STATEMENT OF RETAINED EARNINGS

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

Line No.	Item (a)	Contra Primary Account Affected (b)	Current Quarter/Year Year to Date Balance (c)	Previous Quarter/Year Year to Date Balance (d)
39				
40				
41				
42				
43				
44				
45	TOTAL Appropriated Retained Earnings (Account 215)			
	APPROP. RETAINED EARNINGS - AMORT. Reserve, Federal (Account 215.1)			
46	TOTAL Approp. Retained Earnings-Amort. Reserve, Federal (Acct. 215.1)			
47	TOTAL Approp. Retained Earnings (Acct. 215, 215.1) (Total 45,46)			
48	TOTAL Retained Earnings (Acct. 215, 215.1, 216) (Total 38, 47) (216.1)		394,744,813	323,095,088
	UNAPPROPRIATED UNDISTRIBUTED SUBSIDIARY EARNINGS (Account			
	Report only on an Annual Basis, no Quarterly			
49	Balance-Beginning of Year (Debit or Credit)		2,814,270	2,286,818
50	Equity in Earnings for Year (Credit) (Account 418.1)		-640,051	527,452
51	(Less) Dividends Received (Debit)			
52				
53	Balance-End of Year (Total lines 49 thru 52)		2,174,219	2,814,270

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STATEMENT OF CASH FLOWS

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

Line No.	Description (See Instruction No. 1 for Explanation of Codes) (a)	Current Year to Date Quarter/Year (b)	Previous Year to Date Quarter/Year (c)
1	Net Cash Flow from Operating Activities:		
2	Net Income (Line 78(c) on page 117)	164,171,857	151,208,862
3	Noncash Charges (Credits) to Income:		
4	Depreciation and Depletion	140,114,080	125,834,295
5	Amortization	18,958,796	18,614,228
6	Other Noncash Charges to Income, Net	8,897,904	6,986,368
7			
8	Deferred Income Taxes (Net)	-8,194,145	33,945,291
9	Investment Tax Credit Adjustment (Net)	-196,376	-232,401
10	Net (Increase) Decrease in Receivables	860,619	13,822,901
11	Net (Increase) Decrease in Inventory	3,365,480	1,348,472
12	Net (Increase) Decrease in Allowances Inventory		
13	Net Increase (Decrease) in Payables and Accrued Expenses	19,583,771	-31,595,358
14	Net (Increase) Decrease in Other Regulatory Assets	-15,485,060	-11,042,720
15	Net Increase (Decrease) in Other Regulatory Liabilities	-411,739	3,051,344
16	(Less) Allowance for Other Funds Used During Construction	4,581,196	8,676,344
17	(Less) Undistributed Earnings from Subsidiary Companies	-640,051	527,452
18	Other Assets and Liabilities, Net	-36,352,467	34,981,284
19			
20			
21			
22	Net Cash Provided by (Used in) Operating Activities (Total 2 thru 21)	291,371,575	337,718,770
23			
24	Cash Flows from Investment Activities:		
25	Construction and Acquisition of Plant (including land):		
26	Gross Additions to Utility Plant (less nuclear fuel)	-274,999,785	-423,979,291
27	Gross Additions to Nuclear Fuel		
28	Gross Additions to Common Utility Plant	-16,643,879	-13,344,629
29	Gross Additions to Nonutility Plant		
30	(Less) Allowance for Other Funds Used During Construction	-4,581,196	-8,676,344
31	Other (provide details in footnote):		
32			
33			
34	Cash Outflows for Plant (Total of lines 26 thru 33)	-287,062,468	-428,647,576
35			
36	Acquisition of Other Noncurrent Assets (d)		
37	Proceeds from Disposal of Noncurrent Assets (d)	1,354,211	30,209,495
38			
39	Investments in and Advances to Assoc. and Subsidiary Companies		
40	Contributions and Advances from Assoc. and Subsidiary Companies		
41	Disposition of Investments in (and Advances to)		
42	Associated and Subsidiary Companies		
43			
44	Purchase of Investment Securities (a)		
45	Proceeds from Sales of Investment Securities (a)		

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STATEMENT OF CASH FLOWS

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

Line No.	Description (See Instruction No. 1 for Explanation of Codes) (a)	Current Year to Date Quarter/Year (b)	Previous Year to Date Quarter/Year (c)
46	Loans Made or Purchased		
47	Collections on Loans		
48			
49	Net (Increase) Decrease in Receivables		
50	Net (Increase) Decrease in Inventory		
51	Net (Increase) Decrease in Allowances Held for Speculation		
52	Net Increase (Decrease) in Payables and Accrued Expenses		
53	Other Investing Activities		16,103,464
54			
55			
56	Net Cash Provided by (Used in) Investing Activities		
57	Total of lines 34 thru 55)	-285,708,257	-382,329,617
58			
59	Cash Flows from Financing Activities:		
60	Proceeds from Issuance of:		
61	Long-Term Debt (b)	249,660,000	270,000,000
62	Preferred Stock		
63	Common Stock		56,650,930
64	Other (provide details in footnote):		
65			
66	Net Increase in Short-Term Debt (c)	70,936,129	
67	Other (provide details in footnote):		
68			
69			
70	Cash Provided by Outside Sources (Total 61 thru 69)	320,596,129	326,650,930
71			
72	Payments for Retirement of:		
73	Long-term Debt (b)	-225,205,000	-150,000,000
74	Preferred Stock		
75	Common Stock		
76	Other Financing Activities	-8,430,186	-12,107,484
77			
78	Net Decrease in Short-Term Debt (c)		-37,965,635
79	Treasury Stock Activity	-560,077	-663,706
80	Dividends on Preferred Stock		
81	Dividends on Common Stock	-95,765,571	-90,057,412
82	Net Cash Provided by (Used in) Financing Activities		
83	(Total of lines 70 thru 81)	-9,364,705	35,856,693
84			
85	Net Increase (Decrease) in Cash and Cash Equivalents		
86	(Total of lines 22,57 and 83)	-3,701,387	-8,754,154
87			
88	Cash and Cash Equivalents at Beginning of Period	4,077,741	12,831,895
89			
90	Cash and Cash Equivalents at End of period	376,354	4,077,741

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NOTES TO FINANCIAL STATEMENTS

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

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

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NOTES TO FINANCIAL STATEMENTS (Continued)			

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(1) Nature of Operations and Basis of Consolidation

NorthWestern Corporation, doing business as NorthWestern Energy, provides electricity and natural gas to approximately 709,600 customers in Montana, South Dakota and Nebraska. We have generated and distributed electricity in South Dakota and distributed natural gas in South Dakota and Nebraska since 1923 and have generated and distributed electricity and distributed natural gas in Montana since 2002.

The Financial Statements for the periods included herein have been prepared by NorthWestern Corporation (NorthWestern, we or us), pursuant to the rules and regulations of the Federal Energy Regulatory Commission (FERC) as set forth in its applicable Uniform System of Accounts. The preparation of financial statements in conformity with the accounting requirements of the FERC as set forth in its applicable Uniform System of Accounts and published accounting releases requires management to make estimates and assumptions that may affect the reported amounts of assets, liabilities, revenues and expenses during the reporting period. Actual results could differ from those estimates.

Management has evaluated the impact of events occurring after December 31, 2016 up to February 17, 2017, the date that NorthWestern's U.S. GAAP financial statements were issued and has updated such evaluation for disclosure purposes through February 28, 2017. These financial statements include all necessary adjustments and disclosures resulting from these evaluations.

(2) Significant Accounting Policies

Financial Statement Presentation

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

- Earnings per share is not presented;
- Removal and decommissioning costs of generation, transmission and distribution assets are reflected in the Balance Sheets as a component of accumulated depreciation of \$386.4 million and \$368.5 million as of December 31, 2016 and December 31, 2015, respectively, in accordance with regulatory treatment as compared to regulatory liabilities for GAAP purposes;
- Goodwill is reflected in the Balance Sheets as a utility plant adjustment of \$357.6 million as of December 31, 2016 and December 31, 2015, respectively, in accordance with regulatory treatment, as compared to goodwill for GAAP purposes (see Note 9);
- The write-down of plant values associated with the 2002 acquisition of the Montana operations is reflected in the Balance Sheets as a component of accumulated depreciation of \$147.6 million for December 31, 2016 and December 31,

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- 2015, respectively, in accordance with regulatory treatment as compared to plant for GAAP purposes;
- The current portion of gas stored underground is reflected in the Balance Sheets as current and accrued assets, as compared to inventory for GAAP purposes;
 - Unamortized debt expense is classified in the Balance Sheets as deferred debits in accordance with regulatory treatment, as compared to long-term debt for GAAP purposes;
 - Current and long-term debt is classified in the Balance Sheets as all long-term debt in accordance with regulatory treatment, while current and long-term debt are separately presented for GAAP reporting;
 - Electric purchase and sale transactions within the Southwest Power Pool are reflected on a net basis in accordance with regulatory treatment, as compared to gross for GAAP purposes;
 - Accumulated deferred tax assets and liabilities are classified in the Balance Sheets as gross non-current deferred debits and credits, respectively, while GAAP presentation reflects a net non-current deferred tax liability;
 - Uncertain tax positions related to temporary differences are classified in the Balance Sheets within the deferred tax accounts in accordance with regulatory treatment, as compared to other noncurrent liabilities for GAAP purposes. In addition, interest related to uncertain tax positions is recognized in interest expense in accordance with regulatory treatment, as compared to income tax expense for GAAP purposes;
 - Regulatory assets and liabilities are reflected in the Balance Sheets as non-current items, while current and non-current amounts are separately presented for GAAP; and
 - GAAP revenue differs from FERC revenue primarily due to the equity method of accounting as discussed above, netting of electric purchases and sales for resale in revenue for the GAAP presentation as compared to a gross presentation for FERC purposes (with the exception of these transactions in a regional transmission organization), and the classification of regulatory amortizations in revenue for GAAP as compared to expense for FERC purposes. The following table reconciles GAAP revenues to FERC revenues by segment for the twelve months ended December 31, 2016:

	Total	Electric	Natural Gas	Other
	(in millions)			
GAAP Revenues	\$1,257.2	\$1,011.5	\$245.7	\$-
Revenue from equity investments	(3.8)	-	(3.8)	-
Grossing revenues / power purchases	(64.6)	(64.6)	-	-
Regulatory amortizations	(5.0)	(1.2)	(3.8)	-
Other	(1.2)	(0.4)	(1.3)	0.5
FERC Revenues	\$1,182.6	\$945.3	\$236.8	\$0.5

Use of Estimates

The preparation of financial statements in conformity with the regulatory basis of accounting requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Estimates are used for such items

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NOTES TO FINANCIAL STATEMENTS (Continued)			

as long-lived asset values and impairment charges, long-lived asset useful lives, tax provisions, asset retirement obligations, uncollectible accounts, our QF liability, environmental costs, unbilled revenues and actuarially determined benefit costs. We revise the recorded estimates when we receive better information or when we can determine actual amounts. Those revisions can affect operating results.

Revenue Recognition

Customers are billed monthly on a cycle basis. To match revenues with associated expenses, we accrue unbilled revenues for electrical and natural gas services delivered to customers, but not yet billed at month-end.

Cash Equivalents

We consider all highly liquid investments with maturities of three months or less at the time of purchase to be cash equivalents.

Accounts Receivable, Net

Accounts receivable are net of allowances for uncollectible accounts of \$2.9 million and \$4.0 million at December 31, 2016 and December 31, 2015, respectively. Unbilled revenues were \$80.4 million and \$74.5 million at December 31, 2016 and December 31, 2015, respectively.

Inventories

Inventories are stated at average cost. Inventory consisted of the following (in thousands):

	December 31,	
	2016	2015
Fuel stock	\$9,584	\$8,241
Plant materials and operating supplies	31,071	30,373
Gas stored underground (including the non-current portion reflected in utility plant)	39,824	45,229
Total Inventory	\$80,479	\$83,843

Regulation of Utility Operations

Our regulated operations are subject to the provisions of ASC 980. Regulated accounting is appropriate provided that (i) rates are established by or subject to approval by independent, third-party regulators, (ii) rates are designed to recover the specific enterprise's cost of service, and (iii) in view of demand for service, it is reasonable to assume that rates are set at levels that will recover costs and can be charged to and collected from customers.

Our Financial Statements reflect the effects of the different rate making principles followed by the jurisdictions regulating us. The economic effects of regulation can result in regulated companies recording costs that have been, or are deemed probable to be, allowed in the ratemaking process in a period different from the period in which the costs would be charged to expense by an unregulated enterprise. When this occurs, costs are deferred as regulatory assets and recorded as expenses in the periods when those same amounts are reflected in rates. Additionally, regulators can impose liabilities upon a regulated company for amounts previously collected from customers and for amounts that are expected to be refunded to customers (regulatory liabilities).

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If we were required to terminate the application of these provisions to our regulated operations, all such deferred amounts would be recognized in the Statements of Income at that time. This would result in a charge to earnings, net of applicable income taxes, which could be material. In addition, we would determine any impairment to the carrying costs of deregulated plant and inventory assets.

Derivative Financial Instruments

We account for derivative instruments in accordance with ASC 815, *Derivatives and Hedging*. All derivatives are recognized in the Balance Sheets at their fair value unless they qualify for certain exceptions, including the normal purchases and normal sales exception. Additionally, derivatives that qualify and are designated for hedge accounting are classified as either hedges of the fair value of a recognized asset or liability or of an unrecognized firm commitment (fair-value hedge) or hedges of a forecasted transaction or the variability of cash flows to be received or paid related to a recognized asset or liability (cash-flow hedge). For fair-value hedges, changes in fair values for both the derivative and the underlying hedged exposure are recognized in earnings each period. For cash-flow hedges, the portion of the derivative gain or loss that is effective in offsetting the change in the cost or value of the underlying exposure is deferred in accumulated other comprehensive income (AOCI) and later reclassified into earnings when the underlying transaction occurs. Gains and losses from the ineffective portion of any hedge are recognized in earnings immediately. For other derivative contracts that do not qualify or are not designated for hedge accounting, changes in the fair value of the derivatives are recognized in earnings each period. Cash inflows and outflows related to derivative instruments are included as a component of operating, investing or financing cash flows in the Statements of Cash Flows, depending on the underlying nature of the hedged items.

Revenues and expenses on contracts that are designated as normal purchases and normal sales are recognized when the underlying physical transaction is completed. While these contracts are considered derivative financial instruments, they are not required to be recorded at fair value, but on an accrual basis of accounting. Normal purchases and normal sales are contracts where physical delivery is probable, quantities are expected to be used or sold in the normal course of business over a reasonable period of time, and price is not tied to an unrelated underlying derivative. As part of our regulated electric and gas operations, we enter into contracts to buy and sell energy to meet the requirements of our customers. These contracts include short-term and long-term commitments to purchase and sell energy in the retail and wholesale markets with the intent and ability to deliver or take delivery. If it were determined that a transaction designated as a normal purchase or a normal sale no longer met the exceptions, the fair value of the related contract would be reflected as an asset or liability and immediately recognized through earnings. See Note 10, Risk Management and Hedging Activities, for further discussion of our derivative activity.

Utility Plant

Utility Plant is stated at original cost, including contracted services, direct labor and material, allowance for funds used during construction (AFUDC), and indirect charges for engineering, supervision and similar overhead items. All expenditures for maintenance and repairs of utility plant are charged to the appropriate maintenance expense accounts. A betterment or replacement of a unit of property is accounted for as an addition and retirement of utility plant. At the time of such a retirement, the accumulated provision for depreciation is charged with the original cost of the property retired and also for the net cost of removal. Also included in utility plant are assets under capital lease, which are stated at the present value of minimum lease payments.

AFUDC represents the cost of financing construction projects with borrowed funds and equity funds. While cash is not realized currently from such allowance, it is realized under the ratemaking process over the service life of the related property through increased revenues resulting from a higher rate base and higher depreciation expense. The component of AFUDC attributable to borrowed funds is included as a reduction to net interest charges, while the equity component is included in other income. We

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determine the rate used to compute AFUDC in accordance with a formula established by the FERC. This rate averaged 7.2% and 7.5% for Montana and South Dakota for 2016 and 2015, respectively. AFUDC capitalized totaled \$7.0 million for the year ended December 31, 2016 and \$13.6 million for the year ended December 31, 2015 for Montana and South Dakota combined.

We record provisions for depreciation at amounts substantially equivalent to calculations made on a straight-line method by applying various rates based on useful lives of the various classes of properties (ranging from three to 50 years) determined from engineering studies. As a percentage of the depreciable utility plant at the beginning of the year, our provision for depreciation of utility plant was approximately 3.0% and 3.3% for 2016 and 2015, respectively.

Depreciation rates include a provision for our share of the estimated costs to decommission our jointly owned plants at the end of the useful life. The annual provision for such costs is included in depreciation expense, while the accumulated provisions are included in accumulated depreciation.

Income Taxes

Exposures exist related to various tax filing positions, which may require an extended period of time to resolve and may result in income tax adjustments by taxing authorities. We have reduced deferred tax assets or established liabilities based on our best estimate of future probable adjustments related to these exposures. On a quarterly basis, we evaluate exposures in light of any additional information and make adjustments as necessary to reflect the best estimate of the future outcomes. We believe our deferred tax assets and established liabilities are appropriate for estimated exposures; however, actual results may differ from these estimates. The resolution of tax matters in a particular future period could have a material impact on our Statements of Income and provision for income taxes.

Environmental Costs

We record environmental costs when it is probable we are liable for the costs and we can reasonably estimate the liability. We may defer costs as a regulatory asset if there is precedent for recovering similar costs from customers in rates. Otherwise, we expense the costs. If an environmental cost is related to facilities we currently use, such as pollution control equipment, then we may capitalize and depreciate the costs over the remaining life of the asset, assuming the costs are recoverable in future rates or future cash flows.

Our remediation cost estimates are based on the use of an environmental consultant, our experience, our assessment of the current situation and the technology currently available for use in the remediation. We regularly adjust the recorded costs as we revise estimates and as remediation proceeds. If we are one of several designated responsible parties, then we estimate and record only our share of the cost.

Accounting Standards Issued

In May 2014, the Financial Accounting Standards Board (FASB) issued accounting guidance on the recognition of revenue from contracts with customers, which will supersede nearly all existing revenue recognition guidance under GAAP. Under the new standard, entities will recognize revenue to depict the transfer of goods and services to customers in amounts that reflect the payment to which the entity expects to be entitled in exchange for those goods or services. The guidance also requires additional disclosure about the nature, amount, timing and uncertainty of revenue and cash flows from an entity's contracts with customers. The FASB delayed the effective date of this guidance to the first quarter of 2018, with early adoption permitted as of the original effective date of the first quarter of 2017. We are in the process of evaluating the impact of adoption of this new guidance on our Financial Statements and

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disclosures. Our revenues are primarily from tariff based sales, which are in the scope of the standard. We provide gas or electricity to customers under these tariffs without a defined contractual term ('at-will'). We expect that the revenue from these arrangements will be equivalent to the electricity or gas supplied and billed in that period (including estimated billings). As such, we do not expect that there will be a significant shift in the timing or pattern of revenue recognition for such sales. The evaluation of other revenue streams is ongoing, including those tied to longer term contractual commitments. We are also selecting the transition method, either full or modified retrospective, and developing an approach to complying with the disclosure requirements. In addition, there are open industry related transition issues being considered that may change whether the guidance has significant impact on us. We will continue to assess the guidance and expect to conclude our analysis of expected impact during the first half of 2017.

In February 2016, the FASB issued revised guidance on accounting for leases. The new standard requires a lessee to recognize in the balance sheet a liability to make lease payments (the lease liability) and a right-of-use asset representing its right to use the underlying asset for the lease term for all leases with terms longer than 12 months. Leases with a term of 12 months or less will be accounted for similar to existing guidance for operating leases. Recognition, measurement and presentation of expenses will depend on classification as a finance or operating lease. The new guidance will be effective for us in our first quarter of 2019 and early adoption is permitted. A modified retrospective transition approach is required for lessees for capital and operating leases existing at, or entered into after, the beginning of the earliest comparative period presented in the financial statements. We are currently evaluating the impact of adoption of this guidance. We do not have a significant amount of capital or operating leases. Therefore, based on our initial analysis we do not expect this guidance to have a significant impact on our Financial Statements and disclosures other than an expected increase in assets and liabilities.

In August 2016, the FASB issued guidance that addresses eight classification issues related to the presentation of cash receipts and cash payments in the statement of cash flows. The new guidance will be effective for us in our first quarter of 2018, with early adoption permitted. We are currently evaluating the impact of adoption of this guidance on our Statement of Cash Flows.

In November 2016, the FASB issued guidance that a statement of cash flows explain the change during the period in the total of cash, cash equivalents, and amounts generally described as restricted cash or restricted cash equivalents. The new guidance will be effective for us in our first quarter of 2018, with early adoption permitted. We are currently evaluating the impact of adoption of this guidance on our Statement of Cash Flows.

Accounting Standards Adopted

In March 2016, the FASB issued Financial Accounting Standards Update No. 2016-09 (ASU 2016-09), Improvements to Employee Share-Based Payment Accounting, revising certain elements of the accounting for share-based payments. The new standard is intended to simplify several aspects of the accounting for share-based payment award transactions including: (a) income tax consequences; (b) classification of awards as either equity or liabilities; and (c) classification on the statement of cash flows. If an entity early adopts the amendments in an interim period, any adjustments should be reflected as of the beginning of the fiscal year that includes that interim period. We elected to early adopt in the fourth quarter of 2016 as of January 1, 2016. For each share award, we determine whether the difference between the deduction for tax purposes and the compensation cost recognized in the Financial Statements results in either an excess tax benefit or an excess tax deficit. Previously, excess tax benefits were recognized in Paid-in capital on our Balance Sheet. The new guidance increases income statement volatility by requiring all excess tax benefits and deficits to be recognized in income taxes and treated as discrete items in the period in which they occur. During the fourth quarter of 2016, excess tax benefits of \$1.8 million related to vested share-based compensation awards were recorded as a decrease in income tax expense in the Statement of Income. These provisions were adopted prospectively. We applied the modified-retrospective approach to excess tax benefits from prior periods, and recorded a cumulative-effect adjustment to retained earnings as of the date of adoption of

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\$2.6 million in the Balance Sheets. Additionally, the cash flow presentation guidance is consistent with our historical presentation, and therefore did not have an impact on our current presentation. Finally, we did not change our accounting policy with regard to estimating forfeitures at the date of grant.

(3) Acquisitions

South Dakota Wind Generation

In September 2015, we completed the purchase of the 80 MW Beethoven wind project near Tripp, South Dakota, for approximately \$143 million. The Beethoven purchase price was allocated based on the estimated fair values of the assets acquired and liabilities assumed at the date of the acquisition as follows:

Purchase Price Allocation

Assets Acquired		
Utility Plant	\$	143.0
Prepayments		0.1
Total Assets Acquired		143.1
Liabilities Assumed		
Miscellaneous Current and Accrued Liabilities		0.3
Total Liabilities Assumed		0.3
Total Purchase Price	\$	142.8

The purchase accounting was completed during the fourth quarter of 2015.

(4) Regulatory Matters

Montana Natural Gas Delivery and Production Rate Filing

In September 2016, we filed a natural gas rate case with the Montana Public Service Commission (MPSC) requesting an annual increase to natural gas rates of approximately \$10.9 million, which includes approximately \$7.4 million for delivery service and approximately \$3.5 million for natural gas production. Our request was based on a return on equity of 10.35%, rate base of \$432.1 million, and a capital structure of 53% debt and 47% equity. This filing includes a request for cost-recovery of two natural gas production fields acquired in August 2012 and December 2013 in northern Montana's Bear Paw Basin, which are recovered in customer rates on an interim basis, and a request that these fields be placed in permanent rates based on the actual cost of production.

Finally, we requested that approximately \$5.6 million of the rate increase for delivery service be approved on an interim basis to allow recovery of costs prior to the conclusion of the full rate case. We expect to receive a decision on our interim request by the end of the first quarter of 2017. The MPSC has nine months from the filing date in which to issue a final decision in this docket. A hearing is scheduled for May 2017.

Montana Electric and Natural Gas Tracker Filings

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Each year we submit an electric and natural gas tracker filing for recovery of supply costs for the 12-month period ended June 30 and for the projected supply costs for the next 12-month period. The MPSC reviews such filings and makes its cost recovery determination based on whether or not our supply procurement activities were prudent.

During the second quarter of 2016, we filed our 2016 annual electric and natural gas tracker filings for the 2015/2016 tracker period. The MPSC issued orders in July 2016 approving the filings on an interim basis. In November 2016, the MPSC issued a final order approving the natural gas interim rates.

Electric Trackers - 2012/2013 - 2013/2014 (Consolidated Docket) and 2014/2015 (2015 Tracker) - The MPSC held a work session in March 2016 and directed staff to draft a final order in our Consolidated Docket that reflects a disallowance of both replacement power costs from a 2013 outage at Colstrip Unit 4 and portfolio modeling costs in each of the periods. On the same day, in a separate work session, the MPSC directed staff to draft a final order in the 2015 Tracker that approved a stipulation between us and the Montana Consumer Counsel, but disallowed portfolio modeling costs. Based on the March 2016 work sessions, we recorded a disallowance during the first quarter of 2016 totaling approximately \$10.3 million, which included \$8.2 million of replacement power costs and \$2.1 million of modeling costs.

In April 2016, we received the final written order in the 2015 Tracker, which was consistent with the work session. In May 2016, we received the final written order in the Consolidated Docket. The written order upheld the March 2016 decision to disallow Colstrip Unit 4 replacement power costs and clarified the disallowance of modeling costs, resulting in a reduction of the disallowance of \$0.8 million, which was reflected as a reduction in operation expenses in the second quarter of 2016. Based on the final orders, the impact of the disallowance totals \$12.4 million, which includes \$9.5 million of replacement power and modeling costs, and \$2.9 million of interest and is recorded in the Statement of Income for the twelve months ended December 31, 2016.

In June 2016, we filed an appeal of the 2015 Tracker decision regarding the disallowance of portfolio modeling costs in Montana District Court (Lewis & Clark County). Also, in September 2016, we appealed the MPSC's decisions in the Consolidated Docket regarding the disallowance of Colstrip Unit 4 replacement power costs and the modeling/planning costs, arguing that these decisions were arbitrary and capricious, and violated Montana law. We brought this action in Montana District Court, as well (Yellowstone County). The briefing in this case is scheduled to conclude by the end of the second quarter of 2017. While the courts are not obligated to rule on these appeals within a certain period of time, based on our experience, we believe we are likely to receive orders from the courts in these matters within 9-20 months of filing.

Electric and Natural Gas Lost Revenue Adjustment Mechanism - In 2005, the MPSC approved an energy efficiency program, by which we recovered on an after-the-fact basis a portion of our fixed costs that would otherwise have been collected in kilowatt hour sales lost due to the implementation of energy saving measures. In an order issued in October 2013 related to our 2011/2012 electric supply tracker, the MPSC required us to lower the calculated lost revenue recovery and imposed a new burden of proof on us for future recovery. We appealed the October 2013 order to Montana District Court, which led to a docket being initiated in June 2014 by the MPSC to review lost revenue policy issues. In October 2015, the MPSC issued an order to eliminate the lost revenue adjustment mechanism prospectively effective December 1, 2015.

Based on the October 2013 MPSC order, for the period July 1, 2012 through November 30, 2015, we recognized \$7.1 million of lost revenues for each annual electric supply tracker period and deferred the remaining \$14.2 million of efficiency efforts collected through the trackers pending final approval of the open tracker filings discussed above. During the second quarter of 2016, we received final written orders resolving our prior period open tracker dockets. These orders allowed the recovery of lost revenues included in

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each tracker period. As a result, we recognized cumulative deferred revenue during the July 2012 - November 2015 periods of \$14.2 million in the Statement of Income in the second quarter of 2016.

Hydro Compliance Filing

In December 2015, we submitted the required compliance filing associated with our purchase of Montana hydro generation assets in 2014, to remove the Kerr Project from cost of service, adjust for actual revenue credits and increase property taxes to actual amounts. In January 2016, the MPSC approved an interim adjustment to our hydro rates based on the compliance filing, and opened a separate contested docket requesting additional detail on the adjustment to rates due to the conveyance of the Kerr Project. The MPSC identified additional issues and requested information. A hearing was held in September 2016. The only contested issue at the hearing was the level of administrative and general expenses that should be deducted from the approved revenue requirement due to the transfer of the Kerr Project.

In December 2016, the MPSC issued a final order in this compliance filing reducing the annual amount we are allowed to recover in hydro generation rates by approximately \$1.2 million. As a result, in the fourth quarter of 2016 we reduced revenue by \$1.5 million in the Statement of Income. As of December 31, 2016, we have cumulative deferred revenue of approximately \$2.6 million related to the change in rates from the Kerr conveyance, that we expect to refund to customers by the end of the first quarter 2017. In addition, the order requires us to indicate by April 30, 2017, whether we intend to file a Montana electric rate case based on a 2016 test year. The Commission indicated that if we do not intend to file a rate case in 2017, it may require us to make an additional financial filing that would facilitate the Commission assessing whether additional action would be required to fulfill its obligation to authorize just and reasonable rates.

FERC Filing - Dave Gates Generating Station at Mill Creek (DGGS)

In May 2016, we received an order from the FERC denying a May 2014 request for rehearing and requiring us to make refunds. The request for rehearing challenged a September 2012 FERC Administrative Law Judge's (ALJ) initial decision regarding cost allocation at DGGS between retail and wholesale customers. This decision concluded that only a portion of these costs should be allocated to FERC jurisdictional customers. We had cumulative deferred revenue of approximately \$27.3 million, consistent with the ALJ's initial decision, which was refunded to wholesale and choice customers in June 2016 in accordance with the FERC order.

In June 2016, we filed a petition for review of the FERC's May 2016 order with the United States Circuit Court of Appeals for the District of Columbia Circuit. A briefing schedule has been established, with final briefs due by the end of the first quarter of 2017. We do not expect a decision in this matter until the last quarter of 2017, at the earliest.

The FERC order was assessed as a triggering event as to whether an impairment charge should be recorded with respect to DGGS. As of December 31, 2016, the DGGS net utility plant is approximately \$158 million. DGGS previously provided only regulation service, which is the basis for the cost allocation in our previous MPSC and FERC filings. With the addition of owned hydro generation in November 2014, the utilization of DGGS has shifted to additional alternative uses, optimizing our generation portfolio. In support of our biennial electricity supply resource procurement plan that we filed with the MPSC in March 2016, we conducted a portfolio optimization analysis to evaluate options to use DGGS in combination with other generation resources. This analysis indicates DGGS provides cost-effective products necessary to operate our Montana electricity portfolio, including regulation, load following, peaking services and other ancillary products such as contingency reserves, which should guide future cost recovery.

The cost recovery of any alternative use of DGGS would be subject to regulatory approval and we cannot provide assurance of

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such approval. We do not believe an impairment loss is probable at this time; however, we will continue to evaluate recovery of this asset in the future as facts and circumstances change.

(5) Equity Investments

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

	December 31, 2016	December 31, 2015
Havre Pipeline Company, LLC	\$ 14,349	\$ 15,054
Canadian Montana Pipeline Corporation	3,891	3,715
NorthWestern Services, LLC	1,915	1,899
Risk Partners Assurance, Ltd.	1,450	1,514
Total Investments in Subsidiary Companies	\$ 21,605	\$ 22,182

(6) Regulatory Assets and Liabilities

We prepare our Financial Statements in accordance with the provisions of ASC 980, as discussed in Note 2 - Significant Accounting Policies. Pursuant to this guidance, certain expenses and credits, normally reflected in income as incurred, are deferred and recognized when included in rates and recovered from or refunded to the customers. Regulatory assets and liabilities are recorded based on management's assessment that it is probable that a cost will be recovered or that an obligation has been incurred. Accordingly, we have recorded the following major classifications of regulatory assets and liabilities that will be recognized in expenses and revenues in future periods when the matching revenues are collected or refunded. These regulatory items have corresponding assets and liabilities that will be paid for or refunded in future periods.

	Note Reference	Remaining Amortization Period	December 31,	
			2016	2015
(in thousands)				
Income taxes	15	Plant Lives	\$ 411,546	\$ 319,973
Pension	17	Undetermined	127,133	135,057
Employee related benefits	17	Undetermined	20,256	21,054
State & local taxes & fees		Various	17,835	7,715
Environmental clean-up	20	Various	13,601	14,237
Distribution infrastructure projects		1 Year	3,136	6,272
Other	—	Various	21,743	18,411
Total Regulatory Assets			\$ 615,250	\$ 522,719
Gas storage sales		23 Years	9,569	9,990
Environmental clean-up		Various	6,414	7,121
Unbilled Revenue		1 Year	11,973	10,808
State & local taxes & fees		1 Year	1,154	1,566
Other		Various	—	37
Total Regulatory Liabilities			\$ 29,110	\$ 29,522

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Income Taxes

Tax assets primarily reflect the effects of plant related temporary differences such as flow-through of depreciation, repairs related deductions, removal costs, capitalized interest and contributions in aid of construction that we will recover or refund in future rates. We amortize these amounts as temporary differences reverse.

Pension and Employee Related Benefits

We recognize the unfunded portion of plan benefit obligations in the Balance Sheets, which is remeasured at each year end, with a corresponding adjustment to regulatory assets/liabilities as the costs associated with these plans are recovered in rates. The portion of the regulatory asset related to our Montana pension plan will amortize as cash funding amounts exceed accrual expense under GAAP. The South Dakota Public Utilities Commission (SDPUC) allows recovery of pension costs on an accrual basis. The MPSC allows recovery of postretirement benefit costs on an accrual basis. The MPSC allows recovery of other employee related benefits on a cash basis.

State & Local Taxes & Fees (Montana Property Tax Tracker)

The MPSC has authorized recovery in the property tax tracker of approximately 60% of the estimated increase in property taxes as compared with the related amount included in rates during our last rate case.

Environmental Clean-up

Environmental clean-up costs are the estimated costs of investigating and cleaning up contaminated sites we own. We discuss the specific sites and clean-up requirements further in Note 20 - Commitments and Contingencies. Environmental clean-up costs are typically recoverable in customer rates when they are actually incurred. We record changes in the regulatory asset consistent with changes in our environmental liabilities. When cost projections become known and measurable, we coordinate with the appropriate regulatory authority to determine a recovery period.

Montana Distribution System Infrastructure Project (DSIP)

We have an accounting order to defer certain incremental operating and maintenance expenses associated with DSIP. Pursuant to the order, we deferred expenses incurred during 2011 and 2012 as a regulatory asset associated with the phase-in portion of the DSIP. These costs are being amortized into expense over five years, which began in 2013.

Gas Storage Sales

A regulatory liability was established in 2000 and 2001 based on gains on cushion gas sales in Montana. This gain is being flowed to customers over a period that matches the depreciable life of surface facilities that were added to maintain deliverability from the field after the withdrawal of the gas. This regulatory liability is a reduction of rate base.

Unbilled Revenue

In accordance with regulatory guidance in South Dakota, we recognize revenue when it is billed. Accordingly, we record a regulatory liability to offset unbilled revenue.

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(7) Utility Plant

The following table presents the major classifications of our net utility plant (in thousands):

	December 31,	
	2016	2015
	(in thousands)	
Land and improvements	\$ 147,033	\$ 142,154
Building and improvements	425,518	397,883
Storage, distribution, and transmission	3,220,686	3,066,617
Generation	967,024	979,537
Construction work in process	107,202	63,742
Other equipment	963,064	940,830
Total utility plant	5,830,527	5,590,763
Less accumulated depreciation	(2,048,649)	(1,946,187)
Net utility plant	\$ 3,781,878	\$ 3,644,576

In 2015, we acquired the Beethoven wind project, which resulted in an increase of approximately \$143 million in utility plant. We recorded the plant assets at original cost, less accumulated depreciation with an acquisition adjustment in accordance with FERC rules. Utility plant under capital lease were \$19.3 million and \$21.3 million as of December 31, 2016 and 2015, respectively, which included \$19.1 million and \$21.1 million as of December 31, 2016 and 2015, respectively, related to a long-term power supply contract with the owners of a natural gas fired peaking plant, which has been accounted for as an obligation under capital lease.

Jointly Owned Electric Generating Plant

We have an ownership interest in four base-load electric generating plants, all of which are coal fired and operated by other companies. We have an undivided interest in these facilities and are responsible for our proportionate share of the capital and operating costs while being entitled to our proportionate share of the power generated. Our interest in each plant is reflected in the Balance Sheets on a pro rata basis and our share of operating expenses is reflected in the Statements of Income. The participants each finance their own investment.

Information relating to our ownership interest in these facilities is as follows (in thousands):

	Big Stone (SD)	Neal #4 (IA)	Coyote (ND)	Colstrip Unit 4 (MT)
December 31, 2016				
Ownership percentages	23.4%	8.7%	10.0%	30.0%
Plant in service	\$ 153,623	\$ 60,491	\$ 50,802	\$ 297,289
Accumulated depreciation	38,894	29,235	37,099	77,513
December 31, 2015				
Ownership percentages	23.4%	8.7%	10.0%	30.0%
Plant in service	\$ 153,740	\$ 60,088	\$ 46,387	\$ 289,604
Accumulated depreciation	37,522	27,940	37,160	73,328

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(8) Asset Retirement Obligations

We are obligated to dispose of certain long-lived assets upon their abandonment. We recognize a liability for the legal obligation to perform an asset retirement activity in which the timing and/or method of settlement are conditional on a future event. We measure the liability at fair value when incurred and capitalize a corresponding amount as part of the book value of the related assets, which increases our utility plant and asset retirement obligations. The increase in the capitalized cost is included in determining depreciation expense over the estimated useful life of these assets. Since the fair value of the asset retirement obligation (ARO) is determined using a present value approach, accretion of the liability due to the passage of time is recognized each period and recorded as a regulatory asset until the settlement of the liability. Revisions to estimated ARO can result from changes in retirement cost estimates, revisions to estimated inflation rates, and changes in the estimated timing of abandonment. If the obligation is settled for an amount other than the carrying amount of the liability, we will recognize a gain or loss on settlement.

Our AROs relate to the reclamation and removal costs at our jointly-owned coal-fired generation facilities, Department of Transportation requirements to cut, purge and cap retired natural gas pipeline segments, and our obligation to plug and abandon oil and gas wells at the end of their life. The following table presents the change in our gross conditional ARO (in thousands):

	December 31,	
	2016	2015
Liability at January 1,	\$ 35,532	\$ 21,435
Accretion expense	1,885	1,437
Liabilities incurred	164	12,682
Liabilities settled	—	(22)
Revisions to cash flows	1,821	—
Liability at December 31,	\$ 39,402	\$ 35,532

The EPA's rule regulating Coal Combustion Residuals (CCRs) became effective in October 2015. The rule imposes extensive new requirements, including location restrictions, design and operating standards, groundwater monitoring and corrective action requirements and closure and post-closure care requirements on CCR impoundments and landfills that are located on active power plants and not closed. Based on our assessment of these requirements, we recorded an increase to our existing AROs of approximately \$12.0 million during the second quarter 2015, and an additional \$1.9 million during the fourth quarter 2016 based on further information.

In addition, we have identified removal liabilities related to our electric and natural gas transmission and distribution assets that have been installed on easements over property not owned by us. The easements are generally perpetual and only require remediation action upon abandonment or cessation of use of the property for the specified purpose. The ARO liability is not estimable for such easements as we intend to utilize these properties indefinitely. In the event we decide to abandon or cease the use of a particular easement, an ARO liability would be recorded at that time. We also identified AROs associated with our Hydro Transaction; however, due to the indeterminate removal date, the fair value of the associated liabilities currently cannot be estimated and no amounts are recognized in the Financial Statements.

We collect removal costs in rates for certain transmission and distribution assets that do not have associated AROs. Generally, the

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accrual of future non-ARO removal obligations is not required; however, long-standing ratemaking practices approved by applicable state and federal regulatory commissions have allowed provisions for such costs in historical depreciation rates.

(9) Utility Plant Adjustments

We completed our annual utility plant adjustments impairment test as of April 1, 2016 and no impairment was identified. We calculate the fair value of our reporting units by considering various factors, including valuation studies based primarily on a discounted cash flow analysis, with published industry valuations and market data as supporting information. Key assumptions in the determination of fair value include the use of an appropriate discount rate and estimated future cash flows. In estimating cash flows, we incorporate expected long-term growth rates in our service territory, regulatory stability, and commodity prices (where appropriate), as well as other factors that affect our revenue, expense and capital expenditure projections.

(10) Risk Management and Hedging Activities

Nature of Our Business and Associated Risks

We are exposed to certain risks related to the ongoing operations of our business, including the impact of market fluctuations in the price of electricity and natural gas commodities and changes in interest rates. We rely on market purchases to fulfill a portion of our electric and natural gas supply requirements. Several factors influence price levels and volatility. These factors include, but are not limited to, seasonal changes in demand, weather conditions, available generating assets within regions, transportation availability and reliability within and between regions, fuel availability, market liquidity, and the nature and extent of current and potential federal and state regulations.

Objectives and Strategies for Using Derivatives

To manage our exposure to fluctuations in commodity prices we routinely enter into derivative contracts. These types of contracts are included in our electric and natural gas supply portfolios and are used to manage price volatility risk by taking advantage of fluctuations in market prices. While individual contracts may be above or below market value, the overall portfolio approach is intended to provide greater price stability for consumers. These commodity costs are included in our cost tracking mechanisms and are recoverable from customers subject to prudence reviews by the applicable state regulatory commissions. We do not maintain a trading portfolio, and our derivative transactions are only used for risk management purposes consistent with regulatory guidelines.

In addition, we may use interest rate swaps to manage our interest rate exposures associated with new debt issuances or to manage our exposure to fluctuations in interest rates on variable rate debt.

Accounting for Derivative Instruments

We evaluate new and existing transactions and agreements to determine whether they are derivatives. The permitted accounting treatments include: normal purchase normal sale; cash flow hedge; fair value hedge; and mark-to-market. Mark-to-market accounting is the default accounting treatment for all derivatives unless they qualify, and we specifically designate them, for one of the other accounting treatments. Derivatives designated for any of the elective accounting treatments must meet specific, restrictive criteria both at the time of designation and on an ongoing basis. The changes in the fair value of recognized derivatives are recorded each period in current earnings or other comprehensive income, depending on whether a derivative is designated as part of a hedge transaction and the type of hedge transaction.

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Normal Purchases and Normal Sales

We have applied the normal purchase and normal sale scope exception (NPNS) to our contracts involving the physical purchase and sale of gas and electricity at fixed prices in future periods. During our normal course of business, we enter into full-requirement energy contracts, power purchase agreements and physical capacity contracts, which qualify for NPNS. All of these contracts are accounted for using the accrual method of accounting; therefore, there were no unrealized amounts recorded in the Financial Statements at December 31, 2016 and 2015. Revenues and expenses from these contracts are reported on a gross basis in the appropriate revenue and expense categories as the commodities are received or delivered.

Credit Risk

Credit risk is the potential loss resulting from counterparty non-performance under an agreement. We manage credit risk with policies and procedures for, among other things, counterparty analysis and exposure measurement, monitoring and mitigation. We limit credit risk in our commodity and interest rate derivatives activities by assessing the creditworthiness of potential counterparties before entering into transactions with them and continuing to evaluate their creditworthiness on an ongoing basis.

We are exposed to credit risk through buying and selling electricity and natural gas to serve customers. We may request collateral or other security from our counterparties based on the assessment of creditworthiness and expected credit exposure. It is possible that volatility in commodity prices could cause us to have material credit risk exposures with one or more counterparties. We enter into commodity master enabling agreements with our counterparties to mitigate credit exposure, as these agreements reduce the risk of default by allowing us or our counterparty the ability to make net payments. The agreements generally are: (1) Western Systems Power Pool agreements – standardized power purchase and sales contracts in the electric industry; (2) International Swaps and Derivatives Association agreements – standardized financial gas and electric contracts; (3) North American Energy Standards Board agreements – standardized physical gas contracts; and (4) Edison Electric Institute Master Purchase and Sale Agreements – standardized power sales contracts in the electric industry.

Many of our forward purchase contracts contain provisions that require us to maintain an investment grade credit rating from each of the major credit rating agencies. If our credit rating were to fall below investment grade, the counterparties could require immediate payment or demand immediate and ongoing full overnight collateralization on contracts in net liability positions.

Interest Rate Swaps Designated as Cash Flow Hedges

We have previously used interest rate swaps designated as cash flow hedges to manage our interest rate exposures associated with new debt issuances. We have no interest rate swaps outstanding. These swaps were designated as cash flow hedges with the effective portion of gains and losses, net of associated deferred income tax effects, recorded in AOCI. We reclassify these gains from AOCI into interest on long-term debt during the periods in which the hedged interest payments occur. The following table shows the effect of these interest rate swaps previously terminated on the Financial Statements (in thousands):

Cash Flow Hedges	Location of Amount Reclassified from AOCI to Income	Amount Reclassified from AOCI into Income during the Year Ended December 31, 2016
Interest rate contracts	Interest on long-term debt	\$ 2,169

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A net pre-tax loss of approximately \$17.1 million is remaining in AOCI as of December 31, 2016, and we expect to reclassify approximately \$0.6 million of net pre-tax losses from AOCI into interest on long-term debt during the next twelve months. These amounts relate to terminated swaps.

(11) Fair Value Measurements

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (i.e., an exit price). Measuring fair value requires the use of market data or assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, corroborated by market data, or generally unobservable. Valuation techniques are required to maximize the use of observable inputs and minimize the use of unobservable inputs.

Applicable accounting guidance establishes a hierarchy that prioritizes the inputs used to measure fair value, and requires fair value measurements to be categorized based on the observability of those inputs. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs). The three levels of the fair value hierarchy are as follows:

- Level 1 – Unadjusted quoted prices available in active markets at the measurement date for identical assets or liabilities;
- Level 2 – Pricing inputs, other than quoted prices included within Level 1, which are either directly or indirectly observable as of the reporting date; and
- Level 3 – Significant inputs that are generally not observable from market activity.

We classify assets and liabilities within the fair value hierarchy based on the lowest level of input that is significant to the fair value measurement of each individual asset and liability taken as a whole. The table below sets forth by level within the fair value hierarchy the gross components of our assets and liabilities measured at fair value on a recurring basis. NPNS transactions are not included in the fair values by source table as they are not recorded at fair value. See Note 10 - Risk Management and Hedging Activities for further discussion.

We record transfers between levels of the fair value hierarchy, if necessary, at the end of the reporting period. There were no transfers between levels for the periods presented.

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December 31, 2016	Quoted Prices in Active Markets for Identical Assets or Liabilities (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Margin Cash Collateral Offset	Total Net Fair Value
(in thousands)					
Other special deposits	\$ 2,359	\$ —	\$ —	\$ —	\$ 2,359
Rabbi trust investments	25,064	—	—	—	25,064
Total	\$ 27,423	\$ —	\$ —	\$ —	\$ 27,423

December 31, 2015	Quoted Prices in Active Markets for Identical Assets or Liabilities (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Margin Cash Collateral Offset	Total Net Fair Value
Other special deposits	\$ 3,508	\$ —	\$ —	\$ —	\$ 3,508
Rabbi trust investments	24,245	—	—	—	24,245
Total	\$ 27,753	\$ —	\$ —	\$ —	\$ 27,753

Other special deposits represents amounts held in money market mutual funds. Rabbi trust assets represent assets held for non-qualified deferred compensation plans, which consist of our common stock and actively traded mutual funds with quoted prices in active markets.

Financial Instruments

The estimated fair value of financial instruments is summarized as follows (in thousands):

	December 31, 2016		December 31, 2015	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Liabilities:				
Long-term debt	\$ 1,806,599	\$ 1,852,052	\$ 1,782,128	\$ 1,844,974

Notes payable consist of commercial paper and are not included in the table above as carrying value approximates fair value. The estimated fair value amounts have been determined using available market information and appropriate valuation methodologies; however, considerable judgment is required in interpreting market data to develop estimates of fair value. Accordingly, the estimates presented herein are not necessarily indicative of the amounts that we would realize in a current market exchange.

We determined fair value for long-term debt based on interest rates that are currently available to us for issuance of debt with similar terms and remaining maturities, except for publicly traded debt, for which fair value is based on market prices for the same or similar issues or upon the quoted market prices of U.S. treasury issues having a similar term to maturity, adjusted for our bond issuance rating and the present value of future cash flows. These are significant other observable inputs, or level 2 inputs, in the fair value hierarchy.

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(12) Notes Payable and Credit Arrangements

Notes Payable

Notes Payable and the corresponding weighted average interest rates as of December 31 were as follows (dollars in millions):

Notes Payable	2016		2015	
	Balance	Interest Rate	Balance	Interest Rate
Commercial Paper	\$ 300.8	1.07%	\$ 229.9	0.82%

The following information relates to commercial paper for the years ended December 31 (dollars in millions):

	2016	2015
Maximum notes payable outstanding	\$ 300.8	\$ 267.8
Average notes payable outstanding	\$ 210.7	\$ 192.8
Weighted-average interest rate	0.86%	0.61%

Under our commercial paper program we may issue unsecured commercial paper notes on a private placement basis up to a maximum aggregate amount outstanding at any time of \$340 million to provide an additional financing source for our short-term liquidity needs. The maturities of the commercial paper issuances will vary, but may not exceed 270 days from the date of issue. Commercial paper issuances are supported by available capacity under our unsecured revolving credit facility.

Unsecured Revolving Line of Credit

On December 12, 2016, we amended and restated our existing revolving credit facility to, among other things, increase the size of the facility to \$400 million (from \$350 million) and extend the maturity date to December 12, 2021 (from November 5, 2018). We retained an accordion feature that allows us to increase the size up to \$450 million with the consent of the lenders. The facility does not amortize and is unsecured. The facility bears interest at the lower of prime or available rates tied to the Eurodollar rate plus a credit spread, ranging from 0.875% to 1.75%. A total of eight banks participate in the facility, with no one bank providing more than 16% of the total availability. There were no direct borrowings or letters of credit outstanding as of December 31, 2016. Commitment fees for the unsecured revolving line of credit were \$0.4 million for each of the years ended December 31, 2016 and 2015.

The credit facility includes covenants that require us to meet certain financial tests, including a maximum debt to capitalization ratio not to exceed 65%. The facility also contains covenants which, among other things, limit our ability to engage in any consolidation or merger or otherwise liquidate or dissolve, dispose of property, and enter into transactions with affiliates. A default on the South Dakota or Montana First Mortgage Bonds would trigger a cross default on the credit facility; however a default on the credit facility would not trigger a default on any other obligations.

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(13) Long-Term Debt

Long-term debt consisted of the following (in thousands):

	Due	December 31,	
		2016	2015
Unsecured Debt:			
Unsecured Revolving Line of Credit	2021	\$ —	\$ —
Secured Debt:			
Mortgage bonds—			
South Dakota—6.05%	2018	—	55,000
South Dakota—5.01%	2025	64,000	64,000
South Dakota—4.15%	2042	30,000	30,000
South Dakota—4.30%	2052	20,000	20,000
South Dakota—4.85%	2043	50,000	50,000
South Dakota—4.22%	2044	30,000	30,000
South Dakota—4.26%	2040	70,000	70,000
South Dakota—2.80%	2026	60,000	—
South Dakota—2.66%	2026	45,000	—
Montana—6.34%	2019	250,000	250,000
Montana—5.71%	2039	55,000	55,000
Montana—5.01%	2025	161,000	161,000
Montana—4.15%	2042	60,000	60,000
Montana—4.30%	2052	40,000	40,000
Montana—4.85%	2043	15,000	15,000
Montana—3.99%	2028	35,000	35,000
Montana—4.176%	2044	450,000	450,000
Montana—3.11%	2025	75,000	75,000
Montana—4.11%	2045	125,000	125,000
Pollution control obligations—			
Montana—4.65%	2023	—	170,205
Montana—2.00%	2023	144,660	—
Other Long Term Debt:			
New Market Tax Credit Financing—1.146%	2046	26,977	26,977
Discount on Notes and Bonds	—	(38)	(54)
		<u>\$ 1,806,599</u>	<u>\$ 1,782,128</u>

Secured Debt

First Mortgage Bonds and Pollution Control Obligations

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The South Dakota First Mortgage Bonds are a series of general obligation bonds issued under our South Dakota indenture. All of such bonds are secured by substantially all of our South Dakota and Nebraska electric and natural gas assets.

The Montana First Mortgage Bonds and Montana Pollution Control Obligations are secured by substantially all of our Montana electric and natural gas assets.

In August 2016, the City of Forsyth, Rosebud County, Montana issued \$144.7 million aggregate principal amount of Pollution Control Revenue Refunding Bonds on our behalf. The bonds were issued at a fixed interest rate of 2.00% maturing in 2023. The proceeds of the issuance were loaned to us pursuant to a Loan Agreement and have been used to partially fund the redemption of the 4.65%, \$170.2 million City of Forsyth Pollution Control Revenue Refunding Bonds due 2023 (Prior Bonds) issued on our behalf. We paid the remaining portion of the Prior Bonds with available funds. Our obligation under the Loan Agreement is secured by the issuance of \$144.7 million of Montana First Mortgage Bonds. These bonds are secured by our electric and natural gas assets in Montana and Wyoming. The City of Forsyth bonds were issued in a transaction exempt from the registration requirements of the Securities Act of 1933, as amended.

In June 2016, we issued \$60 million aggregate principal amount of South Dakota First Mortgage Bonds at a fixed interest rate of 2.80% maturing in 2026. Proceeds were used to redeem our 6.05%, \$55 million South Dakota First Mortgage Bonds due 2018. In addition, in September 2016, we issued \$45.0 million aggregate principal amount of South Dakota First Mortgage Bonds at a fixed interest rate of 2.66% maturing in 2026. Proceeds from this issuance were used for general corporate purposes. Both series of these bonds are secured by our electric and natural gas assets in South Dakota, Nebraska, North Dakota, and Iowa and were issued in transactions exempt from the registration requirements of the Securities Act of 1933, as amended.

During September 2015, we issued \$70 million of South Dakota First Mortgage Bonds at a fixed interest rate of 4.26% maturing in 2040 to finance the Beethoven wind project. The bonds are secured by our electric and natural gas assets in South Dakota and were issued in a transaction exempt from the registration requirements of the Securities Act of 1933, as amended.

In June 2015, we issued \$200 million aggregate principal amount of Montana First Mortgage Bonds, which includes \$75 million at a fixed interest rate of 3.11% maturing in 2025 and \$125 million at a fixed interest rate of 4.11% maturing in 2045. The bonds are secured by our electric and natural gas assets in Montana. The bonds were issued in transactions exempt from the registration requirements of the Securities Act of 1933, as amended. Proceeds were used to redeem our 6.04%, \$150 million of Montana First Mortgage Bonds due 2016 and finance incremental Montana capital expenditures.

As of December 31, 2016, we are in compliance with our financial debt covenants.

Other Long-Term Debt

The New Market Tax Credit (NMTC) financing is pursuant to Section 45D of the Internal Revenue Code of 1986 as amended, which was issued in association with a tax credit program related to the development and construction of a new office building in Butte, Montana. This financing agreement is structured with unrelated third party financial institutions (the Investor) and their wholly-owned community development entities (CDEs) in connection with our participation in qualified transactions under the NMTC program. Upon closing of this transaction in 2014, we entered into two loans totaling \$27.0 million payable to the CDEs sponsoring the project, and provided an \$18.2 million investment. In exchange for substantially all of the benefits derived from the tax credits, the Investor contributed approximately \$8.8 million to the project. The NMTC is subject to recapture for a period of seven years. If the

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expected tax benefits are delivered without risk of recapture to the Investor and our performance obligation is relieved, we expect \$7.9 million of the loan to be forgiven in July 2021. If we do not meet the conditions for loan forgiveness, we would be required to repay \$27.0 million and would concurrently receive the return of our \$18.2 million investment. The loans of \$27.0 million are recorded in long-term debt and the investment of \$18.2 million is recorded in other investments in the Balance Sheets.

Maturities of Long-Term Debt

The aggregate minimum principal maturities of long-term debt, during the next five years are \$2.0 million in 2017, \$2.1 million in 2018, \$252.3 million in 2019, \$2.5 million in 2020 and \$2.7 million in 2021.

(14) Related Party Transactions

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

	December 31, 2016	December 31, 2015
Accounts Receivable from Associated Companies:		
Havre Pipeline Company, LLC	\$ 815	\$ 468
Risk Partners Assurance, Ltd.	18	18
	<u>\$ 833</u>	<u>\$ 486</u>
Accounts Payable to Associated Companies:		
Canadian Montana Pipeline Corporation	\$ 3,713	\$ 3,581
NorthWestern Services, LLC	1,584	1,526
	<u>\$ 5,297</u>	<u>\$ 5,107</u>

(15) Income Taxes

Our effective tax rate typically differs from the federal statutory tax rate of 35% primarily due to the regulatory impact of flowing through the federal and state tax benefit of repairs deductions, state tax benefit of accelerated tax depreciation deductions (including bonus depreciation when applicable) and production tax credits. The regulatory accounting treatment of these deductions requires immediate income recognition for temporary tax differences of this type, which is referred to as the flow-through method. When the flow-through method of accounting for temporary differences is reflected in regulated revenues, we record deferred income taxes and establish related regulatory assets and liabilities.

We adopted the provisions of ASU 2016-09, Improvements to Employee Share-Based Payment Accounting, during the fourth quarter of 2016. The excess tax benefit of vested share awards is treated as a discrete item in the current quarter. See Note 2 - Significant Accounting Policies, for further discussion of the impacts of this standard.

In 2013, the IRS issued guidance related to the repair and maintenance of utility generation assets. During the third quarter of 2016, we filed a tax accounting method change with the IRS consistent with the guidance for generation property. This enabled us to take a current tax deduction for a significant amount of repair costs that were previously capitalized for tax purposes. As discussed above, we flow this current tax deduction through to our customers in rate cases. Consistent with this regulatory treatment, we recorded an income tax benefit of approximately \$17.0 million during the twelve months ended December 31, 2016, of which approximately

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\$12.5 million related to 2015 and prior tax years.

The income tax benefit for 2014 reflects the release of approximately \$12.6 million of unrecognized tax benefits due to the lapse of statutes of limitation in the third quarter of 2014. In addition, in the third quarter of 2014, we elected the safe harbor method related to the deductibility of repair costs. This resulted in an income tax benefit of approximately \$4.3 million for the cumulative adjustment for years prior to 2014, which is included in the prior year permanent return to accrual adjustments.

Deferred income taxes relate primarily to the difference between book and tax methods of depreciating property, amortizing tax-deductible goodwill, the difference in the recognition of revenues and expenses for book and tax purposes, certain natural gas and electric costs which are deferred for book purposes but expensed currently for tax purposes, and NOL carry forwards. We have elected under Internal Revenue Code Section 46(f)(2) to defer investment tax credit benefits and amortize them against expense and customer billing rates over the book life of the underlying plant.

The components of the deferred income tax asset and liability recognized in our Balance Sheets are related to the following temporary differences (in thousands):

	December 31,	
	2016	2015
NOL carryforward	\$ 78,324	\$ 18,244
Pension / postretirement benefits	45,847	54,440
Compensation accruals	18,715	17,441
Production tax credit	17,034	6,550
Customer advances	15,837	14,197
AMT credit carryforward	13,599	13,143
Unbilled revenue	12,743	28,390
Environmental liability	9,698	9,410
Interest rate hedges	7,192	6,483
Property taxes	3,765	24,648
Regulatory liabilities	2,290	2,862
Reserves and accruals	1,730	1,820
QF obligations	---	1,098
Other, net	2,981	2,571
Deferred Tax Asset	229,755	201,297
Excess tax depreciation	(459,596)	(392,117)
Goodwill amortization	(192,615)	(178,084)
Flow through depreciation	(160,604)	(125,441)
Regulatory assets	(12,230)	(14,901)
Reserves and accruals	(430)	(6,407)
Deferred Tax Liability	(825,475)	(716,950)
Deferred Tax Liability, net	\$ (595,720)	\$ (515,653)

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At December 31, 2016 we estimate our total federal NOL carryforward to be approximately \$365.1 million prior to consideration of unrecognized tax benefits. If unused, our federal NOL carryforwards will expire as follows: \$105.2 million in 2031; \$13.3 million in 2033; \$73.4 million in 2034 and \$173.2 million in 2036. We estimate our state NOL carryforward as of December 31, 2016 is approximately \$276.0 million. If unused, our state NOL carryforwards will expire as follows: \$67.0 million in 2018; \$10.5 million in 2020; \$58.3 million in 2021 and \$140.2 million in 2023. We believe it is more likely than not that sufficient taxable income will be generated to utilize these NOL carryforwards.

Uncertain Tax Positions

We recognize tax positions that meet the more-likely-than-not threshold as the largest amount of tax benefit that is greater than 50 percent likely of being realized upon ultimate settlement with a taxing authority that has full knowledge of all relevant information. The change in unrecognized tax benefits is as follows (in thousands):

	2016	2015
Unrecognized Tax Benefits at January 1	\$ 92,387	\$ 95,929
Gross increases - tax positions in prior period	—	44
Gross decreases - tax positions in prior period	—	(2,903)
Gross increases - tax positions in current period	—	494
Gross decreases - tax positions in current period	(3,958)	(1,177)
Lapse of statute of limitations	—	—
Unrecognized Tax Benefits at December 31	\$ 88,429	\$ 92,387

Our unrecognized tax benefits include approximately \$66.5 million and \$65.2 million related to tax positions as of December 31, 2016 and 2015, respectively, that if recognized, would impact our annual effective tax rate. We do not anticipate that total unrecognized tax benefits will significantly change due to the settlement of audits or the expiration of statutes of limitation within the next twelve months.

Our policy is to recognize interest related to uncertain tax positions in interest expense. During the year ended December 31, 2016, we recognized \$0.7 million of expense for interest in the Statements of Income. As of December 31, 2016, we had \$0.7 million of interest accrued in the Balance Sheets. During the year ended December 31, 2015, we did not recognize expense for interest and penalties in the Statements of Income and did not have any amounts accrued in the Balance Sheets.

Our federal tax returns from 2000 forward remain subject to examination by the IRS.

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(16) Comprehensive Loss

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

	December 31,					
	2016			2015		
	Before-Tax Amount	Tax Benefit	Net-of-Tax Amount	Before-Tax Amount	Tax Benefit	Net-of-Tax Amount
Foreign currency translation adjustment	\$ 25	\$ —	\$ 25	\$ 558	—	\$ 558
Reclassification of net gains on derivative instruments	(2,169)	831	(1,338)	(1,125)	427	(698)
Realized loss on cash flow hedging derivatives	—	—	—	—	—	—
Postretirement medical liability adjustment	317	(122)	195	504	(194)	310
Other comprehensive (loss) income	\$ (1,827)	\$ 709	\$ (1,118)	\$ (63)	\$ 233	\$ 170

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

	December 31, 2016	December 31, 2015
Foreign currency translation	\$ 1,380	\$ 1,355
Derivative instruments designated as cash flow hedges	(10,352)	(9,014)
Postretirement medical plans	(742)	(937)
Accumulated other comprehensive loss	\$ (9,714)	\$ (8,596)

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

		December 31, 2016			
		Year Ended			
	Affected Line Item in the Statements of Income	Interest Rate Derivative Instruments Designated as Cash Flow Hedges	Postretirement Medical Plans	Foreign Currency Translation	Total
Beginning balance		\$ (9,014)	\$ (937)	\$ 1,355	\$ (8,596)
Other comprehensive income before reclassifications		—	—	25	25
Amounts reclassified from AOCI	Interest on long-term debt	(1,338)	—	—	(1,338)
Amounts reclassified from AOCI		—	195	—	195
Net current-period other comprehensive (loss) income		(1,338)	195	25	(1,118)
Ending Balance		\$ (10,352)	\$ (742)	\$ 1,380	\$ (9,714)

		December 31, 2015			
		Year Ended			
	Affected Line Item in the Statements of Income	Interest Rate Derivative Instruments Designated as Cash Flow Hedges	Postretirement Medical Plans	Foreign Currency Translation	Total
Beginning balance		\$ (8,316)	\$ (1,247)	\$ 797	\$ (8,766)
Other comprehensive income before reclassifications		—	—	558	558
Amounts reclassified from AOCI	Interest on long-term debt	(698)	—	—	(698)
Amounts reclassified from AOCI		—	310	—	310
Net current-period other comprehensive (loss) income		(698)	310	558	170
Ending Balance		\$ (9,014)	\$ (937)	\$ 1,355	\$ (8,596)

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(17) Employee Benefit Plans

Pension and Other Postretirement Benefit Plans

We sponsor and/or contribute to pension and postretirement health care and life insurance benefit plans for eligible employees, which includes two cash balance pension plans. The plan for our South Dakota and Nebraska employees is referred to as the NorthWestern Corporation pension plan, and the plan for our Montana employees is referred to as the NorthWestern Energy pension plan. We utilize a number of accounting mechanisms that reduce the volatility of reported pension costs. Differences between actuarial assumptions and actual plan results are deferred and are recognized into earnings only when the accumulated differences exceed 10% of the greater of the projected benefit obligation or the market-related value of plan assets. If necessary, the excess is amortized over the average remaining service period of active employees. The Plan's funded status is recognized as an asset or liability in our Financial Statements. See Note 6 - Regulatory Assets and Liabilities, for further discussion on how these costs are recovered through rates charged to our customers.

Benefit Obligation and Funded Status

Following is a reconciliation of the changes in plan benefit obligations and fair value of plan assets, and a statement of the funded status (in thousands):

	Pension Benefits		Other Postretirement Benefits	
	December 31,		December 31,	
	2016	2015	2016	2015
<u>Change in benefit obligation:</u>				
Obligation at beginning of period	\$ 628,883	\$ 688,444	\$ 28,652	\$ 30,004
Service cost	11,759	12,362	492	526
Interest cost	26,210	26,174	795	786
Plan amendments	—	—	—	1,045
Actuarial loss (gain)	7,006	(47,351)	(71)	(616)
Settlements	—	—	390	390
Benefits paid	(27,826)	(50,746)	(4,041)	(3,483)
Benefit Obligation at End of Period	\$ 646,032	\$ 628,883	\$ 26,217	\$ 28,652
<u>Change in Fair Value of Plan Assets:</u>				
Fair value of plan assets at beginning of period	\$ 500,044	\$ 556,051	\$ 17,972	\$ 18,040
Return on plan assets	39,719	(15,461)	1,277	—
Employer contributions	12,700	10,200	3,397	3,415
Benefits paid	(27,826)	(50,746)	(4,041)	(3,483)
Fair value of plan assets at end of period	\$ 524,637	\$ 500,044	\$ 18,605	\$ 17,972
Funded Status	\$ (121,395)	\$ (128,839)	\$ (7,612)	\$ (10,680)

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Amounts Recognized in the Balance Sheet Consist of:

Current liability	—	—	(1,789)	(2,584)
Noncurrent liability	(121,395)	(128,839)	(5,823)	(8,096)
Net amount recognized	\$ (121,395)	\$ (128,839)	\$ (7,612)	\$ (10,680)

Amounts Recognized in Regulatory Assets Consist of:

Prior service (cost) credit	(9)	(255)	11,988	14,021
Net actuarial loss	(127,953)	(142,305)	(4,739)	(5,219)

Amounts recognized in AOCL consist of:

Prior service cost	—	—	(849)	(1,000)
Net actuarial gain	—	—	38	(102)
Total	\$ (127,962)	\$ (142,560)	\$ 6,438	\$ 7,700

The total projected benefit obligation and fair value of plan assets for the pension plans with accumulated benefit obligations in excess of plan assets were as follows (in millions):

	Pension Benefits	
	December 31,	
	2016	2015
Projected benefit obligation	\$ 646.0	\$ 628.9
Accumulated benefit obligation	643.6	626.0
Fair value of plan assets	524.6	500.0

Net Periodic Cost (Credit)

The components of the net costs (credits) for our pension and other postretirement plans are as follows (in thousands):

	Pension Benefits		Other Postretirement Benefits	
	December 31,		December 31,	
	2016	2015	2016	2015
Components of Net Periodic Benefit Cost				
Service cost	\$ 11,759	\$ 12,362	\$ 492	\$ 526
Interest cost	26,210	26,174	795	786
Expected return on plan assets	(28,248)	(31,561)	(1,042)	(969)
Amortization of prior service cost (credit)	246	246	(1,882)	(1,882)
Recognized actuarial loss	9,888	10,634	315	385
Settlement loss recognized	—	—	390	390
Net Periodic Benefit Cost (Credit)	\$ 19,855	\$ 17,855	\$ (932)	\$ (764)

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For purposes of calculating the expected return on pension plan assets, the market-related value of assets is used, which is based upon fair value. The difference between actual plan asset returns and estimated plan asset returns are amortized equally over a period not to exceed five years.

We estimate amortizations from regulatory assets into net periodic benefit cost during 2017 will be as follows (in thousands):

	Pension Benefits	Other Postretirement Benefits
Prior service credit (cost)	\$ (9)	\$ 1,882
Accumulated loss	(7,901)	(313)

Actuarial Assumptions

The measurement dates used to determine pension and other postretirement benefit measurements for the plans are December 31, 2016 and 2015. The actuarial assumptions used to compute net periodic pension cost and postretirement benefit cost are based upon information available as of the beginning of the year, specifically, market interest rates, past experience and management's best estimate of future economic conditions. Changes in these assumptions may impact future benefit costs and obligations. In computing future costs and obligations, we must make assumptions about such things as employee mortality and turnover, expected salary and wage increases, discount rate, expected return on plan assets, and expected future cost increases. Two of these assumptions have the most impact on the level of cost: (1) discount rate and (2) expected rate of return on plan assets.

We set the discount rate using a yield curve analysis. This analysis includes constructing a hypothetical bond portfolio whose cash flow from coupons and maturities matches the year-by-year, projected benefit cash flow from our plans. The decrease in discount rate during 2016 increased our projected benefit obligation by approximately \$16.1 million.

In determining the expected long-term rate of return on plan assets, we review historical returns, the future expectations for returns for each asset class weighted by the target asset allocation of the pension and postretirement portfolios, and long-term inflation assumptions. Based on the target asset allocation for our pension assets and future expectations for asset returns, we are lowering our long term rate of return on assets assumption to 4.70% for 2017.

The weighted-average assumptions used in calculating the preceding information are as follows:

	Pension Benefits		Other Postretirement Benefits	
	December 31,		December 31,	
	2016	2015	2016	2015
Discount rate	3.95-4.10 %	4.15-4.30 %	3.40-3.55 %	3.60-3.75 %
Expected rate of return on assets	5.80	5.80	5.80	5.80
Long-term rate of increase in compensation levels (nonunion)	3.28	3.58	3.28	3.58
Long-term rate of increase in compensation levels (union)	3.20	3.50	3.20	3.50

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The postretirement benefit obligation is calculated assuming that health care costs increase by 7.59% in 2017 and the rate of increase in the per capita cost of covered health care benefits thereafter was assumed to decrease to an ultimate trend of 4.5% by the year 2038. The company contribution toward the premium cost is capped, therefore future health care cost trend rates are expected to have a minimal impact on company costs and the accumulated postretirement benefit obligation.

Investment Strategy

Our investment goals with respect to managing the pension and other postretirement assets are to meet current and future benefit payment needs while maximizing total investment returns (income and appreciation) after inflation within the constraints of diversification, prudent risk taking, and the Prudent Man Rule of the Employee Retirement Income Security Act of 1974. Each plan is diversified across asset classes to achieve optimal balance between risk and return and between income and growth through capital appreciation. Our investment philosophy is based on the following:

- Each plan should be substantially fully invested as long-term cash holdings reduce long-term rates of return;
- It is prudent to diversify each plan across the major asset classes;
- Equity investments provide greater long-term returns than fixed income investments, although with greater short-term volatility;
- Fixed income investments of the plans should strongly correlate with the interest rate sensitivity of the plan's aggregate liabilities in order to hedge the risk of change in interest rates negatively impacting the overall funded status;
- Allocation to foreign equities increases the portfolio diversification and thereby decreases portfolio risk while providing for the potential for enhanced long-term returns;
- Active management can reduce portfolio risk and potentially add value through security selection strategies;
- A portion of plan assets should be allocated to passive, indexed management funds to provide for greater diversification and lower cost; and
- It is appropriate to retain more than one investment manager, provided that such managers offer asset class or style diversification.

Investment risk is measured and monitored on an ongoing basis through quarterly investment portfolio reviews, annual liability measurements, and periodic asset/liability studies.

The most important component of an investment strategy is the portfolio asset mix, or the allocation between the various classes of securities available. The mix of assets is based on an optimization study that identifies asset allocation targets in order to achieve the maximum return for an acceptable level of risk, while minimizing the expected contributions and pension and postretirement expense. In the optimization study, assumptions are formulated about characteristics, such as expected asset class investment returns, volatility (risk), and correlation coefficients among the various asset classes, and making adjustments to reflect future conditions expected to prevail over the study period. Based on this, the target asset allocation established, within an allowable range of plus or minus 5%, is as follows:

	Pension Benefits		Other Benefits	
	December 31,		December 31,	
	2016	2015	2016	2015
Domestic debt securities	55.0%	55.0%	40.0%	40.0%
International debt securities	5.0	5.0	—	—
Domestic equity securities	34.0	34.0	50.0	50.0
International equity securities	6.0	6.0	10.0	10.0

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The actual allocation by plan is as follows:

	NorthWestern Energy Pension		NorthWestern Corporation Pension		NorthWestern Energy Health and Welfare	
	December 31,		December 31,		December 31,	
	2016	2015	2016	2015	2016	2015
Cash and cash equivalents	—%	0.4%	0.1%	—%	1.0%	0.1%
Domestic debt securities	53.4	54.9	64.4	65.8	37.0	37.0
International debt securities	4.6	4.7	4.4	4.5	—	—
Domestic equity securities	36.0	33.9	26.0	24.9	52.6	54.2
International equity securities	6.0	6.1	5.1	4.8	9.4	8.7
	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%

Generally, the asset mix will be rebalanced to the target mix as individual portfolios approach their minimum or maximum levels. Debt securities consist of U.S. and international instruments. Core domestic portfolios can be invested in government, corporate, asset-backed and mortgage-backed obligation securities. While the portfolio may invest in high yield securities, the average quality must be rated at least "investment grade" by rating agencies. Performance of fixed income investments is measured by both traditional investment benchmarks as well as relative changes in the present value of the plan's liabilities. Equity investments consist primarily of U.S. stocks including large, mid and small cap stocks, which are diversified across investment styles such as growth and value. We also invest in international equities with exposure to developing and emerging markets. Derivatives, options and futures are permitted for the purpose of reducing risk but may not be used for speculative purposes.

Our plan assets are primarily invested in common collective trusts (CCTs), which are invested in equity and fixed income securities. In accordance with our investment policy, these pooled investment funds must have an adequate asset base relative to their asset class and be invested in a diversified manner and have a minimum of three years of verified investment performance experience or verified portfolio manager investment experience in a particular investment strategy and have management and oversight by an investment advisor registered with the Securities and Exchange Commission (SEC). Investments in a collective investment vehicle are valued by multiplying the investee company's net asset value per share with the number of units or shares owned at the valuation date. Net asset value per share is determined by the trustee. Investments held by the CCT, including collateral invested for securities on loan, are valued on the basis of valuations furnished by a pricing service approved by the CCT's investment manager, which determines valuations using methods based on quoted closing market prices on national securities exchanges, or at fair value as determined in good faith by the CCT's investment manager if applicable. The funds do not contain any redemption restrictions. The direct holding of NorthWestern Corporation stock is not permitted; however, any holding in a diversified mutual fund or collective investment fund is permitted. In addition, the NorthWestern Corporation pension plan assets also include a participating group annuity contract in the John Hancock General Investment Account, which consists primarily of fixed-income securities. The participating group annuity contract is valued based on discounted cash flows of current yields of similar contracts with comparable duration based on the underlying fixed income investments.

Cash Flows

In accordance with the Pension Protection Act of 2006 (PPA), and the relief provisions of the Worker, Retiree, and Employer Recovery Act of 2008 (WRERA), we are required to meet minimum funding levels in order to avoid required contributions and benefit

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restrictions. We have elected to use asset smoothing provided by the WRERA, which allows the use of asset averaging, including expected returns (subject to certain limitations), for a 24-month period in the determination of funding requirements. We expect to continue to make contributions to the pension plans in 2017 and future years that reflect the minimum requirements and discretionary amounts consistent with the amounts recovered in rates. Additional legislative or regulatory measures, as well as fluctuations in financial market conditions, may impact our funding requirements.

Due to the regulatory treatment of pension costs in Montana, pension expense for 2016, 2015 and 2014 was based on actual contributions to the plan. Annual contributions to each of the pension plans are as follows (in thousands):

	2016	2015
NorthWestern Energy Pension Plan (MT)	\$ 11,500	\$ 9,000
NorthWestern Corporation Pension Plan (SD and NE)	1,200	1,200
	\$ 12,700	\$ 10,200

We estimate the plans will make future benefit payments to participants as follows (in thousands):

	Pension Benefits	Other Postretirement Benefits
2017	\$ 30,637	\$ 3,513
2018	32,346	3,464
2019	33,574	3,218
2020	34,847	2,844
2021	35,906	2,634
2022-2026	198,236	9,195

Defined Contribution Plan

Our defined contribution plan permits employees to defer receipt of compensation as provided in Section 401(k) of the Internal Revenue Code. Under the plan, employees may elect to direct a percentage of their gross compensation to be contributed to the plan. We contribute various percentage amounts of the employee's gross compensation contributed to the plan. Matching contributions for the year ended December 31, 2016 and 2015 were \$9.8 million and \$9.5 million.

(18) Stock-Based Compensation

We grant stock-based awards through our Amended and Restated Equity Compensation Plan (ECP), which includes restricted stock awards and performance share awards. In 2014, an additional 600,000 shares of common stock were authorized by the shareholders for issuance under the ECP. As of December 31, 2016, there were 870,186 shares of common stock remaining available for grants. The remaining vesting period for awards previously granted ranges from one to five years if the service and/or performance requirements are met. Nonvested shares do not receive dividend distributions. The long-term incentive plan provides for accelerated vesting in the event of a change in control.

We account for our share-based compensation arrangements by recognizing compensation costs for all share-based awards over the respective service period for employee services received in exchange for an award of equity or equity-based compensation. The

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compensation cost is based on the fair value of the grant on the date it was awarded.

Performance Unit Awards

Performance unit awards are granted annually under the ECP. These awards vest at the end of the three-year performance period if we have achieved certain performance goals and the individual remains employed by us. The exact number of shares issued will vary from 0% to 200% of the target award, depending on actual company performance relative to the performance goals. These awards contain both market- and performance-based components. The performance goals are independent of each other and equally weighted, and are based on two metrics: (i) EPS growth level and average return on equity; and (ii) total shareholder return (TSR) relative to a peer group.

Fair value is determined for each component of the performance unit awards. The fair value of the earnings per share component is estimated based upon the closing market price of our common stock as of the date of grant less the present value of expected dividends, multiplied by an estimated performance multiple determined on the basis of historical experience, which is subsequently trued up at vesting based on actual performance. The fair value of the TSR portion is estimated using a statistical model that incorporates the probability of meeting performance targets based on historical returns relative to the peer group. The following summarizes the significant assumptions used to determine the fair value of performance shares and related compensation expense as well as the resulting estimated fair value of performance shares granted:

	2016	2015
Risk-free interest rate	0.85%	1.06%
Expected life, in years	3	3
Expected volatility	17.1% to 22.1%	14.2% to 19.0%
Dividend yield	3.4%	3.5%

The risk-free interest rate was based on the U.S. Treasury yield of a three-year bond at the time of grant. The expected term of the performance shares is three years based on the performance cycle. Expected volatility was based on the historical volatility for the peer group. Both performance goals are measured over the three-year vesting period and are charged to compensation expense over the vesting period based on the number of shares expected to vest.

A summary of nonvested shares as of and changes during the year ended December 31, 2016, are as follows:

	Performance Unit Awards	
	Shares	Weighted-Average Grant-Date Fair Value
Beginning nonvested grants	187,572	\$ 40.39
Granted	88,107	50.32
Vested	(90,417)	38.33
Forfeited	(10,005)	42.12
Remaining nonvested grants	175,257	\$ 46.35

We recognized compensation expense of \$5.3 million and \$4.4 million for the years ended December 31, 2016 and 2015,

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respectively, and a related income tax expense of \$1.8 million and \$1.8 million for the years ended December 31, 2016 and 2015, respectively. As of December 31, 2016, we had \$5.1 million of unrecognized compensation cost related to the nonvested portion of outstanding awards, which is reflected as other paid-in capital in our Balance Sheets. The cost is expected to be recognized over a weighted-average period of 2.0 years. The total fair value of shares vested was \$3.5 million and \$2.8 million for the years ended December 31, 2016 and 2015, respectively.

Retirement/Retention Restricted Share Awards

In December 2011, an executive retirement / retention program was established that provides for the annual grant of restricted share units. These awards are subject to a five-year performance and vesting period. The performance measure for these awards requires net income for the calendar year of at least three of the five full calendar years during the performance period to exceed net income for the calendar year the awards are granted. Once vested, the awards will be paid out in shares of common stock in five equal annual installments after a recipient has separated from service. The fair value of these awards is measured based upon the closing market price of our common stock as of the date of grant less the present value of expected dividends.

A summary of nonvested shares as of and changes during the year ended December 31, 2016, are as follows:

	Shares	Weighted-Average Grant-Date Fair Value
Beginning nonvested grants	57,313	\$ 37.76
Granted	15,708	45.78
Vested	(8,112)	28.00
Forfeited	(2,318)	35.11
Remaining nonvested grants	62,591	\$ 41.14

Director's Deferred Compensation

Nonemployee directors may elect to defer up to 100% of any qualified compensation that would be otherwise payable to him or her, subject to compliance with our 2005 Deferred Compensation Plan for Nonemployee Directors and Section 409A of the Internal Revenue Code. The deferred compensation may be invested in NorthWestern stock or in designated investment funds. Compensation deferred in a particular month is recorded as a deferred stock unit (DSU) on the first of the following month based on the closing price of NorthWestern stock or the designated investment fund. The DSUs are marked-to-market on a quarterly basis with an adjustment to director's compensation expense. Based on the election of the nonemployee director, following separation from service on the Board, other than on account of death, he or she shall be paid a distribution either in a lump sum or in approximately equal installments over a designated number of years (not to exceed 10 years). During the years ended December 31, 2016 and 2015, DSUs issued to members of our Board totaled 28,338 and 35,030, respectively. Total compensation expense attributable to the DSUs during the years ended December 31, 2016 and 2015 was approximately \$2.4 million and \$1.3 million, respectively.

(19) Common Stock

We have 250,000,000 shares authorized consisting of 200,000,000 shares of common stock with a \$0.01 par value and 50,000,000 shares of preferred stock with a \$0.01 par value. Of these shares, 2,865,957 shares of common stock are reserved for the incentive plan awards. For further detail of grants under this plan see Note 18 - Stock-Based Compensation.

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Beethoven Issuance - During October 2015, we issued 1,100,000 shares of our common stock at \$51.81 per share, for aggregate net proceeds of \$57 million to finance a portion of the Beethoven wind project.

Repurchase of Common Stock

Shares tendered by employees to us to satisfy the employees' tax withholding obligations in connection with the vesting of restricted stock awards totaled 49,514 and 39,504 during the years ended December 31, 2016 and 2015, respectively, and are reflected in reacquired capital stock. These shares were credited to reacquired capital stock based on their fair market value on the vesting date.

(20) Commitments and Contingencies

Qualifying Facilities Liability

Our QF liability primarily consists of unrecoverable costs associated with three contracts covered under the Public Utility Regulatory Policies Act. The QFs require us to purchase minimum amounts of energy at prices ranging from \$74 to \$136 per MWH through 2029. Our estimated gross contractual obligation related to the QFs is approximately \$882.0 million through 2029. A portion of the costs incurred to purchase this energy is recoverable through rates, totaling approximately \$683.4 million through 2029. The present value of the remaining QF liability is recorded in our Balance Sheets as an accumulated miscellaneous operating provisions. The following summarizes the change in the QF liability (in thousands):

	December 31,	
	2016	2015
Beginning QF liability	\$ 138,310	\$ 136,893
Unrecovered amount	(14,829)	(9,379)
Interest on long-term debt	10,843	10,796
Ending QF liability	\$ 134,324	\$ 138,310

The following summarizes the estimated gross contractual obligation less amounts recoverable through rates (in thousands):

	Gross Obligation	Recoverable Amounts	Net
2017	74,607	57,789	16,818
2018	76,703	58,401	18,302
2019	78,836	59,020	19,816
2020	80,984	59,647	21,337
2021	82,941	60,136	22,805
Thereafter	487,957	388,411	99,546
Total	\$ 882,028	\$ 683,404	\$ 198,624

Long Term Supply and Capacity Purchase Obligations

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We have entered into various commitments, largely purchased power, electric transmission, coal and natural gas supply and natural gas transportation contracts. These commitments range from one to 27 years. Costs incurred under these contracts are included in operating expenses in the Statements of Income and were approximately \$216.8 million and \$241.6 million for the years ended December 31, 2016 and 2015, respectively. As of December 31, 2016, our commitments under these contracts are \$206.1 million in 2017, \$155.9 million in 2018, \$156.2 million in 2019, \$122.8 million in 2020, \$107.0 million in 2021, and \$1.3 billion thereafter. These commitments are not reflected in our Financial Statements.

Hydroelectric License Commitments

With the Hydro Transaction, we assumed two Memoranda of Understanding (MOUs) existing with state, federal and private entities. The MOUs are periodically updated and renewed and require us to implement plans to mitigate the impact of the projects on fish, wildlife and their habitats, and to increase recreational opportunities. The MOUs were created to maximize collaboration between the parties and enhance the possibility to receive matching funds from relevant federal agencies. Under these MOUs, we have a remaining commitment to spend approximately \$22.0 million between 2017 and 2040. These commitments are not reflected in our Financial Statements.

ENVIRONMENTAL LIABILITIES AND REGULATION

Environmental Matters

The operation of electric generating, transmission and distribution facilities, and gas gathering, transportation and distribution facilities, along with the development (involving site selection, environmental assessments, and permitting) and construction of these assets, are subject to extensive federal, state, and local environmental and land use laws and regulations. Our activities involve compliance with diverse laws and regulations that address emissions and impacts to the environment, including air and water, protection of natural resources, avian and wildlife. We monitor federal, state, and local environmental initiatives to determine potential impacts on our financial results. As new laws or regulations are implemented, our policy is to assess their applicability and implement the necessary modifications to our facilities or their operation to maintain ongoing compliance.

Our environmental exposure includes a number of components, including remediation expenses related to the cleanup of current or former properties, and costs to comply with changing environmental regulations related to our operations. At present, the majority of our environmental reserve relates to the remediation of former manufactured gas plant sites owned by us and is estimated to range between \$27.9 million to \$32.6 million. As of December 31, 2016, we have a reserve of approximately \$31.5 million, which has not been discounted. Environmental costs are recorded when it is probable we are liable for the remediation and we can reasonably estimate the liability. We use a combination of site investigations and monitoring to formulate an estimate of environmental remediation costs for specific sites. Our monitoring procedures and development of actual remediation plans depend not only on site specific information but also on coordination with the different environmental regulatory agencies in our respective jurisdictions; therefore, while remediation exposure exists, it may be many years before costs are incurred.

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

Manufactured Gas Plants - Approximately \$24.7 million of our environmental reserve accrual is related to manufactured gas plants. A formerly operated manufactured gas plant located in Aberdeen, South Dakota, has been identified on the Federal

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Comprehensive Environmental Response, Compensation, and Liability Information System list as contaminated with coal tar residue. We are currently conducting feasibility studies, implementing remedial actions pursuant to work plans approved by the South Dakota Department of Environment and Natural Resources, and conducting ongoing monitoring and operation and maintenance activities. As of December 31, 2016, the reserve for remediation costs at this site is approximately \$10.8 million, and we estimate that approximately \$6.2 million of this amount will be incurred during the next five years.

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

In addition, we own or have responsibility for sites in Butte, Missoula and Helena, Montana on which former manufactured gas plants were located. The Butte and Helena sites, both listed as high priority sites on Montana's state superfund list, were placed into the Montana Department of Environmental Quality (MDEQ) voluntary remediation program for cleanup due to soil and groundwater impacts. Soil and coal tar were removed at the sites in accordance with MDEQ requirements. Groundwater monitoring is conducted semiannually at both sites. In August 2016, the MDEQ sent us a letter of Notice of Potential Liability and Request for Remedial Action regarding the Helena site. An initial scoping meeting with MDEQ regarding this letter has not yet been scheduled. At MDEQ's direction, a Soil Vapor Analysis Plan for the two buildings located on the Helena site was submitted to confirm whether vapors are present in the soil that could seep into the two buildings. At this time, we cannot estimate with a reasonable degree of certainty the nature and timing of additional remedial actions and/or investigations, if any, at the Butte and Helena sites.

An investigation conducted at the Missoula site did not require remediation activities, but required preparation of a groundwater monitoring plan. Monitoring wells have been installed and groundwater is monitored semiannually. At the request of Missoula Valley Water Quality District (MVWQD), a draft risk assessment was prepared for the Missoula site and presented to the MVWQD. We and the MVWQD agreed additional site investigation work is appropriate. The additional investigation work began in December 2015 and has continued in 2016. Analytical results from an October 2016 sampling exceeded the Montana Maximum Contaminant Level (MCL) for benzene and/or total cyanide in certain monitoring wells. These results were forwarded to MVWQD which shared the same with the MDEQ. In a December 21, 2016 letter to MVWQD, MDEQ requested that MVWQD file a formal complaint with MDEQ's Enforcement Division regarding groundwater contamination of the site. If MVWQD files a formal complaint, we expect it will prompt MDEQ to reevaluate its position concerning listing the Missoula site on the State's superfund list. At this time, we cannot estimate with a reasonable degree of certainty the nature and timing of risk-based remedial action, if any, at the Missoula site.

Global Climate Change - National and international actions have been initiated to address global climate change and the contribution of emissions of greenhouse gases (GHG) including, most significantly, carbon dioxide (CO₂). These actions include legislative proposals, Executive and EPA actions at the federal level, actions at the state level, and private party litigation relating to GHG emissions. Coal-fired plants have come under particular scrutiny due to their level of GHG emissions. We have joint ownership interests in four coal-fired electric generating plants, all of which are operated by other companies. We are responsible for our proportionate share of the capital and operating costs while being entitled to our proportionate share of the power generated.

While numerous bills have been introduced that address climate change from different perspectives, including through direct regulation of GHG emissions, the establishment of cap and trade programs and the establishment of Federal renewable portfolio standards, Congress has not passed any federal climate change legislation and we cannot predict the timing or form of any potential legislation. In the absence of such legislation, EPA is presently regulating new and existing sources of GHG emissions. There is uncertainty associated with the new EPA Administration and the timeframe for actions that may be taken with regard to the existing

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and pending GHG-related regulations.

On August 3, 2015, the EPA released for publication in the Federal Register, the final standards of performance to limit GHG emissions from new, modified and reconstructed fossil fuel generating units and from newly constructed and reconstructed natural gas combined cycle (NGCC) units. The standards reflect the degree of emission limitations achievable through the application of the best system of emission reduction that the EPA determined has been demonstrated for each type of unit.

In a separate action that also affects power plants, on August 3, 2015, the EPA released its final rule establishing GHG performance standards for existing power plants under Clean Air Act Section 111(d) (the Clean Power Plan, or CPP). The CPP establishes CO₂ emission performance standards for existing electric utility steam generating units and NGCC units. States may develop implementation plans for affected units to meet the individual state targets established in the CPP or may adopt a federal plan. The EPA has given states the option to develop compliance plans for annual rate-based reductions (pounds per megawatt hour (MWH)) or mass-based tonnage limits for CO₂. The 2030 rate-based requirement for all existing affected generating units in South Dakota and Montana is 1,167 and 1,305 pounds per MWH, respectively. The rate-based approach requires a 38.4 percent reduction in South Dakota and a 47.4 percent reduction in Montana from 2012 levels by 2030. The mass-based approach for existing units in South Dakota requires a 30.9 percent decrease by 2030, while in Montana the mass-based approach requires a 41 percent decrease by 2030. States were required to submit initial plans for achieving GHG emission standards to EPA by September 2016, and could seek additional time to finalize State plans by September 2018. Due to the stay of the rule, discussed below, South Dakota and Montana have not submitted implementation plans. The initial performance period for compliance under the CPP would commence in 2022, with full implementation by 2030. The EPA also indicated that states may establish emission trading programs to facilitate compliance with the CPP and provides three options: an emission rate trading program that would allow the trading of emission reduction credits equal to one MWH of emission free generation; a mass-based program that would allow trading of allowances with an allowance equal to one short ton of CO₂; and a state measures program that would allow intra-state trading to achieve the state-wide average emission rate.

On August 3, 2015, the EPA also proposed a federal plan that would be imposed if a state fails to submit a satisfactory plan under the CPP. The federal plan proposal included a "model trading rule" that described how the EPA would establish an emission trading program as part of the federal plan to allow affected units to comply with the emission rate requirements. On December 19, 2016, the EPA withdrew the final model emissions trading rule and posted a draft model rule and supporting documents to "guide" states that elect to move forward in complying with the CPP.

The CPP reduction of 47.4 percent in carbon dioxide emissions in Montana by 2030 is the greatest reduction target among the lower 48 states, according to a nationwide analysis. Our Montana generation portfolio emits less carbon on average than the EPA's 2030 target due to investments we made prior to 2013 in carbon-free generation resources. However, under the CPP, investments made in renewable energy prior to 2012 are not counted for compliance with the CPP's requirements. We asked the University of Montana's Bureau of Business and Economic Research (BBER) to study the potential impacts of the CPP across Montana. The BBER study looked at the implications of closing all four of the generating units that comprise the Colstrip facility in southeast Montana as a scenario for complying with the federal rule. The study's conclusions describe the likely loss of jobs and population, the decline in the local and state tax base, the impact on businesses statewide, and the closure's impact on electric reliability and affordability. The electricity produced at Colstrip Unit 4 represents approximately 25 percent of our customer needs. Closing all four Colstrip units would lead to higher utility rates in order to replace the base-load generation that currently is provided by Colstrip. Closing all four Colstrip units would also create significant issues with the transmission grid that serves Montana, and we would lose transmission revenues that are credited to and lower electric customer bills.

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On October 23, 2015, the same date the CPP was published in the Federal Register, we along with other utilities, trade groups, coal producers, and labor and business organizations, filed Petitions for Review of the CPP with the United States Court of Appeals for the District of Columbia Circuit. Accompanying these Petitions for Review were Motions to Stay the implementation of the CPP. On January 21, 2016, the U.S. Court of Appeals for the District of Columbia denied the requests for stay but ordered expedited briefing on the merits. On January 26, 2016, 29 states and state agencies asked the U.S. Supreme Court to issue an immediate stay of the CPP. On January 27, 2016, 60 utilities and allied petitioners also requested the U.S. Supreme Court to immediately stay the CPP, and we were among the utilities seeking a stay. On February 9, 2016, the U.S. Supreme Court entered an order staying the CPP. The stay of the CPP will remain in place until the U.S. Supreme Court either denies a petition for certiorari following the U.S. Court of Appeals' decision on the substantive challenges to the CPP, if one is submitted, or until the U.S. Supreme Court enters judgment following grant of a petition for certiorari. On May 16, 2016, the U.S. Court of Appeals for the District of Columbia entered an order declaring the challenge to the CPP would be reviewed en banc, and on September 27, 2016, the Court held oral argument in the matter. We expect a ruling this year from the U.S. Court of Appeals, and that ruling will likely be followed by a U.S. Supreme Court decision on challenges to the CPP, unless the new EPA administration withdraws, or significantly changes, the rule.

On December 22, 2015 we also filed an administrative Petition for Reconsideration with the EPA, requesting that it reconsider the CPP, on the grounds that the CO₂ reductions in the CPP were substantially greater in Montana than in the proposed rule. We also requested EPA stay the CPP while it considered our Petition for Reconsideration. On January 11, 2017, the Petition for Reconsideration was denied. We have 60 days in which to file a Petition for Review in the U.S. Court of Appeals for the District of Columbia.

On June 23, 2014, the U.S. Supreme Court struck down the EPA's Tailoring Rule, which limited the sources subject to GHG permitting requirements to the largest fossil-fueled power plants, indicating that EPA had exceeded its authority under the Clean Air Act by "rewriting unambiguous statutory terms." However, the decision affirmed EPA's ability to regulate GHG emissions from sources already subject to regulation under the prevention of significant deterioration program, which includes most electric generating units.

Requirements to reduce GHG emissions could cause us to incur material costs of compliance, increase our costs of procuring electricity, decrease transmission revenue and impact cost recovery. Although there continues to be proposed legislation and regulations that affect GHG emissions from power plants, technology to efficiently capture, remove and/or sequester such emissions may not be available within a timeframe consistent with the implementation of such requirements. In addition, physical impacts of climate change may present potential risks for severe weather, such as droughts, floods and tornadoes, in the locations where we operate or have interests.

We are evaluating the implications of these rules and technology available to achieve the CO₂ emission performance standards. We will continue working with federal and state regulatory authorities, other utilities, and stakeholders to seek relief from the final rules that, in our view, disproportionately impact customers in our region, and to seek relief from the final compliance requirements. We cannot predict the ultimate outcome of these matters or what our obligations might be under the state compliance plans with any degree of certainty until they are finalized; however, complying with the carbon emission standards, and with other future environmental rules, may make it economically impractical to continue operating all or a portion of our jointly owned facilities or for individual owners to participate in their proportionate ownership of the coal-fired generating units. This could lead to significant impacts to customer rates for recovery of plant improvements and / or closure related costs and costs to procure replacement power. In addition, these changes could impact system reliability due to changes in generation sources.

Water Intakes and Discharges - Section 316(b) of the Federal Clean Water Act requires that the location, design, construction

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and capacity of any cooling water intake structure reflect the “best technology available (BTA)” for minimizing environmental impacts. In May 2014, the EPA issued a final rule applicable to facilities that withdraw at least 2 million gallons per day of cooling water from waters of the US and use at least 25 percent of the water exclusively for cooling purposes. The final rule, which became effective in October 2014, gives options for meeting BTA, and provides a flexible compliance approach. Under the rule, permits required for existing facilities will be developed by the individual states and additional capital and/or increased operating costs may be required to comply with future water permit requirements. Challenges to the final cooling water intake rule filed by industry and environmental groups are under review in the Second Circuit Court of Appeals.

In November 2015, the EPA published final regulations on effluent limitations for power plant wastewater discharges, including mercury, arsenic, lead and selenium. The rule became effective in January 2016. Some of the new requirements for existing power plants would be phased in starting in 2018 with full implementation of the rule by 2023. The EPA rule estimates that 12 percent of the steam electric power plants in the U.S. will have to make new investments to meet the requirements of the new effluent limitation regulations. Challenges to the final rule have been filed in the Fifth Circuit Court of Appeals, indicating that the EPA underestimated compliance costs. It is too early to determine whether the impacts of these rules will be material.

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

In December 2011, the EPA issued a final rule relating to Mercury and Air Toxics Standards (MATS). Among other things, the MATS set stringent emission limits for acid gases, mercury, and other hazardous air pollutants from new and existing electric generating units. The rule was challenged by industry groups and states, and was upheld by the D.C. Circuit Court in April 2014. The decision was appealed to the Supreme Court and in June 2015, the Supreme Court issued an opinion that the EPA did not properly consider the costs to industry when making the requisite “appropriate and necessary” determination as part of its analysis in connection with the issuance of the MATS rule. The Supreme Court remanded the case back to the U.S. Court of Appeals for the District of Columbia Circuit, and the D.C. Circuit remanded, without vacatur, the MATS rule to the EPA, leaving the rule in place. In April 2016, the EPA published its final supplemental finding that it is “appropriate and necessary” to regulate coal and oil-fired units under Section 112 of the Clean Air Act. Although industry and trade associations have filed a lawsuit in the D.C. Circuit challenging the EPA’s supplemental finding, installation or upgrading of relevant environmental controls at our affected plants is complete and we are controlling emissions of mercury under the state and Federal MATS rules.

In July 2011, the EPA finalized the Cross-State Air Pollution Rule (CSAPR) to reduce emissions from electric generating units that interfere with the ability of downwind states to achieve ambient air quality standards. Under CSAPR, significant reductions in emissions of nitrogen oxide (NOx) and sulfur dioxide (SO₂) were to be required in certain states beginning in 2012. In April 2014 the Supreme Court reversed and remanded the 2012 decision of the U.S. Court of Appeals for the D.C. Circuit that had vacated the CSAPR. EPA has published proposed updates to the CSAPR rule and litigation of the remaining CSAPR lawsuits is pending.

In October 2013, the Supreme Court denied certiorari in *Luminant Generation Co v. EPA*, which challenged the EPA’s current approach to regulating air emissions during startup, shutdown and malfunction (SSM) events. As a result, fossil fuel power plants may need to address SSM in their permits to reduce the risk of enforcement or citizen actions.

The Clean Air Visibility Rule was issued by the EPA in June 2005, to address regional haze in national parks and wilderness areas across the United States. The Clean Air Visibility Rule requires the installation and operation of Best Available Retrofit Technology (BART) to achieve emissions reductions from designated sources (including certain electric generating units) that are deemed to cause

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or contribute to visibility impairment in 'Class I' areas.

In September 2012, a final Federal Implementation Plan for Montana was published in the Federal Register to address regional haze. As finalized, Colstrip Units 3 and 4 do not have to improve removal efficiency for pollutants that contribute to regional haze. On January 10, 2017, the EPA published amendments to the requirements under the CAA for state plans for protection of visibility, extending the due date for the next periodic comprehensive regional haze state implementation plan revisions from 2018 to 2021. Thus, by 2021, Montana, or EPA, must develop a revised plan that demonstrates reasonable progress toward eliminating man made emissions of visibility impairing pollutants, which could impact Colstrip Unit 4. In November 2012, PPL Montana (now Talen Montana), the operator of Colstrip, as well as environmental groups (National Parks Conservation Association, Montana Environmental Information Center (MEIC), and Sierra Club) jointly filed a petition for review of the Federal Implementation Plan in the U.S. Court of Appeals for the Ninth Circuit. MEIC and Sierra Club challenged the EPA's decision not to require any emissions reductions from Colstrip Units 3 and 4. In June 2015, the U.S. Court of Appeals for the Ninth Circuit rejected the challengers' contention that the EPA should have required additional pollution-reduction technologies on Unit 4 beyond those in the regulations and the matter is back in EPA Region 8 for action.

Jointly Owned Plants - We have joint ownership in generation plants located in South Dakota, North Dakota, Iowa and Montana that are or may become subject to the various regulations discussed above that have been issued or proposed.

Regarding the CPP, as discussed above, we cannot predict the impact of the CPP on NorthWestern until there is a definitive judicial decision on the issue or other action is taken to withdraw or significantly change the CPP.

Compliance with the final rule on Water Intakes and Discharges discussed above, which became effective in January 2016, did not have a significant impact at any of our jointly owned facilities.

North Dakota. The North Dakota Regional Haze SIP requires the Coyote generating facility, in which we have 10% ownership, to reduce its NOx emissions by July 2018. In 2016, Coyote completed installation of control equipment to maintain compliance with the lower NOx emissions of 0.5 pounds per million Btu as calculated on a 30-day rolling average basis, including periods of start-up and shutdown. The cost of the control equipment was not significant.

Montana. Colstrip Unit 4, a coal fired generating facility in which we have a 30% interest, is subject to EPA's coal combustion residual rule. A compliance plan has been developed and is in the initial stages of implementation. The current estimate of the total project cost is approximately \$90.0 million (our share is 30%) over the remaining life of the facility.

See 'Legal Proceedings - Colstrip Litigation' below for discussion of Sierra Club litigation.

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

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

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

LEGAL PROCEEDINGS

Colstrip Litigation

On March 6, 2013, the Sierra Club and the MEIC (Plaintiffs) filed suit in the United States District Court for the District of Montana (Court) against the six individual owners of the Colstrip Generating Station (Colstrip), including us, as well as Talen Montana (Talen), the operator or managing agent of the station. Colstrip consists of four coal fired generating units. Colstrip Units 1 and 2 are older than Units 3 and 4. We do not have an ownership interest in Units 1 and 2. We have a 30 percent joint interest in Unit 4 and a reciprocal sharing agreement with Talen regarding the operation of Colstrip Units 3 and 4, in which each party receives 15% of the respective combined output of the units and is responsible for 15 percent of the respective operating and construction costs, regardless of whether a particular cost is specified to Colstrip Unit 3 or Unit 4.

On September 27, 2013, Plaintiffs filed an Amended Complaint for Injunctive and Declaratory Relief that dropped claims associated with projects completed before 2001, Title V claims and the opacity claims. The Amended Complaint alleged a total of 23 claims covering 64 projects.

In the Amended Complaint, Plaintiffs identified physical changes made at Colstrip between 2001 and 2012, that Plaintiffs allege (a) have increased emissions of SO₂, NO_x and particulate matter and (b) were “major modifications” subject to permitting requirements under the Clean Air Act. They also alleged violations of the requirements related to Part 70 Operating Permits.

In 2013, the Colstrip owners and operator filed partial motions to dismiss. On September 12, 2013, Plaintiffs filed a motion for partial summary judgment as to the applicable method for calculating emissions increases from modifications.

The parties filed a joint notice (Notice) on April 21, 2014, that advised the Court of Plaintiffs’ intent to file a Second Amended Complaint which dropped claims relating to 52 projects, and added one additional project. On May 6, 2014, the Court held oral argument on Defendants’ motion to dismiss and on Plaintiffs’ motion for summary judgment on the applicable legal standard. On May 22, 2014, the United States Magistrate Judge (Magistrate) issued findings and recommendations, which denied Plaintiffs’ motion for summary judgment and denied most of the Colstrip owners’ motions to dismiss, but dismissed seven of Plaintiffs’ “best available control technology” claims and dismissed two of Plaintiffs’ claims for injunctive relief. The Plaintiffs filed an objection to the Magistrate’s findings and recommendations with the Court, and on August 13, 2014, the Court adopted the Magistrate’s findings and conclusions.

On August 27, 2014, the Plaintiffs filed their Second Amended Complaint, which alleged a total of 13 claims covering eight projects and seeks injunctive and declaratory relief, civil penalties (including \$100,000 of civil penalties to be used for beneficial environmental projects), and recovery of their attorney fees. Defendants filed their Answer to the Second Amended Complaint on September 26, 2014. After filing the Second Amended Complaint, Plaintiffs indicated that they were no longer pursuing a number of claims and projects thereby reducing their total to eight claims relating to four projects. The parties filed motions for summary judgment and briefs in support with regard to issues affecting the remaining claims.

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On December 1, 2015, the Court held oral argument on all pending motions for summary judgment, and on December 31, 2015, the Magistrate issued findings and recommendations which (a) denied Plaintiffs' motion for partial summary judgment regarding routine maintenance, repair and replacement; (b) denied Plaintiffs' motion for partial summary judgment that the redesign projects for the Unit 1 and 4 turbines and the Unit 1 economizer were not "like kind replacements"; (c) granted Defendants' motion for partial summary judgment regarding Plaintiffs' use of the "actual-to-potential" emissions test; (d) granted in part and denied in part Plaintiffs' motion for partial summary judgment regarding the allowable period from which to select a baseline for the Unit 3 reheater project; (e) granted in part and denied in part Defendants' motion for partial summary judgment on baseline selection; and (f) granted Defendants' motion for partial summary judgment on emissions calculations for alleged aggregated turbine and safety valve project.

With the matter scheduled to go to a bench trial, on April 26, 2016, the parties filed a joint motion to vacate the May 31, 2016, trial date and to stay all deadlines, to allow the parties to settle the litigation. On July 12, 2016, the parties lodged a proposed consent decree with the Court. The Court entered the consent decree on September 6, 2016, dismissing all of the claims against all units, including Colstrip Unit 4, the only unit in which we have an ownership interest. While the consent decree does not provide a shut-down date for Units 3 and 4, it does provide that Units 1 and 2 must be shut down by July 1, 2022. Units 1 and 2 are owned solely by Talen and Puget Sound Energy. We had no role in the decisions regarding Units 1 and 2 as we have no ownership interest in those units. With the anticipated shutdown of Units 1 and 2, we anticipate incurring incremental operating costs with respect to our interest in Unit 4. We do not anticipate that this increase will have a significant impact on our results of operations or cash flows. However, the ultimate shutdown of Talen's share of Colstrip Units 1 and 2 will have a negative impact on our transmission revenue due to less energy available to transmit across our transmission lines.

The consent decree gave the Plaintiffs and Defendants each the right to seek recovery of attorneys' fees and costs from the other party by filing a motion with the Court by October 6, 2016. Each party filed such a motion on a timely basis. On January 30, 2017 the United States Magistrate Judge (Magistrate) issued his Findings and Recommendation on the competing fee applications. The Magistrate recommended the Defendants' fee request be denied and the Plaintiffs' fee request should be granted, but only to the extent of fifty percent of their request. The 50% reduction was due to the Plaintiffs' limited success in the case, citing failure of Plaintiffs to obtain civil penalties and failure to achieve any relief as to Units 3 and 4. As a result, while the Plaintiffs had requested approximately \$3.1 million in fees and costs, the Magistrate recommended that they recover approximately \$1.6 million. Our share of this amount would be approximately \$0.2 million. The parties had 14 days following issuance of the Magistrate's Findings and Recommendation in which to object. Neither Plaintiffs or Defendants filed an objection. On February 15, 2017, the District Court adopted the Magistrate's Findings and Recommendation, and dismissed the case.

Billings, Montana Refinery Outage Claim

In August 2014, we received a letter from the ExxonMobil refinery in Billings, Montana claiming that it had sustained approximately \$48.5 million in damages as a result of a January 2014 electrical outage. In December 2015, ExxonMobil increased the estimated losses related to that incident to approximately \$61.7 million. On January 13, 2016, a second electrical outage shut down the ExxonMobil refinery. On January 22, 2016, ExxonMobil filed suit against NorthWestern in U.S. District Court in Billings, Montana, seeking unspecified compensatory and punitive damages arising from both outages. ExxonMobil currently claims property damages and economic losses of at least \$108.0 million. We dispute ExxonMobil's claims and intend to vigorously defend this lawsuit. We have reported the refinery's claims and lawsuit to our liability insurance carriers under our liability insurance coverage, which has a \$2.0 million per occurrence retention. We also have brought third-party complaints against the City of Billings and General Electric International, Inc. alleging that they are responsible in whole or in part for the outages. This matter is in the initial stages and we cannot predict an outcome or estimate the amount or range of loss that would be associated with an adverse result.

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Pacific Northwest Solar Litigation

Pacific Northwest Solar, LLC (PNWS) is an Oregon solar QF developer with which we began negotiating in early 2016 to purchase capacity and energy at our avoided cost under the QF-1 option 1(a) tariff standard rates in accordance with the requirements of PURPA as implemented by the FERC and the MPSC.

On June 16, 2016, however, the MPSC entered a Notice of Commission Action (MPSC Notice) suspending the availability of QF-1 option 1(a) standard rates for solar projects greater than 100 kW, which included the various projects proposed by PNWS. The MPSC exempted from the suspension any contracts with solar QFs greater than 100 kW, but no larger than 3 MW, at the standard tariff rate, if prior to the date of the MPSC Notice, the QF had submitted a signed power purchase agreement and executed an interconnection agreement. PNWS had not obtained interconnection agreements for any of its projects as of June 16, 2016 and, based on the MPSC Notice and subsequent July 25, 2016 Order 7500 of like effect from the MPSC, we discontinued further negotiations with PNWS.

On August 30, 2016, PNWS sent us a demand letter demanding that we enter into power purchase agreements for 21 solar projects and threatening to sue us for \$106 million if we did not accede to its demand. We declined to do so, and on November 16, 2016, PNWS sued us in state court seeking unspecified damages for breach of contract and other relief, including a judicial declaration that some or all of the proposed power purchase agreements were in effect. We removed the state lawsuit to the United States District Court for the District of Montana.

We dispute PNWS' claims and intend to vigorously defend the lawsuit. This matter is in the initial stages, and we cannot predict an outcome or estimate the amount or range of loss that would be associated with an adverse result.

State of Montana - Riverbed Rents

On April 1, 2016, the State of Montana filed a complaint on remand with the Montana First Judicial District Court (State District Court), naming us, along with Talen, as defendants. The State claims it owns the riverbeds underlying 10 of our hydroelectric facilities (dams, along with reservoirs and tailraces) on the Missouri, Madison and Clark Fork Rivers, and seeks rents for Talen's and our use and occupancy of such lands. The facilities at issue in the litigation include the Hebgen, Madison, Hauser, Holter, Black Eagle, Rainbow, Cochrane, Ryan and Morony facilities on the Missouri-Madison Rivers and the Thompson Falls facility on the Clark Fork River. We acquired these facilities from Talen in November 2014.

Prior to our acquisition of the facilities, Talen litigated this issue against the State in State District Court, the Montana Supreme Court and in the United States Supreme Court. In August 2007, the State District Court determined that the 10 hydroelectric facilities were located on rivers which were navigable and that the State held title to the riverbeds. Subsequently, in June 2008, the State District Court awarded the State compensation with respect to all 10 facilities of approximately \$34 million for the 2000-2006 period and approximately \$6 million for 2007. The District Court deferred the determination of compensation for 2008 and future years to the Montana State Land Board.

Talen appealed the issue of navigability to the Montana Supreme Court, which in March 2010 affirmed the State District Court decision. In June 2011, the United States Supreme Court granted Talen's petition to review the Montana Supreme Court decision. The United States Supreme Court issued an opinion in February 2012, overturning the Montana Supreme Court and holding that the Montana courts erred first by not considering the navigability of the rivers on a segment-by-segment basis and second in relying on present day recreational use of the rivers. The United States Supreme Court also considered the navigability of what it referred to as

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the Great Falls Reach and concluded, at least from the head of the first waterfall to the foot of the last, that the Great Falls Reach was not navigable for title purposes, and thus the State did not own the riverbeds in that segment. The United States Supreme Court remanded the case to the Montana Supreme Court for further proceedings not inconsistent with its opinion.

Following the 2012 remand, the case laid dormant for four years until the State filed its complaint on remand with the State District Court. The complaint on remand renews all of the State's claims that the rivers on which the 10 hydroelectric facilities are located are navigable (including the Great Falls Reach), and that because they were navigable the riverbeds became State lands upon Montana's statehood in 1889 and that the State is entitled to rent for their use. The State's complaint on remand does not claim any specific rental amount. Pursuant to the terms of our acquisition of the hydroelectric facilities, Talen and NorthWestern will share jointly the expense of this litigation, and Talen is responsible for any rents applicable to the periods of time prior to the acquisition (i.e., before November 18, 2014), while we are responsible for periods thereafter.

On April 20, 2016, we removed the case from State District Court to the United States District Court for the District of Montana (Federal District Court), and Talen consented to our removal. On April 27, 2016, we and Talen filed motions with the Federal District Court seeking to dismiss the portion of the litigation dealing with the Great Falls Reach in light of the United States Supreme Court's decision that the Great Falls Reach was not navigable for title purposes, and thus the State did not own the riverbeds in that segment.

On May 19, 2016, the State asked the Federal District Court to remand the case back to the State District Court. The parties briefed the remand issue and oral argument was held on January 17, 2017. On January 23, 2017 the Magistrate issued his Findings and Recommendation. The Magistrate recommended the Federal District Court remand the case to State District Court. We plan to file objections to the Magistrate's Findings and Recommendation and argue that the Federal District Court should retain jurisdiction. Talen's and our motions to dismiss the State's claim regarding the Great Falls Reach remain pending but will not be taken up by the Federal District Court unless it retains jurisdiction. If the case is remanded to State District Court, we will file new motions to dismiss regarding the Great Falls Reach.

We dispute the State's claims and intend to vigorously defend the lawsuit. This matter is in the initial stages, and we cannot predict an outcome. If the Federal District Court (or the State District Court if the case is remanded to it) determines the riverbeds under all 10 of the hydroelectric facilities are navigable (including the five hydroelectric facilities on the Great Falls Reach) and if it calculates damages as the State District Court did in 2008, we estimate the annual rents could be approximately \$7.0 million commencing in November 2014, when we acquired the facilities. We anticipate that any obligation to pay the State rent for use and occupancy of the riverbeds would be recoverable in rates from customers, although there can be no assurances that the MPSC would approve any such recovery.

Other Legal Proceedings

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

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SUMMARY OF UTILITY PLANT AND ACCUMULATED PROVISIONS FOR DEPRECIATION, AMORTIZATION AND DEPLETION					
Report in Column (c) the amount for electric function, in column (d) the amount for gas function, in column (e), (f), and (g) report other (specify) and in column (h) common function.					
Line No.	Classification (a)	Total Company for the Current Year/Quarter Ended (b)	Electric (c)		
1	Utility Plant				
2	In Service				
3	Plant in Service (Classified)	4,991,352,066	3,863,598,173		
4	Property Under Capital Leases	40,209,538			
5	Plant Purchased or Sold				
6	Completed Construction not Classified				
7	Experimental Plant Unclassified	1,576,813	1,576,813		
8	Total (3 thru 7)	5,033,138,417	3,865,174,986		
9	Leased to Others				
10	Held for Future Use	4,769,005	4,764,105		
11	Construction Work in Progress	107,202,396	98,876,078		
12	Acquisition Adjustments	685,416,727	855,736,319		
13	Total Utility Plant (8 thru 12)	5,830,526,545	4,824,551,488		
14	Accum Prov for Depr, Amort, & Depl	2,048,648,650	1,575,426,497		
15	Net Utility Plant (13 less 14)	3,781,877,895	3,249,124,991		
16	Detail of Accum Prov for Depr, Amort & Depl				
17	In Service:				
18	Depreciation	1,951,907,418	1,538,232,650		
19	Amort & Depl of Producing Nat Gas Land/Land Right	23,332,886			
20	Amort of Underground Storage Land/Land Rights				
21	Amort of Other Utility Plant	52,706,542	16,492,043		
22	Total In Service (18 thru 21)	2,027,946,846	1,554,724,693		
23	Leased to Others				
24	Depreciation				
25	Amortization and Depletion				
26	Total Leased to Others (24 & 25)				
27	Held for Future Use				
28	Depreciation				
29	Amortization				
30	Total Held for Future Use (28 & 29)				
31	Abandonment of Leases (Natural Gas)				
32	Amort of Plant Acquisition Adj	20,701,804	20,701,804		
33	Total Accum Prov (equals 14) (22,26,30,31,32)	2,048,648,650	1,575,426,497		

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SUMMARY OF UTILITY PLANT AND ACCUMULATED PROVISIONS FOR DEPRECIATION, AMORTIZATION AND DEPLETION					
Gas (d)	Other (Specify) (e)	Other (Specify) (f)	Other (Specify) (g)	Common (h)	Line No.
					1
					2
948,799,343	1,528,989			177,425,561	3
			40,209,538		4
					5
					6
					7
948,799,343	1,528,989		40,209,538	177,425,561	8
					9
4,900					10
4,585,424				3,740,894	11
		-170,319,592			12
953,389,667	1,528,989	-170,319,592	40,209,538	181,166,455	13
391,278,668	851,781	16,228,032	21,109,982	43,753,690	14
562,110,999	677,208	-186,547,624	19,099,556	137,412,765	15
					16
					17
338,991,309	851,781	16,228,032	21,109,982	36,493,664	18
23,332,886					19
					20
28,954,473				7,260,026	21
391,278,668	851,781	16,228,032	21,109,982	43,753,690	22
					23
					24
					25
					26
					27
					28
					29
					30
					31
					32
391,278,668	851,781	16,228,032	21,109,982	43,753,690	33

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ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106)					
<p>1. Report below the original cost of electric plant in service according to the prescribed accounts.</p> <p>2. In addition to Account 101, Electric Plant in Service (Classified), this page and the next include Account 102, Electric Plant Purchased or Sold; Account 103, Experimental Electric Plant Unclassified; and Account 106, Completed Construction Not Classified-Electric.</p> <p>3. Include in column (c) or (d), as appropriate, corrections of additions and retirements for the current or preceding year.</p> <p>4. For revisions to the amount of initial asset retirement costs capitalized, included by primary plant account, increases in column (c) additions and reductions in column (e) adjustments.</p> <p>5. Enclose in parentheses credit adjustments of plant accounts to indicate the negative effect of such accounts.</p> <p>6. Classify Account 106 according to prescribed accounts, on an estimated basis if necessary, and include the entries in column (c). Also to be included in column (c) are entries for reversals of tentative distributions of prior year reported in column (b). Likewise, if the respondent has a significant amount of plant retirements which have not been classified to primary accounts at the end of the year, include in column (d) a tentative distribution of such retirements, on an estimated basis, with appropriate contra entry to the account for accumulated depreciation provision. Include also in column (d)</p>					
Line No.	Account (a)	Balance Beginning of Year (b)	Additions (c)		
1	1. INTANGIBLE PLANT				
2	(301) Organization	19,995			
3	(302) Franchises and Consents	2,004			
4	(303) Miscellaneous Intangible Plant	7,934,969	669,396		
5	TOTAL Intangible Plant (Enter Total of lines 2, 3, and 4)	7,956,968	669,396		
6	2. PRODUCTION PLANT				
7	A. Steam Production Plant				
8	(310) Land and Land Rights	813,423			
9	(311) Structures and Improvements	49,885,422	548,560		
10	(312) Boiler Plant Equipment	216,247,771	9,736,504		
11	(313) Engines and Engine-Driven Generators				
12	(314) Turbogenerator Units	39,471,588	2,338,812		
13	(315) Accessory Electric Equipment	11,432,269	252,548		
14	(316) Misc. Power Plant Equipment	24,862,994	165,325		
15	(317) Asset Retirement Costs for Steam Production	13,518,002			
16	TOTAL Steam Production Plant (Enter Total of lines 8 thru 15)	356,231,469	13,041,749		
17	B. Nuclear Production Plant				
18	(320) Land and Land Rights				
19	(321) Structures and Improvements				
20	(322) Reactor Plant Equipment				
21	(323) Turbogenerator Units				
22	(324) Accessory Electric Equipment				
23	(325) Misc. Power Plant Equipment				
24	(326) Asset Retirement Costs for Nuclear Production				
25	TOTAL Nuclear Production Plant (Enter Total of lines 18 thru 24)				
26	C. Hydraulic Production Plant				
27	(330) Land and Land Rights	5,732,621			
28	(331) Structures and Improvements	123,121,353	88,665		
29	(332) Reservoirs, Dams, and Waterways	156,194,390	1,174,158		
30	(333) Water Wheels, Turbines, and Generators	117,996,685	2,438,225		
31	(334) Accessory Electric Equipment	82,641,997	456,414		
32	(335) Misc. Power PLant Equipment	36,525,062	147,588		
33	(336) Roads, Railroads, and Bridges	2,453,164			
34	(337) Asset Retirement Costs for Hydraulic Production				
35	TOTAL Hydraulic Production Plant (Enter Total of lines 27 thru 34)	524,665,272	4,305,050		
36	D. Other Production Plant				
37	(340) Land and Land Rights	242,510	33,361		
38	(341) Structures and Improvements	54,882,517	774,692		
39	(342) Fuel Holders, Products, and Accessories	17,743,818	-56,044		
40	(343) Prime Movers	48,103,651	5,308,706		
41	(344) Generators	135,008,798	2,473,247		
42	(345) Accessory Electric Equipment	14,709,229	368,845		
43	(346) Misc. Power Plant Equipment	179,687,628	6,346,116		
44	(347) Asset Retirement Costs for Other Production	5,322,977			
45	TOTAL Other Prod. Plant (Enter Total of lines 37 thru 44)	455,701,128	15,248,923		
46	TOTAL Prod. Plant (Enter Total of lines 16, 25, 35, and 45)	1,336,597,869	32,595,722		

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ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)

distributions of these tentative classifications in columns (c) and (d), including the reversals of the prior years tentative account distributions of these amounts. Careful observance of the above instructions and the texts of Accounts 101 and 106 will avoid serious omissions of the reported amount of respondent's plant actually in service at end of year.

7. Show in column (f) reclassifications or transfers within utility plant accounts. Include also in column (f) the additions or reductions of primary account classifications arising from distribution of amounts initially recorded in Account 102, include in column (e) the amounts with respect to accumulated provision for depreciation, acquisition adjustments, etc., and show in column (f) only the offset to the debits or credits distributed in column (f) to primary account classifications.

8. For Account 399, state the nature and use of plant included in this account and if substantial in amount submit a supplementary statement showing subaccount classification of such plant conforming to the requirement of these pages.

9. For each amount comprising the reported balance and changes in Account 102, state the property purchased or sold, name of vendor or purchase, and date of transaction. If proposed journal entries have been filed with the Commission as required by the Uniform System of Accounts, give also date

Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)		Line No.
					1
			19,995		2
			2,004		3
194,791		51,976	8,461,550		4
194,791		51,976	8,483,549		5
					6
					7
36			813,387		8
337,939			50,096,043		9
2,850,741			223,133,534		10
					11
990,989			40,819,411		12
58,526			11,626,291		13
173,803			24,854,516		14
	1,994,890		15,512,892		15
4,412,034	1,994,890		366,856,074		16
					17
					18
					19
					20
					21
					22
					23
					24
					25
					26
			5,732,621		27
2,800			123,207,218		28
242,256			157,126,292		29
132,229			120,302,681		30
			83,098,411		31
			36,672,650		32
			2,453,164		33
					34
377,285			528,593,037		35
					36
		1,860,913	2,136,784		37
588,115		23,619,308	78,688,402		38
24,754		9,055,666	26,718,686		39
8,399,957		100,249,127	145,261,527		40
332,121		8,524	137,158,448		41
		9,498,843	24,576,917		42
1,691		-144,292,381	41,739,672		43
	79,441		5,402,418		44
9,346,638	79,441		461,682,854		45
14,135,957	2,074,331		1,357,131,965		46

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)					
Line No.	Account (a)	Balance Beginning of Year (b)	Additions (c)		
47	3. TRANSMISSION PLANT				
48	(350) Land and Land Rights	33,453,424	416,291		
49	(352) Structures and Improvements	32,802,109	4,068,839		
50	(353) Station Equipment	308,429,834	5,877,209		
51	(354) Towers and Fixtures	28,732,521			
52	(355) Poles and Fixtures	253,223,322	26,327,777		
53	(356) Overhead Conductors and Devices	176,971,508	3,633,205		
54	(357) Underground Conduit	706,243	-1,097		
55	(358) Underground Conductors and Devices	4,161,936	-2,925		
56	(359) Roads and Trails	2,519,640			
57	(359.1) Asset Retirement Costs for Transmission Plant				
58	TOTAL Transmission Plant (Enter Total of lines 48 thru 57)	841,000,537	40,319,299		
59	4. DISTRIBUTION PLANT				
60	(360) Land and Land Rights	6,046,560	431,471		
61	(361) Structures and Improvements	13,770,580	1,193,546		
62	(362) Station Equipment	193,932,408	7,853,303		
63	(363) Storage Battery Equipment				
64	(364) Poles, Towers, and Fixtures	282,778,938	20,535,009		
65	(365) Overhead Conductors and Devices	130,550,707	4,678,765		
66	(366) Underground Conduit	98,264,489	12,937,344		
67	(367) Underground Conductors and Devices	203,573,128	23,240,788		
68	(368) Line Transformers	233,480,826	8,331,816		
69	(369) Services	128,677,267	7,122,550		
70	(370) Meters	62,117,620	1,556,321		
71	(371) Installations on Customer Premises	139,424	17,664		
72	(372) Leased Property on Customer Premises				
73	(373) Street Lighting and Signal Systems	61,576,578	1,223,022		
74	(374) Asset Retirement Costs for Distribution Plant				
75	TOTAL Distribution Plant (Enter Total of lines 60 thru 74)	1,414,908,525	89,121,599		
76	5. REGIONAL TRANSMISSION AND MARKET OPERATION PLANT				
77	(380) Land and Land Rights				
78	(381) Structures and Improvements				
79	(382) Computer Hardware				
80	(383) Computer Software				
81	(384) Communication Equipment				
82	(385) Miscellaneous Regional Transmission and Market Operation Plant				
83	(386) Asset Retirement Costs for Regional Transmission and Market Oper				
84	TOTAL Transmission and Market Operation Plant (Total lines 77 thru 83)				
85	6. GENERAL PLANT				
86	(389) Land and Land Rights	785,558			
87	(390) Structures and Improvements	10,406,287	116,666		
88	(391) Office Furniture and Equipment	3,153,389	460,527		
89	(392) Transportation Equipment	56,527,384	7,226,090		
90	(393) Stores Equipment	648,536	95,400		
91	(394) Tools, Shop and Garage Equipment	8,607,842	662,679		
92	(395) Laboratory Equipment	1,876,485	98,852		
93	(396) Power Operated Equipment	4,398,842	438,707		
94	(397) Communication Equipment	21,603,005	7,546,029		
95	(398) Miscellaneous Equipment	2,031,079	35,397		
96	SUBTOTAL (Enter Total of lines 86 thru 95)	110,038,407	16,680,347		
97	(399) Other Tangible Property				
98	(399.1) Asset Retirement Costs for General Plant				
99	TOTAL General Plant (Enter Total of lines 96, 97 and 98)	110,038,407	16,680,347		
100	TOTAL (Accounts 101 and 106)	3,710,502,306	179,386,363		
101	(102) Electric Plant Purchased (See Instr. 8)				
102	(Less) (102) Electric Plant Sold (See Instr. 8)				
103	(103) Experimental Plant Unclassified	658,808	918,005		
104	TOTAL Electric Plant in Service (Enter Total of lines 100 thru 103)	3,711,161,114	180,304,368		

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)					
Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)		Line No.
					47
5,241		1,578,346	35,442,820		48
16,906		-1,238,052	35,615,990		49
1,537,581		-449,222	312,320,240		50
4,797			28,727,724		51
963,735		-3,437	278,583,927		52
908,370			179,696,343		53
			705,146		54
			4,159,011		55
			2,519,640		56
					57
3,436,630		-112,365	877,770,841		58
					59
		119,927	6,597,958		60
18,933			14,945,193		61
660,355		154,671	201,280,027		62
					63
1,471,813		3,437	301,845,571		64
896,986			134,332,486		65
168,269			111,033,564		66
2,030,112			224,783,804		67
1,239,255		-45,751	240,527,636		68
238,252			135,561,565		69
660,084			63,013,857		70
19,997			137,091		71
					72
445,738			62,353,862		73
					74
7,849,794		232,284	1,496,412,614		75
					76
					77
					78
					79
					80
					81
					82
					83
					84
					85
7,711			777,847		86
51,054			10,471,899		87
813,469			2,800,447		88
2,184,384			61,569,090		89
4,071			739,865		90
170,930		9,166	9,108,757		91
272,204			1,703,133		92
45,372		19,124	4,811,301		93
173,406		775,943	29,751,571		94
1,182			2,065,294		95
3,723,783		804,233	123,799,204		96
					97
					98
3,723,783		804,233	123,799,204		99
29,340,955	2,074,331	976,128	3,863,598,173		100
					101
					102
			1,576,813		103
29,340,955	2,074,331	976,128	3,865,174,986		104

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
ELECTRIC PLANT HELD FOR FUTURE USE (Account 105)					
1. Report separately each property held for future use at end of the year having an original cost of \$250,000 or more. Group other items of property held for future use.					
2. For property having an original cost of \$250,000 or more previously used in utility operations, now held for future use, give in column (a), in addition to other required information, the date that utility use of such property was discontinued, and the date the original cost was transferred to Account 105.					
Line No.	Description and Location Of Property (a)	Date Originally Included in This Account (b)	Date Expected to be used in Utility Service (c)	Balance at End of Year (d)	
1	Land and Rights:				
2	Townsend Transmission Sub site	January 11	2018	1,763,378	
3	Billings Hawthorn Park Sub site	January 01	2022	739,910	
4	Missoula Miller Creek Sub site	January 01	2022	622,270	
5	Belgrade West Sub site	June 13	2021	425,694	
6					
7	Minor Projects (Less than \$250,000 - 20 items)	Various	Various	1,212,853	
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21	Other Property:				
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
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41					
42					
43					
44					
45					
46					
47	Total			4,764,105	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
CONSTRUCTION WORK IN PROGRESS -- ELECTRIC (Account 107)					
1. Report below descriptions and balances at end of year of projects in process of construction (107) 2. Show items relating to "research, development, and demonstration" projects last, under a caption Research, Development, and Demonstrating (see Account 107 of the Uniform System of Accounts) 3. Minor projects (5% of the Balance End of the Year for Account 107 or \$1,000,000, whichever is less) may be grouped.					
Line No.	Description of Project (a)	Construction work in progress - Electric (Account 107) (b)			
1	Columbus - Rapelje 100 kV Line	21,941,724			
2	Hebgen Spillway Seismic Upgrade	7,879,945			
3	Stevensville Sub Replacement	6,675,811			
4	Facility Ratings Alert 115	4,885,895			
5	Philipsburg Substation	3,092,533			
6	Fort Benton Kershaw	2,654,148			
7	Bute SBSQ Mill Creek Reactors	2,405,245			
8	Crooked Falls Switchyard Expansion	2,085,202			
9	Bozeman SBCA Lone MT Bank Upgrade	1,841,036			
10	Missoula SBBR Target Range Circuit Breaker	1,654,425			
11	DSIP Communications Spectrum	1,514,036			
12	Yellowtail - Billings 230 kV	1,501,508			
13	Substation Infrastructure Improvements	1,378,215			
14	Bozeman Division Capital Blanket Growth	1,151,875			
15	Admin Historic Right-of-Way Stat	1,146,462			
16	Livingston Westside Rebuild/City Sub	1,136,313			
17	Hauser Unit 1 Rehabilitation	1,035,758			
18					
19	Minor Projects (Less than \$1,000,000 - 262 items)	27,461,591			
20					
21					
22	SOUTH DAKOTA				
23					
24	Aberdeen City Sub Clearance Corrections	3,211,923			
25					
26	Minor Projects (Less than \$1,000,000 - 96 items)	4,222,433			
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43	TOTAL	98,876,078			

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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ACCUMULATED PROVISION FOR DEPRECIATION OF ELECTRIC UTILITY PLANT (Account 108)

1. Explain in a footnote any important adjustments during year.
2. Explain in a footnote any difference between the amount for book cost of plant retired, Line 11, column (c), and that reported for electric plant in service, pages 204-207, column 9d), excluding retirements of non-depreciable property.
3. The provisions of Account 108 in the Uniform System of accounts require that retirements of depreciable plant be recorded when such plant is removed from service. If the respondent has a significant amount of plant retired at year end which has not been recorded and/or classified to the various reserve functional classifications, make preliminary closing entries to tentatively functionalize the book cost of the plant retired. In addition, include all costs included in retirement work in progress at year end in the appropriate functional classifications.
4. Show separately interest credits under a sinking fund or similar method of depreciation accounting.

Section A. Balances and Changes During Year

Line No.	Item (a)	Total (c+d+e) (b)	Electric Plant in Service (c)	Electric Plant Held for Future Use (d)	Electric Plant Leased to Others (e)
1	Balance Beginning of Year	1,457,597,466	1,457,597,466		
2	Depreciation Provisions for Year, Charged to				
3	(403) Depreciation Expense	120,759,287	120,759,287		
4	(403.1) Depreciation Expense for Asset Retirement Costs				
5	(413) Exp. of Elec. Plt. Leas. to Others				
6	Transportation Expenses-Clearing				
7	Other Clearing Accounts				
8	Other Accounts (Specify, details in footnote):				
9					
10	TOTAL Deprec. Prov for Year (Enter Total of lines 3 thru 9)	120,759,287	120,759,287		
11	Net Charges for Plant Retired:				
12	Book Cost of Plant Retired	29,317,022	29,317,022		
13	Cost of Removal	11,991,142	11,991,142		
14	Salvage (Credit)	1,219,259	1,219,259		
15	TOTAL Net Chrgs. for Plant Ret. (Enter Total of lines 12 thru 14)	40,088,905	40,088,905		
16	Other Debit or Cr. Items (Describe, details in footnote):	-35,198	-35,198		
17					
18	Book Cost or Asset Retirement Costs Retired				
19	Balance End of Year (Enter Totals of lines 1, 10, 15, 16, and 18)	1,538,232,650	1,538,232,650		

Section B. Balances at End of Year According to Functional Classification

20	Steam Production	219,137,628	219,137,628		
21	Nuclear Production				
22	Hydraulic Production-Conventional	114,657,643	114,657,643		
23	Hydraulic Production-Pumped Storage				
24	Other Production	70,564,900	70,564,900		
25	Transmission	376,358,788	376,358,788		
26	Distribution	697,117,148	697,117,148		
27	Regional Transmission and Market Operation				
28	General	60,396,543	60,396,543		
29	TOTAL (Enter Total of lines 20 thru 28)	1,538,232,650	1,538,232,650		

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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INVESTMENTS IN SUBSIDIARY COMPANIES (Account 123.1)

1. Report below investments in Accounts 123.1, investments in Subsidiary Companies.
2. Provide a subheading for each company and List there under the information called for below. Sub - TOTAL by company and give a TOTAL in columns (e),(f),(g) and (h)
(a) Investment in Securities - List and describe each security owned. For bonds give also principal amount, date of issue, maturity and interest rate.
(b) Investment Advances - Report separately the amounts of loans or investment advances which are subject to repayment, but which are not subject to current settlement. With respect to each advance show whether the advance is a note or open account. List each note giving date of issuance, maturity date, and specifying whether note is a renewal.
3. Report separately the equity in undistributed subsidiary earnings since acquisition. The TOTAL in column (e) should equal the amount entered for Account 418.1.

Line No.	Description of Investment (a)	Date Acquired (b)	Date Of Maturity (c)	Amount of Investment at Beginning of Year (d)
1	NorthWestern Services, LLC			
2	Capital Stock			
3	Paid in Capital			1,803,694
4	Equity in Undistributed Earnings			95,768
5	SUBTOTAL			1,899,462
6				
7	Risk Partners Assurance, Ltd.			
8	Capital Stock			1,520,000
9	Equity in Undistributed Earnings			-5,509
10	SUBTOTAL			1,514,491
11				
12	Canadian Montana Pipeline Corporation	2/15/02		
13	Translation Adjustment			1,602,379
14	Paid in Capital			1,388,428
15	Equity in Undistributed Earnings			724,003
16	Subtotal			3,714,810
17				
18	Havre Pipeline Company	12/1/13		
19	Paid in Capital			13,053,586
20	Equity in Undistributed Earnings			2,000,009
21	Subtotal			15,053,595
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42	Total Cost of Account 123.1 \$	-640,051	TOTAL	22,182,358

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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INVESTMENTS IN SUBSIDIARY COMPANIES (Account 123.1) (Continued)

4. For any securities, notes, or accounts that were pledged designate such securities, notes, or accounts in a footnote, and state the name of pledgee and purpose of the pledge.
5. If Commission approval was required for any advance made or security acquired, designate such fact in a footnote and give name of Commission, date of authorization, and case or docket number.
6. Report column (f) interest and dividend revenues from investments, including such revenues from securities disposed of during the year.
7. In column (h) report for each investment disposed of during the year, the gain or loss represented by the difference between cost of the investment (or the other amount at which carried in the books of account if difference from cost) and the selling price thereof, not including interest adjustment includible in column (f).
8. Report on Line 42, column (a) the TOTAL cost of Account 123.1

Equity in Subsidiary Earnings of Year (e)	Revenues for Year (f)	Amount of Investment at End of Year (g)	Gain or Loss from Investment Disposed of (h)	Line No.
				1
				2
		1,803,694		3
15,430		111,198		4
15,430		1,914,892		5
				6
				7
		1,520,000		8
-64,249		-69,758		9
-64,249		1,450,242		10
				11
				12
		1,627,840		13
		1,388,428		14
150,251		874,254		15
150,251		3,890,522		16
				17
				18
		13,090,715		19
-741,483		1,258,526		20
-741,483		14,349,241		21
				22
				23
				24
				25
				26
				27
				28
				29
				30
				31
				32
				33
				34
				35
				36
				37
				38
				39
				40
				41
-640,051		21,604,897		42

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of <u>2016/Q4</u>
MATERIALS AND SUPPLIES					
<p>1. For Account 154, report the amount of plant materials and operating supplies under the primary functional classifications as indicated in column (a); estimates of amounts by function are acceptable. In column (d), designate the department or departments which use the class of material.</p> <p>2. Give an explanation of important inventory adjustments during the year (in a footnote) showing general classes of material and supplies and the various accounts (operating expenses, clearing accounts, plant, etc.) affected debited or credited. Show separately debit or credits to stores expense clearing, if applicable.</p>					
Line No.	Account (a)	Balance Beginning of Year (b)	Balance End of Year (c)	Department or Departments which Use Material (d)	
1	Fuel Stock (Account 151)	8,240,873	9,584,006	Electric & Gas	
2	Fuel Stock Expenses Undistributed (Account 152)				
3	Residuals and Extracted Products (Account 153)				
4	Plant Materials and Operating Supplies (Account 154)				
5	Assigned to - Construction (Estimated)				
6	Assigned to - Operations and Maintenance				
7	Production Plant (Estimated)	7,903,293	8,282,938	Electric & Gas	
8	Transmission Plant (Estimated)	5,718,872	5,949,216	Elec, Gas & Common	
9	Distribution Plant (Estimated)	16,750,512	16,839,332	Elec, Gas & Common	
10	Regional Transmission and Market Operation Plant (Estimated)				
11	Assigned to - Other (provide details in footnote)				
12	TOTAL Account 154 (Enter Total of lines 5 thru 11)	30,372,677	31,071,486		
13	Merchandise (Account 155)				
14	Other Materials and Supplies (Account 156)				
15	Nuclear Materials Held for Sale (Account 157) (Not applic to Gas Util)				
16	Stores Expense Undistributed (Account 163)				
17					
18					
19					
20	TOTAL Materials and Supplies (Per Balance Sheet)	38,613,550	40,655,492		

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Allowances (Accounts 158.1 and 158.2)

1. Report below the particulars (details) called for concerning allowances.
2. Report all acquisitions of allowances at cost.
3. Report allowances in accordance with a weighted average cost allocation method and other accounting as prescribed by General Instruction No. 21 in the Uniform System of Accounts.
4. Report the allowances transactions by the period they are first eligible for use: the current year's allowances in columns (b)-(c), allowances for the three succeeding years in columns (d)-(i), starting with the following year, and allowances for the remaining succeeding years in columns (j)-(k).
5. Report on line 4 the Environmental Protection Agency (EPA) issued allowances. Report withheld portions Lines 36-40.

Line No.	SO2 Allowances Inventory (Account 158.1) (a)	Current Year		2017	
		No. (b)	Amt. (c)	No. (d)	Amt. (e)
1	Balance-Beginning of Year	866.00		4,105.00	
2					
3	Acquired During Year:				
4	Issued (Less Withheld Allow)				
5	Returned by EPA				
6					
7					
8	Purchases/Transfers:				
9					
10					
11					
12					
13					
14					
15	Total				
16					
17	Relinquished During Year:				
18	Charges to Account 509				
19	Other:				
20					
21	Cost of Sales/Transfers:				
22					
23					
24					
25					
26					
27					
28	Total				
29	Balance-End of Year	866.00		4,105.00	
30					
31	Sales:				
32	Net Sales Proceeds(Assoc. Co.)				
33	Net Sales Proceeds (Other)				
34	Gains				
35	Losses				
	Allowances Withheld (Acct 158.2)				
36	Balance-Beginning of Year				
37	Add: Withheld by EPA				
38	Deduct: Returned by EPA				
39	Cost of Sales				
40	Balance-End of Year				
41					
42	Sales:				
43	Net Sales Proceeds (Assoc. Co.)				
44	Net Sales Proceeds (Other)				
45	Gains				
46	Losses				

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of <u>2016/Q4</u>
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Allowances (Accounts 158.1 and 158.2) (Continued)

6. Report on Lines 5 allowances returned by the EPA. Report on Line 39 the EPA's sales of the withheld allowances. Report on Lines 43-46 the net sales proceeds and gains/losses resulting from the EPA's sale or auction of the withheld allowances.
7. Report on Lines 8-14 the names of vendors/transferrors of allowances acquire and identify associated companies (See "associated company" under "Definitions" in the Uniform System of Accounts).
8. Report on Lines 22 - 27 the name of purchasers/ transferees of allowances disposed of an identify associated companies.
9. Report the net costs and benefits of hedging transactions on a separate line under purchases/transfers and sales/transfers.
10. Report on Lines 32-35 and 43-46 the net sales proceeds and gains or losses from allowance sales.

2018		2019		Future Years		Totals		Line No.
No. (f)	Amt. (g)	No. (h)	Amt. (i)	No. (j)	Amt. (k)	No. (l)	Amt. (m)	
4,106.00		4,106.00		62,367.00		75,550.00		1
								2
								3
								4
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								23
								24
								25
								26
								27
								28
4,106.00		4,106.00		62,367.00		75,550.00		29
								30
								31
								32
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Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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Transmission Service and Generation Interconnection Study Costs

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

Line No.	Description (a)	Costs Incurred During Period (b)	Account Charged (c)	Reimbursements Received During the Period (d)	Account Credited With Reimbursement (e)
1	Transmission Studies				
2	FAC Studies	18,509	253	26,925	253
3	SIS Studies	10,755	253	35,000	253
4					
5					
6					
7					
8					
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10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21	Generation Studies				
22	FAC Studies	64,606	253	335,272	253
23	FEA Studies	34,712	253	85,315	253
24	SIS Studies	125,744	253	563,213	253
25					
26					
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Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016		Year/Period of Report End of 2016/Q4	
OTHER REGULATORY ASSETS (Account 182.3)							
1. Report below the particulars (details) called for concerning other regulatory assets, including rate order docket number, if applicable.							
2. Minor items (5% of the Balance in Account 182.3 at end of period, or amounts less than \$100,000 which ever is less), may be grouped by classes.							
3. For Regulatory Assets being amortized, show period of amortization.							
Line No.	Description and Purpose of Other Regulatory Assets (a)	Balance at Beginning of Current Quarter/Year (b)	Debits (c)	CREDITS		Balance at end of Current Quarter/Year (f)	
				Written off During the Quarter /Year Account Charged (d)	Written off During the Period Amount (e)		
1	Montana:						
2							
3	FAS 109	282,369,747	77,765,111			360,134,858	
4							
5	Basin Creek Capital Lease	7,052,406	173,528			7,225,934	
6							
7	Distribution System Infrastructure Project	6,271,514		588 & 880	3,135,756	3,135,758	
8	Docket D2011.1.7						
9	Amortization 2013 - 2017						
10							
11	BPA Residential Exchange Program	1,204,475	6,781,976	254	6,952,354	1,034,097	
12	Docket 2015.8.62 and Docket 2016.8.61						
13	Annual Amortization						
14							
15	Property Tax Tracker	4,692,587	14,635,624	(2)407	4,814,370	14,513,841	
16	Docket 2015.10.81 and Docket 2016.1.9						
17	Annual Amortization						
18							
19	FAS 106	4,751,338	1,552,681	(2)926	1,273,175	5,030,844	
20	Docket 93.6.24 and Docket 2009.9.129						
21							
22	FAS 112	5,967,024		(2)926	1,140,633	4,826,391	
23	Docket 93.6.24 and Docket 2009.9.129						
24							
25	CTC QF Over/Under Collections		1,788,134	407	1,189,777	598,357	
26	Docket 97.7.90 and Docket 2001.1.5						
27	Annual Amortization						
28							
29	Compensated Absences	10,336,242	1,308,554	242	1,246,345	10,398,451	
30	Docket 97.11.219						
31							
32	Excess Refunds Interim General Rate Case	32,105				32,105	
33							
34	Pension Plan	117,852,902	14,372,234	(2)407	18,951,930	113,273,206	
35							
36	Montana Consumer Counsel Tax	1,257,659	135,722	Various	25,457	1,367,924	
37	Docket 2015.9.68 and Docket 2016.9.73						
38							
39	Montana Public Service Commission Tax	1,765,115	304,606	Various	115,992	1,953,729	
40	Docket 2015.9.67 and Docket 2016.9.72						
41							
42	Asset Retirement Obligation	6,604,400	2,304,969			8,909,369	
43							

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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OTHER REGULATORY ASSETS (Account 182.3)

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

Line No.	Description and Purpose of Other Regulatory Assets (a)	Balance at Beginning of Current Quarter/Year (b)	Debits (c)	CREDITS		Balance at end of Current Quarter/Year (f)
				Written off During the Quarter /Year Account Charged (d)	Written off During the Period Amount (e)	
1						
2						
3						
4	South Dakota:					
5						
6	FAS 109	37,602,965	13,808,496			51,411,461
7						
8	Pension Plan	17,204,262		(2)407	3,344,226	13,860,036
9						
10	Manufactured Gas Plants	14,236,967	552,375	2407	1,188,513	13,600,829
11	Docket NG 11-003					
12						
13	Rate Case Costs	305,821		407	78,084	227,737
14	Docket EL 14-106					
15						
16	Field Inventory	801,694		407	89,916	711,778
17	Docket EL 14-106					
18						
19	Miscellaneous Regulatory Asset	167,990		407		167,990
20	Docket EL 14-106					
21						
22	Asset Retirement Obligation	2,242,267	592,983			2,835,250
23						
24						
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44	TOTAL :	522,719,480	136,076,993		43,546,528	615,249,945

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of <u>2016/Q4</u>
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MISCELLANEOUS DEFERRED DEBITS (Account 186)

1. Report below the particulars (details) called for concerning miscellaneous deferred debits.
2. For any deferred debit being amortized, show period of amortization in column (a)
3. Minor item (1% of the Balance at End of Year for Account 186 or amounts less than \$100,000, whichever is less) may be grouped by classes.

Line No.	Description of Miscellaneous Deferred Debits (a)	Balance at Beginning of Year (b)	Debits (c)	CREDITS		Balance at End of Year (f)
				Account Charged (d)	Amount (e)	
1	Montana Operations:					
2						
3	Energy Stored in Out of State	2,254	12,720	555	14,829	145
4	Utilities					
5						
6	500 kV Operations - Partner's	123,906	6,093,840	131	5,141,940	1,075,806
7	Share					
8						
9	PPLM Share of WET Tax	14,732	127,829	131	129,107	13,454
10						
11						
12	South Dakota Operations:					
13						
14	Deferred Fuel for Electric	859	657,147	547	644,307	13,699
15	Generation					
16						
17						
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47	Misc. Work in Progress					
48	Deferred Regulatory Comm. Expenses (See pages 350 - 351)					
49	TOTAL	141,751				1,103,104

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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ACCUMULATED DEFERRED INCOME TAXES (Account 190)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes.
2. At Other (Specify), include deferrals relating to other income and deductions.

Line No.	Description and Location (a)	Balance of Beginning of Year (b)	Balance at End of Year (c)
1	Electric		
2	Regulatory Asset/Liability	1,254,422	493,184
3	Unbilled Revenue	19,609,247	8,438,243
4	Compensation Accruals	11,422,598	12,230,695
5	Reserves and Accruals	18,554,852	3,663,363
6	Pension/Postretirement Benefits	41,578,852	35,005,129
7	Other	23,549,074	25,651,401
8	TOTAL Electric (Enter Total of lines 2 thru 7)	115,969,045	85,482,015
9	Gas		
10	Regulatory Asset/Liability	1,607,193	1,796,756
11	Unbilled Revenue	8,780,629	4,305,174
12	Compensation Accruals	6,018,563	6,484,565
13	Reserves and Accruals	7,913,168	1,831,890
14	Pension/Postretirement Benefits	12,861,141	10,842,465
15	Other	6,541,476	7,075,760
16	TOTAL Gas (Enter Total of lines 10 thru 15)	43,722,170	32,336,610
17	Other (Specify)	41,605,981	111,936,252
18	TOTAL (Acct 190) (Total of lines 8, 16 and 17)	201,297,196	229,754,877

Notes

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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ACCUMULATED DEFERRED INCOME TAXES (Account 190)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes.
2. At Other (Specify), include deferrals relating to other income and deductions.

Line No.	Description and Location (a)	Balance of Beginning of Year (b)	Balance at End of Year (c)
1	Electric		
2	Regulatory Asset/Liability	1,254,422	493,184
3	Unbilled Revenue	19,609,247	8,438,243
4	Compensation Accruals	11,422,598	12,230,695
5	Reserves and Accruals	18,554,852	3,663,363
6	Pension/Postretirement Benefits	41,578,852	35,005,129
7	Other	23,549,074	25,651,401
8	TOTAL Electric (Enter Total of lines 2 thru 7)	115,969,045	85,482,015
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14	Pension/Postretirement Benefits	12,861,141	10,842,465
15	Other	6,541,476	7,075,760
16	TOTAL Gas (Enter Total of lines 10 thru 15)	43,722,170	32,336,610
17	Other (Specify)	41,605,981	111,936,252
18	TOTAL (Acct 190) (Total of lines 8, 16 and 17)	201,297,196	229,754,877

Notes

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CAPITAL STOCKS (Account 201 and 204)

1. Report below the particulars (details) called for concerning common and preferred stock at end of year, distinguishing separate series of any general class. Show separate totals for common and preferred stock. If information to meet the stock exchange reporting requirement outlined in column (a) is available from the SEC 10-K Report Form filing, a specific reference to report form (i.e., year and company title) may be reported in column (a) provided the fiscal years for both the 10-K report and this report are compatible.
2. Entries in column (b) should represent the number of shares authorized by the articles of incorporation as amended to end of year.

Line No.	Class and Series of Stock and Name of Stock Series (a)	Number of shares Authorized by Charter (b)	Par or Stated Value per share (c)	Call Price at End of Year (d)
1	Common (NYSE)	200,000,000	0.01	
2				
3	Preferred Stock (none issued)	50,000,000	0.01	
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Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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CAPITAL STOCKS (Account 201 and 204) (Continued)

3. Give particulars (details) concerning shares of any class and series of stock authorized to be issued by a regulatory commission which have not yet been issued.

4. The identification of each class of preferred stock should show the dividend rate and whether the dividends are cumulative or non-cumulative.

5. State in a footnote if any capital stock which has been nominally issued is nominally outstanding at end of year.

Give particulars (details) in column (a) of any nominally issued capital stock, reacquired stock, or stock in sinking and other funds which is pledged, stating name of pledgee and purposes of pledge.

OUTSTANDING PER BALANCE SHEET (Total amount outstanding without reduction for amounts held by respondent)		HELD BY RESPONDENT				Line No.
		AS REACQUIRED STOCK (Account 217)		IN SINKING AND OTHER FUNDS		
Shares (e)	Amount (f)	Shares (g)	Cost (h)	Shares (i)	Amount (j)	
48,331,675	519,589	3,626,165	95,769,402			1
						2
						3
						4
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Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of <u>2016/Q4</u>
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OTHER PAID-IN CAPITAL (Accounts 208-211, inc.)

Report below the balance at the end of the year and the information specified below for the respective other paid-in capital accounts. Provide a subheading for each account and show a total for the account, as well as total of all accounts for reconciliation with balance sheet, Page 112. Add more columns for any account if deemed necessary. Explain changes made in any account during the year and give the accounting entries effecting such change.

- (a) Donations Received from Stockholders (Account 208)-State amount and give brief explanation of the origin and purpose of each donation.
(b) Reduction in Par or Stated value of Capital Stock (Account 209): State amount and give brief explanation of the capital change which gave rise to amounts reported under this caption including identification with the class and series of stock to which related.
(c) Gain on Resale or Cancellation of Reacquired Capital Stock (Account 210): Report balance at beginning of year, credits, debits, and balance at end of year with a designation of the nature of each credit and debit identified by the class and series of stock to which related.
(d) Miscellaneous Paid-in Capital (Account 211)-Classify amounts included in this account according to captions which, together with brief explanations, disclose the general nature of the transactions which gave rise to the reported amounts.

Line No.	Item (a)	Amount (b)
1	ACCOUNT 211 - MISCELLANEOUS PAID-IN-CAPITAL	
2		
3	Common stock	1,254,056,781
4	Stock based compensation	130,353,790
5	Equity registration fees	-140,000
6		
7		
8		
9		
10		
11		
12		
13		
14		
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40	TOTAL	1,384,270,571

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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LONG-TERM DEBT (Account 221, 222, 223 and 224)

1. Report by balance sheet account the particulars (details) concerning long-term debt included in Accounts 221, Bonds, 222, Recquired Bonds, 223, Advances from Associated Companies, and 224, Other long-Term Debt.
2. In column (a), for new issues, give Commission authorization numbers and dates.
3. For bonds assumed by the respondent, include in column (a) the name of the issuing company as well as a description of the bonds.
4. For advances from Associated Companies, report separately advances on notes and advances on open accounts. Designate demand notes as such. Include in column (a) names of associated companies from which advances were received.
5. For receivers, certificates, show in column (a) the name of the court -and date of court order under which such certificates were issued.
6. In column (b) show the principal amount of bonds or other long-term debt originally issued.
7. In column (c) show the expense, premium or discount with respect to the amount of bonds or other long-term debt originally issued.
8. For column (c) the total expenses should be listed first for each issuance, then the amount of premium (in parentheses) or discount. Indicate the premium or discount with a notation, such as (P) or (D). The expenses, premium or discount should not be netted.
9. Furnish in a footnote particulars (details) regarding the treatment of unamortized debt expense, premium or discount associated with issues redeemed during the year. Also, give in a footnote the date of the Commission's authorization of treatment other than as specified by the Uniform System of Accounts.

Line No.	Class and Series of Obligation, Coupon Rate (For new issue, give commission Authorization numbers and dates) (a)	Principal Amount Of Debt issued (b)	Total expense, Premium or Discount (c)
1	Acct 221 - Bonds		
2			
3	First Mortgage Bonds - Montana		
4	6.340%	250,000,000	2,175,187
5			167,500 D
6			
7	5.710%	55,000,000	549,881
8			
9	5.010%	161,000,000	909,703
10			-4,730,180 P
11			
12	4.15%	60,000,000	376,601
13			
14	4.30%	40,000,000	251,114
15			
16	4.85%	15,000,000	70,047
17			
18	3.99%	35,000,000	786,241
19			
20	4.176%	450,000,000	4,927,101
21			
22	3.11%	75,000,000	4,137,235
23			
24			
25	4.11%	125,000,000	6,895,391
26			
27			
28	Other Long Term Debt		
29	1.146 % New Market Tax Credit Note Payable	26,976,900	1,000,148
30			
31	First Mortgage Bonds - South Dakota		
32	6.050%	55,000,000	1,386,684
33	TOTAL	2,031,841,900	26,499,591

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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LONG-TERM DEBT (Account 221, 222, 223 and 224) (Continued)

10. Identify separate undisposed amounts applicable to issues which were redeemed in prior years.
11. Explain any debits and credits other than debited to Account 428, Amortization and Expense, or credited to Account 429, Premium on Debt - Credit.
12. In a footnote, give explanatory (details) for Accounts 223 and 224 of net changes during the year. With respect to long-term advances, show for each company: (a) principal advanced during year, (b) interest added to principal amount, and (c) principle repaid during year. Give Commission authorization numbers and dates.
13. If the respondent has pledged any of its long-term debt securities give particulars (details) in a footnote including name of pledgee and purpose of the pledge.
14. If the respondent has any long-term debt securities which have been nominally issued and are nominally outstanding at end of year, describe such securities in a footnote.
15. If interest expense was incurred during the year on any obligations retired or reacquired before end of year, include such interest expense in column (i). Explain in a footnote any difference between the total of column (i) and the total of Account 427, interest on Long-Term Debt and Account 430, Interest on Debt to Associated Companies.
16. Give particulars (details) concerning any long-term debt authorized by a regulatory commission but not yet issued.

Nominal Date of Issue (d)	Date of Maturity (e)	AMORTIZATION PERIOD		Outstanding (Total amount outstanding without reduction for amounts held by respondent) (h)	Interest for Year Amount (i)	Line No.
		Date From (f)	Date To (g)			
						1
						2
						3
04/01/2009	04/01/2019	04/01/2009	04/01/2019	250,000,000	15,850,000	4
						5
						6
10/15/2009	10/15/2039	10/15/2009	10/15/2039	55,000,000	3,140,500	7
						8
05/27/2010	05/01/2025	05/27/2010	05/01/2025	161,000,000	8,066,100	9
						10
						11
08/10/2012	08/10/2042	08/10/2012	08/10/2042	60,000,000	2,490,000	12
						13
08/10/2012	08/10/2052	08/10/2012	08/10/2052	40,000,000	1,720,000	14
						15
12/19/2013	12/19/2043	12/19/2013	12/19/2043	15,000,000	727,500	16
						17
12/19/2013	12/19/2028	12/19/2013	12/19/2028	35,000,000	1,396,500	18
						19
11/14/2014	11/15/2044	11/14/2014	11/15/2044	450,000,000	19,405,744	20
						21
06/23/2015	7/1/2025	7/1/2015	7/1/2025	75,000,000	2,332,500	22
						23
						24
06/23/2015	7/1/2045	7/1/2015	7/1/2045	125,000,000	5,137,500	25
						26
						27
						28
7/1/2014	7/1/2046	7/1/2014	7/1/2046	26,976,900	298,745	29
						30
					1,515,861	31
05/01/2008	05/01/2018	05/01/2008	05/01/2018			32
				1,806,636,900	78,306,472	33

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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LONG-TERM DEBT (Account 221, 222, 223 and 224)

- Report by balance sheet account the particulars (details) concerning long-term debt included in Accounts 221, Bonds, 222, Recquired Bonds, 223, Advances from Associated Companies, and 224, Other long-Term Debt.
- In column (a), for new issues, give Commission authorization numbers and dates.
- For bonds assumed by the respondent, include in column (a) the name of the issuing company as well as a description of the bonds.
- For advances from Associated Companies, report separately advances on notes and advances on open accounts. Designate demand notes as such. Include in column (a) names of associated companies from which advances were received.
- For receivers, certificates, show in column (a) the name of the court -and date of court order under which such certificates were issued.
- In column (b) show the principal amount of bonds or other long-term debt originally issued.
- In column (c) show the expense, premium or discount with respect to the amount of bonds or other long-term debt originally issued.
- For column (c) the total expenses should be listed first for each issuance, then the amount of premium (in parentheses) or discount. Indicate the premium or discount with a notation, such as (P) or (D). The expenses, premium or discount should not be netted.
- Furnish in a footnote particulars (details) regarding the treatment of unamortized debt expense, premium or discount associated with issues redeemed during the year. Also, give in a footnote the date of the Commission's authorization of treatment other than as specified by the Uniform System of Accounts.

Line No.	Class and Series of Obligation, Coupon Rate (For new issue, give commission Authorization numbers and dates) (a)	Principal Amount Of Debt issued (b)	Total expense, Premium or Discount (c)
1			
2	5.010%	64,000,000	412,254
3			-1,880,320 P
4			
5	4.15%	30,000,000	184,030
6			
7	4.30%	20,000,000	122,686
8			
9	4.85%	50,000,000	278,988
10			
11	4.22%	30,000,000	207,702
12			
13	4.26%	70,000,000	314,529
14			
15			
16	2.80% FERC Docket ES 16-18-000, Feb. 12, 2016	60,000,000	374,048
17	MPSC Docket D2015.12.97		
18			
19	2.66% FERC Docket ES 16-18-000, Feb. 12, 2016	45,000,000	239,661
20	MPSC Docket D2015.12.97		
21			
22			
23	Pollution Control Revenue Bonds - Montana		
24	4.650% Series City of Forsyth, MT	170,205,000	5,753,044
25			
26	Pollution Control Revenue Bonds - Montana	144,660,000	1,590,316
27	2.0% due Aug 1, 2023, Series City of Forsyth, MT		
28	MPSC Docket D2015.12.97		
29	FERC Docket ES 16-18-000		
30			
31	SUBTOTAL 221	2,031,841,900	26,499,591
32			
33	TOTAL	2,031,841,900	26,499,591

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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LONG-TERM DEBT (Account 221, 222, 223 and 224) (Continued)

10. Identify separate undisposed amounts applicable to issues which were redeemed in prior years.
11. Explain any debits and credits other than debited to Account 428, Amortization and Expense, or credited to Account 429, Premium on Debt - Credit.
12. In a footnote, give explanatory (details) for Accounts 223 and 224 of net changes during the year. With respect to long-term advances, show for each company: (a) principal advanced during year, (b) interest added to principal amount, and (c) principle repaid during year. Give Commission authorization numbers and dates.
13. If the respondent has pledged any of its long-term debt securities give particulars (details) in a footnote including name of pledgee and purpose of the pledge.
14. If the respondent has any long-term debt securities which have been nominally issued and are nominally outstanding at end of year, describe such securities in a footnote.
15. If interest expense was incurred during the year on any obligations retired or reacquired before end of year, include such interest expense in column (i). Explain in a footnote any difference between the total of column (i) and the total of Account 427, interest on Long-Term Debt and Account 430, Interest on Debt to Associated Companies.
16. Give particulars (details) concerning any long-term debt authorized by a regulatory commission but not yet issued.

Nominal Date of Issue (d)	Date of Maturity (e)	AMORTIZATION PERIOD		Outstanding (Total amount outstanding without reduction for amounts held by respondent) (h)	Interest for Year Amount (i)	Line No.
		Date From (f)	Date To (g)			
						1
05/27/2010	05/01/2025	05/27/2010	05/01/2025	64,000,000	3,206,400	2
						3
						4
08/10/2012	08/10/2042	08/10/2012	08/10/2042	30,000,000	1,245,000	5
						6
08/10/2012	08/10/2052	08/10/2012	08/10/2052	20,000,000	860,000	7
						8
12/19/2013	12/19/2043	12/19/2013	12/19/2043	50,000,000	2,425,000	9
						10
12/19/2014	12/19/2044	12/19/2014	12/19/2044	30,000,000	1,266,021	11
						12
09/29/2015	09/29/2040	09/29/2015	09/29/2040	70,000,000	2,982,000	13
						14
						15
6/15/2016	6/15/2026	6/15/2016	6/15/2026	60,000,000	910,000	16
						17
						18
9/30/16	9/30/2026	9/30/16	9/30/2026	45,000,000	302,575	19
						20
						21
						22
						23
04/27/2006	08/01/2023	04/27/2006	08/01/2023		4,858,644	24
						25
08/11/2016	08/01/2023	08/01/2016	08/01/2023	144,660,000	1,127,726	26
						27
						28
						29
						30
				1,806,636,900	81,264,316	31
						32
				1,806,636,900	78,306,472	33

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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LONG-TERM DEBT (Account 221, 222, 223 and 224)

1. Report by balance sheet account the particulars (details) concerning long-term debt included in Accounts 221, Bonds, 222, Recquired Bonds, 223, Advances from Associated Companies, and 224, Other long-Term Debt.
2. In column (a), for new issues, give Commission authorization numbers and dates.
3. For bonds assumed by the respondent, include in column (a) the name of the issuing company as well as a description of the bonds.
4. For advances from Associated Companies, report separately advances on notes and advances on open accounts. Designate demand notes as such. Include in column (a) names of associated companies from which advances were received.
5. For receivers, certificates, show in column (a) the name of the court -and date of court order under which such certificates were issued.
6. In column (b) show the principal amount of bonds or other long-term debt originally issued.
7. In column (c) show the expense, premium or discount with respect to the amount of bonds or other long-term debt originally issued.
8. For column (c) the total expenses should be listed first for each issuance, then the amount of premium (in parentheses) or discount. Indicate the premium or discount with a notation, such as (P) or (D). The expenses, premium or discount should not be netted.
9. Furnish in a footnote particulars (details) regarding the treatment of unamortized debt expense, premium or discount associated with issues redeemed during the year. Also, give in a footnote the date of the Commission's authorization of treatment other than as specified by the Uniform System of Accounts.

Line No.	Class and Series of Obligation, Coupon Rate (For new issue, give commission Authorization numbers and dates) (a)	Principal Amount Of Debt issued (b)	Total expense, Premium or Discount (c)
1	Capital Leases (miscellaneous)		
2			
3	Interest Rate Hedge Amortizations		
4			
5	Community Development		
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			
26			
27			
28			
29			
30			
31			
32			
33	TOTAL	2,031,841,900	26,499,591

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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LONG-TERM DEBT (Account 221, 222, 223 and 224) (Continued)

10. Identify separate undisposed amounts applicable to issues which were redeemed in prior years.
11. Explain any debits and credits other than debited to Account 428, Amortization and Expense, or credited to Account 429, Premium on Debt - Credit.
12. In a footnote, give explanatory (details) for Accounts 223 and 224 of net changes during the year. With respect to long-term advances, show for each company: (a) principal advanced during year, (b) interest added to principal amount, and (c) principle repaid during year. Give Commission authorization numbers and dates.
13. If the respondent has pledged any of its long-term debt securities give particulars (details) in a footnote including name of pledgee and purpose of the pledge.
14. If the respondent has any long-term debt securities which have been nominally issued and are nominally outstanding at end of year, describe such securities in a footnote.
15. If interest expense was incurred during the year on any obligations retired or reacquired before end of year, include such interest expense in column (i). Explain in a footnote any difference between the total of column (i) and the total of Account 427, interest on Long-Term Debt and Account 430, Interest on Debt to Associated Companies.
16. Give particulars (details) concerning any long-term debt authorized by a regulatory commission but not yet issued.

Nominal Date of Issue (d)	Date of Maturity (e)	AMORTIZATION PERIOD		Outstanding (Total amount outstanding without reduction for amounts held by respondent) (h)	Interest for Year Amount (i)	Line No.
		Date From (f)	Date To (g)			
					4,317	1
						2
					-2,783,134	3
						4
					-179,027	5
						6
						7
						8
						9
						10
						11
						12
						13
						14
						15
						16
						17
						18
						19
						20
						21
						22
						23
						24
						25
						26
						27
						28
						29
						30
						31
						32
				1,806,636,900	78,306,472	33

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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RECONCILIATION OF REPORTED NET INCOME WITH TAXABLE INCOME FOR FEDERAL INCOME TAXES

1. Report the reconciliation of reported net income for the year with taxable income used in computing Federal income tax accruals and show computation of such tax accruals. Include in the reconciliation, as far as practicable, the same detail as furnished on Schedule M-1 of the tax return for the year. Submit a reconciliation even though there is no taxable income for the year. Indicate clearly the nature of each reconciling amount.
2. If the utility is a member of a group which files a consolidated Federal tax return, reconcile reported net income with taxable net income as if a separate return were to be filed, indicating, however, intercompany amounts to be eliminated in such a consolidated return. State names of group member, tax assigned to each group member, and basis of allocation, assignment, or sharing of the consolidated tax among the group members.
3. A substitute page, designed to meet a particular need of a company, may be used as long as the data is consistent and meets the requirements of the above instructions. For electronic reporting purposes complete Line 27 and provide the substitute Page in the context of a footnote.

Line No.	Particulars (Details) (a)	Amount (b)
1	Net Income for the Year (Page 117)	164,171,857
2		
3		
4	Taxable Income Not Reported on Books	
5	Equity Earnings of Subsidiaries	640,051
6		
7		
8		
9	Deductions Recorded on Books Not Deducted for Return	
10	Meals and Entertainment	650,837
11	Non-Deductible Dues/Lobbying Expense/Penalties/Professional Fees	626,343
12	Life Insurance/Reserves and Other Misc. Charges	50,264
13	Federal Income Taxes/State Tax Adjustment	-8,355,900
14	Income Recorded on Books Not Included in Return	
15		
16		
17		
18		
19	Deductions on Return Not Charged Against Book Income	
20	Net Tax Greater Than Book Depreciation	-55,381,911
21	Amortization of Intangibles	-36,893,910
22	Plant Flow Through Items	-120,520,861
23	Reserves and Accruals	-61,550,347
24	Deferred Book Revenues & Gains	-42,225,649
25	Contributions and Advances for Construction	4,114,373
26	NOL Carryforward / Other Miscellaneous	154,811,821
27	Federal Tax Net Income	136,968
28	Show Computation of Tax:	
29	Federal Tax Expense/(Benefit) @ 35%	47,939
30		
31		
32		
33		
34		
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36		
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42		
43		
44		

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TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR

1. Give particulars (details) of the combined prepaid and accrued tax accounts and show the total taxes charged to operations and other accounts during the year. Do not include gasoline and other sales taxes which have been charged to the accounts to which the taxed material was charged. If the actual, or estimated amounts of such taxes are known, show the amounts in a footnote and designate whether estimated or actual amounts.
2. Include on this page, taxes paid during the year and charged direct to final accounts, (not charged to prepaid or accrued taxes.) Enter the amounts in both columns (d) and (e). The balancing of this page is not affected by the inclusion of these taxes.
3. Include in column (d) taxes charged during the year, taxes charged to operations and other accounts through (a) accruals credited to taxes accrued, (b) amounts credited to proportions of prepaid taxes chargeable to current year, and (c) taxes paid and charged direct to operations or accounts other than accrued and prepaid tax accounts.
4. List the aggregate of each kind of tax in such manner that the total tax for each State and subdivision can readily be ascertained.

Line No.	Kind of Tax (See instruction 5) (a)	BALANCE AT BEGINNING OF YEAR		Taxes Charged During Year (d)	Taxes Paid During Year (e)	Adjustments (f)
		Taxes Accrued (Account 236) (b)	Prepaid Taxes (Include in Account 165) (c)			
1	Montana Operations					
2	Federal Income Tax	18,418,615		-8,106,194		117,934
3	FICA & Medicare - 2016			8,628,209	8,628,209	
4	FUT - 2015	1,173			1,173	
5	FUT - 2016			58,932	58,422	
6	Heavy Highway 2015-16			19,538	19,538	
7						
8	State Income Tax - Montana	7,494,287		-973,653		24,401
9	SUT - Montana - 2015	13,165			13,165	
10	SUT - Montana - 2016			329,645	323,269	
11	Property - Montana - 2015	60,536,955			60,536,955	
12	Property - Montana - 2016			135,414,539	67,759,044	
13	Crow Tribe - Montana - 2015	74,231			74,231	
14	Crow Tribe - Montana - 2016			156,477	78,239	
15	Blackfoot - Montana -			323,824	323,824	
16	Pers Prop - Auto - MT 2016			303,012	303,012	
17	City License Tax - MT 2016			12,012	12,012	
18	Oil & Gas Royalty - MT 2016			36,438	36,438	
19	WET - Montana - 2015	467,784			467,784	
20	WET - Montana - 2016			1,747,779	1,293,914	
21	EELT - Montana - 2015	217,393			217,393	
22	EELT - Montana - 2016			818,694	611,378	
23	Cons Counsel - MT -2015	124,265			124,265	
24	Cons Counsel - MT -2016			587,882	381,433	
25	MPSC - Montana - 2015	475,837			475,837	
26	MPSC - Montana - 2016			2,265,643	1,461,246	
27	Delaware Franchise - 2016			149,449	149,449	
28	Use - S Dakota - 2015	4,523			4,523	
29	Use - S Dakota - 2016			41,988	39,441	
30	Use Tax - Wyoming - 2015	-180				
31	Use Tax - Wyoming - 2016					
32	Gas Production			166,399	166,399	
33						
34	South Dakota-Nebraska					
35	Federal Income Tax	-21,173,004		8,024,899		2,933,841
36	FICA & Medicare - 2016			2,023,416	2,023,416	
37	FUT - 2015	192			192	
38	FUT - 2016			14,963	14,714	
39						
40	State Income Tax	-7,518,138		947,183		
41	TOTAL	64,679,146		159,517,390	151,716,469	3,081,226

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR (Continued)

5. If any tax (exclude Federal and State income taxes)- covers more than one year, show the required information separately for each tax year, identifying the year in column (a).
6. Enter all adjustments of the accrued and prepaid tax accounts in column (f) and explain each adjustment in a foot- note. Designate debit adjustments by parentheses.
7. Do not include on this page entries with respect to deferred income taxes or taxes collected through payroll deductions or otherwise pending transmittal of such taxes to the taxing authority.
8. Report in columns (i) through (l) how the taxes were distributed. Report in column (l) only the amounts charged to Accounts 408.1 and 409.1 pertaining to electric operations. Report in column (l) the amounts charged to Accounts 408.1 and 109.1 pertaining to other utility departments and amounts charged to Accounts 408.2 and 409.2. Also shown in column (l) the taxes charged to utility plant or other balance sheet accounts.
9. For any tax apportioned to more than one utility department or account, state in a footnote the basis (necessity) of apportioning such tax.

BALANCE AT END OF YEAR		DISTRIBUTION OF TAXES CHARGED				Line No.
(Taxes accrued Account 236) (g)	Prepaid Taxes (Incl. in Account 165) (h)	Electric (Account 408.1, 409.1) (i)	Extraordinary Items (Account 409.3) (j)	Adjustments to Ret. Earnings (Account 439) (k)	Other (l)	
						1
10,430,405		-5,557,162			-2,549,031	2
		4,606,922			4,021,287	3
						4
509		32,171			26,760	5
		13,481			6,057	6
						7
6,545,035		-446,469			-527,184	8
						9
6,377		289,541			40,104	10
						11
67,655,495		106,052,844			29,361,695	12
						13
78,239		53,544			102,933	14
					323,824	15
		189,678			113,335	16
		7,874			4,138	17
					36,438	18
						19
453,865		1,316,051			431,728	20
						21
207,316		818,694				22
						23
206,449		517,951			69,931	24
						25
804,397		1,923,285			342,358	26
		106,317			43,132	27
						28
2,547					41,988	29
-180					180	30
						31
					166,399	32
						33
						34
-10,209,263		-8,717,358			16,742,258	35
		965,830			1,057,586	36
						37
249		7,487			7,476	38
						39
-6,570,954					947,183	40
75,561,296		107,039,264			52,478,309	41

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR

1. Give particulars (details) of the combined prepaid and accrued tax accounts and show the total taxes charged to operations and other accounts during the year. Do not include gasoline and other sales taxes which have been charged to the accounts to which the taxed material was charged. If the actual, or estimated amounts of such taxes are known, show the amounts in a footnote and designate whether estimated or actual amounts.
2. Include on this page, taxes paid during the year and charged direct to final accounts, (not charged to prepaid or accrued taxes.) Enter the amounts in both columns (d) and (e). The balancing of this page is not affected by the inclusion of these taxes.
3. Include in column (d) taxes charged during the year, taxes charged to operations and other accounts through (a) accruals credited to taxes accrued, (b) amounts credited to proportions of prepaid taxes chargeable to current year, and (c) taxes paid and charged direct to operations or accounts other than accrued and prepaid tax accounts.
4. List the aggregate of each kind of tax in such manner that the total tax for each State and subdivision can readily be ascertained.

Line No.	Kind of Tax (See instruction 5) (a)	BALANCE AT BEGINNING OF YEAR		Taxes Charged During Year (d)	Taxes Paid During Year (e)	Adjustments (f)
		Taxes Accrued (Account 236) (b)	Prepaid Taxes (Include in Account 165) (c)			
1	SUT - South Dakota - 2015	382			382	
2	SUT - South Dakota - 2016			22,278	22,114	
3	Property - S Dakota -2015	3,954,262		323,132	4,277,394	
4	Property - S Dakota -2016			4,292,626		
5	Property - Nebraska - 2015	495,846		-10,542	485,304	
6	Property - Nebraska - 2016			590,316		
7	Property - N Dakota -2015	14,024		-869	13,155	
8	Property - N Dakota -2016			13,520		
9	Property - Kansas -2015-16	10,224				
10	Property - Iowa- 2015-16	761,381			217,501	
11	Property - Iowa- 2016-17			498,452	248,605	
12	Pers Prop - Auto - SD 2016			117,570	117,570	
13	Delaware Franchise Tax			30,608	30,608	
14	Use - S Dakota - 2015	28,082			28,082	
15	Use - S Dakota - 2016			218,673	237,412	
16	Coal Conversion - ND 2016			197,527	197,527	
17	Gross Receipts - SD 2015	277,847		-35,947	241,900	
18	Gross Receipts - SD 2016			268,972		
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41	TOTAL	64,679,146		159,517,390	151,716,469	3,081,226

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR (Continued)

5. If any tax (exclude Federal and State income taxes)- covers more than one year, show the required information separately for each tax year, identifying the year in column (a).
6. Enter all adjustments of the accrued and prepaid tax accounts in column (f) and explain each adjustment in a foot- note. Designate debit adjustments by parentheses.
7. Do not include on this page entries with respect to deferred income taxes or taxes collected through payroll deductions or otherwise pending transmittal of such taxes to the taxing authority.
8. Report in columns (i) through (l) how the taxes were distributed. Report in column (l) only the amounts charged to Accounts 408.1 and 409.1 pertaining to electric operations. Report in column (l) the amounts charged to Accounts 408.1 and 109.1 pertaining to other utility departments and amounts charged to Accounts 408.2 and 409.2. Also shown in column (l) the taxes charged to utility plant or other balance sheet accounts.
9. For any tax apportioned to more than one utility department or account, state in a footnote the basis (necessity) of apportioning such tax.

BALANCE AT END OF YEAR		DISTRIBUTION OF TAXES CHARGED				Line No.
(Taxes accrued Account 236) (g)	Prepaid Taxes (Incl. in Account 165) (h)	Electric (Account 408.1, 409.1) (i)	Extraordinary Items (Account 409.3) (j)	Adjustments to Ret. Earnings (Account 439) (k)	Other (l)	
						1
164		4,492			17,786	2
		184,185			138,947	3
4,292,626		3,712,562			580,064	4
					-10,542	5
590,316					590,316	6
		-869				7
13,520		13,520				8
10,224						9
543,880						10
249,848		498,452				11
		69,907			47,663	12
		18,020			12,589	13
						14
-18,740					218,673	15
		197,527				16
		-20,490			-15,457	17
268,972		181,277			87,695	18
						19
						20
						21
						22
						23
						24
						25
						26
						27
						28
						29
						30
						31
						32
						33
						34
						35
						36
						37
						38
						39
						40
75,561,296		107,039,264			52,478,309	41

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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ACCUMULATED DEFERRED INVESTMENT TAX CREDITS (Account 255)

Report below information applicable to Account 255. Where appropriate, segregate the balances and transactions by utility and nonutility operations. Explain by footnote any correction adjustments to the account balance shown in column (g). Include in column (i) the average period over which the tax credits are amortized.

Line No.	Account Subdivisions (a)	Balance at Beginning of Year (b)	Deferred for Year		Allocations to Current Year's Income		Adjustments (g)
			Account No. (c)	Amount (d)	Account No. (e)	Amount (f)	
1	Electric Utility						
2	3%				411.4		
3	4%				411.4		
4	7%						
5	10%	305,221			411.1	172,813	
6							
7							
8	TOTAL	305,221				172,813	
9	Other (List separately and show 3%, 4%, 7%, 10% and TOTAL)						
10							
11	3%				411.4		
12	4%				411.4		
13							
14	10%	51,159			411.4	23,563	
15							
16	TOTAL	51,159				23,563	
17							
18	Account 255 balance	356,380				196,376	
19							
20							
21							
22							
23							
24							
25							
26							
27							
28							
30							
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ACCUMULATED DEFERRED INVESTMENT TAX CREDITS (Account 255) (continued)

Balance at End of Year (h)	Average Period of Allocation to Income (i)	ADJUSTMENT EXPLANATION	Line No.
			1
	33 Years		2
	33 Years		3
			4
132,408	33 Years		5
			6
			7
132,408			8
			9
			10
	33 Years		11
	33 Years		12
			13
27,596	33 Years		14
			15
27,596			16
			17
160,004			18
			19
			20
			21
			22
			23
			24
			25
			26
			27
			28
			30
			31
			32
			33
			34
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			47
			48

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4	
OTHER DEFERRED CREDITS (Account 253)						
1. Report below the particulars (details) called for concerning other deferred credits. 2. For any deferred credit being amortized, show the period of amortization. 3. Minor items (5% of the Balance End of Year for Account 253 or amounts less than \$100,000, whichever is greater) may be grouped by classes.						
Line No.	Description and Other Deferred Credits (a)	Balance at Beginning of Year (b)	DEBITS		Credits (e)	Balance at End of Year (f)
			Contra Account (c)	Amount (d)		
1	Montana Operations:					
2						
3	Pension Plan Requirement	113,957,960		36,701,930	32,141,539	109,397,569
4						
5	Projects & Studies Prepaid by	11,478,790		19,219,463	31,596,610	23,855,937
6	Customers					
7						
8	Other Minor Items (9)	6,318,165		4,268,318	1,927,204	3,977,051
9	(some are amortized over					
10	various periods)					
11						
12						
13	South Dakota Operations:					
14						
15	Pension Plan Requirement	4,905,180		3,843,444	736,165	1,797,901
16						
17	Family Protector Plan Future	3,875,383		1,261,856	390,000	3,003,527
18	Payments					
19						
20	Deferred Directors' Compensation	24,262,549		7,927,311	8,798,095	25,133,333
21						
22	Other Minor Items (4)	2,748,222		863,155	834,173	2,719,240
23	(some are amortized over					
24	various periods)					
25						
26						
27	Corporate:					
28						
29	Minor Item	1,821,917		128,989	707,245	2,400,173
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41						
42						
43						
44						
45						
46						
47	TOTAL	169,368,166		74,214,466	77,131,031	172,284,731

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ACCUMULATED DEFERRED INCOME TAXES - OTHER PROPERTY (Account 282)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes rating to property not subject to accelerated amortization
2. For other (Specify), include deferrals relating to other income and deductions.

Line No.	Account (a)	Balance at Beginning of Year (b)	CHANGES DURING YEAR	
			Amounts Debited to Account 410.1 (c)	Amounts Credited to Account 411.1 (d)
1	Account 282			
2	Electric	301,622,335	61,002,552	
3	Gas	90,439,025	7,581,489	1,107,010
4	Other	55,069	2,471	
5	TOTAL (Enter Total of lines 2 thru 4)	392,116,429	68,586,512	1,107,010
6				
7				
8				
9	TOTAL Account 282 (Enter Total of lines 5 thru	392,116,429	68,586,512	1,107,010
10	Classification of TOTAL			
11	Federal Income Tax	392,116,429	68,586,512	1,107,010
12	State Income Tax			
13	Local Income Tax			

NOTES

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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ACCUMULATED DEFERRED INCOME TAXES - OTHER PROPERTY (Account 282) (Continued)

3. Use footnotes as required.

CHANGES DURING YEAR		ADJUSTMENTS				Balance at End of Year (k)	Line No.
Amounts Debited to Account 410.2 (e)	Amounts Credited to Account 411.2 (f)	Debits		Credits			
		Account Credited (g)	Amount (h)	Account Debited (i)	Amount (j)		
							1
						362,624,887	2
						96,913,504	3
						57,540	4
						459,595,931	5
							6
							7
							8
						459,595,931	9
							10
						459,595,931	11
							12
							13

NOTES (Continued)

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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ACCUMULATED DEFERRED INCOME TAXES - OTHER (Account 283)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes relating to amounts recorded in Account 283.
2. For other (Specify), include deferrals relating to other income and deductions.

Line No.	Account (a)	Balance at Beginning of Year (b)	CHANGES DURING YEAR	
			Amounts Debited to Account 410.1 (c)	Amounts Credited to Account 411.1 (d)
1	Account 283			
2	Electric			
3	Regulatory Assets	13,996,603		10,398,738
4	Reserves and Accruals	6,407,196		5,797,254
5	Intangible Amortization	132,543,575		
6	Excess Tax Depreciation	96,595,663		
7				
8				
9	TOTAL Electric (Total of lines 3 thru 8)	249,543,037		16,195,992
10	Gas			
11	Regulatory Assets	904,247	8,714,454	986,536
12	Intangible Amortization	45,540,308		
13	Excess Tax Depreciation	28,845,692		
14				
15				
16				
17	TOTAL Gas (Total of lines 11 thru 16)	75,290,247	8,714,454	986,536
18	Other (See Detail Below)			
19	TOTAL (Acct 283) (Enter Total of lines 9, 17 and 18)	324,833,284	8,714,454	17,182,528
20	Classification of TOTAL			
21	Federal Income Tax	291,312,579	7,743,723	15,509,894
22	State Income Tax	33,520,705	970,731	1,672,634
23	Local Income Tax			

NOTES

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ACCUMULATED DEFERRED INCOME TAXES - OTHER (Account 283) (Continued)

3. Provide in the space below explanations for Page 276 and 277. Include amounts relating to insignificant items listed under Other.
4. Use footnotes as required.

CHANGES DURING YEAR		ADJUSTMENTS				Balance at End of Year (k)	Line No.
Amounts Debited to Account 410.2 (e)	Amounts Credited to Account 411.2 (f)	Debits		Credits			
		Account Credited (g)	Amount (h)	Account Debited (i)	Amount (j)		
							1
							2
						3,597,865	3
						609,942	4
9,932,985						142,476,560	5
30,251,212						126,846,875	6
							7
							8
40,184,197						273,531,242	9
							10
						8,632,165	11
4,598,604						50,138,912	12
4,911,809						33,757,501	13
							14
							15
							16
9,510,413						92,528,578	17
102,167	283,185					-181,018	18
49,796,777	283,185					365,878,802	19
							20
44,782,033	257,441					328,071,000	21
5,014,744	25,744					37,807,802	22
							23

NOTES (Continued)

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OTHER REGULATORY LIABILITIES (Account 254)						
1. Report below the particulars (details) called for concerning other regulatory liabilities, including rate order docket number, if applicable.						
2. Minor items (5% of the Balance in Account 254 at end of period, or amounts less than \$100,000 which ever is less), may be grouped by classes.						
3. For Regulatory Liabilities being amortized, show period of amortization.						
Line No.	Description and Purpose of Other Regulatory Liabilities (a)	Balance at Beginning of Current Quarter/Year (b)	DEBITS		Credits (e)	Balance at End of Current Quarter/Year (f)
			Account Credited (c)	Amount (d)		
1	Montana Operations:					
2						
3	Deferred Gas Storage Sales	9,989,559	2407	420,517		9,569,042
4	Docket D2001.1.1					
5	Amortization 2001 - 2039					
6						
7	Montana Public Service Commission &	675,249	Various	821,741	618,806	472,314
8	Montana Consumer Counsel Taxes					
9	Dockets D2015.9.67 and D2016.9.72					
10						
11	CTC QF Over/Under Collections	36,644		36,644		
12	Docket 97.7.90 and D2001.1.5					
13	Annual Amortization					
14						
15	Environmental Insurance Proceeds	3,727,330	Various	2,167,330		1,560,000
16						
17	South Dakota Operations:					
18						
19	Current Ad Valorem True-Up	891,062	(2)407	641,113	431,242	681,191
20	Docket GE98-001					
21						
22	Aberdeen Manufactured Gas Plant	3,181,617	2407	208,499	1,881,519	4,854,637
23	Docket NG 11-003					
24						
25	Manufactured Gas Plants	212,216	2407	215,056	2,840	
26	Dockets NG 07-013 and NG 11-003					
27	Amortization 2011 - 2016					
28						
29	Unbilled Revenues	10,807,891	173	159,122,215	160,286,969	11,972,645
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41	TOTAL	29,521,568		163,633,115	163,221,376	29,109,829

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ELECTRIC OPERATING REVENUES (Account 400)

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

Line No.	Title of Account (a)	Operating Revenues Year to Date Quarterly/Annual (b)	Operating Revenues Previous year (no Quarterly) (c)
1	Sales of Electricity		
2	(440) Residential Sales	333,937,990	330,456,405
3	(442) Commercial and Industrial Sales		
4	Small (or Comm.) (See Instr. 4)	415,684,859	419,577,181
5	Large (or Ind.) (See Instr. 4)	61,381,198	63,342,148
6	(444) Public Street and Highway Lighting	17,600,810	17,551,488
7	(445) Other Sales to Public Authorities	788,647	694,498
8	(446) Sales to Railroads and Railways		
9	(448) Interdepartmental Sales	1,094,994	1,194,030
10	TOTAL Sales to Ultimate Consumers	830,538,498	832,815,750
11	(447) Sales for Resale	30,499,024	84,836,564
12	TOTAL Sales of Electricity	861,037,522	917,652,314
13	(Less) (449.1) Provision for Rate Refunds	-10,194,815	13,004,929
14	TOTAL Revenues Net of Prov. for Refunds	871,232,337	904,647,385
15	Other Operating Revenues		
16	(450) Forfeited Discounts	477,310	496,283
17	(451) Miscellaneous Service Revenues	285,377	188,557
18	(453) Sales of Water and Water Power		3,608,140
19	(454) Rent from Electric Property	3,814,146	2,881,173
20	(455) Interdepartmental Rents		
21	(456) Other Electric Revenues	21,049,694	15,189,478
22	(456.1) Revenues from Transmission of Electricity of Others	48,471,253	51,868,693
23	(457.1) Regional Control Service Revenues		
24	(457.2) Miscellaneous Revenues		
25	(Less) (449.1) Provision for Rate Refunds		
26	TOTAL Other Operating Revenues	74,091,780	74,232,324
27	TOTAL Electric Operating Revenues	945,324,117	978,879,709

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ELECTRIC OPERATING REVENUES (Account 400)

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

MEGAWATT HOURS SOLD		AVG.NO. CUSTOMERS PER MONTH		Line No.
Year to Date Quarterly/Annual (d)	Amount Previous year (no Quarterly) (e)	Current Year (no Quarterly) (f)	Previous Year (no Quarterly) (g)	
				1
2,920,128	2,909,198	341,364	337,193	2
				3
3,809,084	3,844,826	79,791	78,778	4
627,979	665,012	135	135	5
67,689	68,361	3,880	3,901	6
7,474	6,967	271	270	7
				8
9,924	10,948	300	295	9
7,442,278	7,505,312	425,741	420,572	10
1,595,568	3,522,568			11
9,037,846	11,027,880	425,741	420,572	12
				13
9,037,846	11,027,880	425,741	420,572	14

Line 12, column (b) includes \$ 2,576,219 of unbilled revenues.

Line 12, column (d) includes 20,101 MWH relating to unbilled revenues

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SALES OF ELECTRICITY BY RATE SCHEDULES

- Report below for each rate schedule in effect during the year the MWh of electricity sold, revenue, average number of customer, average Kwh per customer, and average revenue per Kwh, excluding date for Sales for Resale which is reported on Pages 310-311.
- Provide a subheading and total for each prescribed operating revenue account in the sequence followed in "Electric Operating Revenues," Page 300-301. If the sales under any rate schedule are classified in more than one revenue account, List the rate schedule and sales data under each applicable revenue account subheading.
- Where the same customers are served under more than one rate schedule in the same revenue account classification (such as a general residential schedule and an off peak water heating schedule), the entries in column (d) for the special schedule should denote the duplication in number of reported customers.
- The average number of customers should be the number of bills rendered during the year divided by the number of billing periods during the year (12 if all billings are made monthly).
- For any rate schedule having a fuel adjustment clause state in a footnote the estimated additional revenue billed pursuant thereto.
- Report amount of unbilled revenue as of end of year for each applicable revenue account subheading.

Line No.	Number and Title of Rate schedule (a)	MWh Sold (b)	Revenue (c)	Average Number of Customers (d)	KWh of Sales Per Customer (e)	Revenue Per KWh Sold (f)
1	RESIDENTIAL OR DOMESTIC					
2						
3	South Dakota Operations:					
4	10 Residential	379,805	40,669,852	38,845	9,777	0.1071
5	11 Resid Space Htg 1 Meter	154,585	13,428,043	10,088	15,324	0.0869
6	14 Resid Space Htg 2 Meters	12,178	613,117	1,038	11,732	0.0503
7	15 Residential Dual-Fuel	34	1,770	7	4,857	0.0521
8	95 Reddy Guard	1,642	201,299	38	43,211	0.1226
9						
10	Montana Operations:					
11	Residential	2,362,262	278,031,901	291,348	8,108	0.1177
12	Unbilled Revenue	179,939	19,894,821			0.1106
13	Reversal of Unbilled Accrual	-170,316	-18,852,813			0.1107
14						
15	Total Residential	2,920,129	333,987,990	341,364	8,554	0.1144
16						
17						
18	COMMERCIAL & INDUSTRIAL					
19						
20	South Dakota Operations:					
21	16 Interruptible Irrigation	1,990	194,867	70	28,429	0.0979
22	17 Irrigation Power	171	22,151	10	17,100	0.1295
23	18 Irrigation Power Off-Peak		30			
24	21 General Service	84,794	11,536,291	8,416	10,075	0.1361
25	23 Commercial Water Heating	570	44,581	74	7,703	0.0782
26	24 Commercial w/Space Heating	35,141	1,857,264	566	62,087	0.0529
27	25 Commercial Heating	40,208	3,390,005	793	50,704	0.0843
28	33 Industrial Power Service	155,787	18,363,015	1,951	79,850	0.1179
29	34 Industrial Power Service	348,751	27,599,349	450	775,002	0.0791
30	70 Controlled Off-Peak Service	58	5,269	2	29,000	0.0908
31	73 Small Qual Facil Rider		-522	5		
32	95 Reddy Guard	3,775	475,199	194	19,459	0.1259
33	Point to Point Distribution		184,074			
34	34 Large Industrial Power	313,564	19,596,271	60	5,226,067	0.0625
35						
36						
37						
38						
39						
40						
41	TOTAL Billed	7,422,177	827,962,279	425,741	17,434	0.1116
42	Total Unbilled Rev.(See Instr. 6)	20,101	2,576,219	0	0	0.1282
43	TOTAL	7,442,278	830,538,498	425,741	17,481	0.1116

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SALES OF ELECTRICITY BY RATE SCHEDULES

- Report below for each rate schedule in effect during the year the MWh of electricity sold, revenue, average number of customer, average Kwh per customer, and average revenue per Kwh, excluding date for Sales for Resale which is reported on Pages 310-311.
- Provide a subheading and total for each prescribed operating revenue account in the sequence followed in "Electric Operating Revenues," Page 300-301. If the sales under any rate schedule are classified in more than one revenue account, List the rate schedule and sales data under each applicable revenue account subheading.
- Where the same customers are served under more than one rate schedule in the same revenue account classification (such as a general residential schedule and an off peak water heating schedule), the entries in column (d) for the special schedule should denote the duplication in number of reported customers.
- The average number of customers should be the number of bills rendered during the year divided by the number of billing periods during the year (12 if all billings are made monthly).
- For any rate schedule having a fuel adjustment clause state in a footnote the estimated additional revenue billed pursuant thereto.
- Report amount of unbilled revenue as of end of year for each applicable revenue account subheading.

Line No.	Number and Title of Rate schedule (a)	MWh Sold (b)	Revenue (c)	Average Number of Customers (d)	KWh of Sales Per Customer (e)	Revenue Per KWh Sold (f)
1	Montana Operations:					
2	YNP-1 Yellowstone Park	21,306	3,982,625	285	74,758	0.1869
3	General Service-1	3,013,528	337,576,634	65,583	45,950	0.1120
4	General Service-2	318,528	40,379,960	76	4,191,158	0.1268
5	Irrigation	98,306	11,415,446	1,692	58,100	0.1161
6	Unbilled Revenue	238,029	24,696,056			0.1038
7	Reversal of Unbilled Accrual	-227,551	-23,161,844			0.1018
8						
9	Total Commercial & Industrial	4,446,955	478,156,721	80,227	55,430	0.1075
10						
11						
12	PUBLIC STREET & HIGHWAY					
13						
14	South Dakota Operations:					
15	95 Public Lighting	12,545	1,573,048	146	85,925	0.1254
16						
17	Montana Operations:					
18	Lighting	55,175	16,032,092	3,734	14,776	0.2906
19						
20	Total Public Street & Highway Lig	67,720	17,605,140	3,880	17,454	0.2600
21						
22						
23	SALES TO PUBLIC AUTHORITIES					
24						
25	South Dakota Operations:					
26	41 Municipal Pumping	7,474	788,647	271	27,579	0.1055
27						
28	Total Sales to Public Authorities	7,474	788,647	271	27,579	0.1055
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41	TOTAL Billed	7,422,177	827,962,279	425,741	17,434	0.1116
42	Total Unbilled Rev.(See Instr. 6)	20,101	2,576,219	0	0	0.1282
43	TOTAL	7,442,278	830,538,498	425,741	17,481	0.1116

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SALES FOR RESALE (Account 447)

1. Report all sales for resale (i.e., sales to purchasers other than ultimate consumers) transacted on a settlement basis other than power exchanges during the year. Do not report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges on this schedule. Power exchanges must be reported on the Purchased Power schedule (Page 326-327).

2. Enter the name of the purchaser in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the purchaser.

3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:
 RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projected load for this service in its system resource planning). In addition, the reliability of requirements service must be the same as, or second only to, the supplier's service to its own ultimate consumers.
 LF - for long-term service. "Long-term" means five years or Longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for Long-term firm service which meets the definition of RQ service. For all transactions identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.
 IF - for intermediate-term firm service. The same as LF service except that "intermediate-term" means longer than one year but Less than five years.
 SF - for short-term firm service. Use this category for all firm services where the duration of each period of commitment for service is one year or less.
 LU - for Long-term service from a designated generating unit. "Long-term" means five years or Longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of designated unit.
 IU - for intermediate-term service from a designated generating unit. The same as LU service except that "intermediate-term" means Longer than one year but Less than five years.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	MONTANA					
2						
3	RESERVE SHARING SALES					
4	Avista	LF	Volume #7	NA	NA	NA
5	Bonneville Power Administration	LF	Volume #7	NA	NA	NA
6	Constellation/Grid Force	LF	Volume #7	NA	NA	NA
7	Douglas County PUD	LF	Volume #7	NA	NA	NA
8	Hardin Generation	LF	Volume #7	NA	NA	NA
9	PacifiCorp	LF	Volume #7	NA	NA	NA
10	Portland General Electric	LF	Volume #7	NA	NA	NA
11	Naturener	LF	Volume #7	NA	NA	NA
12	Talen Energy/PPLM	LF	Volume #7	NA	NA	NA
13	Idaho Power Company	LF	Volume #7	NA	NA	NA
14	Puget Sound Energy	LF	Volume #7	NA	NA	NA
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			0	0	0

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SALES FOR RESALE (Account 447) (Continued)

OS - for other service. use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote.

AD - for Out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. Group requirements RQ sales together and report them starting at line number one. After listing all RQ sales, enter "Subtotal - RQ" in column (a). The remaining sales may then be listed in any order. Enter "Subtotal-Non-RQ" in column (a) after this Listing. Enter "Total" in column (a) as the Last Line of the schedule. Report subtotals and total for columns (9) through (k)

5. In Column (c), identify the FERC Rate Schedule or Tariff Number. On separate Lines, List all FERC rate schedules or tariffs under which service, as identified in column (b), is provided.

6. For requirements RQ sales and any type of-service involving demand charges imposed on a monthly (or Longer) basis, enter the average monthly billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP)

demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.

7. Report in column (g) the megawatt hours shown on bills rendered to the purchaser.

8. Report demand charges in column (h), energy charges in column (i), and the total of any other types of charges, including out-of-period adjustments, in column (j). Explain in a footnote all components of the amount shown in column (j). Report in column (k) the total charge shown on bills rendered to the purchaser.

9. The data in column (g) through (k) must be subtotaled based on the RQ/Non-RQ grouping (see instruction 4), and then totaled on the Last -line of the schedule. The "Subtotal - RQ" amount in column (g) must be reported as Requirements Sales For Resale on Page 401, line 23. The "Subtotal - Non-RQ" amount in column (g) must be reported as Non-Requirements Sales For Resale on Page 401, line 24.

10. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Sold (g)	REVENUE			Total (\$) (h+i+j) (k)	Line No.
	Demand Charges (\$) (h)	Energy Charges (\$) (i)	Other Charges (\$) (j)		
					1
					2
					3
9		228		228	4
254		5,949		5,949	5
49		1,243		1,243	6
3		58		58	7
267		9,661		9,661	8
255		6,322		6,322	9
67		1,662		1,662	10
28		660		660	11
441		10,411		10,411	12
61		1,446		1,446	13
4		20		20	14
0	0	0	0	0	
1,595,568	0	30,499,024	0	30,499,024	
1,595,568	0	30,499,024	0	30,499,024	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SALES FOR RESALE (Account 447)

1. Report all sales for resale (i.e., sales to purchasers other than ultimate consumers) transacted on a settlement basis other than power exchanges during the year. Do not report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges on this schedule. Power exchanges must be reported on the Purchased Power schedule (Page 326-327).

2. Enter the name of the purchaser in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the purchaser.

3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows: RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projected load for this service in its system resource planning). In addition, the reliability of requirements service must be the same as, or second only to, the supplier's service to its own ultimate consumers.

LF - for long-term service. "Long-term" means five years or Longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for Long-term firm service which meets the definition of RQ service. For all transactions identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or setter can unilaterally get out of the contract.

IF - for intermediate-term firm service. The same as LF service except that "intermediate-term" means longer than one year but Less than five years.

SF - for short-term firm service. Use this category for all firm services where the duration of each period of commitment for service is one year or less.

LU - for Long-term service from a designated generating unit. "Long-term" means five years or Longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of designated unit.

IU - for intermediate-term service from a designated generating unit. The same as LU service except that "intermediate-term" means Longer than one year but Less than five years.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Sacramento Municipal Utility District	LF	Volume #7	NA	NA	NA
2	Sierra Pacific Power	LF	Volume #7	NA	NA	NA
3	Chelan Public Utility District	LF	Volume #7	NA	NA	NA
4	Seattle City Light	LF	Volume #7	NA	NA	NA
5	Tacoma Power	LF	Volume #7	NA	NA	NA
6						
7	SUPPLY					
8	Avista Corporation	SF	Market-Based Ratef	NA	NA	NA
9	Basin Electric Power Cooperative	SF	Market-Based Ratef	NA	NA	NA
10	Black Hills Power Inc	SF	Market-Based Ratef	NA	NA	NA
11	Bonneville Power Administration	SF	Market-Based Ratef	NA	NA	NA
12	Cargill Power Markets, LLC	SF	Market-Based Ratef	NA	NA	NA
13	Citigroup Energy Inc.	SF	Market-Based Ratef	NA	NA	NA
14	PUD No. 1 Clark County	SF	Market-Based Ratef	NA	NA	NA
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			0	0	0

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SALES FOR RESALE (Account 447) (Continued)

OS - for other service. use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote.

AD - for Out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. Group requirements RQ sales together and report them starting at line number one. After listing all RQ sales, enter "Subtotal - RQ" in column (a). The remaining sales may then be listed in any order. Enter "Subtotal-Non-RQ" in column (a) after this Listing. Enter "Total" in column (a) as the Last Line of the schedule. Report subtotals and total for columns (9) through (k)

5. In Column (c), identify the FERC Rate Schedule or Tariff Number. On separate Lines, List all FERC rate schedules or tariffs under which service, as identified in column (b), is provided.

6. For requirements RQ sales and any type of-service involving demand charges imposed on a monthly (or Longer) basis, enter the average monthly billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP)

demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.

7. Report in column (g) the megawatt hours shown on bills rendered to the purchaser.

8. Report demand charges in column (h), energy charges in column (i), and the total of any other types of charges, including out-of-period adjustments, in column (j). Explain in a footnote all components of the amount shown in column (j). Report in column (k) the total charge shown on bills rendered to the purchaser.

9. The data in column (g) through (k) must be subtotaled based on the RQ/Non-RQ grouping (see instruction 4), and then totaled on the Last -line of the schedule. The "Subtotal - RQ" amount in column (g) must be reported as Requirements Sales For Resale on Page 401, line 23. The "Subtotal - Non-RQ" amount in column (g) must be reported as Non-Requirements Sales For Resale on Page 401, line 24.

10. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Sold (g)	REVENUE			Total (\$) (h+i+j) (k)	Line No.
	Demand Charges (\$) (h)	Energy Charges (\$) (i)	Other Charges (\$) (j)		
4		109		109	1
65		1,266		1,266	2
1		18		18	3
3		80		80	4
4		64		64	5
					6
					7
11,170		209,047		209,047	8
1,651		31,097		31,097	9
4,952		82,472		82,472	10
116,193		1,898,709		1,898,709	11
760		10,905		10,905	12
274,825		5,396,359		5,396,359	13
9,304		225,912		225,912	14
0	0	0	0	0	
1,595,568	0	30,499,024	0	30,499,024	
1,595,568	0	30,499,024	0	30,499,024	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SALES FOR RESALE (Account 447)

1. Report all sales for resale (i.e., sales to purchasers other than ultimate consumers) transacted on a settlement basis other than power exchanges during the year. Do not report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges on this schedule. Power exchanges must be reported on the Purchased Power schedule (Page 326-327).

2. Enter the name of the purchaser in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the purchaser.

3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:
 RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projected load for this service in its system resource planning). In addition, the reliability of requirements service must be the same as, or second only to, the supplier's service to its own ultimate consumers.
 LF - for long-term service. "Long-term" means five years or Longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for Long-term firm service which meets the definition of RQ service. For all transactions identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.
 IF - for intermediate-term firm service. The same as LF service except that "intermediate-term" means longer than one year but Less than five years.
 SF - for short-term firm service. Use this category for all firm services where the duration of each period of commitment for service is one year or less.
 LU - for Long-term service from a designated generating unit. "Long-term" means five years or Longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of designated unit.
 IU - for intermediate-term service from a designated generating unit. The same as LU service except that "intermediate-term" means Longer than one year but Less than five years.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Shell Energy North America (US), L.P.	SF	Market-Based Ratef	NA	NA	NA
2	CP Energy Marketing	SF	Market-Based Ratef	NA	NA	NA
3	EDF Trading North America, LLC	SF	Market-Based Ratef	NA	NA	NA
4	Energy Keepers, Inc.	SF	Market-Based Ratef	NA	NA	NA
5	Eugene Water & Electric Board	SF	Market-Based Ratef	NA	NA	NA
6	Excelon Generation Company, LLC	SF	Market-Based Ratef	NA	NA	NA
7	Iberdrola Renewables, LLC	SF	Market-Based Ratef	NA	NA	NA
8	Idaho Power Company	SF	Market-Based Ratef	NA	NA	NA
9	Morgan Stanley Capital Group, Inc.	LF	Market-Based Ratef	NA	NA	NA
10	PacifiCorp	SF	Market-Based Ratef	NA	NA	NA
11	Portland General Electric	SF	Market-Based Ratef	NA	NA	NA
12	Powerex Corp.	SF	Market-Based Ratef	NA	NA	NA
13	Talen Energy Marketing, LLC	SF	Market-Based Ratef	NA	NA	NA
14	Puget Sound Energy	SF	Market-Based Ratef	NA	NA	NA
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			0	0	0

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SALES FOR RESALE (Account 447) (Continued)

OS - for other service. use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote.

AD - for Out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. Group requirements RQ sales together and report them starting at line number one. After listing all RQ sales, enter "Subtotal - RQ" in column (a). The remaining sales may then be listed in any order. Enter "Subtotal-Non-RQ" in column (a) after this Listing. Enter "Total" in column (a) as the Last Line of the schedule. Report subtotals and total for columns (9) through (k)

5. In Column (c), identify the FERC Rate Schedule or Tariff Number. On separate Lines, List all FERC rate schedules or tariffs under which service, as identified in column (b), is provided.

6. For requirements RQ sales and any type of-service involving demand charges imposed on a monthly (or Longer) basis, enter the average monthly billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP)

demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.

7. Report in column (g) the megawatt hours shown on bills rendered to the purchaser.

8. Report demand charges in column (h), energy charges in column (i), and the total of any other types of charges, including out-of-period adjustments, in column (j). Explain in a footnote all components of the amount shown in column (j). Report in column (k) the total charge shown on bills rendered to the purchaser.

9. The data in column (g) through (k) must be subtotaled based on the RQ/Non-RQ grouping (see instruction 4), and then totaled on the Last -line of the schedule. The "Subtotal - RQ" amount in column (g) must be reported as Requirements Sales For Resale on Page 401, line 23. The "Subtotal - Non-RQ" amount in column (g) must be reported as Non-Requirements Sales For Resale on Page 401, line 24.

10. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Sold (g)	REVENUE			Total (\$) (h+i+j) (k)	Line No.
	Demand Charges (\$) (h)	Energy Charges (\$) (i)	Other Charges (\$) (j)		
47,547		962,360		962,360	1
10		230		230	2
20,000		640,000		640,000	3
2,449		52,221		52,221	4
6,240		143,223		143,223	5
522		12,437		12,437	6
397,076		7,686,622		7,686,622	7
455		8,190		8,190	8
249,624		5,351,192		5,351,192	9
8,638		138,566		138,566	10
21,506		410,233		410,233	11
2,769		27,362		27,362	12
164,019		1,871,252		1,871,252	13
11,262		235,415		235,415	14
0	0	0	0	0	
1,595,568	0	30,499,024	0	30,499,024	
1,595,568	0	30,499,024	0	30,499,024	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SALES FOR RESALE (Account 447)

1. Report all sales for resale (i.e., sales to purchasers other than ultimate consumers) transacted on a settlement basis other than power exchanges during the year. Do not report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges on this schedule. Power exchanges must be reported on the Purchased Power schedule (Page 326-327).

2. Enter the name of the purchaser in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the purchaser.

3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:
 RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projected load for this service in its system resource planning). In addition, the reliability of requirements service must be the same as, or second only to, the supplier's service to its own ultimate consumers.
 LF - for long-term service. "Long-term" means five years or Longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for Long-term firm service which meets the definition of RQ service. For all transactions identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.
 IF - for intermediate-term firm service. The same as LF service except that "intermediate-term" means longer than one year but Less than five years.
 SF - for short-term firm service. Use this category for all firm services where the duration of each period of commitment for service is one year or less.
 LU - for Long-term service from a designated generating unit. "Long-term" means five years or Longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of designated unit.
 IU - for intermediate-term service from a designated generating unit. The same as LU service except that "intermediate-term" means Longer than one year but Less than five years.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Rainbow Energy Marketing Corporation	SF	Market-Based Rate	NA	NA	NA
2	Seattle City Light	SF	Market-Based Rate	NA	NA	NA
3	Tacoma Power	SF	Market-Based Rate	NA	NA	NA
4	Tenaska Power Services	SF	Market-Based Rate	NA	NA	NA
5	The Energy Authority, Inc.	SF	Market-Based Rate	NA	NA	NA
6	Tiber Montana, LLC	SF	Market-Based Rate	NA	NA	NA
7	Transalta Energy Marketing (US) Inc.	SF	Market-Based Rate	NA	NA	NA
8	Tri State Generation and Transmission n	SF	Market-Based Rate	NA	NA	NA
9	Twin Eagle Resource Management, LLC	SF	Market-Based Rate	NA	NA	NA
10						
11						
12						
13						
14						
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			0	0	0

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SALES FOR RESALE (Account 447) (Continued)

OS - for other service. use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote.

AD - for Out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. Group requirements RQ sales together and report them starting at line number one. After listing all RQ sales, enter "Subtotal - RQ" in column (a). The remaining sales may then be listed in any order. Enter "Subtotal-Non-RQ" in column (a) after this Listing. Enter "Total" in column (a) as the Last Line of the schedule. Report subtotals and total for columns (9) through (k)

5. In Column (c), identify the FERC Rate Schedule or Tariff Number. On separate Lines, List all FERC rate schedules or tariffs under which service, as identified in column (b), is provided.

6. For requirements RQ sales and any type of-service involving demand charges imposed on a monthly (or Longer) basis, enter the average monthly billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP)

demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.

7. Report in column (g) the megawatt hours shown on bills rendered to the purchaser.

8. Report demand charges in column (h), energy charges in column (i), and the total of any other types of charges, including out-of-period adjustments, in column (j). Explain in a footnote all components of the amount shown in column (j). Report in column (k) the total charge shown on bills rendered to the purchaser.

9. The data in column (g) through (k) must be subtotaled based on the RQ/Non-RQ grouping (see instruction 4), and then totaled on the Last -line of the schedule. The "Subtotal - RQ" amount in column (g) must be reported as Requirements Sales For Resale on Page 401, line 23. The "Subtotal - Non-RQ" amount in column (g) must be reported as Non-Requirements Sales For Resale on Page 401, line 24.

10. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Sold (g)	REVENUE			Total (\$) (h+i+j) (k)	Line No.
	Demand Charges (\$) (h)	Energy Charges (\$) (i)	Other Charges (\$) (j)		
8,789		191,784		191,784	1
38,146		341,021		341,021	2
3,346		61,283		61,283	3
1,158		17,695		17,695	4
18,024		403,922		403,922	5
29,859		1,271,683		1,271,683	6
134,226		2,681,312		2,681,312	7
3,183		37,706		37,706	8
6,350		59,617		59,617	9
					10
					11
					12
					13
					14
0	0	0	0	0	
1,595,568	0	30,499,024	0	30,499,024	
1,595,568	0	30,499,024	0	30,499,024	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
ELECTRIC OPERATION AND MAINTENANCE EXPENSES					
If the amount for previous year is not derived from previously reported figures, explain in footnote.					
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)		
1	1. POWER PRODUCTION EXPENSES				
2	A. Steam Power Generation				
3	Operation				
4	(500) Operation Supervision and Engineering	892,520	1,201,051		
5	(501) Fuel	45,870,329	47,776,867		
6	(502) Steam Expenses	3,149,340	2,678,123		
7	(503) Steam from Other Sources				
8	(Less) (504) Steam Transferred-Cr.				
9	(505) Electric Expenses	780,833	729,508		
10	(506) Miscellaneous Steam Power Expenses	3,232,239	2,970,688		
11	(507) Rents	70,415	61,559		
12	(509) Allowances				
13	TOTAL Operation (Enter Total of Lines 4 thru 12)	54,004,676	55,417,796		
14	Maintenance				
15	(510) Maintenance Supervision and Engineering	1,190,995	800,212		
16	(511) Maintenance of Structures	977,031	1,073,279		
17	(512) Maintenance of Boiler Plant	7,084,862	5,830,556		
18	(513) Maintenance of Electric Plant	1,588,396	1,734,718		
19	(514) Maintenance of Miscellaneous Steam Plant	1,044,109	870,388		
20	TOTAL Maintenance (Enter Total of Lines 15 thru 19)	11,885,393	10,309,153		
21	TOTAL Power Production Expenses-Steam Power (Entr Tot lines 13 & 20)	65,890,069	65,726,949		
22	B. Nuclear Power Generation				
23	Operation				
24	(517) Operation Supervision and Engineering				
25	(518) Fuel				
26	(519) Coolants and Water				
27	(520) Steam Expenses				
28	(521) Steam from Other Sources				
29	(Less) (522) Steam Transferred-Cr.				
30	(523) Electric Expenses				
31	(524) Miscellaneous Nuclear Power Expenses				
32	(525) Rents				
33	TOTAL Operation (Enter Total of lines 24 thru 32)				
34	Maintenance				
35	(528) Maintenance Supervision and Engineering				
36	(529) Maintenance of Structures				
37	(530) Maintenance of Reactor Plant Equipment				
38	(531) Maintenance of Electric Plant				
39	(532) Maintenance of Miscellaneous Nuclear Plant				
40	TOTAL Maintenance (Enter Total of lines 35 thru 39)				
41	TOTAL Power Production Expenses-Nuc. Power (Entr tot lines 33 & 40)				
42	C. Hydraulic Power Generation				
43	Operation				
44	(535) Operation Supervision and Engineering	822,126	946,345		
45	(536) Water for Power	1,173,807	964,488		
46	(537) Hydraulic Expenses	4,239,543	3,777,397		
47	(538) Electric Expenses	3,576,133	4,120,628		
48	(539) Miscellaneous Hydraulic Power Generation Expenses	2,605,943	2,095,260		
49	(540) Rents	736,019	15,336,201		
50	TOTAL Operation (Enter Total of Lines 44 thru 49)	13,153,571	27,240,319		
51	C. Hydraulic Power Generation (Continued)				
52	Maintenance				
53	(541) Maintenance Supervision and Engineering	743,183	881,188		
54	(542) Maintenance of Structures	861,528	476,174		
55	(543) Maintenance of Reservoirs, Dams, and Waterways	1,140,672	727,869		
56	(544) Maintenance of Electric Plant	1,549,376	1,562,249		
57	(545) Maintenance of Miscellaneous Hydraulic Plant	998,296	1,706,212		
58	TOTAL Maintenance (Enter Total of lines 53 thru 57)	5,293,055	5,353,692		
59	TOTAL Power Production Expenses-Hydraulic Power (tot of lines 50 & 58)	18,446,626	32,594,011		

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ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)					
If the amount for previous year is not derived from previously reported figures, explain in footnote.					
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)		
60	D. Other Power Generation				
61	Operation				
62	(546) Operation Supervision and Engineering	1,099,533	1,124,090		
63	(547) Fuel	8,034,606	14,630,970		
64	(548) Generation Expenses	5,399,035	3,995,439		
65	(549) Miscellaneous Other Power Generation Expenses	1,541,488	965,980		
66	(550) Rents				
67	TOTAL Operation (Enter Total of lines 62 thru 66)	16,074,662	20,716,479		
68	Maintenance				
69	(551) Maintenance Supervision and Engineering	107,341	116,945		
70	(552) Maintenance of Structures	5,026	20,777		
71	(553) Maintenance of Generating and Electric Plant	2,438,323	1,807,998		
72	(554) Maintenance of Miscellaneous Other Power Generation Plant	119,741	109,967		
73	TOTAL Maintenance (Enter Total of lines 69 thru 72)	2,670,431	2,055,687		
74	TOTAL Power Production Expenses-Other Power (Enter Tot of 67 & 73)	18,745,093	22,772,166		
75	E. Other Power Supply Expenses				
76	(555) Purchased Power	207,531,990	244,320,023		
77	(556) System Control and Load Dispatching	263,536	136,976		
78	(557) Other Expenses	15,686,320	17,709,429		
79	TOTAL Other Power Supply Exp (Enter Total of lines 76 thru 78)	223,481,846	262,166,428		
80	TOTAL Power Production Expenses (Total of lines 21, 41, 59, 74 & 79)	326,563,634	383,259,554		
81	2. TRANSMISSION EXPENSES				
82	Operation				
83	(560) Operation Supervision and Engineering	3,874,117	3,974,649		
84					
85	(561.1) Load Dispatch-Reliability	1,006,109	949,842		
86	(561.2) Load Dispatch-Monitor and Operate Transmission System	860,145	849,509		
87	(561.3) Load Dispatch-Transmission Service and Scheduling	1,285,069	1,660,724		
88	(561.4) Scheduling, System Control and Dispatch Services				
89	(561.5) Reliability, Planning and Standards Development	79,458	102,632		
90	(561.6) Transmission Service Studies				
91	(561.7) Generation Interconnection Studies				
92	(561.8) Reliability, Planning and Standards Development Services		6,000		
93	(562) Station Expenses	1,817,387	1,658,224		
94	(563) Overhead Lines Expenses	1,208,666	1,340,570		
95	(564) Underground Lines Expenses				
96	(565) Transmission of Electricity by Others	15,346,276	8,481,034		
97	(566) Miscellaneous Transmission Expenses	-3,279,534	528,187		
98	(567) Rents	853,847	769,153		
99	TOTAL Operation (Enter Total of lines 83 thru 98)	23,051,540	20,320,524		
100	Maintenance				
101	(568) Maintenance Supervision and Engineering	1,076,579	1,529,340		
102	(569) Maintenance of Structures	27,491	35,186		
103	(569.1) Maintenance of Computer Hardware	993,785	216,046		
104	(569.2) Maintenance of Computer Software	403,255	1,048,892		
105	(569.3) Maintenance of Communication Equipment	103,964	92,024		
106	(569.4) Maintenance of Miscellaneous Regional Transmission Plant				
107	(570) Maintenance of Station Equipment	1,135,332	1,390,352		
108	(571) Maintenance of Overhead Lines	3,538,514	3,106,899		
109	(572) Maintenance of Underground Lines		175		
110	(573) Maintenance of Miscellaneous Transmission Plant				
111	TOTAL Maintenance (Total of lines 101 thru 110)	7,278,920	7,418,914		
112	TOTAL Transmission Expenses (Total of lines 99 and 111)	30,330,460	27,739,438		

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ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)					
If the amount for previous year is not derived from previously reported figures, explain in footnote.					
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)		
113	3. REGIONAL MARKET EXPENSES				
114	Operation				
115	(575.1) Operation Supervision	7,463			
116	(575.2) Day-Ahead and Real-Time Market Facilitation	317,892	19,015		
117	(575.3) Transmission Rights Market Facilitation	3,732			
118	(575.4) Capacity Market Facilitation				
119	(575.5) Ancillary Services Market Facilitation	88,694	5,433		
120	(575.6) Market Monitoring and Compliance	44,347	2,716		
121	(575.7) Market Facilitation, Monitoring and Compliance Services				
122	(575.8) Rents				
123	Total Operation (Lines 115 thru 122)	462,128	27,164		
124	Maintenance				
125	(576.1) Maintenance of Structures and Improvements				
126	(576.2) Maintenance of Computer Hardware				
127	(576.3) Maintenance of Computer Software				
128	(576.4) Maintenance of Communication Equipment				
129	(576.5) Maintenance of Miscellaneous Market Operation Plant				
130	Total Maintenance (Lines 125 thru 129)				
131	TOTAL Regional Transmission and Market Op Exps (Total 123 and 130)	462,128	27,164		
132	4. DISTRIBUTION EXPENSES				
133	Operation				
134	(580) Operation Supervision and Engineering	4,417,980	4,723,015		
135	(581) Load Dispatching				
136	(582) Station Expenses	2,048,896	2,250,635		
137	(583) Overhead Line Expenses	2,578,893	4,867,672		
138	(584) Underground Line Expenses	2,821,973	2,830,940		
139	(585) Street Lighting and Signal System Expenses	882,055	880,004		
140	(586) Meter Expenses	3,409,129	3,452,849		
141	(587) Customer Installations Expenses	2,705,391	2,627,458		
142	(588) Miscellaneous Expenses	4,794,682	4,757,591		
143	(589) Rents	59,888	73,660		
144	TOTAL Operation (Enter Total of lines 134 thru 143)	23,718,887	26,463,824		
145	Maintenance				
146	(590) Maintenance Supervision and Engineering	2,094,734	2,567,949		
147	(591) Maintenance of Structures	21,151	40,127		
148	(592) Maintenance of Station Equipment	923,935	1,156,687		
149	(593) Maintenance of Overhead Lines	11,900,642	15,160,031		
150	(594) Maintenance of Underground Lines	1,672,492	1,799,887		
151	(595) Maintenance of Line Transformers	145,108	160,384		
152	(596) Maintenance of Street Lighting and Signal Systems	1,109,888	1,104,495		
153	(597) Maintenance of Meters	1,390,077	1,453,059		
154	(598) Maintenance of Miscellaneous Distribution Plant	48,041	43,176		
155	TOTAL Maintenance (Total of lines 146 thru 154)	19,306,068	23,485,795		
156	TOTAL Distribution Expenses (Total of lines 144 and 155)	43,024,955	49,949,619		
157	5. CUSTOMER ACCOUNTS EXPENSES				
158	Operation				
159	(901) Supervision				
160	(902) Meter Reading Expenses	2,417,081	2,406,892		
161	(903) Customer Records and Collection Expenses	7,424,251	7,741,867		
162	(904) Uncollectible Accounts	734,069	1,420,070		
163	(905) Miscellaneous Customer Accounts Expenses	51,718	45,985		
164	TOTAL Customer Accounts Expenses (Total of lines 159 thru 163)	10,627,119	11,614,814		

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ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)					
If the amount for previous year is not derived from previously reported figures, explain in footnote.					
Line No.	Account (a)	Amount for Current Year (b)		Amount for Previous Year (c)	
165	6. CUSTOMER SERVICE AND INFORMATIONAL EXPENSES				
166	Operation				
167	(907) Supervision				
168	(908) Customer Assistance Expenses	4,828,196		4,868,885	
169	(909) Informational and Instructional Expenses	948,370		965,498	
170	(910) Miscellaneous Customer Service and Informational Expenses	824,023		858,992	
171	TOTAL Customer Service and Information Expenses (Total 167 thru 170)	6,600,589		6,693,375	
172	7. SALES EXPENSES				
173	Operation				
174	(911) Supervision				
175	(912) Demonstrating and Selling Expenses				
176	(913) Advertising Expenses	503,358		553,862	
177	(916) Miscellaneous Sales Expenses				
178	TOTAL Sales Expenses (Enter Total of lines 174 thru 177)	503,358		553,862	
179	8. ADMINISTRATIVE AND GENERAL EXPENSES				
180	Operation				
181	(920) Administrative and General Salaries	34,684,808		32,598,843	
182	(921) Office Supplies and Expenses	9,444,457		9,905,899	
183	(Less) (922) Administrative Expenses Transferred-Credit	6,195,042		6,082,785	
184	(923) Outside Services Employed	5,470,124		4,927,614	
185	(924) Property Insurance	2,745,217		2,375,463	
186	(925) Injuries and Damages	7,613,714		6,640,186	
187	(926) Employee Pensions and Benefits	4,583,770		5,116,874	
188	(927) Franchise Requirements				
189	(928) Regulatory Commission Expenses	2,516,591		3,055,574	
190	(929) (Less) Duplicate Charges-Cr.				
191	(930.1) General Advertising Expenses	34,438		27,873	
192	(930.2) Miscellaneous General Expenses	12,735,376		12,685,553	
193	(931) Rents	1,964,834		2,223,462	
194	TOTAL Operation (Enter Total of lines 181 thru 193)	75,598,287		73,474,556	
195	Maintenance				
196	(935) Maintenance of General Plant	2,903,734		3,321,507	
197	TOTAL Administrative & General Expenses (Total of lines 194 and 196)	78,502,021		76,796,063	
198	TOTAL Elec Op and Maint Expns (Total 80,112,131,156,164,171,178,197)	496,614,264		556,633,889	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4			
PURCHASED POWER (Account 555) (including power exchanges)						
<p>1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.</p> <p>2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.</p> <p>3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:</p> <p>RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.</p> <p>LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.</p> <p>IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.</p> <p>LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.</p> <p>IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.</p> <p>OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.</p>						
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	MONTANA PURCHASES					
2						
3	SMALL POWER PRODUCERS:					
4	Billings Generation Inc	LU	NA	NA	NA	NA
5	Pony Hydro	LU	NA	NA	NA	NA
6	Boulder Hydro	LU	NA	NA	NA	NA
7	Pine Creek	LU	NA	NA	NA	NA
8	Colstrip Energy Ltd/Montana One	LU	NA	NA	NA	NA
9	Martinsdale Wind Farm	LU	NA	NA	NA	NA
10	Martinsdale South Wind Farm	LU	NA	NA	NA	NA
11	Moe Wind	LU	NA	NA	NA	NA
12	Hydrodynamics - South Dry Creek	LU	NA	NA	NA	NA
13	Hydrodynamics - Strawberry Creek	LU	NA	NA	NA	NA
14	Hanover Hydro	LU	NA	NA	NA	NA
	Total					

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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PURCHASED POWER (Account 555) (Continued)
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.

5. For requirements RQ purchases and any type of service involving demand charges imposed on a monthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.

6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.

7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.

8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.

9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES		COST/SETTLEMENT OF POWER				Line No.
	MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	Demand Charges (\$) (j)	Energy Charges (\$) (k)	Other Charges (\$) (l)	Total (j+k+l) of Settlement (\$) (m)	
							1
							2
							3
452,015				40,039,604	-9,705	40,029,899	4
1,105				71,191		71,191	5
1,601				28,987		28,987	6
1,462				107,044	-8,725	98,319	7
301,332				25,431,601	-4,822	25,426,779	8
1,304				16,135		16,135	9
768				1,835		1,835	10
498				5,174		5,174	11
8,780				515,195	-880	514,815	12
1,436				85,903	-235	85,668	13
233				14,783		14,783	14
4,036,156	47,830	47,824	1,260,443	206,310,786	-39,239	207,531,990	

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PURCHASED POWER (Account 555)
(Including power exchanges)

1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.
2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:

RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.

LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.

IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.

SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.

LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.

IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.

EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.

OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Ross Creek Hydro	LU	NA	NA	NA	NA
2	Bruce Rauner/Barney Creek	LU	NA	NA	NA	NA
3	Bruce Rauner/Cascade Creek	LU	NA	NA	NA	NA
4	State of Montana-DNRC / Broadwater	LU	NA	NA	NA	NA
5	Mission Creek	LU	NA	NA	NA	NA
6	Sheeps Valley	LU	NA	NA	NA	NA
7	Greenfield Wind	LU	NA	NA	NA	NA
8	Wisconsin Creek	LU	NA	NA	NA	NA
9	Gordon Butte Wind	LU	NA	NA	NA	NA
10	Flint Creek Hydro	LU	NA	NA	NA	NA
11	Foundation Windpower / Fairfield Wind	LU	NA	NA	NA	NA
12	Two Dot Wind Farm	LU	NA	NA	NA	NA
13	Lower South Fork	LU	NA	NA	NA	NA
14	Musselshell Wind 1	LU	NA	NA	NA	NA
	Total					

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PURCHASED POWER (Account 555) (Continued)
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.

5. For requirements RQ purchases and any type of service involving demand charges imposed on a monthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.

6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.

7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.

8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.

9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES		COST/SETTLEMENT OF POWER				Line No.
	MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	Demand Charges (\$) (j)	Energy Charges (\$) (k)	Other Charges (\$) (l)	Total (j+k+l) of Settlement (\$) (m)	
2,339				86,869	-2,840	84,029	1
127				12,731	-4,448	8,283	2
345				27,388	-2,852	24,536	3
48,348				4,910,420	-5,232	4,905,188	4
24				1,144		1,144	5
741				9,696		9,696	6
16,353				804,904		804,904	7
769				45,214		45,214	8
39,552				2,737,438		2,737,438	9
10,395				740,232		740,232	10
32,981				2,345,362		2,345,362	11
35,357				1,732,520		1,732,520	12
1,245				86,248		86,248	13
24,727				1,711,398		1,711,398	14
4,036,156	47,830	47,824	1,260,443	206,310,786	-39,239	207,531,990	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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PURCHASED POWER (Account 555)
(Including power exchanges)

1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.
2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:

RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.

LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.

IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.

SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.

LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.

IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.

EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.

OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Musselshell Wind 2	LU	NA	NA	NA	NA
2						
3	RESERVE SHARING TRANSACTIONS:					
4	Avista Corporation	LF	Volume #7	NA	NA	NA
5	Bonneville Power Administration	LF	Volume #7	NA	NA	NA
6	BC Hydro		Volume #7	NA	NA	NA
7	Chelan County PUD	LF	Volume #7	NA	NA	NA
8	Gridforce Energy Management	LF	Volume #7	NA	NA	NA
9	Douglas County PUD	LF	Volume #7	NA	NA	NA
10	Grant County PUD	LF	Volume #7	NA	NA	NA
11	Naturener	LF	Volume #7	NA	NA	NA
12	PacifiCorp	LF	Volume #7	NA	NA	NA
13	Portland General Electric Company	LF	Volume #7	NA	NA	NA
14	Puget Sound Energy	LF	Volume #7	NA	NA	NA
	Total					

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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PURCHASED POWER (Account 555), (Continued)
(including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.

5. For requirements RQ purchases and any type of service involving demand charges imposed on a monthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.

6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.

7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.

8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.

9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES		COST/SETTLEMENT OF POWER				Line No.
	MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	Demand Charges (\$) (j)	Energy Charges (\$) (k)	Other Charges (\$) (l)	Total (j+k+l) of Settlement (\$) (m)	
29,161				2,018,209		2,018,209	1
							2
							3
76				2,009		2,009	4
1,098				35,070		35,070	5
4				81		81	6
45				1,270		1,270	7
36				1,090		1,090	8
24				657		657	9
89				2,615		2,615	10
5				134		134	11
154				4,087		4,087	12
128				3,901		3,901	13
71				2,105		2,105	14
4,036,156	47,830	47,824	1,260,443	206,310,786	-39,239	207,531,990	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4			
PURCHASED POWER (Account 555) (Including power exchanges)						
<p>1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.</p> <p>2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.</p> <p>3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:</p> <p>RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.</p> <p>LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.</p> <p>IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.</p> <p>LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.</p> <p>IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.</p> <p>OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.</p>						
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Seattle City Light	LF	Volume #7	NA	NA	NA
2	Tacoma Power	LF	Volume #7	NA	NA	NA
3	Western Area Power Administration	LF	Volume #7	NA	NA	NA
4						
5	EXCHANGES:					
6	PacifiCorp-Colstrip Loss/Startup	EX	Sch #190	NA	NA	NA
7	Talen Montana-Startup	EX	Sch #190	NA	NA	NA
8	Portland General Electric-Colstrip L/S	EX	Sch #190	NA	NA	NA
9	Puget Sound Energy - Colstrip Units 1p	EX	Sch #190	NA	NA	NA
10	Puget Sound Energy - Colstrip Units 3p	EX	Sch #190	NA	NA	NA
11	NorthWestern Energy- Colstrip Unit 4 p	EX	Sch #190	NA	NA	NA
12	Avista Corporation - Colstrip Loss/Stp	EX	Sch #190	NA	NA	NA
13	Western Area Power Administration-Reg	EX	Volume #5	NA	NA	NA
14						
	Total					

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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PURCHASED POWER (Account 555) (Continued)
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.

5. For requirements RQ purchases and any type of service involving demand charges imposed on a monthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.

6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.

7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.

8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.

9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES		COST/SETTLEMENT OF POWER				Line No.
	MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	Demand Charges (\$) (j)	Energy Charges (\$) (k)	Other Charges (\$) (l)	Total (j+k+l) of Settlement (\$) (m)	
118				3,299		3,299	1
60				1,599		1,599	2
13				357		357	3
							4
							5
	2,656	2,605		1,404		1,404	6
	10,191	10,104		1,644		1,644	7
	5,309	5,211		2,573		2,573	8
	6,215	6,185		569		569	9
	6,634	6,514		3,329		3,329	10
	3,990	3,914		2,045		2,045	11
	3,979	3,909		1,852		1,852	12
	8,856	9,382		-10,015		-10,015	13
							14
4,036,156	47,830	47,824	1,260,443	206,310,786	-39,239	207,531,990	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4	
PURCHASED POWER (Account 555) (Including power exchanges)						
<p>1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.</p> <p>2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.</p> <p>3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:</p> <p>RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.</p> <p>LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.</p> <p>IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.</p> <p>LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.</p> <p>IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.</p> <p>OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.</p>						
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	PURCHASED POWER SUPPLY:					
2	Avista Corporation	SF	Market-Based Rate	NA	NA	NA
3	Basin Electric Power Cooperative	LU	Market-Based Rate	NA	NA	NA
4	Basin Power Plant	LU	Market-Based Rate	NA	NA	NA
5	Black Hills Power, Inc.	SF	Market-Based Rate	NA	NA	NA
6	Bonneville Power Administration	SF	Market-Based Rate	NA	NA	NA
7	Cargill Power Markets, LLC	SF	Market-Based Rate	NA	NA	NA
8	Citigroup Energy, Inc.	LF	Market-Based Rate	NA	NA	NA
9	PUD No. 1 Clark County	LF	Market-Based Rate	NA	NA	NA
10	Shell Energy North America (US), L.P.	SF	Market-Based Rate	NA	NA	NA
11	Exelon Generation Company, LLC	SF	Market-Based Rate	NA	NA	NA
12	Energy Keepers, Inc.	SF	Market-Based Rate	NA	NA	NA
13	Eugene Water & Electric Board	SF	Market-Based Rate	NA	NA	NA
14	Iberdrola Renewables, LLC	SF	Market-Based Rate	NA	NA	NA
	Total					

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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PURCHASED POWER (Account 555) (Continued)
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.

5. For requirements RQ purchases and any type of service involving demand charges imposed on a monthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.

6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.

7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.

8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.

9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES		COST/SETTLEMENT OF POWER				Line No.
	MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	Demand Charges (\$) (j)	Energy Charges (\$) (k)	Other Charges (\$) (l)	Total (j+k+l) of Settlement (\$) (m)	
							1
146,562				3,880,656		3,880,656	2
5,511				140,059		140,059	3
101,636				5,909,710		5,909,710	4
3,025				77,230		77,230	5
22,985				512,023		512,023	6
2,041				43,606		43,606	7
219,725				13,706,065		13,706,065	8
7,225				112,398		112,398	9
26,637				432,444		432,444	10
146				3,470		3,470	11
23,371				444,665		444,665	12
100				1,945		1,945	13
380,585				14,316,728		14,316,728	14
4,036,156	47,830	47,824	1,260,443	206,310,786	-39,239	207,531,990	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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PURCHASED POWER (Account 555)
(Including power exchanges)

1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.
2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:

RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.

LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.

IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.

SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.

LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.

IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.

EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.

OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Idaho Power Company	SF	Market-Based Rate	NA	NA	NA
2	Invenergy Energy Marketing LLC-Electrc	SF	Market-Based Rate	NA	NA	NA
3	Judith Gap Invenergy Energy Marketing	LU	Market-Based Rate	NA	NA	NA
4	Morgan Stanley Capital Group, Inc.	LF	Market-Based Rate	NA	NA	NA
5	PacifiCorp	SF	Market-Based Rate	NA	NA	NA
6	Portland General Electric	SF	Market-Based Rate	NA	NA	NA
7	Powerex Corp.	LF	Market-Based Rate	NA	NA	NA
8	Talen Energy Marketing, LLC	LF	Market-Based Rate	NA	NA	NA
9	Puget Sound Energy	SF	Market-Based Rate	NA	NA	NA
10	Rainbow Energy Marketing Corporation	SF	Market-Based Rate	NA	NA	NA
11	Seattle City Light	SF	Market-Based Rate	NA	NA	NA
12	Tacoma Power	SF	Market-Based Rate	NA	NA	NA
13	Tenaska Power Services	SF	Market-Based Rate	NA	NA	NA
14	The Energy Authority, Inc.	SF	Market-Based Rate	NA	NA	NA
	Total					

Name of Respondent . NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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PURCHASED POWER(Account 555), (Continued)
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.

5. For requirements RQ purchases and any type of service involving demand charges imposed on a monthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.

6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.

7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.

8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.

9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES		COST/SETTLEMENT OF POWER				Line No.
	MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	Demand Charges (\$) (j)	Energy Charges (\$) (k)	Other Charges (\$) (l)	Total (j+k+l) of Settlement (\$) (m)	
5,151				73,632		73,632	1
427,154				12,927,097		12,927,097	2
50,320				1,661,276		1,661,276	3
406,824				17,060,929		17,060,929	4
31,961				751,244		751,244	5
102,330				2,911,386		2,911,386	6
91,506				1,689,923		1,689,923	7
182,533				9,022,546		9,022,546	8
50,564				1,201,439		1,201,439	9
61,055				1,535,731		1,535,731	10
41,467				414,427		414,427	11
5,505				126,621		126,621	12
145				4,735		4,735	13
12,458				193,911		193,911	14
4,036,156	47,830	47,824	1,260,443	206,310,786	-39,239	207,531,990	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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PURCHASED POWER (Account 555) (Continued)
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.
5. For requirements RQ purchases and any type of service involving demand charges imposed on a monthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.
7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.
8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.
9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES		COST/SETTLEMENT OF POWER				Line No.
	MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	Demand Charges (\$) (j)	Energy Charges (\$) (k)	Other Charges (\$) (l)	Total (j+k+l) of Settlement (\$) (m)	
45,947				1,687,138		1,687,138	1
348,328				14,110,990		14,110,990	2
24,805				1,715,209		1,715,209	3
2,746				38,002		38,002	4
3,809				182,383		182,383	5
				1,250,933		1,250,933	6
							7
							8
			1,260,443	173,253		1,433,696	9
11,359				4,327,318		4,327,318	10
98,791				6,057,440		6,057,440	11
76,930				3,936,396		3,936,396	12
				9,587		9,587	13
				17,341		17,341	14
4,036,156	47,830	47,824	1,260,443	206,310,786	-39,239	207,531,990	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	MONTANA CHOICE TRANSMISSION				
2					
3	Ash Grove Cement	Talen Energy	Ash Grove Cement	FNO	
4	Aspen Air Corporation	Talen Energy	Aspen Air Corporation	FNO	
5	Barretts Minerals, Inc.	Talen Energy	Barretts Minerals, Inc.	FNO	
6	Beartooth Electric Cooperative, Inc.	Twin Eagle & WAPA	Beartooth Electric Cooperative,	FNO	
7	Benefis Health Systems	Talen Energy	Benefis Health System	FNO	
8	Big Horn County Electric Coop, Inc.	BPA & WAPA	Big Horn County Electric Coop, I	FNO	
9	Basin Electric Power Cooperative	Basin Electric & WAPA	Basin Electric Power Cooperative	FNO	
10	Basin Electric Power Cooperative	Basin Electric & WAPA	Basin Electric Power Cooperative	FNO	
11	CHS, Inc.	Talen Energy	CHS, Inc.	FNO	
12	City of Great Falls	Talen Energy	City of Great Falls	FNO	
13	Colstrip Steam Electric Station	Avista Energy	Colstrip Steam Electric Station	FNO	
14	Phillips 66 Company	Energy Keepers, Inc.	Phillips 66 Company	FNO	
15	ExxonMobil Corporation	Talen Energy	ExxonMobil Corporation	FNO	
16	General Mills Operations, LLC	Talen Energy	General Mills Operations, LLC	FNO	
17	Great Falls Public Schools	Talen Energy	Great Falls Public Schools	FNO	
18	Oldcastle Materials Cement Holdings, Inc.	Energy Keepers, Inc.	Oldcastle Materials Cement Holdi	FNO	
19	Imerys Talc America, Inc.	Energy Keepers, Inc.	Imerys Talc America, Inc.	FNO	
20	Suiza Dairy Group, LLC	Talen Energy	Suiza Dairy Group, LLC	FNO	
21	Montana Refining Company, Inc.	Talen Energy	Montana Refining Company, Inc.	FNO	
22	Montana Resources	Talen Energy	Montana Resources	FNO	
23	REC Silicon Company	Talen Energy	REC Silicon Company	FNO	
24	Rosenburg Forest Products Company	Talen Energy	Rosenburg Forest Products Company	FNO	
25	Southern Montana Electric Generation &	Twin Eagle & WAPA	Southern Montana Electric Generan	FNO	
26	Stillwater Mining Company	Talen Energy	Stillwater Mining Company	FNO	
27	Town of Philipsburg	Town of Philipsburg	Town of Philipsburg	FNO	
28	Project Spokane, LLC	Energy Keepers, Inc.	Project Spokane, LLC		
29					
30	BPA Coops in Montana	BPA	Various Coops in Montana	FNO	
31	Western Area Power Authority	WAPA	NWMT	FNO	
32					
33	TRAN OF ELECTRICITY FOR OTHERS				
34	MONTANA				
	TOTAL				

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016		Year/Period of Report End of 2016/Q4	
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued) (Including transactions referred to as 'wheeling')							
<p>5. In column (e), identify the FERC Rate Schedule or Tariff Number. On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.</p> <p>6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.</p> <p>7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.</p> <p>8. Report in column (i) and (j) the total megawatthours received and delivered.</p>							
FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.	
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)		
						1	
						2	
Volume #5	Colstrip	Clancy, MT	6	35,206	35,206	3	
Volume #5	Colstrip	Billings, MT	11	44,005	44,005	4	
Volume #5	Colstrip	Dillon, MT	6	37,238	37,238	5	
Volume #5	Great Falls	Various in Montana	18	71,903	71,903	6	
Volume #5	Colstrip	Various in Montana	4	33,570	33,570	7	
Volume #5	BPAT.NWMT&Great Falls	Various NWMT & WAUW	8	70,647	70,647	8	
Volume #5	Crossover	Various in Montana	110	429,412	429,412	9	
Volume #5	Crossover	Various NWMT & WAUW	15	66,968	66,968	10	
Volume #5	Colstrip	Various in Montana	44	328,822	328,822	11	
Volume #5	Colstrip	Various in Montana	6	23,150	23,150	12	
Volume #5	AVAT.NWMT	Nichols Pump Sub	10	47,438	47,438	13	
Volume #5	Kerr	Various in Montana	70	435,600	435,600	14	
Volume #5	Colstrip	Billings, MT	35	240,896	240,896	15	
Volume #5	Colstrip	Great Falls	4	19,962	19,962	16	
Volume #5	Colstrip	Great Falls	1	9,057	9,057	17	
Volume #5	Colstrip	Three Forks, MT	6	42,536	42,536	18	
Volume #5	Colstrip	Three Forks, MT	6	26,036	26,036	19	
Volume #5	Colstrip	Various in Montana	2	6,544	6,544	20	
Volume #5	Colstrip	Great Falls, MT	25	97,178	97,178	21	
Volume #5	Colstrip	Butte, MT	46	370,045	370,045	22	
Volume #5	Colstrip	Butte, MT	135	736,207	736,207	23	
Volume #5	Colstrip	Missoula, MT	8	52,036	52,036	24	
Volume #5	Great Falls	Various in Montana	69	309,667	309,667	25	
Volume #5	NWE System	Various in Montana	31	242,461	242,461	26	
Volume #5	NWE System	Philipsburg, MT		652	652	27	
		Bonner, MT	13	18,066	18,066	28	
						29	
Volume #5	BPAT.NWMT	Various in Montana	212	769,720	769,720	30	
Volume #5	Great Falls (WAPA)	Various NWMT & WAUW	4	6,727	6,727	31	
						32	
						33	
						34	
			1,495	10,711,241	10,711,241		

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions referred to as 'wheeling')

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

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

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

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
				1
				2
144,598			144,598	3
210,529			210,529	4
156,634			156,634	5
414,973			414,973	6
178,412			178,412	7
415,037			415,037	8
2,292,906			2,292,906	9
363,147			363,147	10
1,418,540			1,418,540	11
113,793			113,793	12
211,843			211,843	13
2,023,749			2,023,749	14
1,076,248			1,076,248	15
99,041			99,041	16
48,883			48,883	17
191,277			191,277	18
146,583			146,583	19
33,097			33,097	20
298,780			298,780	21
1,629,466			1,629,466	22
3,389,558			3,389,558	23
233,574			233,574	24
1,672,041			1,672,041	25
1,101,641			1,101,641	26
3,646			3,646	27
51,329			51,329	28
				29
4,321,533			4,321,533	30
20,686			20,686	31
				32
				33
				34
44,380,676	4,090,577	0	48,471,253	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as "wheeling")					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c).</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1					
2	Western Area Power Admin	WAPA	NWMT	NF	
3	Western Area Power Admin	WAPA	WAPA	NF	
4	Western Area Power Admin	WAPA	WAPA	NF	
5	Western Area Power Admin	WAPA	NWMT	NF	
6	Western Area Power Admin	WAPA	NWMT	SFP	
7	Western Area Power Admin	WAPA	WAPA	NF	
8	Western Area Power Admin	WAPA	WAPA	NF	
9	Western Area Power Admin	WAPA	NWMT	NF	
10					
11	PacifiCorp - Transmission	NWMT	NWMT	SFP	
12	PacifiCorp - Transmission	NWMT	NWMT	NF	
13	PacifiCorp - Transmission	Colstrip Partners	PacifiCorp	NF	
14	PacifiCorp - Transmission	Colstrip Partners	PacifiCorp	SFP	
15	PacifiCorp - Transmission	PacifiCorp	NWMT	NF	
16	PacifiCorp - Transmission	PacifiCorp	NWMT	SFP	
17	PacifiCorp - Transmission	Colstrip Partners	PacifiCorp	NF	
18	PacifiCorp - Transmission	PacifiCorp	NWMT	NF	
19	PacifiCorp - Transmission	BPAT	NWMT	NF	
20	PacifiCorp - Transmission	BPAT	PacifiCorp	NF	
21	PacifiCorp - Transmission	BPAT	PacifiCorp	NF	
22	PacifiCorp - Transmission	PacifiCorp	PacifiCorp	NF	
23	PacifiCorp - Transmission	PacifiCorp	PacifiCorp	NF	
24					
25	Iberdrola Renewables	BPA	PacifiCorp	NF	
26					
27	Avista Corporation	AVISTA	NWMT	NF	
28	Avista Corporation	AVISTA	NWMT	SFP	
29	Avista Corporation	AVISTA	NWMT	NF	
30	Avista Corporation	Colstrip Partners	BPA	NF	
31	Avista Corporation	Colstrip Partners	BPA	SFP	
32	Avista Corporation	Colstrip Partners	Avista	NF	
33	Avista Corporation	Colstrip Partners	Avista	SFP	
34	Avista Corporation	NWMT	NWMT	SFP	
	TOTAL				

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)
(including transactions referred to as 'wheeling')

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

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
						1
Volume #5	Canyon Ferry	NWMT.System		12,415	12,415	2
Volume #5	Canyon Ferry	Crossover		251,574	251,574	3
Volume #5	Canyon Ferry	Great Falls		50,875	50,875	4
Volume #5	Great Falls	NWMT.System		2,010	2,010	5
Volume #5	Great Falls	NWMT.System	2	17,546	17,546	6
Volume #5	Crossover	Great Falls		2,802	2,802	7
Volume #5	Great Falls	Crossover		47,675	47,675	8
Volume #5	Crossover	NWMT.System		92	92	9
						10
Volume #5	Colstrip	NWMT System		2,135	2,135	11
Volume #5	Colstrip	NWMT System		266	266	12
Volume #5	Colstrip	YTP		8,773	8,773	13
Volume #5	Colstrip	YTP	4	38,335	38,335	14
Volume #5	Mill Creek	Jefferson		150	150	15
Volume #5	Mill Creek	Jefferson		552	552	16
Volume #5	Mill Creek	Jefferson		50	50	17
Volume #5	YTP	NWMT System		155	155	18
Volume #5	BPAT.NWMT	NWMT.System		597	597	19
Volume #5	BPAT.NWMT	Brady		2,089	2,089	20
Volume #5	BPAT.NWMT	YTP		870	870	21
Volume #5	Brady	Millcreek		70	70	22
Volume #5	Brady	YTP		1,186	1,186	23
						24
Volume #5	BPAT.NWMT	Brady		10	10	25
						26
Volume #5	AVAT.NWMT	NWMT.System		1,612	1,612	27
Volume #5	AVAT.NWMT	NWMT.System		1,848	1,848	28
Volume #5	AVAT.NWMT	Colstrip		20	20	29
Volume #5	Colstrip	BPAT.NWMT		23,183	23,183	30
Volume #5	Colstrip	BPAT.NWMT		1,320	1,320	31
Volume #5	Colstrip	AVAT.NWMT		3,519	3,519	32
Volume #5	Colstrip	AVAT.NWMT		15,514	15,514	33
Volume #5	Colstrip	AVAT.NWMT		96	96	34
			1,495	10,711,241	10,711,241	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(including transactions referred to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.
10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.
11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
				1
	53,757		53,757	2
	1,089,315		1,089,315	3
	220,289		220,289	4
	8,703		8,703	5
75,840			75,840	6
	12,133		12,133	7
	206,433		206,433	8
	398		398	9
				10
9,247			9,247	11
	1,152		1,152	12
	37,987		37,987	13
166,032			166,032	14
	649		649	15
2,390			2,390	16
	216		216	17
	671		671	18
	2,585		2,585	19
	9,045		9,045	20
	3,767		3,767	21
	303		303	22
	5,135		5,135	23
				24
	43		43	25
				26
	6,980		6,980	27
8,000			8,000	28
	87		87	29
	100,382		100,382	30
5,714			5,714	31
	15,237		15,237	32
67,223			67,223	33
416			416	34
44,380,676	4,090,577	0	48,471,253	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c).</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	Avista Corporation	NWMT	NWMT	NF	
2	Avista Corporation	NWMT	Avista	SFP	
3	Avista Corporation	NWMT	Avista	NF	
4					
5	Bonneville Power Administration	BPAT	NWMT	NF	
6	Bonneville Power Administration	BPAT	NWMT	SFP	
7	Bonneville Power Administration	BPAT	BPAT	NF	
8	Bonneville Power Administration	BPA	PacifiCorp	NF	
9	Bonneville Power Administration	BPA	PacifiCorp	NF	
10					
11	Black Hills Power, Inc.	BPA	PacifiCorp	NF	
12	Black Hills Power, Inc.	BPA	NWMT	NF	
13					
14	Basin Electric Coop	PacifiCorp	WAPA	NF	
15	Basin Electric Coop	WAPA	NWMT	SFP	
16	Basin Electric Coop	WAPA	WAPA	LFP	
17					
18	Shell Energy North America	BPA	NWMT	NF	
19	Shell Energy North America	WAPA	BPAT	NF	
20	Shell Energy North America	WAPA	BPAT	NF	
21	Shell Energy North America	WAPA	NWMT	NF	
22	Shell Energy North America	WAPA	NWMT	NF	
23	Shell Energy North America	NWMT	MATL	NF	
24	Shell Energy North America	Colstrip Partners	BPAT	NF	
25	Shell Energy North America	NWMT	MATL	NF	
26	Shell Energy North America	PacifiCorp	BPAT	NF	
27	Shell Energy North America	PacifiCorp	NWMT	NF	
28	Shell Energy North America	BPA	PacifiCorp	NF	
29					
30	Energy Keepers	NWMT	BPAT	NF	
31	Energy Keepers	NWMT	BPAT	LFP	
32	Energy Keepers	NWMT	BPAT	NF	
33	Energy Keepers	NWMT	AVAT	NF	
34	Energy Keepers	NWMT	AVAT	SFP	
	TOTAL				

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)
(including transactions referred to as 'wheeling')

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

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Volume #5	Colstrip	NWMT.System		3,373	3,373	1
Volume #5	NWMT.System	AVAT.NWMT	3	27,026	27,026	2
Volume #5	NWMT.System	AVAT.NWMT		13,645	13,645	3
						4
Volume #5	BPAT.NWMT	NWMT.System		6,754	6,754	5
Volume #5	BPAT.NWMT	NWMT.System		96	96	6
Volume #5	BPAT.NWMT	BPAT.NWMT		453	453	7
Volume #5	BPAT.NWMT	YTP		343	343	8
Volume #5	BPAT.NWMT	Brady		668	668	9
						10
Volume #5	BPAT.NWMT	YTP		14	14	11
Volume #5	BPAT.NWMT	NWMT.System		1	1	12
						13
Volume #5	YTP	Crossover		801	801	14
Volume #5	Crossover	NWMT.System		263	263	15
Volume #5	Crossover	Great Falls	31	272,304	272,304	16
						17
Volume #5	BPAT.NWMT	NWMT.System		8	8	18
Volume #5	Great Falls	BPAT.NWMT		175	175	19
Volume #5	Crossover	BPAT.NWMT		644	644	20
Volume #5	Crossover	NWMT.System		21	21	21
Volume #5	Great Falls	NWMT.System		7	7	22
Volume #5	MATL.NWMT	NWMT.System		28	28	23
Volume #5	Kerr	BPAT.NWMT		380	380	24
Volume #5	MATL.NWMT	BPAT.NWMT		672	672	25
Volume #5	YTP	BPAT.NWMT		1,348	1,348	26
Volume #5	YTP	NWMT.System		37	37	27
Volume #5	BPAT.NWMT	YTP		77	77	28
						29
Volume #5	Kerr	BPAT.NWMT		11,213	11,213	30
Volume #5	Kerr	BPAT.NWMT	37	324,984	324,984	31
Volume #5	Colstrip	BPAT.NWMT		15	15	32
Volume #5	Kerr	AVAT.NWMT		704	704	33
Volume #5	Kerr	AVAT.NWMT		168	168	34
			1,495	10,711,241	10,711,241	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions referred to as 'wheeling')

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

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

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

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	14,605		14,605	1
117,199			117,199	2
	59,083		59,083	3
				4
	29,245		29,245	5
416			416	6
	1,961		1,961	7
	1,485		1,485	8
	2,892		2,892	9
				10
	61		61	11
	4		4	12
				13
	3,468		3,468	14
1,458			1,458	15
1,175,520			1,175,520	16
				17
	35		35	18
	758		758	19
	2,788		2,788	20
	91		91	21
	30		30	22
	121		121	23
	1,645		1,645	24
	2,910		2,910	25
	5,837		5,837	26
	160		160	27
	333		333	28
				29
	48,552		48,552	30
1,033,372			1,033,372	31
	65		65	32
	3,048		3,048	33
727			727	34
44,380,676	4,090,577	0	48,471,253	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as "wheeling")					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c).</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	Energy Keepers	NWMT	NWMT	NF	
2	Energy Keepers	NWMT	PacifiCorp	NF	
3	Energy Keepers	NWMT	NWMT	NF	
4	Energy Keepers	NWMT	PacifiCorp	NF	
5	Energy Keepers	NWMT	PacifiCorp	SFP	
6	Energy Keepers	NWMT	PacifiCorp	LFP	
7	Energy Keepers	NWMT	PacifiCorp	NF	
8	Energy Keepers	NWMT	WAPA	SFP	
9					
10	CP Energy Marketing	BPAT	NWMT	NF	
11	CP Energy Marketing	BPAT	MATL	NF	
12					
13	Exelon Energy	NWMT	NWMT	NF	
14	Exelon Energy	Colstrip Partners	PacifiCorp	NF	
15					
16	Portland General Electric	NWMT	NWMT	NF	
17	Portland General Electric	NWMT	NWMT	SFP	
18	Portland General Electric	Colstrip Partners	BPAT	SFP	
19	Portland General Electric	Colstrip Partners	BPAT	NF	
20	Portland General Electric	Colstrip Partners	BPAT	NF	
21	Portland General Electric	Colstrip Partners	NWMT	NF	
22	Portland General Electric	BPAT	NWMT	NF	
23	Portland General Electric	BPAT	NWMT	NF	
24	Portland General Electric	Colstrip Partners	PacifiCorp	NF	
25	Portland General Electric	PGE	PacifiCorp	NF	
26					
27	Idaho Power Company	PacifiCorp	NWMT	SFP	
28	Idaho Power Company	BPA	NWMT	NF	
29	Idaho Power Company	BPA	PacifiCorp	SFP	
30	Idaho Power Company	BPA	Idaho	NF	
31	Idaho Power Company	BPA	Idaho	SFP	
32	Idaho Power Company	PacifiCorp	NWMT	SFP	
33					
34	Morgan Stanley	PacifiCorp	PacifiCorp	NF	
	TOTAL				

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)
(Including transactions referred to as 'wheeling')

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

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Volume #5	Kerr	NWMT.System		3,664	3,664	1
Volume #5	MT1	Brady		40	40	2
Volume #5	Colstrip	NWMT.System		6	6	3
Volume #5	Kerr	Brady		962	962	4
Volume #5	Kerr	Brady	1	7,430	7,430	5
Volume #5	Kerr	Brady	13	110,375	110,375	6
Volume #5	Kerr	YTP		7,235	7,235	7
Volume #5	Kerr	Crossover		192	192	8
						9
Volume #5	BPAT.NWMT	NWMT.System		2	2	10
Volume #5	BPAT.NWMT	MATL.NWMT		19	19	11
						12
Volume #5	Colstrip	NWMT.System		48	48	13
Volume #5	Colstrip	YTP		1,248	1,248	14
						15
Volume #5	Colstrip	NWMT System		2,422	2,422	16
Volume #5	Colstrip	NWMT.System		360	360	17
Volume #5	Colstrip	BPAT.NWMT	1	8,640	8,640	18
Volume #5	Colstrip	BPAT.NWMT		34,729	34,729	19
Volume #5	Kerr	BPAT.NWMT		180	180	20
Volume #5	Colstrip	Townsend		210	210	21
Volume #5	BPAT.NWMT	NWMT.System		1,782	1,782	22
Volume #5	BPAT.NWMT	Colstrip		30	30	23
Volume #5	Colstrip	Brady		3,301	3,301	24
Volume #5	Colstrip	Mill Creek		25	25	25
						26
Volume #5	Brady	NWMT.System		96	96	27
Volume #5	BPAT.NWMT	NWMT.System		96	96	28
Volume #5	BPAT.NWMT	Jeff		2,400	2,400	29
Volume #5	BPAT.NWMT	PTSN		1,753	1,753	30
Volume #5	BPAT.NWMT	PTSN		480	480	31
Volume #5	Jefferson	Millcreek		240	240	32
						33
Volume #5	YTP	Brady		576	576	34
			1,495	10,711,241	10,711,241	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions referred to as 'wheeling')

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

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

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

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	15,865		15,865	1
	173		173	2
	26		26	3
	4,165		4,165	4
31,600			31,600	5
474,000			474,000	6
	31,327		31,327	7
831			831	8
				9
	9		9	10
	82		82	11
				12
	208		208	13
	5,404		5,404	14
				15
	10,487		10,487	16
1,558			1,558	17
37,404			37,404	18
	150,377		150,377	19
	779		779	20
	909		909	21
	7,716		7,716	22
	130		130	23
	14,293		14,293	24
	108		108	25
				26
416			416	27
	416		416	28
10,390			10,390	29
	7,590		7,590	30
1,039			1,039	31
2,078			2,078	32
				33
	2,494		2,494	34
44,380,676	4,090,577	0	48,471,253	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c).</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	Morgan Stanley	PacifiCorp	BPA	NF	
2	Morgan Stanley	PacifiCorp	BPA	NF	
3	Morgan Stanley	PacifiCorp	NWMT	NF	
4	Morgan Stanley	PacifiCorp	WAPA	NF	
5	Morgan Stanley	PacifiCorp	WAPA	SFP	
6	Morgan Stanley	PacifiCorp	MATL	NF	
7	Morgan Stanley	PacifiCorp	MATL	NF	
8	Morgan Stanley	BPA	PacifiCorp	NF	
9	Morgan Stanley	BPA	PacifiCorp	NF	
10	Morgan Stanley	BPA	PacifiCorp	NF	
11	Morgan Stanley	BPA	AVISTA	NF	
12	Morgan Stanley	BPA	AVISTA	SFP	
13	Morgan Stanley	BPA	WAPA	NF	
14	Morgan Stanley	BPA	NWMT	NF	
15	Morgan Stanley	BPA	NWMT	SFP	
16	Morgan Stanley	BPA	NWMT	LFP	
17	Morgan Stanley	BPA	MATL	SFP	
18	Morgan Stanley	BPA	MATL	SFP	
19	Morgan Stanley	BPA	MATL	NF	
20	Morgan Stanley	BPA	Glacier Wind	NF	
21	Morgan Stanley	NWMT	AVISTA	SFP	
22	Morgan Stanley	CNTP	AVISTA	NF	
23	Morgan Stanley	PPLM	AVISTA	NF	
24	Morgan Stanley	MATL	AVISTA	NF	
25	Morgan Stanley	MATL	AVISTA	SFP	
26	Morgan Stanley	MATL	AVISTA	SFP	
27	Morgan Stanley	Colstrip Partners	BPA	NF	
28	Morgan Stanley	CNTP	BPA	NF	
29	Morgan Stanley	CNTP	BPA	SFP	
30	Morgan Stanley	NWMT	BPA	NF	
31	Morgan Stanley	Colstrip Partners	BPA	NF	
32	Morgan Stanley	MATL	BPA	NF	
33	Morgan Stanley	MATL	BPA	SFP	
34	Morgan Stanley	NWMT	BPA	NF	
	TOTAL				

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)
(Including transactions referred to as 'wheeling')

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

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Volume #5	YTP	NWMT.System		1,044	1,044	1
Volume #5	Brady	BPAT.NWMT		43	43	2
Volume #5	Brady	NWMT.System		2	2	3
Volume #5	YTP	Crossover		120	120	4
Volume #5	YTP	Crossover		4,056	4,056	5
Volume #5	Brady	MATL.NWMT		85	85	6
Volume #5	YTP	MATL.NWMT		48	48	7
Volume #5	BPAT.NWMT	YTP		1,072	1,072	8
Volume #5	BPAT.NWMT	Brady		572	572	9
Volume #5	BPAT.NWMT	Jefferson		294	294	10
Volume #5	BPAT.NWMT	AVAT.NWMT		1,481	1,481	11
Volume #5	BPAT.NWMT	AVAT.NWMT		1,008	1,008	12
Volume #5	BPAT.NWMT	Crossover		305	305	13
Volume #5	BPAT.NWMT	NWMT.System		8,538	8,538	14
Volume #5	BPAT.NWMT	NWMT.System		1,224	1,224	15
Volume #5	BPAT.NWMT	MATL.NWMT	100	878,400	878,400	16
Volume #5	BPAT.NWMT	MATL.NWMT	24	205,202	205,202	17
Volume #5	BPAT.NWMT	MATL.NWMT		1,565	1,565	18
Volume #5	BPAT.NWMT	MATL.NWMT		10,554	10,554	19
Volume #5	BPAT.NWMT	GLWND1		1,369	1,369	20
Volume #5	Colstrip	AVAT.NWMT		2,136	2,136	21
Volume #5	Hardin	AVAT.NWMT		675	675	22
Volume #5	Kerr	AVAT.NWMT		1	1	23
Volume #5	MATL.NWMT	AVAT.NWMT		22,401	22,401	24
Volume #5	MATL.NWMT	AVAT.NWMT	5	41,400	41,400	25
Volume #5	MATL.NWMT	AVAT.NWMT	4	32,715	32,715	26
Volume #5	Colstrip	BPAT.NWMT		20	20	27
Volume #5	Hardin	BPAT.NWMT		4,762	4,762	28
Volume #5	Hardin	BPAT.NWMT		2,736	2,736	29
Volume #5	Kerr	BPAT.NWMT		743	743	30
Volume #5	UMGF	BPAT.NWMT		96	96	31
Volume #5	MATL.NWMT	BPAT.NWMT		110,110	110,110	32
Volume #5	MATL.MT	BPAT.NWMT		4,296	4,296	33
Volume #5	MT1	BPAT.NWMT		50	50	34
			1,495	10,711,241	10,711,241	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions referred to as 'wheeling')

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

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

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

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	4,520		4,520	1
	186		186	2
	9		9	3
	520		520	4
17,559			17,559	5
	368		368	6
	208		208	7
	4,642		4,642	8
	2,477		2,477	9
	1,273		1,273	10
	6,413		6,413	11
4,364			4,364	12
	1,321		1,321	13
	36,970		36,970	14
5,299			5,299	15
3,792,000			3,792,000	16
891,120			891,120	17
6,857			6,857	18
	45,699		45,699	19
	5,928		5,928	20
9,247			9,247	21
	2,923		2,923	22
	4		4	23
	96,996		96,996	24
179,124			179,124	25
142,200			142,200	26
	87		87	27
	20,619		20,619	28
11,845			11,845	29
	3,217		3,217	30
	416		416	31
	476,776		476,776	32
18,598			18,598	33
	216		216	34
44,380,676	4,090,577	0	48,471,253	

Name of Respondent NorthWestern Corporation	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1)
(Including transactions referred to as 'wheeling')

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

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

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)
(Including transactions referred to as 'wheeling')

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

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Volume #5	Hardin	Brady		557	557	1
Volume #5	Colstrip	YTP		25	25	2
Volume #5	Kerr	Brady		96	96	3
Volume #5	Kerr	Jeff		160	160	4
Volume #5	MATL.NWMT	Brady		13,207	13,207	5
Volume #5	MATL.NWMT	Brady		1,272	1,272	6
Volume #5	MATL.NWMT	Jeff		2,988	2,988	7
Volume #5	MATL.NWMT	Jeff		2,592	2,592	8
Volume #5	MATL.NWMT	YTP		2,796	2,796	9
Volume #5	MATL.NWMT	YTP		2,400	2,400	10
Volume #5	Kerr	YTP		600	600	11
Volume #5	MATL.NWMT	Colstrip	1	4,464	4,464	12
Volume #5	MATL.NWMT	Colstrip	1	7,080	7,080	13
Volume #5	MATL.NWMT	GTFALLS.NWMT	3	22,620	22,620	14
Volume #5	Colstrip	NWMT.System		45	45	15
Volume #5	Hardin	MATL.NWMT		1,150	1,150	16
Volume #5	Hardin	MATL.NWMT		622	622	17
Volume #5	Hardin	MATL.NWMT	1	5,201	5,201	18
Volume #5	Hardin	NWMT.System		232	232	19
Volume #5	Hardin	NWMT.System		1,389	1,389	20
Volume #5	Hardin	NWMT.System		2,229	2,229	21
Volume #5	Kerr	NWMT.System		128	128	22
Volume #5	MATL.NWMT	NWMT.System		930	930	23
Volume #5	Colstrip	MATL.NWMT		889	889	24
Volume #5	Kerr	MATL.NWMT		241	241	25
Volume #5	Colstrip	GLWND1		90	90	26
Volume #5	Hardin	GLWND1		74	74	27
Volume #5	Kerr	GLWND1		43	43	28
Volume #5	MATL.NWMT	GLWND1		2,096	2,096	29
Volume #5	MATL.NWMT	GLWND2		35	35	30
Volume #5	MATL.NWMT	Crossover		757	757	31
Volume #5	GLWND1	AVAT.NWMT	1	10,128	10,128	32
Volume #5	GLWND1	AVAT.NWMT		11,361	11,361	33
Volume #5	GLWND2	AVAT.NWMT		8,515	8,515	34
			1,495	10,711,241	10,711,241	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions referred to as 'wheeling')

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

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

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

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	2,412		2,412	1
	108		108	2
	416		416	3
	693		693	4
	57,186		57,186	5
5,507			5,507	6
	12,938		12,938	7
11,221			11,221	8
	12,107		12,107	9
10,390			10,390	10
2,598			2,598	11
19,325			19,325	12
30,651			30,651	13
98,497			98,497	14
	195		195	15
	4,980		4,980	16
2,701			2,701	17
22,120			22,120	18
	1,005		1,005	19
6,026			6,026	20
9,480			9,480	21
	554		554	22
	4,027		4,027	23
	3,849		3,849	24
	1,044		1,044	25
	390		390	26
	320		320	27
	186		186	28
	9,076		9,076	29
	152		152	30
	3,278		3,278	31
43,846			43,846	32
	49,193		49,193	33
	36,870		36,870	34
44,380,676	4,090,577	0	48,471,253	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c).</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	Morgan Stanley	Glacier Wind	AVISTA	SFP	
2	Morgan Stanley	Glacier Wind	BPA	NF	
3	Morgan Stanley	Glacier Wind	BPA	SFP	
4	Morgan Stanley	Glacier Wind	BPA	NF	
5	Morgan Stanley	Glacier Wind	BPA	SFP	
6	Morgan Stanley	Glacier Wind	NWMT	NF	
7	Morgan Stanley	Glacier Wind	NWMT	NF	
8	Morgan Stanley	Glacier Wind	MATL	NF	
9	Morgan Stanley	Glacier Wind	MATL	NF	
10	Morgan Stanley	Glacier Wind	PacifiCorp	NF	
11	Morgan Stanley	Glacier Wind	PacifiCorp	SFP	
12	Morgan Stanley	Glacier Wind	PacifiCorp	NF	
13	Morgan Stanley	Glacier Wind	PacifiCorp	NF	
14	Morgan Stanley	Glacier Wind	PacifiCorp	SFP	
15	Morgan Stanley	Glacier Wind	PacifiCorp	NF	
16	Morgan Stanley	Glacier Wind	PacifiCorp	SFP	
17	Morgan Stanley	Glacier Wind	PacifiCorp	NF	
18	Morgan Stanley	Glacier Wind	PacifiCorp	SFP	
19	Morgan Stanley	Glacier Wind	PacifiCorp	SFP	
20	Morgan Stanley	Glacier Wind	PacifiCorp	NF	
21	Morgan Stanley	Glacier Wind	PacifiCorp	SFP	
22	Morgan Stanley	Glacier Wind	PacifiCorp	SFP	
23	Morgan Stanley	Glacier Wind	WAPA	NF	
24	Morgan Stanley	Glacier Wind	WAPA	NF	
25	Morgan Stanley	Glacier Wind	Glacier Wind	SFP	
26	Morgan Stanley	Glacier Wind	Glacier Wind	NF	
27	Morgan Stanley	Avista	MATL	NF	
28	Morgan Stanley	Avista	MATL	SFP	
29	Morgan Stanley	Avista	MATL	SFP	
30	Morgan Stanley	Avista	PacifiCorp	NF	
31	Morgan Stanley	Avista	PacifiCorp	NF	
32	Morgan Stanley	WAPA	Avista	NF	
33	Morgan Stanley	WAPA	Avista	NF	
34	Morgan Stanley	WAPA	BPA	NF	
TOTAL					

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)
(Including transactions referred to as "wheeling")

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

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Volume #5	GLWND2	AVAT.NWMT	1	11,904	11,904	1
Volume #5	GLWND1	BPAT.NWMT		47,502	47,502	2
Volume #5	GLWND1	BPAT.NWMT	1	9,744	9,744	3
Volume #5	GLWND2	BPAT.NWMT		28,442	28,442	4
Volume #5	GLWND2	BPAT.NWMT		695	695	5
Volume #5	GLWND1	NWMT.System		1,358	1,358	6
Volume #5	GLWND2	NWMT.System		890	890	7
Volume #5	GLWND1	MATL.NWMT		6,320	6,320	8
Volume #5	GLWND2	MATL.NWMT		2,108	2,108	9
Volume #5	GLWND1	Brady		8,083	8,083	10
Volume #5	GLWND1	Brady		1,200	1,200	11
Volume #5	GLWND2	Brady		3,409	3,409	12
Volume #5	GLWND1	Jeff		2,622	2,622	13
Volume #5	GLWND1	Jeff		600	600	14
Volume #5	GLWND2	Jeff		1,466	1,466	15
Volume #5	GLWND2	Jeff		3,864	3,864	16
Volume #5	GLWND1	YTP		1,718	1,718	17
Volume #5	GLWND1	YTP	1	4,920	4,920	18
Volume #5	GLWND1	YTP		1,608	1,608	19
Volume #5	GLWND2	YTP		827	827	20
Volume #5	GLWND2	YTP		2,688	2,688	21
Volume #5	GLWND2	YTP		3,000	3,000	22
Volume #5	GLWND1	Crossover		658	658	23
Volume #5	GLWND2	Crossover		159	159	24
Volume #5	GLWND1	GLWND2		20	20	25
Volume #5	GLWND2	GLWND1		1	1	26
Volume #5	AVAT.NWMT	MATL.NWMT		1,542	1,542	27
Volume #5	AVAT.NWMT	MATL.NWMT		2,184	2,184	28
Volume #5	AVAT.NWMT	MATL.NWMT	4	37,077	37,077	29
Volume #5	AVAT.NWMT	YTP		31	31	30
Volume #5	AVAT.NWMT	Brady		6	6	31
Volume #5	Great Falls	AVAT.NWMT		3,531	3,531	32
Volume #5	Crossover	AVAT.NWMT		100	100	33
Volume #5	Great Falls	BPAT.NWMT		25,150	25,150	34
			1,495	10,711,241	10,711,241	

Name of Respondent NorthWestern Corporation	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions referred to as 'wheeling')

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

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

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

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
51,534			51,534	1
	205,684		205,684	2
42,183			42,183	3
	123,154		123,154	4
3,013			3,013	5
	5,880		5,880	6
	3,854		3,854	7
	27,366		27,366	8
	9,128		9,128	9
	34,999		34,999	10
5,195			5,195	11
	14,761		14,761	12
	11,353		11,353	13
2,598			2,598	14
	6,348		6,348	15
16,728			16,728	16
	7,439		7,439	17
10,250			10,250	18
6,961			6,961	19
	3,581		3,581	20
11,637			11,637	21
6,250			6,250	22
	2,849		2,849	23
	688		688	24
	87		87	25
	4		4	26
	6,677		6,677	27
9,455			9,455	28
161,160			161,160	29
	134		134	30
	26		26	31
	15,289		15,289	32
	433		433	33
	108,900		108,900	34
44,380,676	4,090,577	0	48,471,253	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c).</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	Morgan Stanley	WAPA	BPA	NF	
2	Morgan Stanley	WAPA	NWMT	NF	
3	Morgan Stanley	WAPA	MATL	NF	
4	Morgan Stanley	WAPA	PacifiCorp	SFP	
5	Morgan Stanley	WAPA	PacifiCorp	NF	
6	Morgan Stanley	WAPA	PacifiCorp	NF	
7	Morgan Stanley	WAPA	PacifiCorp	NF	
8	Morgan Stanley	WAPA	WAPA	NF	
9					
10	Naturener Power Watch, LLC	Avista	Glacier Wind	SFP	
11	Naturener Power Watch, LLC	Avista	Glacier Wind	SFP	
12	Naturener Power Watch, LLC	Avista	Glacier Wind	NF	
13	Naturener Power Watch, LLC	Avista	WAPA	NF	
14	Naturener Power Watch, LLC	NWMT	PacifiCorp	NF	
15	Naturener Power Watch, LLC	NWMT	UMGF	NF	
16	Naturener Power Watch, LLC	Glacier Wind	NWMT	NF	
17	Naturener Power Watch, LLC	Glacier Wind	Glacier Wind	SFP	
18	Naturener Power Watch, LLC	Glacier Wind	Glacier Wind	SFP	
19	Naturener Power Watch, LLC	Glacier Wind	Glacier Wind	SFP	
20	Naturener Power Watch, LLC	Glacier Wind	Glacier Wind	NF	
21					
22	MAG Energy Solutions	NWMT	MATL	NF	
23	MAG Energy Solutions	MATL	NWMT	NF	
24	MAG Energy Solutions	WAPA	MATL	NF	
25					
26	North Point Energy Solutions	WAPA	BPA	NF	
27	North Point Energy Solutions	NWMT	MATL	NF	
28	North Point Energy Solutions	WAPA	NWMT	NF	
29	North Point Energy Solutions	NWMT	MATL	NF	
30					
31	Rainbow Energy Marketing	BPA	PacifiCorp	NF	
32	Rainbow Energy Marketing	Colstrip Partners	PacifiCorp	NF	
33	Rainbow Energy Marketing	NWMT	NWMT	NF	
34	Rainbow Energy Marketing	BPA	WAPA	NF	
	TOTAL				

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)
(Including transactions referred to as 'wheeling')

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

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Volume #5	Crossover	BPAT.NWMT		421	421	1
Volume #5	Great Falls	NWMT.System		1,163	1,163	2
Volume #5	Great Falls	MATL.NWMT		2,745	2,745	3
Volume #5	Crossover	YTP		54	54	4
Volume #5	Great Falls	YTP		428	428	5
Volume #5	Great Falls	Jeff		1,246	1,246	6
Volume #5	Great Falls	Brady		2,588	2,588	7
Volume #5	Great Falls	Crossover		1,895	1,895	8
						9
Volume #5	AVAT.NWMT	GLWND1	4	34,398	34,398	10
Volume #5	AVAT.NWMT	GLWND1		168	168	11
Volume #5	AVAT.NWMT	GLWND1		257	257	12
Volume #5	AVAT.NWMT	Great Falls		300	300	13
Volume #5	Horseshoe	Jeff		8	8	14
Volume #5	NWMT.System	NWMT.System		1	1	15
Volume #5	GLWND1	NWMT.System		322	322	16
Volume #5	GLWND1	GLWND2		720	720	17
Volume #5	GLWND1	GLWND2		1,680	1,680	18
Volume #5	GLWND1	GLWND2	5	40,270	40,270	19
Volume #5	GLWND1	GLWND2		695	695	20
						21
Volume #5	MATL.NWMT	BPAT.NWMT		2	2	22
Volume #5	MATL.NWMT	NWMT.System		36	36	23
Volume #5	MATL.NWMT	Crossover		916	916	24
						25
Volume #5	Crossover	BPAT.NWMT		137	137	26
Volume #5	MATL.NWMT	NWMT.System		1	1	27
Volume #5	Crossover	NWMT.System		5	5	28
Volume #5	MATL.NWMT	Crossover		30	30	29
						30
Volume #5	BPAT.NWMT	YTP		400	400	31
Volume #5	Colstrip	YTP		1,296	1,296	32
Volume #5	Colstrip	NWMT.System		65	65	33
Volume #5	BPAT.NWMT	Crossover		333	333	34
			1,495	10,711,241	10,711,241	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions referred to as 'wheeling')

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

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

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

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	1,823		1,823	1
	5,036		5,036	2
	11,886		11,886	3
	234		234	4
	1,853		1,853	5
	5,395		5,395	6
	11,206		11,206	7
	8,201		8,201	8
				9
148,520			148,520	10
727			727	11
	1,113		1,113	12
	1,299		1,299	13
	35		35	14
	4		4	15
	1,394		1,394	16
3,117			3,117	17
7,292			7,292	18
173,800			173,800	19
	3,009		3,009	20
				21
	9		9	22
	156		156	23
	3,966		3,966	24
				25
	593		593	26
	4		4	27
	22		22	28
	130		130	29
				30
	1,732		1,732	31
	5,612		5,612	32
	281		281	33
	1,442		1,442	34
44,380,676	4,090,577	0	48,471,253	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as "wheeling")					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c).</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	Rainbow Energy Marketing	PacifiCorp	NWMT	NF	
2	Rainbow Energy Marketing	Colstrip Partners	WAPA	SFP	
3	Rainbow Energy Marketing	MATL	WAPA	NF	
4	Rainbow Energy Marketing	PacifiCorp	WAPA	NF	
5	Rainbow Energy Marketing	BPA	NWMT	NF	
6	Rainbow Energy Marketing	BPA	NWMT	NF	
7					
8	Talen Energy, LLC	NWMT	BPA	LFP	
9	Talen Energy, LLC	NWMT	PacifiCorp	LFP	
10	Talen Energy, LLC	NWMT	PacifiCorp	LFP	
11					
12	Talen Energy Marketing, LLC	BPA	NWMT	NF	
13	Talen Energy Marketing, LLC	WAPA	PacifiCorp	LFP	
14	Talen Energy Marketing, LLC	PPLM	NWMT	NF	
15	Talen Energy Marketing, LLC	PPLM	BPAT	NF	
16	Talen Energy Marketing, LLC	NWMT	BPAT	LFP	
17	Talen Energy Marketing, LLC	NWMT	BPAT	NF	
18	Talen Energy Marketing, LLC	NWMT	PacifiCorp	LFP	
19	Talen Energy Marketing, LLC	NWMT	PacifiCorp	LFP	
20	Talen Energy Marketing, LLC	PPLM	WAPA	NF	
21	Talen Energy Marketing, LLC	PPLM	PacifiCorp	NF	
22	Talen Energy Marketing, LLC	PPLM	PacifiCorp	NF	
23	Talen Energy Marketing, LLC	PPLM	PacifiCorp	NF	
24	Talen Energy Marketing, LLC	PPLM	PacifiCorp	LFP	
25	Talen Energy Marketing, LLC	PPLM	WAPA	NF	
26					
27	Powerex	BPA	NWMT	NF	
28	Powerex	BPA	PacifiCorp	NF	
29	Powerex	PacifiCorp	BPA	NF	
30	Powerex	MATL	BPA	NF	
31	Powerex	BPA	PacifiCorp	NF	
32	Powerex	BPA	WAPA	NF	
33	Powerex	MATL	NWMT	NF	
34	Powerex	MATL	PacifiCorp	NF	
	TOTAL				

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)
(Including transactions referred to as "wheeling")

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

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Volume #5	YTP	NWMT.System		17	17	1
Volume #5	Colstrip	Crossover		2	2	2
Volume #5	MATL.NWMT	Crossover		1	1	3
Volume #5	YTP	Crossover		404	404	4
Volume #5	BPAT.NWMT	MATL.NWMT		14	14	5
Volume #5	BPAT.NWMT	NWMT.System		17	17	6
						7
Volume #5	Colstrip	BPAT	100	878,400	878,400	8
Volume #5	Crooked Falls	Brady	7	61,488	61,488	9
Volume #5	Colstrip	Jeff	73	641,232	641,232	10
						11
Volume #5	BPAT.NWMT	NWMT.System		4	4	12
Volume #5	Crossover	Brady	15	131,760	131,760	13
Volume #5	Colstrip	NWMT.System		445	445	14
Volume #5	Colstrip	BPAT.NWMT		2,864	2,864	15
Volume #5	GTFalls.NWMT	BPAT.NWMT	25	219,600	219,600	16
Volume #5	ImbalanceMT	BPAT.NWMT		50	50	17
Volume #5	Black Eagle	Brady	4	35,136	35,136	18
Volume #5	Crooked Falls	Jeff	7	61,481	61,481	19
Volume #5	Colstrip	Crossover		53	53	20
Volume #5	Colstrip	YTP		689	689	21
Volume #5	Colstrip	Brady		688	688	22
Volume #5	Colstrip	Jeff		140	140	23
Volume #5	Colstrip	Jeff	7	61,488	61,488	24
Volume #5	Colstrip	Crossover		135	135	25
						26
Volume #5	BPAT.NWMT	NWMT.System		1,676	1,676	27
Volume #5	BPAT.NWMT	Jeff		219	219	28
Volume #5	YTP	BPAT.NWMT		59	59	29
Volume #5	MATL.NWMT	BPAT.NWMT		3,195	3,195	30
Volume #5	BPAT.NWMT	YTP		2,535	2,535	31
Volume #5	BPAT.NWMT	Crossover		150	150	32
Volume #5	MATL.NWMT	NWMT.System		63	63	33
Volume #5	MATL.NWMT	Brady		116	116	34
			1,495	10,711,241	10,711,241	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions referred to as 'wheeling')

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

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

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

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	74		74	1
	9		9	2
	4		4	3
	1,749		1,749	4
	61		61	5
	74		74	6
				7
3,792,000			3,792,000	8
265,440			265,440	9
2,768,160			2,768,160	10
				11
	17		17	12
568,800			568,800	13
	1,927		1,927	14
	12,401		12,401	15
948,000			948,000	16
	217		217	17
151,680			151,680	18
265,440			265,440	19
	229		229	20
	2,983		2,983	21
	2,979		2,979	22
	606		606	23
265,440			265,440	24
	585		585	25
				26
	7,257		7,257	27
	948		948	28
	255		255	29
	13,834		13,834	30
	10,977		10,977	31
	650		650	32
	273		273	33
	502		502	34
44,380,676	4,090,577	0	48,471,253	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	Powerex	MATL	PacifiCorp	LFP	
2	Powerex	MATL	PacifiCorp	NF	
3	Powerex	MATL	PacifiCorp	NF	
4	Powerex	BPA	PacifiCorp	NF	
5	Powerex	BPA	PacifiCorp	LFP	
6	Powerex	BPA	PacifiCorp	NF	
7	Powerex	BPA	PacifiCorp	NF	
8					
9	Puget Sound Energy Marketing	Avista	Avista	NF	
10	Puget Sound Energy Marketing	Colstrip Partners	BPA	NF	
11	Puget Sound Energy Marketing	Colstrip Partners	BPA	SFP	
12	Puget Sound Energy Marketing	Colstrip Partners	BPA	SFP	
13	Puget Sound Energy Marketing	Colstrip Partners	Avista	SFP	
14	Puget Sound Energy Marketing	NWMT	NWMT	NF	
15	Puget Sound Energy Marketing	NWMT	NWMT	SFP	
16	Puget Sound Energy Marketing	BPA	NWMT	NF	
17					
18	Tenaska	BPA	NWMT	NF	
19	Tenaska	PacifiCorp	MATL	NF	
20	Tenaska	PacifiCorp	MATL	NF	
21	Tenaska	PacifiCorp	BPAT	NF	
22	Tenaska	PacifiCorp	BPAT	NF	
23	Tenaska	PacifiCorp	NWMT	NF	
24	Tenaska	PacifiCorp	NWMT	NF	
25	Tenaska	NWMT	BPAT	NF	
26	Tenaska	NWMT	PacifiCorp	NF	
27					
28	TransAlta Energy Marketing	BPA	NWMT	NF	
29	TransAlta Energy Marketing	BPA	NWMT	NF	
30	TransAlta Energy Marketing	BPA	WAPA	NF	
31	TransAlta Energy Marketing	MATL	NWMT	NF	
32	TransAlta Energy Marketing	WAPA	BPA	NF	
33	TransAlta Energy Marketing	WAPA	NWMT	NF	
34					
	TOTAL				

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)
(Including transactions referred to as 'wheeling')

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

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Volume #5	MATL.NWMT	Brady	67	583,746	583,746	1
Volume #5	MATL.NWMT	Jeff		35	35	2
Volume #5	MATL.NWMT	YTP		82	82	3
Volume #5	BPAT.NWMT	Brady		1,849	1,849	4
Volume #5	BPAT.NWMT	Brady	18	159,185	159,185	5
Volume #5	BPAT.NWMT	YTP		1,434	1,434	6
Volume #5	BPAT.NWMT	Jeff		1,005	1,005	7
						8
Volume #5	Colstrip	AVAT.NWMT		210	210	9
Volume #5	Colstrip	BPAT.NWMT		2,617	2,617	10
Volume #5	Colstrip	BPAT.NWMT	1	4,608	4,608	11
Volume #5	Colstrip	BPAT.NWMT	5	33,544	33,544	12
Volume #5	Colstrip	AVAT.NWMT	6	44,925	44,925	13
Volume #5	Colstrip	NWMT		1,414	1,414	14
Volume #5	Colstrip	NWMT	2	3,594	3,594	15
Volume #5	BPAT.NWMT	NWMT.System		738	738	16
						17
Volume #5	BPAT.NWMT	NWMT.System		4	4	18
Volume #5	Brady	MATL		100	100	19
Volume #5	YTP	MATL		100	100	20
Volume #5	YTP	BPAT.NWMT		415	415	21
Volume #5	Brady	BPAT.NWMT		50	50	22
Volume #5	Brady	NWMT.System		1	1	23
Volume #5	YTP	NWMT.System		23	23	24
Volume #5	Kerr	BPAT.NWMT		16	16	25
Volume #5	Kerr	Brady		35	35	26
						27
Volume #5	BPAT.NWMT	NWMT.System		3	3	28
Volume #5	BPAT.NWMT	MATL		24	24	29
Volume #5	BPAT.NWMT	Crossover		50	50	30
Volume #5	MATL.NWMT	NWMT.System		2	2	31
Volume #5	Crossover	BPAT.NWMT		25	25	32
Volume #5	Crossover	NWMT.System		1	1	33
						34
			1,495	10,711,241	10,711,241	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions referred to as 'wheeling')

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

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

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

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
2,521,680			2,521,680	1
	152		152	2
	355		355	3
	8,006		8,006	4
688,880			688,880	5
	6,209		6,209	6
	4,352		4,352	7
				8
	909		909	9
	11,332		11,332	10
19,949			19,949	11
163,341			163,341	12
218,760			218,760	13
	6,123		6,123	14
17,501			17,501	15
	3,196		3,196	16
				17
	17		17	18
	433		433	19
	433		433	20
	1,797		1,797	21
	217		217	22
	4		4	23
	100		100	24
	69		69	25
	152		152	26
				27
	13		13	28
	104		104	29
	217		217	30
	9		9	31
	108		108	32
	4		4	33
				34
44,380,676	4,090,577	0	48,471,253	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as "wheeling")					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	Cargill Alliant	BPA	NWMT	NF	
2	Cargill Alliant	BPA	WAPA	NF	
3	Cargill Alliant	PacifiCorp	NWMT	NF	
4	Cargill Alliant	PacifiCorp	BPA	NF	
5					
6	Canadian Wood Products	MATL	NWMT	NF	
7	Canadian Wood Products	MATL	BPAT	NF	
8	Canadian Wood Products	NWMT	MATL	NF	
9	Canadian Wood Products	NWMT	PacifiCorp	NF	
10	Canadian Wood Products	PacifiCorp	BPAT	NF	
11	Canadian Wood Products	WAPA	NWMT	NF	
12	Canadian Wood Products	WAPA	MATL	NF	
13	Canadian Wood Products	BPAT	PacifiCorp	NF	
14	Canadian Wood Products	BPAT	NWMT	NF	
15	Canadian Wood Products	BPAT	NWMT	NF	
16	Canadian Wood Products	BPAT	WAPA	NF	
17					
18	Southern Montana Electric Coop	BPA	WAPA	NF	
19	Southern Montana Electric Coop	BPAT	NWMT	NF	
20	Southern Montana Electric Coop	NWMT	WAPA	NF	
21	Southern Montana Electric Coop	NWMT	WAPA	SFP	
22	Southern Montana Electric Coop	NWMT	WAPA	SFP	
23	Southern Montana Electric Coop	NWMT	WAPA	SFP	
24	Southern Montana Electric Coop	NWMT	NWMT	NF	
25	Southern Montana Electric Coop	NWMT	NWMT	SFP	
26	Southern Montana Electric Coop	CNTP	NWMT	NF	
27	Southern Montana Electric Coop	MATL	NWMT	NF	
28	Southern Montana Electric Coop	NWMT	WAPA	NF	
29	Southern Montana Electric Coop	NWMT	WAPA	SFP	
30	Southern Montana Electric Coop	CNTP	WAPA	NF	
31	Southern Montana Electric Coop	CNTP	WAPA	SFP	
32	Southern Montana Electric Coop	NWMT	MATL	NF	
33					
34	The Energy Authority	NWMT	NWMT	NF	
	TOTAL				

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)
(Including transactions referred to as 'wheeling')

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

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
Volume #5	BPAT.NWMT	NWMT.System		2	2	1
Volume #5	BPAT.NWMT	Crossover		75	75	2
Volume #5	YTP	NWMT.System		9	9	3
Volume #5	YTP	BPAT.NWMT		210	210	4
						5
Volume #5	MATL.NWMT	NWMT.System		911	911	6
Volume #5	MATL.NWMT	BPAT.NWMT		623	623	7
Volume #5	MATL.NWMT	Crossover		9,848	9,848	8
Volume #5	MATL.NWMT	YTP		377	377	9
Volume #5	YTP	BPAT.NWMT		1	1	10
Volume #5	Crossover	NWMT.System		2	2	11
Volume #5	Crossover	MATL.NWMT		50	50	12
Volume #5	BPAT.NWMT	YTP		211	211	13
Volume #5	BPAT.NWMT	MATL.NWMT		25	25	14
Volume #5	BPAT.NWMT	NWMT.System		216	216	15
Volume #5	BPAT.NWMT	Crossover		5,001	5,001	16
						17
Volume #5	BPAT.NWMT	Crossover		416	416	18
Volume #5	BPAT.NWMT	NWMT.System		24	24	19
Volume #5	Colstrip	Crossover		417	417	20
Volume #5	Colstrip	Crossover		96	96	21
Volume #5	Colstrip	Crossover		2,728	2,728	22
Volume #5	Colstrip	Crossover	4	33,798	33,798	23
Volume #5	Colstrip	NWMT.System		528	528	24
Volume #5	Colstrip	NWMT.System		167	167	25
Volume #5	Hardin	NWMT.System		168	168	26
Volume #5	MATL.NWMT	NWMT.System		72	72	27
Volume #5	Kerr	Crossover		1,160	1,160	28
Volume #5	Kerr	Crossover	1	5,105	5,105	29
Volume #5	Hardin	Crossover		5,443	5,443	30
Volume #5	Hardin	Crossover		715	715	31
Volume #5	MATL.NWMT	Crossover		2,084	2,084	32
						33
Volume #5	KERR.NWMT	NWMT.System		10	10	34
			1,495	10,711,241	10,711,241	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions referred to as 'wheeling')

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

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

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

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	9		9	1
	325		325	2
	39		39	3
	909		909	4
				5
	3,945		3,945	6
	2,698		2,698	7
	42,642		42,642	8
	1,632		1,632	9
	4		4	10
	9		9	11
	217		217	12
	914		914	13
	108		108	14
	935		935	15
	21,654		21,654	16
				17
	1,801		1,801	18
	104		104	19
	1,806		1,806	20
416			416	21
12,396			12,396	22
145,360			145,360	23
	2,286		2,286	24
727			727	25
	727		727	26
	312		312	27
	5,023		5,023	28
22,120			22,120	29
	23,568		23,568	30
3,646			3,646	31
	9,024		9,024	32
				33
	43		43	34
44,380,676	4,090,577	0	48,471,253	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (including transactions referred to as "wheeling")					
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c).</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>					
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)	
1	The Energy Authority	BPAT	BPAT	NF	
2	The Energy Authority	Colstrip Partners	BPA	NF	
3	The Energy Authority	BPA	NWMT	NF	
4	The Energy Authority	BPA	PacifiCorp	NF	
5					
6	United Materials of Great Falls	UMGF	Glacier Wind	NF	
7	United Materials of Great Falls	UMGF	PacifiCorp	NF	
8	United Materials of Great Falls	UMGF	PacifiCorp	NF	
9	United Materials of Great Falls	UMGF	BPA	NF	
10	United Materials of Great Falls	UMGF	NWMT	NF	
11	United Materials of Great Falls	UMGF	MATL	NF	
12	United Materials of Great Falls	UMGF	NWMT	NF	
13					
14	SOUTH DAKOTA				
15					
16	Aberdeen Boosters, City of	WAPA	Aberdeen	LFP	
17	Aberdeen Ordway	WAPA	Aberdeen	LFP	
18	Bryant, City of	WAPA	Bryant	LFP	
19	Mike Durphy Prison	WAPA	Durphy Prison - Springfield	LFP	
20	Groton, City of	WAPA	Groton	LFP	
21	Langford, City of	WAPA	Langford	LFP	
22	Miller, City of	WAPA	Miller	LFP	
23	Northern State University	WAPA	NSU - Aberdeen	LFP	
24	South Dakota Develop. Center	WAPA	SDDC - Redfield	LFP	
25	Yankton Human Service Center	WAPA	HSC - Yankton	LFP	
26	Titan Wind Farm	WAPA	Titan - Ree Hights	LFP	
27	Oak Tree Wind Farm	WAPA	Oak Tree - Clark	LFP	
28	East River Electric Power Coop	WAPA	Webster	LFP	
29	MAPP	WAPA	WAPA	NF	
30					
31					
32					
33					
34					
	TOTAL				

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016		Year/Period of Report End of 2016/Q4	
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued) (Including transactions referred to as "wheeling")							
<p>5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.</p> <p>6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.</p> <p>7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.</p> <p>8. Report in column (i) and (j) the total megawatthours received and delivered.</p>							
FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.	
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)		
Volume #5	BPAT.NWMT	BPAT.NWMT		46	46	1	
Volume #5	Kerr	BPAT.NWMT		116	116	2	
Volume #5	BPAT.NWMT	NWMT.System		20	20	3	
Volume #5	BPAT.NWMT	Brady		788	788	4	
						5	
Volume #5	Horseshoe	GLWND1		15	15	6	
Volume #5	Horseshoe	Jeff		10,903	10,903	7	
Volume #5	Horseshoe	Brady		8,231	8,231	8	
Volume #5	Horseshoe	BPAT-NWMT		175	175	9	
Volume #5	Horseshoe	NWMT.System		955	955	10	
Volume #5	Horseshoe	MATL		12	12	11	
Volume #5	GLWND1	NWMT.System		5	5	12	
						13	
						14	
						15	
Volume #2	Huron 115 kV Bus	Booster & Ordway PI				16	
Volume #2	Huron 115 kV Bus	Booster & Ordway PI				17	
Volume #2	Huron 115 kV Bus	Bryant 25 kV		4,182	4,182	18	
Volume #2	Huron 115 kV Bus	MDSP 34.5 kV				19	
Volume #2	Huron 115 kV Bus	Groton 69 kV				20	
Volume #2	Huron 115 kV Bus	Langford 12.5 kV		3,352	3,352	21	
Volume #2	Huron 115 kV Bus	Miller 69 kV				22	
Volume #2	Huron 115 kV Bus	NSU 34.5 kV				23	
Volume #2	Huron 115 kV Bus	SDDC 34.5 kV				24	
Volume #2	Huron 115 kV Bus	YHSC 34.5 & 12.5 kV				25	
Volume #2	Huron 115 kV Bus	NWE Titan Sub				26	
Volume #2	Redfield Trans Sub	OTE				27	
Volume #2	Wester					28	
Schedule F	Various	Various				29	
						30	
						31	
						32	
						33	
						34	
			1,495	10,711,241	10,711,241		

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(including transactions referred to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.
10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.
11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	199		199	1
	502		502	2
	87		87	3
	3,412		3,412	4
				5
	65		65	6
	47,210		47,210	7
	35,640		35,640	8
	758		758	9
	4,136		4,136	10
	52		52	11
	22		22	12
				13
				14
				15
				16
				17
30,920			30,920	18
				19
				20
24,611			24,611	21
				22
				23
				24
				25
				26
				27
				28
				29
				30
				31
				32
				33
				34
44,380,676	4,090,577	0	48,471,253	

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016		Year/Period of Report End of 2016/Q4		
TRANSMISSION OF ELECTRICITY BY OTHERS (Account 565) (Including transactions referred to as "wheeling")								
<p>1. Report all transmission, i.e. wheeling or electricity provided by other electric utilities, cooperatives, municipalities, other public authorities, qualifying facilities, and others for the quarter.</p> <p>2. In column (a) report each company or public authority that provided transmission service. Provide the full name of the company, abbreviate if necessary, but do not truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation with the transmission service provider. Use additional columns as necessary to report all companies or public authorities that provided transmission service for the quarter reported.</p> <p>3. In column (b) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNS - Firm Network Transmission Service for Self, LFP - Long-Term Firm Point-to-Point Transmission Reservations, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point-to-Point Transmission Reservations, NF - Non-Firm Transmission Service, and OS - Other Transmission Service. See General Instructions for definitions of statistical classifications.</p> <p>4. Report in column (c) and (d) the total megawatt hours received and delivered by the provider of the transmission service.</p> <p>5. Report in column (e), (f) and (g) expenses as shown on bills or vouchers rendered to the respondent. In column (e) report the demand charges and in column (f) energy charges related to the amount of energy transferred. On column (g) report the total of all other charges on bills or vouchers rendered to the respondent, including any out of period adjustments. Explain in a footnote all components of the amount shown in column (g). Report in column (h) the total charge shown on bills rendered to the respondent. If no monetary settlement was made, enter zero in column (h). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.</p> <p>6. Enter "TOTAL" in column (a) as the last line.</p> <p>7. Footnote entries and provide explanations following all required data.</p>								
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	TRANSFER OF ENERGY		EXPENSES FOR TRANSMISSION OF ELECTRICITY BY OTHERS			
			Megawatt-hours Received (c)	Megawatt-hours Delivered (d)	Demand Charges (\$) (e)	Energy Charges (\$) (f)	Other Charges (\$) (g)	Total Cost of Transmission (\$) (h)
1	MONTANA							
2	Vigilante Elec. Coop	OLF	34,780	34,780	58,404			58,404
3	Bonneville Power Admin	OLF					639,659	639,659
4	Bonneville Power Admin	OLF					2,993,021	2,993,021
5	Sun River Elect Coop	OLF	2,674	2,674	14,710			14,710
6	Southwest Power Pool	FNS	122,561	122,561	1,902,482			1,902,482
7								
8	Supply:							
9	Bonneville Power Adminn	NF	166	166		1,157		1,157
10	Talen Energy LLC	NF	30,912	30,912		140,959		140,959
11	Seattle City Light	NF	423	423		578		578
12								
13	SOUTH DAKOTA							
14	East River	FNS			1,752			1,752
15	West Central Elect Coop	FNS			8,608			8,608
16	Otter Tail Power MISO	FNS			23,746			23,746
	TOTAL		191,516	191,516	11,570,902	142,694	3,632,680	15,346,276

Name of Respondent NorthWestern Corporation			This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016		Year/Period of Report End of 2016/Q4	
TRANSMISSION OF ELECTRICITY BY OTHERS (Account 565) (Including transactions referred to as "wheeling")								
<p>1. Report all transmission, i.e. wheeling or electricity provided by other electric utilities, cooperatives, municipalities, other public authorities, qualifying facilities, and others for the quarter.</p> <p>2. In column (a) report each company or public authority that provided transmission service. Provide the full name of the company, abbreviate if necessary, but do not truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation with the transmission service provider. Use additional columns as necessary to report all companies or public authorities that provided transmission service for the quarter reported.</p> <p>3. In column (b) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNS - Firm Network Transmission Service for Self, LFP - Long-Term Firm Point-to-Point Transmission Reservations, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point-to-Point Transmission Reservations, NF - Non-Firm Transmission Service, and OS - Other Transmission Service. See General Instructions for definitions of statistical classifications.</p> <p>4. Report in column (c) and (d) the total megawatt hours received and delivered by the provider of the transmission service.</p> <p>5. Report in column (e), (f) and (g) expenses as shown on bills or vouchers rendered to the respondent. In column (e) report the demand charges and in column (f) energy charges related to the amount of energy transferred. On column (g) report the total of all other charges on bills or vouchers rendered to the respondent, including any out of period adjustments. Explain in a footnote all components of the amount shown in column (g). Report in column (h) the total charge shown on bills rendered to the respondent. If no monetary settlement was made, enter zero in column (h). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.</p> <p>6. Enter "TOTAL" in column (a) as the last line.</p> <p>7. Footnote entries and provide explanations following all required data.</p>								
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	TRANSFER OF ENERGY		EXPENSES FOR TRANSMISSION OF ELECTRICITY BY OTHERS			
			Megawatt-hours Received (c)	Megawatt-hours Delivered (d)	Demand Charges (\$) (e)	Energy Charges (\$) (f)	Other Charges (\$) (g)	Total Cost of Transmission (\$) (h)
1	Southwest Power Pool	FNS			9,561,200			9,561,200
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
	TOTAL		191,516	191,516	11,570,902	142,694	3,632,680	15,346,276

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
MISCELLANEOUS GENERAL EXPENSES (Account 930.2) (ELECTRIC)					
Line No.	Description (a)	Amount (b)			
1	Industry Association Dues	402,879			
2	Nuclear Power Research Expenses				
3	Other Experimental and General Research Expenses				
4	Pub & Dist Info to Stkhldrs...expn servicing outstanding Securities	325,458			
5	Oth Expn >=5,000 show purpose, recipient, amount. Group if < \$5,000				
6	Universal System Benefit Charge	9,438,305			
7	Board of Directors	1,513,589			
8	Our Portion of Shared Ownership Generation	374,506			
9	Accounts Receivable Write-offs	247,934			
10	Economic Development	179,076			
11	Community Relations	201,934			
12	Miscellaneous	51,695			
13					
14					
15					
16					
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46	TOTAL	12,735,376			

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Account 403, 404, 405)
(Except amortization of acquisition adjustments)

- Report in section A for the year the amounts for : (b) Depreciation Expense (Account 403; (c) Depreciation Expense for Asset Retirement Costs (Account 403.1; (d) Amortization of Limited-Term Electric Plant (Account 404); and (e) Amortization of Other Electric Plant (Account 405).
- Report in Section 8 the rates used to compute amortization charges for electric plant (Accounts 404 and 405). State the basis used to compute charges and whether any changes have been made in the basis or rates used from the preceding report year.
- Report all available information called for in Section C every fifth year beginning with report year 1971, reporting annually only changes to columns (c) through (g) from the complete report of the preceding year.
Unless composite depreciation accounting for total depreciable plant is followed, list numerically in column (a) each plant subaccount, account or functional classification, as appropriate, to which a rate is applied. Identify at the bottom of Section C the type of plant included in any sub-account used.
In column (b) report all depreciable plant balances to which rates are applied showing subtotals by functional Classifications and showing composite total. Indicate at the bottom of section C the manner in which column balances are obtained. If average balances, state the method of averaging used.
For columns (c), (d), and (e) report available information for each plant subaccount, account or functional classification Listed in column (a). If plant mortality studies are prepared to assist in estimating average service Lives, show in column (f) the type mortality curve selected as most appropriate for the account and in column (g), if available, the weighted average remaining life of surviving plant. If composite depreciation accounting is used, report available information called for in columns (b) through (g) on this basis.
- If provisions for depreciation were made during the year in addition to depreciation provided by application of reported rates, state at the bottom of section C the amounts and nature of the provisions and the plant items to which related.

A. Summary of Depreciation and Amortization Charges

Line No.	Functional Classification (a)	Depreciation Expense (Account 403) (b)	Depreciation Expense for Asset Retirement Costs (Account 403.1) (c)	Amortization of Limited Term Electric Plant (Account 404) (d)	Amortization of Other Electric Plant (Acc 405) (e)	Total (f)
1	Intangible Plant			1,406,832		1,406,832
2	Steam Production Plant	12,076,055				12,076,055
3	Nuclear Production Plant	7,388,049				7,388,049
4	Hydraulic Production Plant-Conventional					
5	Hydraulic Production Plant-Pumped Storage					
6	Other Production Plant	15,736,046		3,537		15,739,583
7	Transmission Plant	23,561,174		428,569		23,989,743
8	Distribution Plant	45,654,252		-9,407		45,644,845
9	Regional Transmission and Market Operation					
10	General Plant	7,900,347				7,900,347
11	Common Plant-Electric	5,231,680		2,977,052		8,208,732
12	TOTAL	117,547,603		4,806,583		122,354,186

B. Basis for Amortization Charges

The following represents generation, transmission and distribution land rights and computer software amortization applicable to or allocated to the electric department. These costs are amortized over the expected life of the generation, transmission or distribution plant or computer software.

Plant Account	Costs Being Amortized	Amortization Period (Years)	Annual Amortization	Allocated to Electric
303	\$ 7,004,805	5	\$ 1,384,866	1,384,866
303	868,284	30	29,001	29,001
340.2	89,998	25, 30	3,537	3,537
350.2	25,062,534	58	428,569	428,569
360.2	2,242,548	60	-9,416	-9,416
4303	24,916,186	5,10	4,155,898	2,885,829

The above schedule represents a full year amortization calculation. 4,722,386

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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REGULATORY COMMISSION EXPENSES

1. Report particulars (details) of regulatory commission expenses incurred during the current year (or incurred in previous years, if being amortized) relating to format cases before a regulatory body, or cases in which such a body was a party.
2. Report in columns (b) and (c), only the current year's expenses that are not deferred and the current year's amortization of amounts deferred in previous years.

Line No.	Description (Furnish name of regulatory commission or body the docket or case number and a description of the case) (a)	Assessed by Regulatory Commission (b)	Expenses of Utility (c)	Total Expense for Current Year (b) + (c) (d)	Deferred in Account 182.3 at Beginning of Year (e)
1	Annual Charges under the Omnibus				
2	Reconciliation Act of 1986				
3	FERC Order No. 582	1,116,764		1,116,764	
4					
5	Montana PSC Electric & Gas Rate Filings		203,029	203,029	
6					
7					
8	SPP Transmission Rate Filing		198,695	198,695	
9					
10	FERC Administrative Charges Allocated to				
11	Generating Stations Under Project Licenses	1,160,507		1,160,507	
12					
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45					
46	TOTAL	2,277,271	401,724	2,678,995	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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REGULATORY COMMISSION EXPENSES (Continued)

3. Show in column (k) any expenses incurred in prior years which are being amortized. List in column (a) the period of amortization.
4. List in column (f), (g), and (h) expenses incurred during year which were charged currently to income, plant, or other accounts.
5. Minor items (less than \$25,000) may be grouped.

EXPENSES INCURRED DURING YEAR				AMORTIZED DURING YEAR			
CURRENTLY CHARGED TO			Deferred to Account 182.3 (i)	Contra Account (j)	Amount (k)	Deferred in Account 182.3 End of Year (l)	Line No.
Department (f)	Account No. (g)	Amount (h)					
							1
							2
Electric	928	1,116,764					3
							4
Electric	928	40,625					5
Gas	628	162,404					6
							7
Electric	928	198,695					8
							9
							10
Electric	928	1,160,507					11
							12
							13
							14
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		2,678,995					46

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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DISTRIBUTION OF SALARIES AND WAGES

Report below the distribution of total salaries and wages for the year. Segregate amounts originally charged to clearing accounts to Utility Departments, Construction, Plant Removals, and Other Accounts, and enter such amounts in the appropriate lines and columns provided. In determining this segregation of salaries and wages originally charged to clearing accounts, a method of approximation giving substantially correct results may be used.

Line No.	Classification (a)	Direct Payroll Distribution (b)	Allocation of Payroll charged for Clearing Accounts (c)	Total (d)
1	Electric			
2	Operation			
3	Production	7,350,459		
4	Transmission	5,875,428		
5	Regional Market	90,082		
6	Distribution	12,888,523		
7	Customer Accounts	4,267,418		
8	Customer Service and Informational	4,184,765		
9	Sales	1,557		
10	Administrative and General	25,667,587		
11	TOTAL Operation (Enter Total of lines 3 thru 10)	60,325,819		
12	Maintenance			
13	Production	2,664,341		
14	Transmission	2,769,968		
15	Regional Market			
16	Distribution	8,702,251		
17	Administrative and General	3,524,183		
18	TOTAL Maintenance (Total of lines 13 thru 17)	17,660,743		
19	Total Operation and Maintenance			
20	Production (Enter Total of lines 3 and 13)	10,014,800		
21	Transmission (Enter Total of lines 4 and 14)	8,645,396		
22	Regional Market (Enter Total of Lines 5 and 15)	90,082		
23	Distribution (Enter Total of lines 6 and 16)	21,590,774		
24	Customer Accounts (Transcribe from line 7)	4,267,418		
25	Customer Service and Informational (Transcribe from line 8)	4,184,765		
26	Sales (Transcribe from line 9)	1,557		
27	Administrative and General (Enter Total of lines 10 and 17)	29,191,770		
28	TOTAL Oper. and Maint. (Total of lines 20 thru 27)	77,986,562		77,986,562
29	Gas			
30	Operation			
31	Production-Manufactured Gas			
32	Production-Nat. Gas (Including Expl. and Dev.)	1,815,325		
33	Other Gas Supply	384,608		
34	Storage, LNG Terminaling and Processing	419,547		
35	Transmission	4,251,544		
36	Distribution	9,913,010		
37	Customer Accounts	2,015,920		
38	Customer Service and Informational	1,822,435		
39	Sales	667		
40	Administrative and General	11,329,951		
41	TOTAL Operation (Enter Total of lines 31 thru 40)	31,953,007		
42	Maintenance			
43	Production-Manufactured Gas			
44	Production-Natural Gas (Including Exploration and Development)	173,735		
45	Other Gas Supply			
46	Storage, LNG Terminaling and Processing	142,139		
47	Transmission	599,125		

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
DISTRIBUTION OF SALARIES AND WAGES (Continued)					
Line No.	Classification (a)	Direct Payroll Distribution (b)	Allocation of Payroll charged for Clearing Accounts (c)	Total (d)	
48	Distribution	2,913,100			
49	Administrative and General	1,448,943			
50	TOTAL Maint. (Enter Total of lines 43 thru 49)	5,277,042			
51	Total Operation and Maintenance				
52	Production-Manufactured Gas (Enter Total of lines 31 and 43)				
53	Production-Natural Gas (Including Expl. and Dev.) (Total lines 32,	1,989,060			
54	Other Gas Supply (Enter Total of lines 33 and 45)	384,608			
55	Storage, LNG Terminating and Processing (Total of lines 31 thru	561,686			
56	Transmission (Lines 35 and 47)	4,850,669			
57	Distribution (Lines 36 and 48)	12,826,110			
58	Customer Accounts (Line 37)	2,015,920			
59	Customer Service and Informational (Line 38)	1,822,435			
60	Sales (Line 39)	667			
61	Administrative and General (Lines 40 and 49)	12,778,894			
62	TOTAL Operation and Maint. (Total of lines 52 thru 61)	37,230,049		37,230,049	
63	Other Utility Departments				
64	Operation and Maintenance	35,205		35,205	
65	TOTAL All Utility Dept. (Total of lines 28, 62, and 64)	115,251,816		115,251,816	
66	Utility Plant				
67	Construction (By Utility Departments)				
68	Electric Plant	20,157,707		20,157,707	
69	Gas Plant	8,050,535		8,050,535	
70	Other (provide details in footnote):				
71	TOTAL Construction (Total of lines 68 thru 70)	28,208,242		28,208,242	
72	Plant Removal (By Utility Departments)				
73	Electric Plant				
74	Gas Plant				
75	Other (provide details in footnote):				
76	TOTAL Plant Removal (Total of lines 73 thru 75)				
77	Other Accounts (Specify, provide details in footnote):				
78	A/R Associated Companies	1,083,704		1,083,704	
79	Expenses of Non-Utility Operations	595,652		595,652	
80					
81					
82					
83					
84					
85					
86					
87					
88					
89					
90					
91					
92					
93					
94					
95	TOTAL Other Accounts	1,679,356		1,679,356	
96	TOTAL SALARIES AND WAGES	145,139,414		145,139,414	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of <u>2016/Q4</u>
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COMMON UTILITY PLANT AND EXPENSES

1. Describe the property carried in the utility's accounts as common utility plant and show the book cost of such plant at end of year classified by accounts as provided by Plant Instruction 13, Common Utility Plant, of the Uniform System of Accounts. Also show the allocation of such plant costs to the respective departments using the common utility plant and explain the basis of allocation used, giving the allocation factors.
2. Furnish the accumulated provisions for depreciation and amortization at end of year, showing the amounts and classifications of such accumulated provisions, and amounts allocated to utility departments using the Common utility plant to which such accumulated provisions relate, including explanation of basis of allocation and factors used.
3. Give for the year the expenses of operation, maintenance, rents, depreciation, and amortization for common utility plant classified by accounts as provided by the Uniform System of Accounts. Show the allocation of such expenses to the departments using the common utility plant to which such expenses are related. Explain the basis of allocation used and give the factors of allocation.
4. Give date of approval by the Commission for use of the common utility plant classification and reference to order of the Commission or other authorization.

NORTHWESTERN ENERGY - CONSOLIDATED COMMON UTILITY PLANT

Item # 1
Common Utility Plant At December 31, 2016

PLANT ACCOUNT	Description	Total	Electric	Natural Gas
C303	Misc. Intangible Plant	27,923,995.90	20,614,766.50	7,309,229.40
C389	Land & Land Rights	3,847,113.30	2,814,627.68	1,032,485.62
C390	Structures & Improvements	87,816,035.20	65,825,240.93	21,990,794.27
C391	Office Furniture & Equipment	18,686,484.14	14,764,991.78	3,921,492.36
C392	Transportation Equipment	2,516,035.76	2,163,790.75	352,245.01
C393	Stores Equipment	242,230.47	208,318.20	33,912.27
C394	Tools/Shop/Garage Equipment	150,411.78	129,354.13	21,057.65
C395	Laboratory Equipment	0.00	0.00	0.00
C396	Power Operated Equipment	1,527,981.76	1,314,064.31	213,917.45
C397	Communication Equipment	33,904,266.73	20,211,570.97	13,692,695.76
C398	Miscellaneous	811,006.37	615,518.25	195,488.12
Subtotal		177,425,561.41	128,662,243.50	48,763,317.91
Construction Work In Progress		3,740,894.04		
Total		181,166,455.45		

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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COMMON UTILITY PLANT AND EXPENSES

1. Describe the property carried in the utility's accounts as common utility plant and show the book cost of such plant at end of year classified by accounts as provided by Plant Instruction 13, Common Utility Plant, of the Uniform System of Accounts. Also show the allocation of such plant costs to the respective departments using the common utility plant and explain the basis of allocation used, giving the allocation factors.
2. Furnish the accumulated provisions for depreciation and amortization at end of year, showing the amounts and classifications of such accumulated provisions, and amounts allocated to utility departments using the Common utility plant to which such accumulated provisions relate, including explanation of basis of allocation and factors used.
3. Give for the year the expenses of operation, maintenance, rents, depreciation, and amortization for common utility plant classified by accounts as provided by the Uniform System of Accounts. Show the allocation of such expenses to the departments using the common utility plant to which such expenses are related. Explain the basis of allocation used and give the factors of allocation.
4. Give date of approval by the Commission for use of the common utility plant classification and reference to order of the Commission or other authorization.

Common utility plant is allocated to utility departments based on estimated individual facility utilization.

NORTHWESTERN ENERGY - CONSOLIDATED COMMON UTILITY ACCUMULATED DEPRECIATION

Item # 2

Common Utility Accumulated Depreciation Reserve At December 31, 2015

PLANT ACCOUNT	Description	Total	Electric	Natural Gas
C303	Misc. Intangible Plant	-7,260,025.60	-541,6886.84	-1,843,138.76
C389	Land & Land Rights	164,359.83	116,444.03	47,915.80
C390	Structures & Improvements	-13,852,946.50	-10,481,010.43	-3,371,936.07
C391	Office Furniture & Equipment	-6,529,115.92	-5,222,885.66	-1,306,230.26
C392	Transportation Equipment	-1,330,804.85	-1,144,492.17	-186,312.68
C393	Stores Equipment	-239,202.52	-205,714.17	-33,488.35
C394	Tools/Shop/Garage Equipment	-86,029.10	-73,985.03	-12,044.07
C395	Laboratory Equipment	0.00	0.00	0.00
C396	Power Operated Equipment	-454,333.23	-390,726.58	-63,606.65
C397	Communication Equipment	-14,083,939.49	-8,040,734.90	-6,043,204.59
C398	Miscellaneous	-81,652.23	-70,367.10	-11,285.13
Total		-43,753,689.61	-30,930,358.85	-12,823,330.76

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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COMMON UTILITY PLANT AND EXPENSES

1. Describe the property carried in the utility's accounts as common utility plant and show the book cost of such plant at end of year classified by accounts as provided by Plant Instruction 13, Common Utility Plant, of the Uniform System of Accounts. Also show the allocation of such plant costs to the respective departments using the common utility plant and explain the basis of allocation used, giving the allocation factors.
2. Furnish the accumulated provisions for depreciation and amortization at end of year, showing the amounts and classifications of such accumulated provisions, and amounts allocated to utility departments using the Common utility plant to which such accumulated provisions relate, including explanation of basis of allocation and factors used.
3. Give for the year the expenses of operation, maintenance, rents, depreciation, and amortization for common utility plant classified by accounts as provided by the Uniform System of Accounts. Show the allocation of such expenses to the departments using the common utility plant to which such expenses are related. Explain the basis of allocation used and give the factors of allocation.
4. Give date of approval by the Commission for use of the common utility plant classification and reference to order of the Commission or other authorization.

NORTHWESTERN ENERGY - COMMON UTILITY PLANT EXPENSES FOR THE YEAR ENDING DECEMBER 31, 2016

ITEM #3

Common Expenses	General Building	Real Estate & Personal Property Tax	Depreciation & Amortization	Total
Electric:				
Depreciation			5,231,680	5,231,680
Amortization			2,977,052	2,977,052
Taxes Other than Income		6,769,214		6,769,214
Administrative & General	2,903,734			2,903,734
Subtotal	2,903,734	6,769,214	8,208,732	17,881,680
Natural Gas	1,276,407	5,568,028	3,003,518	9,847,953
Total Common Expense			11,212,250	27,729,633

- (1) General building expense is allocated to departmental expense accounts based on estimated facility utilization.
- (2) Real Estate & Personal Property Taxes are allocated to departmental expense accounts based on the estimated facility utilization.
- (3) Depreciation & Amortization expense is allocated to utility departmental expense accounts based on the estimated individual facility utilization applicable to the depreciable common plant.

ITEM #4

FERC staff recommendation dated January 19, 1967 gave approval for the use of the common plant classification.

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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AMOUNTS INCLUDED IN ISO/RTO SETTLEMENT STATEMENTS

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

Line No.	Description of Item(s) (a)	Balance at End of Quarter 1 (b)	Balance at End of Quarter 2 (c)	Balance at End of Quarter 3 (d)	Balance at End of Year (e)
1	Energy				
2	Net Purchases (Account 555)				95,715,180
3	Net Sales (Account 447)				91,387,861
4	Transmission Rights				3,732
5	Ancillary Services				88,694
6	Other Items (list separately)				
7	Operation Supervision				7,463
8	Day Ahead & Real Time Admin				317,892
9	Market Monitoring & Compliance				44,347
10					
11					
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46	TOTAL				187,565,169

Name of Respondent NorthWestern Corporation				This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016		Year/Period of Report End of 2016/Q4		
MONTHLY TRANSMISSION SYSTEM PEAK LOAD										
<p>(1) Report the monthly peak load on the respondent's transmission system. If the respondent has two or more power systems which are not physically integrated, furnish the required information for each non-integrated system.</p> <p>(2) Report on Column (b) by month the transmission system's peak load.</p> <p>(3) Report on Columns (c) and (d) the specified information for each monthly transmission - system peak load reported on Column (b).</p> <p>(4) Report on Columns (e) through (j) by month the system' monthly maximum megawatt load by statistical classifications. See General Instruction for the definition of each statistical classification.</p>										
NAME OF SYSTEM: Montana Operations										
Line No.	Month (a)	Monthly Peak MW - Total (b)	Day of Monthly Peak (c)	Hour of Monthly Peak (d)	Firm Network Service for Self (e)	Firm Network Service for Others (f)	Long-Term Firm Point-to-point Reservations (g)	Other Long-Term Firm Service (h)	Short-Term Firm Point-to-point Reservation (i)	Other Service (j)
1	January	1,662	7	1800	1,004	618	494		1,654	
2	February	1,580	3	800	946	586	494		1,007	
3	March	1,479	18	900	882	578	494		100	
4	Total for Quarter 1				2,832	1,782	1,482		2,761	
5	April	1,408	1	1000	784	530	494		511	
6	May	1,414	5	1600	864	523	494		291	
7	June	1,766	28	1800	1,079	593	494		316	
8	Total for Quarter 2				2,727	1,646	1,482		1,118	
9	July	1,836	25	1700	1,144	613	489		742	
10	August	1,787	2	1900	1,103	625	489		400	
11	September	1,647	1	1700	999	572	488		3,025	
12	Total for Quarter 3				3,246	1,810	1,466		4,167	
13	October	1,920	12	800	871	555	488		677	
14	November	2,086	30	1800	953	589	488		420	
15	December	2,381	17	1800	1,140	685	488		1,589	
16	Total for Quarter 4				2,964	1,829	1,464		2,686	
17	Total Year to Date/Year				11,769	7,067	5,894		10,732	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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MONTHLY ISO/RTO TRANSMISSION SYSTEM PEAK LOAD

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

NAME OF SYSTEM: South Dakota Operations

Line No.	Month	Monthly Peak MW - Total	Day of Monthly Peak	Hour of Monthly Peak	Imports into ISO/RTO	Exports from ISO/RTO	Through and Out Service	Network Service Usage	Point-to-Point Service Usage	Total Usage
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	January	283	18	900				298	15	313
2	February	251	9	800				264	13	277
3	March	243	18	900				256	13	269
4	Total for Quarter 1							818	41	859
5	April	211	1	900				223	12	235
6	May	228	24	1700				238	10	248
7	June	305	17	1700				321	16	337
8	Total for Quarter 2							782	38	820
9	July	332	20	1700				347	15	362
10	August	323	10	1700				338	15	353
11	September	260	1	1700				273	13	286
12	Total for Quarter 3							958	43	1,001
13	October	225	5	1500				235	10	245
14	November	236	29	1800				248	12	260
15	December	290	15	800				305	15	320
16	Total for Quarter 4							788	37	825
17	Total Year to Date/Year							3,346	159	3,505

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MONTHLY PEAKS AND OUTPUT

1. Report the monthly peak load and energy output. If the respondent has two or more power which are not physically integrated, furnish the required information for each non- integrated system.
2. Report in column (b) by month the system's output in Megawatt hours for each month.
3. Report in column (c) by month the non-requirements sales for resale. Include in the monthly amounts any energy losses associated with the sales.
4. Report in column (d) by month the system's monthly maximum megawatt load (60 minute integration) associated with the system.
5. Report in column (e) and (f) the specified information for each monthly peak load reported in column (d).

NAME OF SYSTEM:

Line No.	Month (a)	Total Monthly Energy (b)	Monthly Non-Requirements Sales for Resale & Associated Losses (c)	MONTHLY PEAK		
				Megawatts (See Instr. 4) (d)	Day of Month (e)	Hour (f)
29	January				0	
30	February				0	
31	March				0	
32	April				0	
33	May				0	
34	June				0	
35	July				0	
36	August				0	
37	September				0	
38	October				0	
39	November				0	
40	December				0	
41	TOTAL					

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016		Year/Period of Report End of 2016/Q4	
STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)							
<p>1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a therm basis report the Btu content or the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.</p>							
Line No.	Item (a)	Plant Name: <u>Big Stone</u> (b)			Plant Name: <u>Coyote</u> (c)		
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear)	Steam			Steam		
2	Type of Constr (Conventional, Outdoor, Boiler, etc)	Conventional			Conventional		
3	Year Originally Constructed	1975			1981		
4	Year Last Unit was Installed	1975			1981		
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)	122.85			45.58		
6	Net Peak Demand on Plant - MW (60 minutes)	112			43		
7	Plant Hours Connected to Load	7822			6689		
8	Net Continuous Plant Capability (Megawatts)	0			0		
9	When Not Limited by Condenser Water	111			43		
10	When Limited by Condenser Water	110			43		
11	Average Number of Employees	85			80		
12	Net Generation, Exclusive of Plant Use - KWh	430051000			221988000		
13	Cost of Plant: Land and Land Rights	162629			203882		
14	Structures and Improvements	9551662			9588426		
15	Equipment Costs	143908940			41009477		
16	Asset Retirement Costs	836549			1525191		
17	Total Cost	154459780			52326976		
18	Cost per KW of Installed Capacity (line 17/5) Including	1257.3039			1148.0249		
19	Production Expenses: Oper, Supv, & Engr	333679			227583		
20	Fuel	11048847			4610900		
21	Coolants and Water (Nuclear Plants Only)	0			0		
22	Steam Expenses	854336			398723		
23	Steam From Other Sources	0			0		
24	Steam Transferred (Cr)	0			0		
25	Electric Expenses	392041			158140		
26	Misc Steam (or Nuclear) Power Expenses	686075			387223		
27	Rents	0			1773		
28	Allowances	0			0		
29	Maintenance Supervision and Engineering	181293			111252		
30	Maintenance of Structures	253704			83873		
31	Maintenance of Boiler (or reactor) Plant	1243631			856521		
32	Maintenance of Electric Plant	197099			222052		
33	Maintenance of Misc Steam (or Nuclear) Plant	152949			171477		
34	Total Production Expenses	15343654			7229517		
35	Expenses per Net KWh	0.0357			0.0326		
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)	Coal	Oil		Coal	Oil	Other
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)	Tons	Barrel		Tons	Barrel	Tons
38	Quantity (Units) of Fuel Burned	293570	949	0	182542	1507	1232
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	4795	140000	0	6963	140000	0
40	Avg Cost of Fuel/Unit, as Delvd f.o.b. during year	36.363	51.787	0.000	24.031	47.722	123.604
41	Average Cost of Fuel per Unit Burned	36.363	51.787	0.000	24.031	47.722	0.000
42	Average Cost of Fuel Burned per Million BTU	3.792	8.807	0.000	1.726	8.116	0.000
43	Average Cost of Fuel Burned per KWh Net Gen	0.026	0.000	0.000	0.021	0.000	0.000
44	Average BTU per KWh Net Generation	6559.152	0.000	0.000	11490.531	0.000	0.000

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STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)(Continued)

9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.

Plant Name: Neak #1 (d)			Plant Name: Huron City #1 (e)			Plant Name: Yankton (f)			Line No.
Steam			CombustionTurbine			Internal Combustion			1
Conventional			Conventional			Conventional			2
1979			1961			1974			3
1979			1961			1990			4
55.56			15.00			13.53			5
55			15			13			6
5669			202			1			7
0			0			0			8
55			15			13			9
55			11			13			10
117			1			0			11
250670000			-158000			-305000			12
0			13682			9631			13
4135447			1426001			348247			14
56355181			2169582			4745108			15
207463			0			0			16
60698091			3609265			5102986			17
1092.4782			240.6177			377.1608			18
276795			58720			122683			19
4619954			10262			1300			20
0			0			0			21
501078			0			0			22
0			0			0			23
0			0			0			24
5280			6175			12902			25
406445			0			0			26
28369			0			0			27
0			0			0			28
493048			59185			101146			29
53465			0			0			30
582892			0			0			31
105439			14070			24045			32
95035			0			0			33
7167800			148412			262076			34
0.0286			-0.9393			-0.8593			35
Coal	Oil		Gas			Oil			36
Tons	Barrel		MMBTU			Barrel			37
148125	2092	0	54644	0	0	2	0	0	38
8593	139000	0	1000	0	0	138000	0	0	39
30.315	61.905	0.000	2.797	0.000	0.000	126.857	0.000	0.000	40
30.315	61.905	0.000	2.797	0.000	0.000	126.857	0.000	0.000	41
1.764	10.604	0.000	-0.065	0.000	0.000	21.887	0.000	0.000	42
0.018	0.000	0.000	-345.848	0.000	0.000	-0.004	0.000	0.000	43
10203.926	0.000	0.000	0.000	0.000	0.000	-45.246	0.000	0.000	44

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STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)

1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a therm basis report the Btu content of the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.

Line No.	Item (a)	Plant Name: <u>Aberdeen #1</u> (b)	Plant Name: <u>Huron GT #2</u> (c)
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear)	Combustion Turbine	Internal Combustion
2	Type of Constr (Conventional, Outdoor, Boiler, etc)	Conventional	Conventional
3	Year Originally Constructed	1978	1991
4	Year Last Unit was Installed	1978	1992
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)	28.80	42.93
6	Net Peak Demand on Plant - MW (60 minutes)	28	43
7	Plant Hours Connected to Load	4	13
8	Net Continuous Plant Capability (Megawatts)	0	0
9	When Not Limited by Condenser Water	28	49
10	When Limited by Condenser Water	21	43
11	Average Number of Employees	1	1
12	Net Generation, Exclusive of Plant Use - KWh	-200000	3683000
13	Cost of Plant: Land and Land Rights	1314	0
14	Structures and Improvements	24756	664827
15	Equipment Costs	3738549	13126481
16	Asset Retirement Costs	0	0
17	Total Cost	3764619	13791308
18	Cost per KW of Installed Capacity (line 17/5) Including	130.7159	321.2511
19	Production Expenses: Oper, Supv, & Engr	2336	270
20	Fuel	31089	152813
21	Coolants and Water (Nuclear Plants Only)	0	0
22	Steam Expenses	0	0
23	Steam From Other Sources	0	0
24	Steam Transferred (Cr)	0	0
25	Electric Expenses	246	28
26	Misc Steam (or Nuclear) Power Expenses	0	0
27	Rents	0	0
28	Allowances	0	0
29	Maintenance Supervision and Engineering	8006	73116
30	Maintenance of Structures	0	0
31	Maintenance of Boiler (or reactor) Plant	0	0
32	Maintenance of Electric Plant	1903	17382
33	Maintenance of Misc Steam (or Nuclear) Plant	0	0
34	Total Production Expenses	43580	243609
35	Expenses per Net KWh	-0.2179	0.0661
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)	Oil	Gas
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)	Barrel	MMBTU
38	Quantity (Units) of Fuel Burned	227	3793
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	138000	1000
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	136.913	2.454
41	Average Cost of Fuel per Unit Burned	136.913	2.454
42	Average Cost of Fuel Burned per Million BTU	23.622	2.454
43	Average Cost of Fuel Burned per KWh Net Gen	-0.155	0.041
44	Average BTU per KWh Net Generation	-6580.530	1.030

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STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)(Continued)											
<p>9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.</p>											
Plant Name: Colstrip 4 (d)			Plant Name: DGGS - Mill Creek (e)			Plant Name: Spion Kop (f)			Line No.		
Steam			Gas Turbine-Simple			Wind - Turbine			1		
Boiler			Conventional			Wind			2		
1984			2010			2012			3		
1986			2010			2012			4		
241.50			203.25			40.00			5		
222			0			0			6		
7658			8781			8784			7		
0			100			40			8		
222			100			0			9		
0			100			0			10		
0			12			6			11		
1324830000			260628000			130537000			12		
446876			1893984			111793			13		
26820507			22112330			29141562			14		
59160154			152696155			53331526			15		
12943689			0			4051879			16		
99371226			176702469			86636760			17		
411.4751			869.3848			2165.9190			18		
54462			696171			78914			19		
23515950			7600381			0			20		
0			0			0			21		
1395203			0			0			22		
0			0			0			23		
0			0			0			24		
225372			1241228			1953921			25		
1752497			0			0			26		
40273			0			0			27		
0			0			0			28		
405402			0			0			29		
585988			0			0			30		
4401818			0			0			31		
1063806			2005939			34274			32		
624650			0			0			33		
34065421			11543719			2067109			34		
0.0257			0.0443			0.0158			35		
Coal	Oil		Oil	Gas							36
Tons	Barrell		Barrel	MMBTU							37
844918	2547	0	319	3203581	0	0	0	0	0	0	38
8417	140000	0	140000	1000	0	0	0	0	0	0	39
27.605	73.342	0.000	143.850	2.230	0.000	0.000	0.000	0.000	0.000	0.000	40
27.605	73.342	0.000	143.850	2.230	0.000	0.000	0.000	0.000	0.000	0.000	41
1.640	12.813	0.000	24.464	2.234	0.000	0.000	0.000	0.000	0.000	0.000	42
0.018	0.000	0.000	0.028	0.000	0.000	0.000	0.000	0.000	0.000	0.000	43
10747.286	0.000	0.000	12298.966	0.000	0.000	0.000	0.000	0.000	0.000	0.000	44

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STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)

1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a therm basis report the Btu content or the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.

Line No.	Item (a)	Plant Name: <i>Aberdeen #2</i> (b)	Plant Name: <i>Beethoven wind</i> (c)
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear)	Combustion Turbine	Wind Turbine
2	Type of Constr (Conventional, Outdoor, Boiler, etc)	Conventional	Wind Turbine
3	Year Originally Constructed	2013	2015
4	Year Last Unit was Installed	2013	2015
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)	82.20	80.00
6	Net Peak Demand on Plant - MW (60 minutes)	60	80
7	Plant Hours Connected to Load	658	8755
8	Net Continuous Plant Capability (Megawatts)	0	0
9	When Not Limited by Condenser Water	60	0
10	When Limited by Condenser Water	52	0
11	Average Number of Employees	1	5
12	Net Generation, Exclusive of Plant Use - KWh	9283000	325062000
13	Cost of Plant: Land and Land Rights	36647	0
14	Structures and Improvements	10339173	14557823
15	Equipment Costs	37828563	99852653
16	Asset Retirement Costs	0	1351541
17	Total Cost	48204383	115762017
18	Cost per KW of Installed Capacity (line 17/5) Including	586.4280	1447.0252
19	Production Expenses: Oper, Supv, & Engr	471276	2185678
20	Fuel	174209	0
21	Coolants and Water (Nuclear Plants Only)	0	0
22	Steam Expenses	0	0
23	Steam From Other Sources	0	0
24	Steam Transferred (Cr)	0	0
25	Electric Expenses	49561	1110792
26	Misc Steam (or Nuclear) Power Expenses	0	0
27	Rents	0	0
28	Allowances	0	0
29	Maintenance Supervision and Engineering	158543	0
30	Maintenance of Structures	0	3717
31	Maintenance of Boiler (or reactor) Plant	0	0
32	Maintenance of Electric Plant	37690	0
33	Maintenance of Misc Steam (or Nuclear) Plant	0	15997
34	Total Production Expenses	891279	3316184
35	Expenses per Net KWh	0.0960	0.0102
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)	Oil	Gas
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)	Barrel	MMBTU
38	Quantity (Units) of Fuel Burned	4	185430
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	138000	1000
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	139.622	2.600
41	Average Cost of Fuel per Unit Burned	139.622	2.600
42	Average Cost of Fuel Burned per Million BTU	24.089	2.600
43	Average Cost of Fuel Burned per KWh Net Gen	0.019	0.000
44	Average BTU per KWh Net Generation	22.413	0.000

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)(Continued)

9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.

Plant Name: (d)	Plant Name: (e)	Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
0	0	0	8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
0	0	0	13
0	0	0	14
0	0	0	15
0	0	0	16
0	0	0	17
0	0	0	18
0	0	0	19
0	0	0	20
0	0	0	21
0	0	0	22
0	0	0	23
0	0	0	24
0	0	0	25
0	0	0	26
0	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
0	0	0	32
0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35
			36
			37
0	0	0	38
0	0	0	39
0.000	0.000	0.000	40
0.000	0.000	0.000	41
0.000	0.000	0.000	42
0.000	0.000	0.000	43
0.000	0.000	0.000	44

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)

1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a term basis report the Btu content or the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.

Line No.	Item (a)	Plant Name: (b)	Plant Name: (c)
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear		
2	Type of Constr (Conventional, Outdoor, Boiler, etc)		
3	Year Originally Constructed		
4	Year Last Unit was Installed		
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)	0.00	0.00
6	Net Peak Demand on Plant - MW (60 minutes)	0	0
7	Plant Hours Connected to Load	0	0
8	Net Continuous Plant Capability (Megawatts)	0	0
9	When Not Limited by Condenser Water	0	0
10	When Limited by Condenser Water	0	0
11	Average Number of Employees	0	0
12	Net Generation, Exclusive of Plant Use - KWh	0	0
13	Cost of Plant: Land and Land Rights	0	0
14	Structures and Improvements	0	0
15	Equipment Costs	0	0
16	Asset Retirement Costs	0	0
17	Total Cost	0	0
18	Cost per KW of Installed Capacity (line 17/5) Including	0	0
19	Production Expenses: Oper, Supv, & Engr	0	0
20	Fuel	0	0
21	Coolants and Water (Nuclear Plants Only)	0	0
22	Steam Expenses	0	0
23	Steam From Other Sources	0	0
24	Steam Transferred (Cr)	0	0
25	Electric Expenses	0	0
26	Misc Steam (or Nuclear) Power Expenses	0	0
27	Rents	0	0
28	Allowances	0	0
29	Maintenance Supervision and Engineering	0	0
30	Maintenance of Structures	0	0
31	Maintenance of Boiler (or reactor) Plant	0	0
32	Maintenance of Electric Plant	0	0
33	Maintenance of Misc Steam (or Nuclear) Plant	0	0
34	Total Production Expenses	0	0
35	Expenses per Net KWh	0.0000	0.0000
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)		
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)		
38	Quantity (Units) of Fuel Burned	0	0
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	0	0
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	0.000	0.000
41	Average Cost of Fuel per Unit Burned	0.000	0.000
42	Average Cost of Fuel Burned per Million BTU	0.000	0.000
43	Average Cost of Fuel Burned per KWh Net Gen	0.000	0.000
44	Average BTU per KWh Net Generation	0.000	0.000

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)(Continued)

9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.

Plant Name: (d)	Plant Name: (e)	Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
0	0	0	8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
0	0	0	13
0	0	0	14
0	0	0	15
0	0	0	16
0	0	0	17
0	0	0	18
0	0	0	19
0	0	0	20
0	0	0	21
0	0	0	22
0	0	0	23
0	0	0	24
0	0	0	25
0	0	0	26
0	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
0	0	0	32
0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35
			36
			37
0	0	0	38
0	0	0	39
0.000	0.000	0.000	40
0.000	0.000	0.000	41
0.000	0.000	0.000	42
0.000	0.000	0.000	43
0.000	0.000	0.000	44

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants)

1. Large plants are hydro plants of 10,000 Kw or more of installed capacity (name plate ratings)
2. If any plant is leased, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, indicate such facts in a footnote. If licensed project, give project number.
3. If net peak demand for 60 minutes is not available, give that which is available specifying period.
4. If a group of employees attends more than one generating plant, report on line 11 the approximate average number of employees assignable to each plant.

Line No.	Item (a)	FERC Licensed Project No. 2188 Plant Name: Black Eagle (b)	FERC Licensed Project No. 2188 Plant Name: Cochrane (c)
1	Kind of Plant (Run-of-River or Storage)	Run-of-River	Run-of-River
2	Plant Construction type (Conventional or Outdoor)	Conventional	Semi-Outdoor
3	Year Originally Constructed	1927	1958
4	Year Last Unit was Installed	1927	1958
5	Total installed cap (Gen name plate Rating in MW)	21.00	64.00
6	Net Peak Demand on Plant-Megawatts (60 minutes)	21	64
7	Plant Hours Connect to Load	8,760	8,760
8	Net Plant Capability (in megawatts)		
9	(a) Under Most Favorable Oper Conditions	21	64
10	(b) Under the Most Adverse Oper Conditions	11	18
11	Average Number of Employees	5	5
12	Net Generation, Exclusive of Plant Use - Kwh	118,288,000	234,165,000
13	Cost of Plant		
14	Land and Land Rights	391,699	63,376
15	Structures and Improvements	461,290	1,140,408
16	Reservoirs, Dams, and Waterways	3,372,715	6,126,510
17	Equipment Costs	10,054,757	17,269,328
18	Roads, Railroads, and Bridges	131,446	93,874
19	Asset Retirement Costs	0	0
20	TOTAL cost (Total of 14 thru 19)	14,411,907	24,693,496
21	Cost per KW of Installed Capacity (line 20 / 5)	686.2813	385.8359
22	Production Expenses		
23	Operation Supervision and Engineering	1,418	0
24	Water for Power	65,957	147,588
25	Hydraulic Expenses	31,801	4,505
26	Electric Expenses	204,975	132,265
27	Misc Hydraulic Power Generation Expenses	115,239	12,015
28	Rents	0	0
29	Maintenance Supervision and Engineering	0	0
30	Maintenance of Structures	221,816	70,134
31	Maintenance of Reservoirs, Dams, and Waterways	333,159	65,270
32	Maintenance of Electric Plant	318,425	15,796
33	Maintenance of Misc Hydraulic Plant	179,552	25,903
34	Total Production Expenses (total 23 thru 33)	1,472,342	473,476
35	Expenses per net KWh	0.0124	0.0020

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)			
5. The items under Cost of Plant represent accounts or combinations of accounts prescribed by the Uniform System of Accounts. Production Expenses do not include Purchased Power, System control and Load Dispatching, and Other Expenses classified as "Other Power Supply Expenses."			
6. Report as a separate plant any plant equipped with combinations of steam, hydro, internal combustion engine, or gas turbine equipment.			
FERC Licensed Project No. 2188 Plant Name: Hauser (d)	FERC Licensed Project No. 2188 Plant Name: Holter (e)	FERC Licensed Project No. 0 Plant Name: (f)	Line No.
Run-of-River	Run-of-River		1
Conventional	Conventional		2
1907	1918		3
1914	1918		4
19.00	48.00	0.00	5
19	48	0	6
8,760	0	0	7
			8
19	48	0	9
10	19	0	10
3	3	0	11
120,437,000	254,064,000	0	12
			13
242,224	220,552	0	14
995,783	1,463,178	0	15
9,948,017	6,781,130	0	16
11,444,626	8,401,584	0	17
39,494	5,550	0	18
0	0	0	19
22,670,144	16,871,994	0	20
1,193.1655	351.4999	0.0000	21
			22
0	0	0	23
59,689	150,798	0	24
12,865	11,794	0	25
439,841	251,385	0	26
55,973	94,044	0	27
36,919	41,675	0	28
0	0	0	29
18,403	9,102	0	30
37,494	137,397	0	31
26,889	369,094	0	32
2,180	382	0	33
690,253	1,065,671	0	34
0.0057	0.0042	0.0000	35

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants)					
1. Large plants are hydro plants of 10,000 Kw or more of installed capacity (name plate ratings) 2. If any plant is leased, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, indicate such facts in a footnote. If licensed project, give project number. 3. If net peak demand for 60 minutes is not available, give that which is available specifying period. 4. If a group of employees attends more than one generating plant, report on line 11 the approximate average number of employees assignable to each plant.					
Line No.	Item (a)	FERC Licensed Project No. 2188 Plant Name: Morony (b)	FERC Licensed Project No. 2188 Plant Name: Mystic (c)		
1	Kind of Plant (Run-of-River or Storage)	Run-of-River	Storage		
2	Plant Construction type (Conventional or Outdoor)	Semi-Outdoor	Conventional		
3	Year Originally Constructed	1930	1925		
4	Year Last Unit was Installed	1930	1925		
5	Total installed cap (Gen name plate Rating in MW)	48.00	12.00		
6	Net Peak Demand on Plant-Megawatts (60 minutes)	48	12		
7	Plant Hours Connect to Load	8,760	8,760		
8	Net Plant Capability (in megawatts)				
9	(a) Under Most Favorable Oper Conditions	48	12		
10	(b) Under the Most Adverse Oper Conditions	17	3		
11	Average Number of Employees	4	3		
12	Net Generation, Exclusive of Plant Use - Kwh	258,995,000	51,416,000		
13	Cost of Plant				
14	Land and Land Rights	183,300	66,216		
15	Structures and Improvements	681,339	1,291,925		
16	Reservoirs, Dams, and Waterways	3,781,975	11,333,661		
17	Equipment Costs	31,217,712	8,987,150		
18	Roads, Railroads, and Bridges	3,930	1,453,511		
19	Asset Retirement Costs	0	0		
20	TOTAL cost (Total of 14 thru 19)	35,868,256	23,132,463		
21	Cost per KW of Installed Capacity (line 20 / 5)	747.2553	1,927.7053		
22	Production Expenses				
23	Operation Supervision and Engineering	0	0		
24	Water for Power	150,787	37,449		
25	Hydraulic Expenses	23,944	10,044		
26	Electric Expenses	146,419	320,533		
27	Misc Hydraulic Power Generation Expenses	11,853	13,922		
28	Rents	0	20,877		
29	Maintenance Supervision and Engineering	0	0		
30	Maintenance of Structures	53,651	108,859		
31	Maintenance of Reservoirs, Dams, and Waterways	204,297	79,584		
32	Maintenance of Electric Plant	67,819	20,800		
33	Maintenance of Misc Hydraulic Plant	87,887	12,638		
34	Total Production Expenses (total 23 thru 33)	746,657	624,706		
35	Expenses per net KWh	0.0029	0.0122		

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)			
<p>5. The items under Cost of Plant represent accounts or combinations of accounts prescribed by the Uniform System of Accounts. Production Expenses do not include Purchased Power, System control and Load Dispatching, and Other Expenses classified as "Other Power Supply Expenses."</p> <p>6. Report as a separate plant any plant equipped with combinations of steam, hydro, internal combustion engine, or gas turbine equipment.</p>			
FERC Licensed Project No. 2188 Plant Name: Rainbow (d)	FERC Licensed Project No. 2188 Plant Name: Ryan (e)	FERC Licensed Project No. 1869 Plant Name: Thompson Falls (f)	Line No.
Run-of-River	Run-of-River	Storage	1
Conventional	Conventional	Conventional	2
1915	1915	1915	3
2014	1916	1995	4
64.00	60.00	94.00	5
64	60	94	6
8,760	8,760	8,760	7
			8
62	60	94	9
22	31	94	10
5	4	5	11
343,233,000	429,111,000	510,256,000	12
			13
640,095	1,196,421	1,850,025	14
75,536,805	2,420,542	28,339,628	15
23,650,865	8,012,026	18,430,744	16
43,783,457	27,264,558	38,704,526	17
3,792	30,735	102,408	18
0	0	0	19
143,615,014	38,924,282	87,427,331	20
2,243.9846	648.7380	930.0780	21
			22
0	2,174	677	23
128,340	128,340	296,830	24
103,883	19,302	23,585	25
784,502	306,281	549,824	26
370,426	122,181	24,947	27
0	0	2,352	28
0	0	0	29
30,501	100,211	152,555	30
97,644	32,441	45,065	31
95,728	131,551	379,371	32
42,288	64,246	4,585	33
1,653,312	906,727	1,479,791	34
0.0048	0.0021	0.0029	35

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants)

1. Large plants are hydro plants of 10,000 Kw or more of installed capacity (name plate ratings)
2. If any plant is leased, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, indicate such facts in a footnote. If licensed project, give project number.
3. If net peak demand for 60 minutes is not available, give that which is available specifying period.
4. If a group of employees attends more than one generating plant, report on line 11 the approximate average number of employees assignable to each plant.

Line No.	Item (a)	FERC Licensed Project No. 0 Plant Name: Common Hydro Plant (b)	FERC Licensed Project No. 0 Plant Name: (c)
1	Kind of Plant (Run-of-River or Storage)		
2	Plant Construction type (Conventional or Outdoor)		
3	Year Originally Constructed		
4	Year Last Unit was Installed		
5	Total installed cap (Gen name plate Rating in MW)	0.00	0.00
6	Net Peak Demand on Plant-Megawatts (60 minutes)	0	0
7	Plant Hours Connect to Load	0	0
8	Net Plant Capability (in megawatts)		
9	(a) Under Most Favorable Oper Conditions	0	0
10	(b) Under the Most Adverse Oper Conditions	0	0
11	Average Number of Employees	0	0
12	Net Generation, Exclusive of Plant Use - Kwh	0	0
13	Cost of Plant		
14	Land and Land Rights	0	0
15	Structures and Improvements	9,850,645	0
16	Reservoirs, Dams, and Waterways	10,532,516	0
17	Equipment Costs	34,895,604	0
18	Roads, Railroads, and Bridges	0	0
19	Asset Retirement Costs	0	0
20	TOTAL cost (Total of 14 thru 19)	55,278,765	0
21	Cost per KW of Installed Capacity (line 20 / 5)	0.0000	0.0000
22	Production Expenses		
23	Operation Supervision and Engineering	0	0
24	Water for Power	816,465	0
25	Hydraulic Expenses	3,972,081	0
26	Electric Expenses	19,591	0
27	Misc Hydraulic Power Generation Expenses	1,483,662	0
28	Rents	0	0
29	Maintenance Supervision and Engineering	743,344	0
30	Maintenance of Structures	96,295	0
31	Maintenance of Reservoirs, Dams, and Waterways	24,159	0
32	Maintenance of Electric Plant	47,107	0
33	Maintenance of Misc Hydraulic Plant	569,453	0
34	Total Production Expenses (total 23 thru 33)	7,772,157	0
35	Expenses per net KWh	0.0000	0.0000

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of <u>2016/Q4</u>
HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)			
<p>5. The items under Cost of Plant represent accounts or combinations of accounts prescribed by the Uniform System of Accounts. Production Expenses do not include Purchased Power, System control and Load Dispatching, and Other Expenses classified as "Other Power Supply Expenses."</p> <p>6. Report as a separate plant any plant equipped with combinations of steam, hydro, internal combustion engine, or gas turbine equipment.</p>			
FERC Licensed Project No. 0 Plant Name: (d)	FERC Licensed Project No. 0 Plant Name: (e)	FERC Licensed Project No. 0 Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
			8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
			13
0	0	0	14
0	0	0	15
0	0	0	16
0	0	0	17
0	0	0	18
0	0	0	19
0	0	0	20
0.0000	0.0000	0.0000	21
			22
0	0	0	23
0	0	0	24
0	0	0	25
0	0	0	26
0	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
0	0	0	32
0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35

Name of Respondent NorthWestern Corporation		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4	
GENERATING PLANT STATISTICS (Small Plants)						
1. Small generating plants are steam plants of, less than 25,000 Kw; internal combustion and gas turbine-plants, conventional hydro plants and pumped storage plants of less than 10,000 Kw installed capacity (name plate rating). 2. Designate any plant leased from others, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, and give a concise statement of the facts in a footnote. If licensed project, give project number in footnote.						
Line No.	Name of Plant (a)	Year Orig. Const. (b)	Installed Capacity/ Name Plate Rating (In MW) (c)	Net Peak Demand MW (60 min.) (d)	Net Generation Excluding Plant Use (e)	Cost of Plant (f)
1	Internal Combustion					
2						
3	Clark	1970	2.75	2.7	-69,000	874,669
4	Faulkton	1969	2.75	2.5	-71,000	1,675,347
5	Highmore	1948	4.79	4.7		50,385
6	Redfield	1962	4.08	4.0		664,494
7	Mobile B	1991	1.75	1.8	-43,000	570,002
8	Mobile C	2008	2.50		-16,000	1,064,946
9						
10	Total South Dakota				-199,000	4,899,843
11						
12	Yellowstone Park					
13	Lake	1967	2.80		93,196	451,240
14	Old Faithful	1979	2.00		63,600	657,680
15	Tower Falls	1986	1.00			71,127
16	Grant Village	1993	3.20		111,446	1,729,794
17						
18	Total Yellowstone				268,242	2,909,841
19						
20						
21	Sub Total				69,242	7,809,684
22						
23						
24	Hydro					
25						
26	Madison	1906	8.00		57,101,000	26,592,820
27						
28	Other					
29						
30	Hebgen	1915				39,106,565
31						
32	Grand Total				57,170,242	73,509,069
33						
34						
35						
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45						
46						

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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GENERATING PLANT STATISTICS (Small Plants) (Continued)

3. List plants appropriately under subheadings for steam, hydro, nuclear, internal combustion and gas turbine plants. For nuclear, see instruction 11, Page 403. 4. If net peak demand for 60 minutes is not available, give the which is available, specifying period. 5. If any plant is equipped with combinations of steam, hydro internal combustion or gas turbine equipment, report each as a separate plant. However, if the exhaust heat from the gas turbine is utilized in a steam turbine regenerative feed water cycle, or for preheated combustion air in a boiler, report as one plant.

Plant Cost (Incl Asset Retire. Costs) Per MW (g)	Operation Exc'l. Fuel (h)	Production Expenses		Kind of Fuel (k)	Fuel Costs (in cents (per Million Btu) (l)	Line No.
		Fuel (i)	Maintenance (j)			
						1
						2
318,061	1,251	648	10,494	Oil	692	3
609,217	3,200	8,594	6,265	Oil	1,799	4
10,530				Oil		5
162,866				Oil/Gas		6
325,715	484	3,999	7,079	Oil	1,749	7
425,978	1,312	2,927	3	Oil		8
						9
	6,247	16,168	23,841			10
						11
						12
161,157	14,907	16,810	31,817	Oil		13
328,840	10,173	11,472	21,713	Oil		14
71,127				Oil		15
540,561	17,825	20,102	38,047	Oil		16
						17
	42,905	48,384	91,577			18
						19
						20
	49,152	64,552	115,418			21
						22
						23
						24
						25
3,324,102	711,008		189,437			26
						27
						28
						29
	661,089					30
						31
	1,421,249	64,552	304,855			32
						33
						34
						35
						36
						37
						38
						39
						40
						41
						42
						43
						44
						45
						46

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION LINE STATISTICS

1. Report information concerning transmission lines, cost of lines, and expenses for year. List each transmission line having nominal voltage of 132 kilovolts or greater. Report transmission lines below these voltages in group totals only for each voltage.
2. Transmission lines include all lines covered by the definition of transmission system plant as given in the Uniform System of Accounts. Do not report substation costs and expenses on this page.
3. Report data by individual lines for all voltages if so required by a State commission.
4. Exclude from this page any transmission lines for which plant costs are included in Account 121, Nonutility Property.
5. Indicate whether the type of supporting structure reported in column (e) is: (1) single pole wood or steel; (2) H-frame wood, or steel poles; (3) tower; or (4) underground construction. If a transmission line has more than one type of supporting structure, indicate the mileage of each type of construction by the use of brackets and extra lines. Minor portions of a transmission line of a different type of construction need not be distinguished from the remainder of the line.
6. Report in columns (f) and (g) the total pole miles of each transmission line. Show in column (f) the pole miles of line on structures the cost of which is reported for the line designated; conversely, show in column (g) the pole miles of line on structures the cost of which is reported for another line. Report pole miles of line on leased or partly owned structures in column (g). In a footnote, explain the basis of such occupancy and state whether expenses with respect to such structures are included in the expenses reported for the line designated.

Line No.	DESIGNATION		VOLTAGE (KV) (Indicate where other than 60 cycle, 3 phase)		Type of Supporting Structure (e)	LENGTH (Pole miles) (In the case of underground lines report circuit miles)		Number Of Circuits (h)
	From (a)	To (b)	Operating (c)	Designed (d)		On Structure of Line Designated (f)	On Structures of Another Line (g)	
1	Colstrip 4	Switchyard	500.00	500.00	St. Tower	0.66		1
2	Colstrip	Broadview A	500.00	500.00	St. Tower	112.07		1
3	Colstrip	Broadview B	500.00	500.00	St. Tower	115.87		1
4	Broadview	Townsend A	500.00	500.00	St. Tower	133.39		1
5	Broadview	Townsend B	500.00	500.00	St. Tower	133.37		1
6	Billings	Great Falls	230.00	230.00	Wood H Frame	187.88		1
7	Broadview	Alkali Creek Sub	230.00	230.00	Wood H Frame	18.40		1
8	Alkali Creek Sub	Laurel Baseline	230.00	230.00	Steel, Sgl Pol	4.70		1
9	Colstrip	Billings	230.00	230.00	Wood H Frame	93.73		1
10	Billings	Yellowtail	230.00	230.00	Wood H Frame	41.12		1
11	Hot Springs	Idaho Border	230.00	230.00	Wood H Frame	276.35		1
12	Ovando	Great Falls	230.00	230.00	Wood H Frame	105.62		1
13	Anaconda	Billings	230.00	230.00	Wood H Frame	224.79		1
14	Kerr	Anaconda A	161.00	161.00	Wood H Frame	149.37		1
15	Anaconda	Monida	161.00	161.00	Wood H Frame	126.47		1
16	Anaconda	Billings	161.00	161.00	Wood H Frame	235.68		1
17	Anaconda	Butte	161.00	161.00	Wood H Frame	23.73		1
18	Clyde Park	Bozeman	161.00	161.00	Wood H Frame	54.81		1
19	Missoula	Hamilton A	161.00	161.00	Wood H Frame	53.58		1
20	Clyde Park	Emmigrant	161.00	161.00	Wood H Frame	40.03		1
21	Bozeman	Ennis	161.00	161.00	Wood H Frame	53.33		1
22	Kerr	Anaconda B	161.00	161.00	Wood H Frame	150.35		1
23	Rattlesnake	Missoula #4	161.00	161.00	Wood H Frame	55.61		1
24	Dillon	Salmon-Ennis	161.00	161.00	Wood H Frame	81.62		1
25	Rainbow	Havre	161.00	161.00	Wood H Frame	93.79		1
26	Three Rivers	Jackrabbit	161.00	161.00	SAHP Single	28.81		1
27	Jackrabbit	Meadow Village	161.00	161.00	Wood H &	36.78		1
28	All 115 kV		115.00	115.00	Various	342.09		
29	All 100 kV		100.00	100.00	Various	1,735.13		
30	All 69 kV		69.00	69.00	Various	1,355.80		
31	All 50 kV		50.00	50.00	Various	752.21		
32	Big Stone, SD	Gary, SD	230.00	230.00	H-Wood	18.20		1
33	Coyote, ND	Center, ND	345.00	345.00	H-Wood	23.10		1
34	Neal, IA	Hinton, IA	345.00	345.00	H-Wood	23.59		1
35	Less non-NWE 345 kV partial					-21.54		
36					TOTAL	8,054.62		30

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION LINE STATISTICS (Continued)

7. Do not report the same transmission line structure twice. Report Lower voltage Lines and higher voltage lines as one line. Designate in a footnote if you do not include Lower voltage lines with higher voltage lines. If two or more transmission line structures support lines of the same voltage, report the pole miles of the primary structure in column (f) and the pole miles of the other line(s) in column (g)

8. Designate any transmission line or portion thereof for which the respondent is not the sole owner. If such property is leased from another company, give name of lessor, date and terms of Lease, and amount of rent for year. For any transmission line other than a leased line, or portion thereof, for which the respondent is not the sole owner but which the respondent operates or shares in the operation of, furnish a succinct statement explaining the arrangement and giving particulars (details) of such matters as percent ownership by respondent in the line, name of co-owner, basis of sharing expenses of the Line, and how the expenses borne by the respondent are accounted for, and accounts affected. Specify whether lessor, co-owner, or other party is an associated company.

9. Designate any transmission line leased to another company and give name of Lessee, date and terms of lease, annual rent for year, and how determined. Specify whether lessee is an associated company.

10. Base the plant cost figures called for in columns (j) to (l) on the book cost at end of year.

Size of Conductor and Material (i)	COST OF LINE (Include in Column (j) Land, Land rights, and clearing right-of-way)			EXPENSES, EXCEPT DEPRECIATION AND TAXES				Line No.
	Land (j)	Construction and Other Costs (k)	Total Cost (l)	Operation Expenses (m)	Maintenance Expenses (n)	Rents (o)	Total Expenses (p)	
795 KCM ACSR		71,386	71,386					1
795 KCM ACSR	470,715	11,393,381	11,864,096					2
795 KCM ACSR	593,662	15,051,362	15,645,024					3
795 KCM ACSR	900,048	13,855,456	14,755,504					4
795 KCM ACSR	936,763	13,680,057	14,616,820	44,648	208,522	171,009	424,179	5
1272 KCM ACSR	337,778	11,226,466	11,564,244					6
1272 KCM ACSR	21,848	1,002,293	1,024,141					7
1272 KCM ACSR	578,771	1,359,019	1,937,790	48,292	61,082	43,933	153,307	8
1272 KCM ACSR	308,152	5,296,181	5,604,333	161	51,343		51,504	9
1272 KCM ACSR	41,629	3,236,860	3,278,489	4,953	15,321		20,274	10
1272 KCM ACSR	5,482,298	9,653,033	15,135,331	1,682	32,453	530,155	564,290	11
1272 KCM ACSR	288,681	6,524,399	6,813,080	4,776	260,575		265,351	12
1272 KCM ACSR	464,117	12,850,774	13,314,891	15,494	7,634		23,128	13
350 MCM CU	180,728	9,102,079	9,282,807	5,498	28,766		34,264	14
250 MCM CU	65,469	4,098,488	4,163,957	4,973	29,308	16,326	50,607	15
556.5 MCM ACSR	187,837	10,929,980	11,117,817					16
556.5 MCM ACSR	10,667	757,969	768,636					17
556.5 MCM ACSR	448,934	1,838,649	2,287,583					18
556.5 MCM ACSR	652,145	2,057,030	2,709,175					19
556.5 MCM ACSR	720,093	3,484,741	4,204,834					20
556.5 MCM ACSR	1,476,730	5,393,665	6,870,395					21
556.5 MCM ACSR	965,547	6,578,593	7,544,140	48,040	278,052		326,092	22
556.5 MCM ACSR	2,684,587	3,113,798	5,798,385					23
556.5 MCM ACSR	1,360,447	5,911,281	7,271,728	40,065	52,851		92,916	24
636 MCM ACSR	895,988	2,704,277	3,600,265					25
556 KCMIL ACSR	1,643,626	7,858,388	9,502,014	84	40,602		40,686	26
556 KCMIL ACSR	28,599	1,154,928	1,183,527					27
	604,878	11,545,039	12,149,917	49,978	204,993	25	254,996	28
	5,466,865	107,170,696	112,637,561	267,540	1,183,683	48,916	1,500,139	29
	2,247,617	60,542,658	62,790,275	156,127	449,259	14,541	619,927	30
	3,208,510	33,892,656	37,101,166	342,706	424,117	23,754	790,577	31
1272 MCM	8,674	1,278,111	1,286,785					32
954 MCM	223,226	3,211,876	3,435,102					33
954 MCM	16,579	616,871	633,450					34
								35
	34,940,144	461,663,225	496,603,369	-1,681,712	3,774,262	853,847	2,946,397	36

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION LINE STATISTICS

1. Report information concerning transmission lines, cost of lines, and expenses for year. List each transmission line having nominal voltage of 132 kilovolts or greater. Report transmission lines below these voltages in group totals only for each voltage.
2. Transmission lines include all lines covered by the definition of transmission system plant as given in the Uniform System of Accounts. Do not report substation costs and expenses on this page.
3. Report data by individual lines for all voltages if so required by a State commission.
4. Exclude from this page any transmission lines for which plant costs are included in Account 121, Nonutility Property.
5. Indicate whether the type of supporting structure reported in column (e) is: (1) single pole wood or steel; (2) H-frame wood, or steel poles; (3) tower; or (4) underground construction. If a transmission line has more than one type of supporting structure, indicate the mileage of each type of construction by the use of brackets and extra lines. Minor portions of a transmission line of a different type of construction need not be distinguished from the remainder of the line.
6. Report in columns (f) and (g) the total pole miles of each transmission line. Show in column (f) the pole miles of line on structures the cost of which is reported for the line designated; conversely, show in column (g) the pole miles of line on structures the cost of which is reported for another line. Report pole miles of line on leased or partly owned structures in column (g). In a footnote, explain the basis of such occupancy and state whether expenses with respect to such structures are included in the expenses reported for the line designated.

Line No.	DESIGNATION		VOLTAGE (KV) (Indicate where other than 60 cycle, 3 phase)		Type of Supporting Structure (e)	LENGTH (Pole miles) (In the case of underground lines report circuit miles)		Number Of Circuits (h)
	From (a)	To (b)	Operating (c)	Designed (d)		On Structure of Line Designated (f)	On Structures of Another Line (g)	
1	Various		115.00		Various	339.37		
2	Various		69.00		Various	259.95		
3	Various		34.50		Various	594.81		
4								
5								
6								
7								
8								
9								
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11								
12								
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14								
15								
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21								
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25								
26								
27								
28								
29								
30								
31								
32								
33								
34								
35								
36					TOTAL	8,054.62		30

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSMISSION LINE STATISTICS (Continued)

7. Do not report the same transmission line structure twice. Report Lower voltage Lines and higher voltage lines as one line. Designate in a footnote if you do not include Lower voltage lines with higher voltage lines. If two or more transmission line structures support lines of the same voltage, report the pole miles of the primary structure in column (f) and the pole miles of the other line(s) in column (g)
8. Designate any transmission line or portion thereof for which the respondent is not the sole owner. If such property is leased from another company, give name of lessor, date and terms of Lease, and amount of rent for year. For any transmission line other than a leased line, or portion thereof, for which the respondent is not the sole owner but which the respondent operates or shares in the operation of, furnish a succinct statement explaining the arrangement and giving particulars (details) of such matters as percent ownership by respondent in the line, name of co-owner, basis of sharing expenses of the Line, and how the expenses borne by the respondent are accounted for, and accounts affected. Specify whether lessor, co-owner, or other party is an associated company.
9. Designate any transmission line leased to another company and give name of Lessee, date and terms of lease, annual rent for year, and how determined. Specify whether lessee is an associated company.
10. Base the plant cost figures called for in columns (j) to (l) on the book cost at end of year.

Size of Conductor and Material (i)	COST OF LINE (Include in Column (j) Land, Land rights, and clearing right-of-way)			EXPENSES, EXCEPT DEPRECIATION AND TAXES				Line No.
	Land (j)	Construction and Other Costs (k)	Total Cost (l)	Operation Expenses (m)	Maintenance Expenses (n)	Rents (o)	Total Expenses (p)	
								1
								2
Various	1,417,936	73,220,785	74,638,721	-2,716,729	445,701	5,188	-2,265,840	3
								4
								5
								6
								7
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								33
								34
								35
	34,940,144	461,663,225	496,603,369	-1,681,712	3,774,262	853,847	2,946,397	36

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVA except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVA)		
			Primary (c)	Secondary (d)	Tertiary (e)
1	SOUTH DAKOTA				
2	Groton Basin	Unattended Trans.	345.00	115.00	
3	Webster NW	Unattended Trans.	69.00	4.16	
4	Aberdeen	Unattended Trans.	34.40	4.16	
5	Aberdeen	Unattended Trans.	34.40	4.16	
6	Aberdeen	Unattended Trans.	115.00	34.40	
7	Aberdeen Industrial Park	Unattended Trans.	115.00	34.40	
8	Aberdeen Siebrecht	Unattended Trans.	115.00	34.40	
9	Aberdeen Siebrecht	Unattended Trans.	34.50	13.20	
10	Aberdeen Siebrecht	Unattended Trans.	34.50	12.47	
11	Aberdeen Siebrecht	Unattended Trans.	115.00	13.80	
12	Big Stone Plant	Unattended Trans.	230.00	115.00	13.80
13	Big Stone Plant	Unattended Trans.	22.90	230.00	
14	Chamberlain	Unattended Trans.	69.00	12.50	
15	Clark Jct.	Unattended Trans.	34.40	12.50	
16	Clark Jct.	Unattended Trans.	69.00	34.50	
17	Coyote, North Dakota	Unattended Trans.	22.90	345.00	
18	Dakota Access	Unattended Trans.	115.00	4.16	20.00
19	Dakota Access	Unattended Trans.	115.00	4.16	20.00
20	Highmore Plant	Unattended Trans.	67.00	34.40	
21	Highmore Plant	Unattended Trans.	34.50	4.16	
22	Highmore ER Interconnect	Unattended Trans.	69.00	69.00	
23	Huron Gas Turbine Plant	Unattended Trans.	69.00	12.00	
24	Huron Gas Turbine Plant	Unattended Trans.	69.00	24.90	
25	Huron Gas Turbine Plant	Unattended Trans.	67.00	13.20	
26	Huron West Park	Unattended Trans.	67.00	34.40	
27	Huron West Park	Unattended Trans.	110.00	69.00	
28	Huron West Park	Unattended Trans.	110.00	69.00	
29	Menno Jct.	Unattended Trans.	115.00	34.40	
30	Mitchell	Unattended Trans.	115.00	34.40	
31	Mitchell	Unattended Trans.	115.00	34.40	
32	Mitchell NW	Unattended Trans.	115.00	34.40	
33	Neal #4, Iowa	Unattended Trans.	24.00	345.00	
34	Redfield	Unattended Trans.	115.00	34.40	
35	Redfield	Unattended Trans.	34.40	4.16	
36	Redfield	Unattended Trans.	67.00	34.40	
37	Redfield	Unattended Trans.	34.40	12.50	
38	Redfield City	Unattended Trans.	34.40	4.16	15.00
39	Stickney Jct.	Unattended Trans.	69.00	34.50	
40	Tripp Jct.	Unattended Trans.	115.00	34.40	

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SUBSTATIONS (Continued)

5. Show in columns (l), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.

6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVA) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVA) (k)	
						1
195	1					2
5	1					3
12	1		Fans		2	4
12	1		Fans		2	5
60	1		Fans		24	6
40	1		Fans		16	7
60	1		Fans		24	8
28	1		Fans		13	9
14	1		Fans		2	10
84	1		Fans		34	11
54	1	1				12
123	1					13
12	1		Fans		3	14
1	1					15
6	1					16
48	1	1				17
1			Fans		6	18
1			Fans		6	19
11	1		Fans		3	20
6	1		Fans		1	21
20					8	22
20	1		Fans		8	23
14	1		Fans		3	24
50	1		Fans		20	25
20	1		Fans		8	26
60	1		Fans		24	27
60	1		Fans		24	28
20	1		Fans		8	29
40	1		Fans		16	30
40	1		Fans		16	31
42	1		Fans		17	32
61	1	1				33
42	1		Fans		17	34
1	3					35
20	1		Fans, Pumps		8	36
4	1		Fans		1	37
1			Fans		2	38
25	1		Fans		10	39
40	1		Fans		16	40

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SUBSTATIONS

- Report below the information called for concerning substations of the respondent as of the end of the year.
- Substations which serve only one industrial or street railway customer should not be listed below.
- Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
- Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa)		
			Primary (c)	Secondary (d)	Tertiary (e)
1	WAPA Broadland	Unattended Trans.	230.00	115.00	
2	WAPA Mt. Vernon	Unattended Trans.	115.00	69.00	13.80
3	Schroeder (Beethoven Wind)	Unattended Trans.	115.00	34.50	
4	Yankton East	Unattended Trans.	115.00	34.50	
5	WMU West Sub	Unattended Trans.	115.00	69.00	
6	Yankton East Plant	Unattended Trans.	34.40	12.50	
7	Yankton East Plant	Unattended Trans.	34.40	12.50	
8	Yankton Hilltop	Unattended Trans.	34.40	12.50	
9	Yankton Jct.	Unattended Trans.	115.00	34.40	
10	Yankton Jct.	Unattended Trans.	115.00	34.40	
11	14 others under 10,000 KVA	Unattended Trans.			
12	Total Transmission		4328.90	2427.45	82.60
13	Aberdeen Fairgrounds	Unattended Dist.	34.50	12.50	
14	Aberdeen 4th Street	Unattended Dist.	34.40	12.50	
15	Aberdeen 8th Avenue	Unattended Dist.	34.40	12.50	
16	Aberdeen Cemetary	Unattended Dist.	34.40	12.50	
17	Aberdeen Industrial Park	Unattended Dist.	34.40	12.50	
18	Aberdeen NE Gas Plant	Unattended Dist.	34.40	12.50	
19	Aberdeen NE Gas Plant	Unattended Dist.	34.40	12.50	
20	Aberdeen SE	Unattended Dist.	34.40	12.50	
21	Aberdeen SE	Unattended Dist.	34.40	12.50	
22	Aberdeen Ethanol	Unattended Dist.	34.40	12.50	
23	Henry	Unattended Dist.	69.00	24.90	
24	Huron City	Unattended Dist.	69.00	12.50	
25	Huron City	Unattended Dist.	69.00	12.50	
26	Huron Frank Avenue	Unattended Dist.	67.00	12.50	
27	Huron SW	Unattended Dist.	67.00	12.50	
28	Mitchell Bridle Acres	Unattended Dist.	34.40	12.50	
29	Mitchell Jr. High	Unattended Dist.	34.40	12.50	
30	Mitchell Jr. High	Unattended Dist.	34.40	12.50	
31	Mitchell Lake Mitchell	Unattended Dist.	34.40	12.50	
32	Mitchell Park	Unattended Dist.	34.40	12.50	
33	Mitchell Park	Unattended Dist.	34.40	12.50	
34	Mitchell S. Edgerton	Unattended Dist.	34.40	12.50	
35	Mitchell S. Kimball	Unattended Dist.	34.40	12.50	
36	Platte	Unattended Dist.	34.40	4.16	
37	Platte	Unattended Dist.	67.00	34.50	
38	Yankton City	Unattended Dist.	34.40	12.50	
39	Yankton NW	Unattended Dist.	34.40	12.50	
40	Yankton Sacred Heart	Unattended Dist.	34.40	12.50	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SUBSTATIONS (Continued)

5. Show in columns (l), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.

6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVA) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVA) (k)	
100	3					1
40	1		Fans		16	2
83	1		Fans		33	3
60	1		Fans			4
25	1		Fans		13	5
8	1					6
20	1		Fans		8	7
24	1		Fans		13	8
42	1		Fans		17	9
42	1		Fans		17	10
55	10				17	11
1852	59	3			476	12
14					4	13
14	1		Fans		4	14
14	1		Fans		4	15
14	1		Fans		4	16
24	1		Fans		13	17
10	1					18
14	1		Fans		4	19
14	1		Fans		4	20
14	1		Fans		4	21
14	1		Fans		4	22
14	1		Fans		3	23
20	1		Fans		8	24
20	1		Fans		8	25
10	1					26
10	1					27
20	1		Fans		8	28
6	1		Fans		1	29
5	1		Fans		5	30
14	1		Fans		4	31
25	1		Fans		15	32
25	1		Fans		15	33
14	1		Fans		4	34
14	1		Fans		4	35
5	1		Fans		1	36
14	1		Fans		4	37
14	1		Fans		4	38
20	1		Fans		8	39
14	1		Fans		4	40

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVA except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVA)		
			Primary (c)	Secondary (d)	Tertiary (e)
1	Yankton SE	Unattended Dist.	34.40	12.50	
2	Aberdeen (NW CC)	Unattended Dist.	34.40	12.50	
3	SW Freeman	Unattended Dist.	34.40	25.00	12.47
4	Aberdeen Country Club	Unattended Dist.	34.40	12.47	
5	Yankton Warehouse	Unattended Dist.	34.40	12.50	
6	Ohlman Substation	Unattended Dist.	34.40	12.50	
7	52 Others under 10,000 kVA	Unattended Dist.			
8	TOTAL DISTRIBUTION & SF WAPA		1371.30	463.53	12.47
9					
10	BILLINGS DIVISION				
11	Alkali Creek	Unattended Transm.	230.00	161.00	13.80
12	Baseline	Unattended Transm.	230.00	100.00	13.80
13	Billings 8th Street	Unattended Distr.	100.00	12.50	
14	Billings 8th Street	Unattended Transm.	100.00	50.00	2.40
15	Billings Bellrock	Unattended Distr.	100.00	12.50	
16	Billings City	Unattended Distr.	100.00	12.50	
17	Billings Cenex	Unattended Distr.	100.00	12.50	
18	Billings Cenex	Unattended Distr.	100.00	4.16	
19	Billings Conoco	Unattended Distr.	100.00	12.50	
20	Billings Eastside	Unattended Distr.	100.00	12.50	
21	Billings King Ave.	Unattended Distr.	100.00	12.50	
22	Billings Meridian	Unattended Distr.	100.00	12.50	
23	Billings Rimrock	Unattended Distr.	100.00	12.50	
24	Billings Rimrock	Unattended Transm.	161.00	100.00	6.90
25	Billings Rimrock	Unattended Transm.	100.00	69.00	13.80
26	Billings Rimrock	Unattended Transm.	100.00	50.00	
27	Billings Shiloh	Unattended Distr.	100.00	12.50	
28	Billings Steam Plant Switchyard	Unattended Distr.	100.00	12.50	
29	Billings Steam Plant Switchyard	Unattended Transm.	230.00	100.00	13.80
30	Billings Steam Plant Switchyard	Unattended Transm.	100.00	50.00	
31	Bridger Auto	Unattended Transm.	100.00	50.00	13.80
32	Bridger City	Unattended Distr.	50.00	12.50	
33	Broadview Switchyard	Unattended Transm.	230.00	100.00	
34	Broadview Switchyard	Unattended Transm.	500.00	230.00	34.50
35	Castlerock		115.00	12.50	
36	Chrome Junction	Unattended Transm.	100.00	50.00	13.80
37	Colstrip	Unattended Distr.	115.00	12.50	
38	Colstrip	Unattended Transm.	500.00	230.00	34.50
39	Colstrip	Unattended Transm.	230.00	115.00	13.80
40	Colstrip	Unattended Transm.	115.00	69.00	13.80

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SUBSTATIONS (Continued)

5. Show in columns (l), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.

6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVA) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVA) (k)	
14	1		Fans		4	1
10	1					2
12	1		Fans		4	3
14	1		Fans		4	4
10	1					5
14	1		Fans		4	6
142	104					7
626	137				157	8
						9
						10
400	2		FOA			11
200	1		FOA			12
126	3		FFA			13
30	3	1	FA			14
83	2		FFA			15
83	2		FFA			16
84	2					17
19	2					18
120	2		FOA			19
60	3		FOA			20
40	2		FFA			21
40	2		FOA			22
20	3	1	OA			23
75	2		FA			24
50	6		FA			25
60	1		FA			26
41	1		FFA			27
40	2		FFA			28
400	2		FOA			29
75	3	1	FA			30
51	2		FA & FOA			31
13	3	1	OA/FA/FA			32
200	2		FOA			33
1200	2		FOA			34
25	2		FOA			35
25	1		FA			36
60	3		FOA			37
1000	2		FOA			38
200	2		FA & FOA			39
24	3	1	OA			40

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SUBSTATIONS

- Report below the information called for concerning substations of the respondent as of the end of the year.
- Substations which serve only one industrial or street railway customer should not be listed below.
- Substations with capacities of Less than 10 MVA except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
- Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVA)		
			Primary (c)	Secondary (d)	Tertiary (e)
1	Columbus-Rapelje Auto	Unattended Transm.	230.00	100.00	13.80
2	Columbus East	Unattended Distr.	50.00	12.40	
3	Columbus Auto	Unattended Transm.	100.00	50.00	13.80
4	Exxon (Lockwood)	Unattended Distr.	50.00	12.50	
5	Hardin Auto	Unattended Transm.	230.00	115.00	13.80
6	Hardin Auto	Unattended Transm.	115.00	69.00	2.50
7	Hardin City	Unattended Distr.	69.00	12.50	
8	Laurel Auto	Unattended Transm.	100.00	50.00	13.80
9	Laurel Substation	Unattended Distr.	100.00	12.50	
10	Montana One	Unattended Transm.	230.00	230.00	
11	Painted Robe	Unattended Transm.	100.00	50.00	13.80
12	Red Lodge Northside	Unattended Distr.	50.00	12.50	
13	Roundup Auto	Unattended Transm.	100.00	50.00	13.80
14	Sarpy Creek Auto	Unattended Distr.	115.00	69.00	13.80
15	South Huntley	Unattended Transm.	230.00	69.00	13.80
16	Stillwater	Unattended Distr.	100.00	12.50	
17	Western Energy Armellis Creek	Unattended Distr.	115.00	12.50	
18	Wicks Lane	Unattended Distr.	230.00	12.50	
19	Yellowtail Swyd		230.00		
20	BOZEMAN DIVISION				
21	Belgrade	Unattended Distr.	50.00	12.50	
22	Big Sky Meadow Village	Unattended Transm.	161.00	69.00	14.40
23	Big Sky Meadow Village	Unattended Distr.	161.00	12.50	
24	Big Timber Auto	Unattended Transm.	161.00	50.00	6.90
25	Bozeman East Gallatin Auto	Unattended Distr.	50.00	12.50	
26	Bozeman East Gallatin Auto	Unattended Transm.	161.00	50.00	13.80
27	Bozeman Sourdough	Unattended Distr.	50.00	12.47	
28	Bozeman Southside	Unattended Distr.	50.00	4.16	
29	Bozeman Southside	Unattended Distr.	50.00	12.50	
30	Bozeman Westside	Unattended Distr.	161.00	12.50	
31	Bradley Creek	Unattended Transm.	161.00	100.00	13.80
32	Clyde Park	Unattended Transm.	161.00	50.00	13.80
33	Emigrant Auto	Unattended Transm.	161.00	69.00	13.80
34	Ennis Auto	Unattended Transm.	161.00	69.00	13.80
35	Ennis City	Unattended Distr.	69.00	12.50	
36	Jackrabbit Auto	Unattended Distr.	50.00	12.50	
37	Jackrabbit Auto	Unattended Transm.	161.00	50.00	13.80
38	Livingston City	Unattended Transm.	50.00	69.00	13.80
39	Lone Mountain Big Sky	Unattended Distr.	69.00	25.00	
40	Manhattan	Unattended Distr.	50.00	12.50	

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SUBSTATIONS (Continued)

5. Show in columns (l), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.

6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVA) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVA) (k)	
200	2		OA/FA/FA			1
8	3		FOA			2
25	1		FA			3
105	3		FA & FOA			4
200	1		FOA			5
18	1		FA			6
20	1					7
30	3	1	FA			8
40	2		FOA			9
						10
25	1		FA			11
12	1		FA			12
25	1		FA			13
24	3	1	OA			14
83	1		FFA			15
35	1		FOA			16
40	2		FOA			17
50	2		FFA			18
			FOA			19
						20
40	2		FFA			21
50	1		OA/FA/FA			22
25	1	1	OA/FA/FA			23
20	3	1	FA			24
30	4	1	FA & CAP	1	20	25
100	2		FOA			26
20	1					27
18	3		FOA & CAP	1	12	28
40	2		FA & FOA			29
20	2		FOA			30
50	1		FOA			31
50	3	1	FA			32
50	1		FOA			33
50	2		FA			34
10	1					35
20	1	1	FOA & CAP	1	20	36
100	1		FOA			37
22	3	1	FA			38
34	2		FFA			39
12	1		FA			40

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SUBSTATIONS

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Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVA)		
			Primary (c)	Secondary (d)	Tertiary (e)
1	Patterson Siding	Unattended Distr.	50.00	12.50	
2	Riverside	Unattended Distr.	50.00	12.50	
3	Three Forks South	Unattended Distr.	100.00	12.50	
4	Three Rivers	Unattended Transm.	161.00	100.00	13.80
5	Three Rivers	Unattended Transm.	230.00	161.00	13.80
6	Trident Auto	Unattended Transm.	100.00	50.00	2.40
7	Wilsall	Unattended Transm.	230.00	161.00	13.80
8	BUTTE DIVISION				
9	Anaconda City	Unattended Distr.	100.00	25.00	
10	Anaconda Mill Creek	Unattended Transm.	230.00	161.00	13.80
11	Anaconda Mill Creek	Unattended Transm.	161.00	100.00	6.90
12	Anaconda Mill Creek	Unattended Distr.	100.00	25.00	
13	Mill Creek Generating	Unattended Transm.	230.00	13.80	
14	Barrett's Minerals	Unattended Distr.	69.00	25.00	
15	Butte ASIMI	Unattended Transm.	161.00	12.47	
16	Butte Concentrator	Unattended Distr.	100.00	4.16	
17	Butte Continental Drive	Unattended Distr.	100.00	12.50	
18	Butte Cora	Unattended Distr.	100.00	12.50	
19	Butte Industrial Park	Unattended Distr.	100.00	12.50	
20	Butte Montana St	Unattended Distr.	100.00	12.50	
21	Butte Montana St	Unattended Distr.	100.00	4.20	
22	Golden Sunlight	Unattended Distr.	230.00	25.00	
23	Precipitator	Unattended Distr.	100.00	24.00	
24	MHD	Unattended Distr.	161.00	4.16	
25	Deer Lodge City	Unattended Distr.	100.00	25.00	
26	Dillon-Salmon	Unattended Transm.	161.00	69.00	2.40
27	Dillon City	Unattended Distr.	69.00	25.00	
28	Drummond Auto	Unattended Transm.	100.00	50.00	
29	Peterson Flats	Unattended Transm.	230.00	230.00	
30	Philipsburg South	Unattended Distr.	50.00	25.00	
31	Ramsay Pump	Unattended Distr.	100.00	12.50	
32	Renova Auto	Unattended Transm.	100.00	50.00	13.80
33	Sheridan Auto	Unattended Transm.	161.00	69.00	13.80
34	South Butte	Unattended Transm.	230.00	161.00	14.40
35	South Butte	Unattended Transm.	161.00	100.00	2.40
36	GREAT FALLS DIVISION				
37	Conrad Auto	Unattended Transm.	115.00	69.00	
38	Great Falls 230 Switchyard	Unattended Transm.	230.00	100.00	
39	Great Falls 230 Switchyard	Unattended Transm.	100.00	115.00	
40	Great Falls City	Unattended Distr.	100.00	12.50	

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SUBSTATIONS (Continued)

5. Show in columns (l), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.

6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVA) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVA) (k)	
12	1		FA			1
10	1					2
20	1		FA			3
50	1	1	FA			4
200	1		FOA			5
16	3	1	FA			6
300	2		FOA & CAP	2	44	7
						8
20	2		FA			9
600	2		FOA			10
125	6	1	FA			11
20	2		FA & CAP	1	37	12
180	3		FOA			13
12	1		FA			14
200	4					15
52	20					16
20	1		FOA			17
22	1		FOA			18
12	3	1	FA			19
19	4	1	FA			20
12	2		FA			21
90	2					22
14	1					23
20	1					24
16	1		FOA			25
100	2	1	FA			26
12	1		FA			27
13	3		FA			28
						29
14	1		OA/FA			30
12	1		FA			31
26	1		FOA			32
25	1		FA			33
200	1		OA/FA/FA			34
125	2		FOA			35
						36
17	3	1	FA			37
400	3		FOA			38
150	1		FOA			39
40	2		FOA			40

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SUBSTATIONS

- Report below the information called for concerning substations of the respondent as of the end of the year.
- Substations which serve only one industrial or street railway customer should not be listed below.
- Substations with capacities of Less than 10 MVA except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
- Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVA)		
			Primary (c)	Secondary (d)	Tertiary (e)
1	Crooked Falls Sub	Unattended Transm.	100.00	69.00	
2	Great Falls Eastside	Unattended Distr.	100.00	12.50	
3	Great Falls Northeast	Unattended Distr.	100.00	12.50	
4	Great Falls Northwest	Unattended Distr.	100.00	12.50	
5	Great Falls Riverview	Unattended Distr.	100.00	12.50	
6	Great Falls Southside	Unattended Distr.	100.00	12.50	
7	Great Falls Southeast	Unattended Distr.	100.00	12.50	
8	Great Falls Southwest	Unattended Distr.	100.00	12.50	
9	Rainbow Switchyard	Unattended Transm.	161.00	100.00	7.00
10	Rainbow Switchyard	Unattended Transm.	161.00	100.00	7.00
11	Ulm	Unattended Distr.	100.00	25.00	
12	Valler-Williams	Unattended Distr.	115.00	25.00	
13	HELENA DIVISION				
14	Ashgrove	Unattended Distr.	69.00	4.16	
15	Boulder Auto	Unattended Transm.	100.00	69.00	2.40
16	Canyon Creek	Unattended Distr.	100.00	25.00	
17	East Helena Switchyard	Unattended Distr.	100.00	12.50	
18	East Helena Switchyard	Unattended Transm.	100.00	69.00	5.00
19	Helena Eastside	Unattended Distr.	69.00	12.50	
20	Helena Golf Course Bank #1	Unattended Distr.	69.00	12.50	
21	Helena Golf Course Bank #2	Unattended Distr.	69.00	12.50	
22	Helena Southside	Unattended Distr.	100.00	12.50	
23	Helena Valley	Unattended Distr.	100.00	12.50	
24	Helena Westside	Unattended Distr.	69.00	12.50	
25	Landers Fork	Unattended Distr.	230.00	25.00	
26	Loweth Auto	Unattended Transm.	100.00	69.00	2.40
27	Montana Tunnels	Unattended Distr.	100.00	4.16	
28	Townsend	Unattended Distr.	100.00	12.50	
29	LEWISTOWN DIVISION				
30	Garneill Pipeline	Unattended Distr.	100.00	4.16	
31	Glengarry	Unattended Transm.	100.00	50.00	13.80
32	Gordon Butte	Unattended Transm.	100.00	100.00	
33	Harlowton	Unattended Transm.	100.00	50.00	13.80
34	Judith Gap Auto	Unattended Transm.	230.00	100.00	13.80
35	Stanford Auto Bank #1	Unattended Transm.	100.00	50.00	13.80
36	Stanford Auto Bank #2	Unattended Transm.	100.00	50.00	13.80
37	Two Dot Swyd	Unattended Distr.	100.00		
38	Judith Gap South	Unattended Transm.	230.00	230.00	
39	MISSOULA DIVISION				
40	Bonner	Unattended Distr.	161.00	12.50	

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SUBSTATIONS (Continued)

5. Show in columns (l), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.

6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVA) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVA) (k)	
100	2		FOA			1
25	6	1	FA			2
20	1		FOA			3
40	2		FOA			4
45	2		FOA			5
40	2		FOA			6
42	1		FOA			7
20	1		FOA			8
60	3	1	FA			9
60	3	1	FA			10
10	2					11
15	1		FA			12
						13
10	2		OA			14
14	3	1	OA/FA			15
10	1					16
32	4	1	OA/FA/FA			17
100	1	1	OA/FA/FA			18
5	4	1	OA/FA			19
20	1		OA/FA/FA			20
20	1		OA/FA/FA			21
40	2		OA/FA/FA			22
32	2		OA/FA/FA			23
32	3		OA/FA			24
12	1		OA/FA			25
18	3		OA/FA			26
22	6					27
20	1		OA/FA/FA			28
						29
20	1		OA/FA			30
50	2		FOA			31
						32
20	3	1	FA			33
100	1		FOA			34
26	1		FA			35
20	1		FA			36
						37
	1		FOA			38
						39
40	3	1	FOA			40

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SUBSTATIONS

- Report below the information called for concerning substations of the respondent as of the end of the year.
- Substations which serve only one industrial or street railway customer should not be listed below.
- Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
- Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa)		
			Primary (c)	Secondary (d)	Tertiary (e)
1	Darby	Unattended Distr.	69.00	12.50	
2	Hamilton Heights	Unattended Transm.	161.00	69.00	13.80
3	Hamilton South Side	Unattended Distr.	69.00	12.50	
4	Kerr Switchyard	Unattended Transm.	115.00	161.00	13.20
5	Kerr Switchyard	Unattended Transm.	168.00	110.00	
6	Lolo	Unattended Distr.	69.00	12.50	
7	Missoula Butler Creek	Unattended Distr.	100.00	12.50	
8	Missoula City Sub #1	Unattended Distr.	100.00	12.50	
9	Missoula Hillview Heights #5	Unattended Distr.	100.00	25.00	
10	Missoula Industrial Sub #3	Unattended Distr.	100.00	12.50	
11	Missoula Miller Creek #4	Unattended Transm.	161.00	100.00	6.90
12	Missoula Miller Creek #4	Unattended Transm.	100.00	69.00	
13	Missoula Reserve Street	Unattended Transm.	161.00	100.00	
14	Missoula Reserve Street	Unattended Distr.	100.00	12.50	
15	Missoula Russell Street #2	Unattended Distr.	100.00	12.50	
16	Missoula Target Range #7	Unattended Distr.	161.00	12.50	
17	Plains	Unattended Distr.	115.00	12.50	16.80
18	Rattlesnake Switchyard	Unattended Transm.	161.00	100.00	13.80
19	Rattlesnake Switchyard	Unattended Transm.	230.00	161.00	13.80
20	Stevensville	Unattended Distr.	69.00	12.50	
21	Taft Auto	Unattended Transm.	115.00	100.00	13.10
22	Thompson Falls City	Unattended Distr.	100.00	12.50	
23	Waldorf	Unattended Distr.	100.00	12.47	
24	HAVRE DISTRICT				
25	Assiniboine-Havre	Unattended Transm.	161.00	69.00	
26	Glasgow Westside	Unattended Distr.	69.00	12.50	
27	Harlem	Unattended Transm.	161.00	69.00	
28	Havre Eastside	Unattended Distr.	69.00	12.50	
29	Malta	Unattended Transm.	161.00	69.00	7.20
30	Richardson Coulee	Unattended Transm.	161.00	69.00	
31					
32	216 SUBSTATIONS WITH CAPACITY OF 10 MVa OR >				
33	75	Unattended Distr.			
34	57	Unattended Transm.			
35	SUBTOTAL SUBSTATION 10 MVa OR >		21907.00	8345.93	722.20
36					
37	216 SUBSTATIONS WITH CAPACITY OF UNDER 10 MVa OR				
38	216	Unattended Distr.	663.97	4.18	17.00
39		Unattended Transm.			
40	SUBTOTAL SUBSTATIONS UNDER 10 MVa OR >		663.97	4.18	17.00

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SUBSTATIONS (Continued)

5. Show in columns (l), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.

6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVA) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVA) (k)	
12	4		FA			1
100	2		FOA			2
40	2		FOA			3
90	6		FOA			4
120	2		FOA			5
12	1		FA			6
20	1					7
40	2		OA/FA/FA			8
40	2		FOA			9
60	3		FOA			10
75	3		FOA			11
100	2		FOA			12
75	3	1	FOA & CAP	4	37	13
25	1		OA/FA/FA			14
60	3		FOA			15
40	2		FOA			16
16	1		OA			17
300	6		FOA & CAP	2	23	18
391	1		FOA			19
25			OA/FA/FA			20
50	1		FOA			21
12	3	1	FOA			22
112	8					23
						24
53	6	1	FA			25
12	2		FA			26
25	3		FA			27
10	1		FA			28
25	3	1	FA			29
20	3					30
						31
						32
2180	152	13				33
9069	173	22				34
24070	698	68		12	193	35
						36
						37
686	406	19				38
33	13	2				39
719	419	21				40

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVA except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVA)		
			Primary (c)	Secondary (d)	Tertiary (e)
1					
2	SUMMARY ALL SUBSTATIONS				
3	286	Attended Distr.			
4	57	Attended Transm.			
5	343	GRAND TOTAL			
6					
7					
8					
9					
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Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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SUBSTATIONS (Continued)

5. Show in columns (l), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.

6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVA) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVA) (k)	
						1
						2
2866	558	32				3
9102	186	24				4
11968	744	56				5
						6
						7
						8
						9
						10
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						40

Name of Respondent NorthWestern Corporation	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report End of 2016/Q4
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TRANSACTIONS WITH ASSOCIATED (AFFILIATED) COMPANIES

1. Report below the information called for concerning all non-power goods or services received from or provided to associated (affiliated) companies.
2. The reporting threshold for reporting purposes is \$250,000. The threshold applies to the annual amount billed to the respondent or billed to an associated/affiliated company for non-power goods and services. The good or service must be specific in nature. Respondents should not attempt to include or aggregate amounts in a nonspecific category such as "general".
3. Where amounts billed to or received from the associated (affiliated) company are based on an allocation process, explain in a footnote.

Line No.	Description of the Non-Power Good or Service (a)	Name of Associated/Affiliated Company (b)	Account Charged or Credited (c)	Amount Charged or Credited (d)
1	Non-power Goods or Services Provided by Affiliated			
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20	Non-power Goods or Services Provided for Affiliate			
21				
22	Administration Fee	Havre Pipeline Company, LLC	752	500,400
23				
24				
25				
26				
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Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 110 Line No.: 57 Column: c

South Dakota Operations Prepayments (165) is \$7,738,762 and \$5,484,103 for 2016 and 2015, respectively.

Schedule Page: 110 Line No.: 81 Column: c

Montana Operations Unamortized Loss on Reacquired Debt (189) is \$17,165,202 and \$16,981,105 for 2016 and 2015, respectively.

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NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 112 Line No.: 28 Column: c
 South Dakota Operations Accumulated Provision for Injuries and Damages (228.2) are \$460,527 and \$544,188 for 2016 and 2015, respectively.

Schedule Page: 112 Line No.: 48 Column: c
 Montana Operations Miscellaneous Current and Accrued Liabilities (242) are \$35,049,183 and \$35,064,892 for 2016 and 2015, respectively.

Schedule Page: 112 Line No.: 56 Column: c
 Montana Operations Customer Advances for Construction (252) are \$40,208,508 and \$36,045,534 for 2016 and 2015, respectively.

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NorthWestern Corporation			
FOOTNOTE DATA			

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

	12/31/2016	12/31/2015
Other Noncash Charges to Income, Net:		
Amortization of debt issue costs, discount, and deferred hedge gain	2,117,710	2,256,784
Gain on disposition of assets	(22,817)	(17,369)
Other noncash losses (gains)	72,370	(335,543)
Stock based compensation costs	6,730,641	5,082,496
	<u>8,897,904</u>	<u>6,986,368</u>
Other Assets and Liabilities, Net:		
Net change - other current assets	(3,047,580)	6,249,442
Net change - accrued utility revenues	(5,968,571)	(4,141,256)
Net change - deferred debits	10,371,162	2,130,296
Net change - deferred credits	18,480,925	3,485,596
Net change - other special deposits and special funds	1,754,715	6,843,947
Net change - noncurrent liabilities	(57,943,118)	20,413,259
	<u>(36,352,467)</u>	<u>34,981,284</u>
Other Investing Activities:		
Net change - special deposits	-	16,108,464
Other Financing Activities:		
Capital lease obligations, net	-	(24,683)
Debt financing costs	(8,430,186)	(12,082,801)
	<u>(8,430,186)</u>	<u>(12,107,484)</u>

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

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

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

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

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

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

Schedule Page: 120 Line No.: 53 Column: b

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

Schedule Page: 120 Line No.: 53 Column: c

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

Schedule Page: 120 Line No.: 76 Column: b

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

Schedule Page: 120 Line No.: 76 Column: c

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

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 122(a)(b)	Line No.: 2	Column: c
Postretirement medical liability adjustment.		
Schedule Page: 122(a)(b)	Line No.: 2	Column: f
Reclassification of net gains on derivative instruments.		
Schedule Page: 122(a)(b)	Line No.: 3	Column: e
Foreign currency translation adjustment.		
Schedule Page: 122(a)(b)	Line No.: 7	Column: c
Postretirement medical liability adjustment.		
Schedule Page: 122(a)(b)	Line No.: 7	Column: f
Reclassification of net gains on derivative instruments.		
Schedule Page: 122(a)(b)	Line No.: 8	Column: e
Foreign currency translation adjustment.		

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NorthWestern Corporation			
FOOTNOTE DATA			

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

This column represents regulated propane.

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

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

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

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

Schedule Page: 200 Line No.: 21 Column: c

Amortization of Other South Dakota Electric Plant was \$(57,757) and \$(65,465) for 2016 and 2015, respectively.

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

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

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

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

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

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

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 204 Line No.: 2 Column: b

Montana Operations

Line	Account	Beginning of Year	Additions	Retirements	Adjustments	Transfers	End of Year
No.	(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	1. INTANGIBLE PLANT						
2	(301) Organization	\$19,995	\$0		0	\$0	19,995
3	(302) Franchises and Consents	2,004	0		0		2,004
4	(303) Miscellaneous Intangible Plant	7,867,241	669,396	188,942	0	51,976	8,399,671
5	TOTAL Intangible Plant (Enter Total of lines 2, 3, and 4)	7,889,240	669,396	188,942	0	51,976	8,421,670
6	2. PRODUCTION PLANT						
7	A. Steam Production Plant						
8	(310) Land and Land Rights	446,912	0	36	0		446,876
9	(311) Structures and Improvements	26,684,043	414,205	277,741	0	0	26,820,507
10	(312) Boiler Plant Equipment	18,301,463	4,740,821	2,106,378	0	0	20,935,906
11	(313) Engines and Engine-Driven Generators	0			0		0
12	(314) Turbogenerator Units	13,694,370	2,070,376	908,201	0	0	14,856,545
13	(315) Accessory Electric Equipment	799,302	159,158	48,571	0	0	909,889
14	(316) Misc. Power Plant Equipment	22,572,332	48,485	163,003	0	0	22,457,814
15	(317) Asset Retirement Costs for Steam	10,948,799	0		1,994,890	0	12,943,689
16	TOTAL Steam Production Plant (Enter Total of lines 8 thru 15)	93,447,221	7,433,045	3,503,930	1,994,890	0	99,371,226
17	B. Nuclear Production Plant						
18	(320) Land and Land Rights	0	0		0		0
19	(321) Structures and Improvements	0	0		0		0
20	(322) Reactor Plant Equipment	0	0		0		0
21	(323) Turbogenerator Units	0	0		0		0
22	(324) Accessory Electric Equipment	0	0		0		0
23	(325) Misc. Power Plant Equipment	0	0		0		0
24	TOTAL Nuclear Production Plant (Enter Total of lines 17 thru 22)	0	0	0	0	0	0
25	C. Hydraulic Production Plant						
26	(330) Land and Land Rights	5,732,621	0	0	0	0	5,732,621
27	(331) Structures and Improvements	123,121,353	88,665	2,800	0		123,207,218
28	(332) Reservoirs, Dams, and Waterways	156,194,390	1,174,158	242,256	0		157,126,292
29	(333) Water Wheels, Turbines, and Generators	117,996,685	2,438,225	132,229	0		120,302,681
30	(334) Accessory Electric Equipment	82,641,997	456,414	0	0		83,098,411
31	(335) Misc. Power Plant Equipment	36,525,062	147,588		0		36,672,650
32	(336) Roads, Railroads, and Bridges	2,453,164	0		0		2,453,164
33	TOTAL Hydraulic Production Plant (Enter Total of lines 25 thru 31)	524,665,272	4,305,050	377,285	0	0	528,593,037
34	D. Other Production Plant						
35	(340) Land and Land Rights	160,027	33,361		0	1,860,911	2,054,299
36	(341) Structures and Improvements	28,970,680	118,162	580,026	0	22,764,308	51,273,124
37	(342) Fuel Holders, Products, and Accessories	12,432,137	(257,759)		0	9,055,666	21,230,044
38	(343) Prime Movers	0	5,042,196	8,205,781	0	100,249,127	97,085,542
39	(344) Generators	49,219,314	2,470,550	332,121	0	(2,417,657)	48,940,086
40	(345) Accessory Electric Equipment	6,884,726	(42,173)	0	0	9,337,093	16,179,646

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Line	Account	Beginning of Year	Additions	Retirements	Adjustments	Transfers	End of Year
No.	(a)	(b)	(c)	(d)	(e)	(f)	(g)
41	(346) Misc. Power Plant Equipment	166,487,173	97,089	\$0	0	(140,849,450)	25,734,812
42	(347) Asset Retirement Costs for Other Production	3,971,436			79,441		4,050,877
43	TOTAL Other Production Plant (Enter Total of lines 34 thru 40)	268,125,493	7,461,426	9,117,928	79,441		266,548,433
44	TOTAL Production Plant (Enter Total of lines 16, 24, 33, and 44)	886,237,986	19,199,521	12,999,143	2,074,331		894,512,696
45	3. TRANSMISSION PLANT						
46	(350) Land and Land Rights	31,773,099	416,288	0	0	1,578,346	33,767,733
47	(352) Structures and Improvements	28,152,892	1,107,212	0	0	(1,580,052)	27,680,052
48	(353) Station Equipment	229,365,600	6,374,652	485,476	0	(13,673)	235,241,103
49	(354) Towers and Fixtures	28,732,521	0	4,797	0	0	28,727,724
50	(355) Poles and Fixtures	209,772,119	24,439,113	749,192	0	(3,437)	233,458,603
51	(356) Overhead Conductors and Devices	147,105,920	2,918,140	214,295	0	0	149,809,765
52	(357) Underground Conduit	137,878	0		0		137,878
53	(358) Underground Conductors and Devices	1,410,535	0		0		1,410,535
54	(359) Roads and Trails	2,519,641	0	0	0	0	2,519,641
55	TOTAL Transmission Plant (Enter Total of lines 44 thru 52)	678,970,205	35,255,405	1,453,760	0	(18,816)	712,753,034
56	4. DISTRIBUTION PLANT						
57	(360) Land and Land Rights	5,298,441	431,471	0	0	119,927	5,849,839
58	(361) Structures and Improvements	12,845,863	1,193,645	18,933	0	0	14,020,575
59	(362) Station Equipment	162,553,406	7,315,525	555,016	0	15,371	169,329,286
60	(363) Storage Battery Equipment	0	0	0	0		0
61	(364) Poles, Towers, and Fixtures	245,449,014	18,050,407	987,030	0	3,437	262,515,828
62	(365) Overhead Conductors and Devices	110,769,860	3,490,751	68,994	0	0	114,191,617
63	(366) Underground Conduit	89,723,255	12,685,922	1,275	0	0	102,407,902
64	(367) Underground Conductors and Devices	161,929,586	20,031,699	1,001,317		0	180,959,968
65	(368) Line Transformers	197,767,452	7,041,612	915,233	0	0	203,893,831
66	(369) Services	110,681,299	6,581,569	116,029	0	0	117,146,839
67	(370) Meters	52,923,761	1,131,270	318,808	0	0	53,736,223
68	(371) Installations on Customer Premises	0	0	0	0		0
69	(372) Leased Property on Customer Premises	0	0	0	0		0
70	(373&388) Street Lighting and Signal Systems	53,617,718	964,717	408,717	0	0	54,173,718
71	(374) Asset Retirement Costs for Distribution Plant	0	0	0		0	0
72	TOTAL Distribution Plant (Enter Total of lines 55 thru 68)	1,203,559,655	78,918,588	4,391,352	0	138,735	1,278,225,626
73	5. GENERAL PLANT						
74	(389) Land and Land Rights	696,560	0	6,927	0	0	689,633
75	(390) Structures and Improvements	9,000,003	98,050	28,518	0	0	9,069,535
76	(391) Office Furniture and Equipment	3,153,388	460,527	813,469	0	0	2,800,446
77	(392) Transportation Equipment	44,949,044	5,467,021	1,850,762	0	164,900	48,730,203
78	(393) Stores Equipment	648,536	0	4,071	0	0	644,465
79	(394) Tools, Shop and Garage Equipment	7,169,759	526,105	155,910	0	0	7,539,954
80	(395) Laboratory Equipment	1,876,485	98,852	272,204		0	1,703,133
81	(396) Power Operated Equipment	3,876,087	438,707	43,602	0	19,124	4,290,316
82	(397) Communication Equipment	20,032,725	7,264,574	166,686		775,943	27,906,556

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Line	Account	Beginning of Year	Additions	Retirements	Adjustments	Transfers	End of Year
No.	(a)	(b)	(c)	(d)	(e)	(f)	(g)
83	(398) Miscellaneous Equipment	2,031,079	35,397	1,182	0	0	2,065,294
84	SUBTOTAL (Enter Total of lines 71 thru 80)	93,433,666	14,389,233	3,343,331	0	959,967	105,439,535
85	(399) Other Tangible Property	0	0	0	0	0	0
86	TOTAL General Plant (Enter Total of lines 81 and 82)	93,433,666	14,389,233	3,343,331	0	959,967	105,439,535
87	TOTAL (Accounts 101 and 106)	2,870,090,752	148,432,143	22,376,528	2,074,331	1,131,860	2,999,352,559
88	(102) Electric Plant Purchased (See Instr. 8)	0	0				0
89	(Less) (102) Electric Plant Sold (See Instr. 8)	0	0				0
90	(103) Experimental Plant Unclassified	658,808	918,005				1,576,813
91	TOTAL Electric Plant in Service(Enter Total of lines 84 thru 87)	\$2,870,749,560	\$149,350,148	\$22,376,528	\$2,074,331	\$1,131,860	3,000,929,373

Schedule Page: 204 Line No.: 3 Column: b

South Dakota Operations

Line	Account	Beginning of Year	Additions	Retirements	Adjustments	Transfers	End of Year
No.	(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	1. INTANGIBLE PLANT						
2	(301) Organization	0	0				0
3	(302) Franchises and Consents	0	0				0
4	(303) Miscellaneous Intangible Plant	67,730	0	5,849	0	0	61,882
5	TOTAL Intangible Plant (Enter Total of lines 2, 3, and 4)	67,730	0	5,849	0	0	61,882
6	2. PRODUCTION PLANT						
7	A. Steam Production Plant						
8	(310) Land and Land Rights	366,511	0	0	0	0	366,511
9	(311) Structures and Improvements	23,201,379	134,355	60,198	0	0	23,275,536
10	(312) Boiler Plant Equipment	197,946,308	4,995,683	744,363	0	0	202,197,628
11	(313) Engines and Engine-Driven Generators	0	0	0	0	0	0
12	(314) Turbogenerator Units	25,777,217	268,436	82,788	0	0	25,962,864
13	(315) Accessory Electric Equipment	10,632,967	93,390	9,955	0	0	10,716,402
14	(316) Misc. Power Plant Equipment	2,290,661	116,840	10,800	0	0	2,396,701
15	(317) Asset Retirement Costs for Steam	2,569,203	0	0	0	0	2,569,203
16	TOTAL Steam Production Plant (Enter Total of lines 8 thru 14)	262,784,246	5,608,704	908,105	0	0	267,484,845
17	B. Nuclear Production Plant						
18	(320) Land and Land Rights	0	0				0
19	(321) Structures and Improvements	0	0				0
20	(322) Reactor Plant Equipment	0	0				0
21	(323) Turbogenerator Units	0	0				0
22	(324) Accessory Electric Equipment	0	0				0
23	(325) Misc. Power Plant Equipment	0	0				0
24	TOTAL Nuclear Production Plant (Enter Total of lines 17 thru 22)	0	0	0	0	0	0
25	C. Hydraulic Production Plant						
26	(330) Land and Land Rights	0	0		0		0
27	(331) Structures and Improvements	0	0	0	0		0
28	(332) Reservoirs, Dams, and Waterways	0	0		0		0
29	(333) Water Wheels, Turbines, and	0	0		0		0
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Name of Respondent		This Report is:		Date of Report	Year/Period of Report	
NorthWestern Corporation		(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		(Mo, Da, Yr) 12/31/2016	2016/Q4	
FOOTNOTE DATA						
Generators						
Line	Account	Beginning of Year	Additions	Retirements	Adjustments	End of Year
No.	(a)	(b)	(c)	(d)	(e)	(g)
30	(334) Accessory Electric Equipment	0	0		0	0
31	(335) Misc. Power Plant Equipment	0	0		0	0
32	(336) Roads, Railroads, and Bridges	0	0		0	0
33	TOTAL Hydraulic Production Plant (Enter Total of lines 25 thru 31)	0	0	0	0	0
34	D. Other Production Plant					
35	(340) Land and Land Rights	82,483	0	0	0	82,483
36	(341) Structures and Improvements	25,911,837	656,530	8,089	0	27,415,278
37	(342) Fuel Holders, Products, and Accessories	5,311,681	201,715	24,754	0	5,488,641
38	(343) Prime Movers	48,103,651	266,510	194,176	0	48,175,985
39	(344) Generators	85,789,484	2,698	0	0	88,218,363
40	(345) Accessory Electric Equipment	7,824,503	411,018	0	0	8,397,271
41	(346) Misc. Power Plant Equipment	13,200,455	6,249,027	1,691	0	16,004,860
42	(347) Asset Retirement Costs for Other Production	1,351,541	0	0	0	1,351,541
43	TOTAL Other Production Plant (Enter Total of lines 34 thru 40)	187,575,635	7,787,497	228,710	0	195,134,422
44	TOTAL Production Plant (Enter Total of lines 15, 23, 32, and 41)	450,359,881	13,396,202	1,136,816	0	462,619,267
45	3. TRANSMISSION PLANT					
46	(350) Land and Land Rights	1,680,325	3	5,241	0	1,675,088
47	(352) Structures and Improvements	4,649,217	2,961,627	16,906	0	7,935,938
48	(353) Station Equipment	79,064,234	(497,443)	1,052,105	0	77,079,138
49	(354) Towers and Fixtures	0	0	0	0	0
50	(355) Poles and Fixtures	43,451,202	1,888,664	214,543	0	45,125,322
51	(356) Overhead Conductors and Devices	29,865,589	715,065	694,075	0	29,886,579
52	(357) Underground Conduit	568,365	(1,097)	0	0	567,268
53	(358) Underground Conductors and Devices	2,751,401	(2,925)	0	0	2,748,476
54	(359) Roads and Trails	0	0	0	0	0
55	TOTAL Transmission Plant (Enter Total of lines 44 thru 52)	162,030,333	5,063,895	1,982,870	0	165,017,809
56	4. DISTRIBUTION PLANT					
57	(360) Land and Land Rights	748,119	0	0	0	748,119
58	(361) Structures and Improvements	924,717	(100)	0	0	924,618
59	(362) Station Equipment	31,379,003	537,778	105,339	0	31,950,741
60	(363) Storage Battery Equipment	0	0	0	0	0
61	(364) Poles, Towers, and Fixtures	37,329,923	2,484,602	484,783	0	39,329,742
62	(365) Overhead Conductors and Devices	19,780,847	1,188,014	827,992	0	20,140,869
63	(366) Underground Conduit	8,541,236	251,422	166,994	0	8,625,664
64	(367) Underground Conductors and Devices	41,643,540	3,209,089	1,028,795	0	43,823,834
65	(368) Line Transformers	35,713,374	1,290,204	324,022	0	36,633,805
66	(369) Services	17,995,967	540,981	122,223	0	18,414,725
67	(370) Meters	9,193,860	425,051	341,276	0	9,277,635
68	(371) Installations on Customer Premises	139,424	17,664	19,995	0	137,093
69	(372) Leased Property on Customer Premises	0	0	0	0	0
70	(373&388) Street Lighting and Signal Systems	7,958,860	258,305	37,021	0	8,180,145
71	(374) Asset Retirement Costs for Distribution Plant	0	0	0	0	0

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

72	TOTAL Distribution Plant (Enter Total of lines 55 thru 68)	211,348,870	10,203,011	3,458,441	0	93,549	218,186,988
Line	Account	Beginning of Year	Additions	Retirements	Adjustments	Transfers	End of Year
No.	(a)	(b)	(c)	(d)	(e)	(f)	(g)
73	5. GENERAL PLANT						
74	(389) Land and Land Rights	88,998	0	784	0	0	88,214
75	(390) Structures and Improvements	1,406,284	18,616	22,536	0	0	1,402,364
76	(391) Office Furniture and Equipment	0	0	0	0	0	0
77	(392) Transportation Equipment	11,578,340	1,759,069	333,622	0	(164,900)	12,838,887
78	(393) Stores Equipment	0	95,400	0	0	0	95,400
79	(394) Tools, Shop and Garage Equipment	1,438,083	136,574	15,020	0	9,166	1,568,803
80	(395) Laboratory Equipment	0	0	0	0	0	0
81	(396) Power Operated Equipment	522,755	0	1,770	0	0	520,985
82	(397) Communication Equipment	1,570,280	281,455	6,720	0	0	1,845,015
83	(398) Miscellaneous Equipment	0	0	0	0	0	0
84	SUBTOTAL (Enter Total of lines 71 thru 80)	16,604,740	2,291,114	380,452	0	(155,734)	18,359,669
85	(399) Other Tangible Property*	0	0	0		0	0
86	TOTAL General Plant (Enter Total of lines 81 and 82)	16,604,740	2,291,114	380,452	0	(155,734)	18,359,669
87	TOTAL (Accounts 101 and 106)	840,411,554	30,954,222	6,964,427	0	(155,734)	864,245,614
88	(102) Electric Plant Purchased (See Instr. 8)	0	0				0
89	(Less) (102) Electric Plant Sold (See Instr. 8)	0	0		0		0
90	(103) Experimental Plant Unclassified	0	0				0
91	TOTAL Electric Plant in Service(Enter Total of lines 84 thru 87)	840,411,554	30,954,222	6,964,427	0	(155,734)	864,245,614

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 219 Line No.: 1 Column: b

Montana Operations

Section A. Balances and Changes During Year 2015 MONTANA DATA ONLY			
Line No.	Item	Total (c+d+e)	Electric Plant in Service
	(a)	(b)	(c)
1	Balance Beginning of Year	1,186,938,586	1,186,938,586
2	Depreciation Provisions for Year, Charged to		
3	(403) Depreciation Expense	95,146,547	95,146,547
4	(403.1) Depreciation Expense for Asset Retirement Costs		
5	(413) Exp. of Elec. Plt. Leas. to Others		
6	Transportation Expenses-Clearing		
7	Other Clearing Accounts		
8	Other Accounts (Specify, details in footnote):		
9			
10	TOTAL Deprec. Prov for Year (Enter Total of lines 3 thru 9)	95,146,547	95,146,547
11	Net Charges for Plant Retired:		
12	Book Cost of Plant Retired	22,358,443	22,358,443
13	Cost of Removal	9,596,866	9,596,866
14	Salvage (Credit)	1,115,619	1,115,619
15	TOTAL Net Chrgs. for Plant Ret. (Enter Total of lines 12 thru 14)	30,839,690	30,839,690
16	Other Debit or Cr. Items (Describe, details in footnote):		
17			
18	Book Cost or Asset Retirement Costs Retired		
19	Balance End of Year (Enter Totals of lines 1, 10, 15, 16, and 18)	1,251,245,443	1,251,245,443
Section B. Balances at End of Year According to Functional Classification			
20	Steam Production	113,908,851	113,908,851
21	Nuclear Production		
22	Hydraulic Production-Conventional	114,657,643	114,657,643
23	Hydraulic Production-Pumped Storage		
24	Other Production	41,655,166	41,655,166
25	Transmission	316,191,258	316,191,258
26	Distribution	609,685,980	609,685,980
27	General	55,145,555	55,145,555
28	TOTAL (Enter Total of lines 20 thru 27)	1,251,244,453	1,251,244,453

South Dakota Operations

Section A. Balances and Changes During Year 2015 SOUTH DAKOTA DATA ONLY			
Line No.	Item	Total (c+d+e)	Electric Plant in Service
	(a)	(b)	(c)
1	Balance Beginning of Year	270,658,880	270,658,880
2	Depreciation Provisions for Year, Charged to		
3	(403) Depreciation Expense	24,010,964	24,010,964
4	(403.1) Depreciation Expense for Asset Retirement Costs		
5	(413) Exp. of Elec. Plt. Leas. to Others		
6	Transportation Expenses-Clearing		
7	Other Clearing Accounts		
8	Other Accounts (Specify, details in footnote):		
9			
10	TOTAL Deprec. Prov for Year (Enter Total of lines 3 thru 9)	24,010,964	24,010,964
11	Net Charges for Plant Retired:		
12	Book Cost of Plant Retired	6,958,579	6,958,579
13	Cost of Removal	2,394,276	2,394,276

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

14	Salvage (Credit)	103,640	103,640
15	TOTAL Net Chrgs. for Plant Ret. (Enter Total of lines 12 thru 14)	9,249,215	9,249,215
16	Other Debit or Cr. Items (Describe, details in footnote):	-35,198	-35,198
17			
18	Book Cost or Asset Retirement Costs Retired		
19	Balance End of Year (Enter Totals of lines 1, 10, 15, 16, and 18)	285,385,431	285,385,431
Section B. Balances at End of Year According to Functional Classification			
20	Steam Production	105,228,777	105,228,777
21	Nuclear Production		
22	Hydraulic Production-Conventional		
23	Hydraulic Production-Pumped Storage		
24	Other Production	28,909,734	28,909,734
25	Transmission	60,167,530	60,167,530
26	Distribution	87,372,421	87,372,421
27	General	5,250,988	5,250,988
28	TOTAL (Enter Total of lines 20 thru 27)	286,929,450	286,929,450

Schedule Page: 219 Line No.: 16 Column: b

This account primarily represents third-party reimbursements for arrangements to remove, relocate, rearrange, reroute, or otherwise change utility property.

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 227 Line No.: 1 Column: c

Montana Operations

Line No.	Account (a)	Balance Beginning of Year (b)	Balance End of Year (c)	Department or Departments which Use Material (d)
1	Fuel Stock (Account 151)	2,087,098	2,099,483	Electric & Gas
2	Fuel Stock Expense Undistributed (Account 152)			
3	Residuals and Extracted Products (Account 153)			
4	Plant Materials and Operating Supplies (Account 154)			
5	Assigned to - Construction (Estimated)	-	-	
6	Assigned to - Operations and Maintenance			
7	Production Plant (Estimated)	4,795,080	5,072,414	Electric & Gas
8	Transmission Plant (Estimated)	4,333,909	4,390,734	Elec, Gas, & Common
9	Distribution Plant (Estimated)	13,487,110	13,522,992	Elec, Gas, & Common
10	Regional Transmission and Market Operation Plant (Estimated)			
11	Assigned to - Other	-	-	
12	TOTAL Account 154 (Enter Total of lines 5 thru 10)	22,616,099	22,986,140	
13	Merchandise (Account 155)	-	-	
14	Other Materials and Supplies (Account 156)	-	-	
15	Nuclear Materials Held for Sale (Account 157)			
16	Store Expense Undistributed (Account 163)	-	-	
17				
18				
19				
20	TOTAL Materials and Supplies (Per Balance Sheet)	24,703,197	25,085,623	

South Dakota/Nebraska Operations

Line No.	Account (a)	Balance Beginning of Year (b)	Balance End of Year (c)	Department or Departments which Use Material (d)
1	Fuel Stock (Account 151)	6,153,775	7,484,522	Electric & Gas
2	Fuel Stock Expense Undistributed (Account 152)			
3	Residuals and Extracted Products (Account 153)			
4	Plant Materials and Operating Supplies (Account 154)			
5	Assigned to - Construction (Estimated)	-	-	Elec, Gas, & Common
6	Assigned to - Operations and Maintenance			
7	Production Plant (Estimated)	3,108,213	3,210,524	Electric & Gas
8	Transmission Plant (Estimated)	1,384,963	1,558,483	Electric & Gas
9	Distribution Plant (Estimated)	3,263,401	3,316,340	Electric & Gas
10	Regional Transmission and Market Operation Plant (Estimated)	-	-	
11	Assigned to - Other	7,756,577	8,085,347	Common
12	TOTAL Account 154 (Enter Total of lines 5 thru 10)	-	-	
13	Merchandise (Account 155)	-	-	
14	Other Materials and Supplies (Account 156)			Electric & Gas
15	Nuclear Materials Held for Sale (Account 157)	-	-	
16	Store Expense Undistributed (Account 163)			Electric & Gas
17				
18				
20				
21	TOTAL Materials and Supplies (Per Balance Sheet)	13,910,352	15,569,869	

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
NorthWestern Corporation	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 12/31/2016	2016/Q4
FOOTNOTE DATA			

Schedule Page: 234 Line No.: 2 Column: b

Accumulated Deferred Income Taxes (Account 190)		MONTANA OPERATIONS		SOUTH DAKOTA OPERATIONS	
Line No.	Description and Location (a)	Balance at Beg of Year (d)	Balance at End of Year (e)	Balance at Beg of Year (d)	Balance at End of Year (e)
1	Electric:				
2	Regulatory Asset/Liability	1,254,422	493,184		
3	Unbilled Revenue	16,127,471	5,946,525	3,481,776	2,491,718
4	Compensation Accruals	4,910,174	5,215,636	6,512,424	7,015,059
5	Reserves & Accruals	18,150,927	3,154,688	403,925	508,676
6	Pension / Postretirement Benefits	41,340,975	35,667,828	237,877	(662,699)
7	Environmental Liability	1,287,383	1,514,430	4,457,606	4,435,839
8	Interest Rate Hedge	6,970,129	6,728,391	(486,713)	463,759
9	Customer Advances	11,320,670	12,508,982	-	-
10	Total Electric	101,362,151	71,229,663	14,606,895	14,252,352
11	Gas				
12	Regulatory Asset/Liability	419,351	97,633	1,187,842	1,699,123
13	Unbilled Revenue	6,238,029	2,422,612	2,542,600	1,882,562
14	Compensation Accruals	1,175,387	1,306,299	4,843,176	5,178,266
15	Reserves & Accruals	7,352,115	1,198,890	561,052	633,000
16	Pension / Postretirement Benefits	10,335,244	8,916,958	2,525,897	1,925,507
17	Environmental Liability	312,784	410,199	3,351,928	3,337,416
18	Customer Advances	2,876,764	3,328,145	-	-
19	Total Gas	28,709,675	17,680,736	15,012,495	14,655,874
20	Other (Specify)	14,585,414	73,895,068	2,114,408	4,368,115
21	Total (Acct 190)	144,657,240	162,805,467	31,733,798	33,276,341
Account 190 Other (Specify)					
	QF Obligations	1,097,509	-	-	-
	NOL Carryforward	7,343,343	56,456,648	-	2,925,356
	AMT Credit Carryforward	-	-	-	-
	Production Tax Credit	6,549,538	17,034,521	-	-
	Other, net	(404,976)	403,899	<u>2,114,408</u>	<u>1,442,759</u>
	Total	14,585,414	73,895,068	2,114,408	4,368,115

Schedule Page: 234 Line No.: 7 Column: b

Electric Other:	Balance at Beg of Year	Balance at End of Year
(a)	(b)	(c)
Environmental Liability	5,744,988	5,950,269
Interest Rate Hedge	6,483,416	7,192,150
Customer Advances	11,320,670	12,508,982
	<u>23,549,074</u>	<u>25,651,401</u>

Schedule Page: 234 Line No.: 15 Column: b

Gas Other:	Balance at Beg of Year	Balance at End of Year
(a)	(b)	(c)
Environmental Liability	3,664,712	3,747,615
Customer Advances	2,876,764	3,328,145
	<u>6,541,476</u>	<u>7,075,760</u>

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 234 Line No.: 17 Column: b

Description and Location	Balance at Beginning of Year	Balance at End of Year
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Line 17 Detail

QF Obligations	1,097,509	-
NOL Carryforward	18,244,055	78,324,483
AMT Credit Carryforward	13,143,095	13,598,858
Production Tax Credit	6,549,538	17,034,521
Other, net	2,571,783	2,978,391
Total	41,605,981	111,936,252

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
NorthWestern Corporation	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 12/31/2016	2016/Q4
FOOTNOTE DATA			

Schedule Page: 234 Line No.: 2 Column: b

Accumulated Deferred Income Taxes (Account 190)		MONTANA OPERATIONS		SOUTH DAKOTA OPERATIONS	
Line No.	Description and Location (a)	Balance at Beg of Year (d)	Balance at End of Year (e)	Balance at Beg of Year (d)	Balance at End of Year (e)
1	Electric:				
2	Regulatory Asset/Liability	1,254,422	493,184		
3	Unbilled Revenue	16,127,471	5,946,525	3,481,776	2,491,718
4	Compensation Accruals	4,910,174	5,215,636	6,512,424	7,015,059
5	Reserves & Accruals	18,150,927	3,154,688	403,925	508,676
6	Pension / Postretirement Benefits	41,340,975	35,667,828	237,877	(662,699)
7	Environmental Liability	1,287,383	1,514,430	4,457,606	4,435,839
8	Interest Rate Hedge	6,970,129	6,728,391	(486,713)	463,759
9	Customer Advances	11,320,670	12,508,982	-	-
10	Total Electric	101,362,151	71,229,663	14,606,895	14,252,352
11	Gas				
12	Regulatory Asset/Liability	419,351	97,633	1,187,842	1,699,123
13	Unbilled Revenue	6,238,029	2,422,612	2,542,600	1,882,562
14	Compensation Accruals	1,175,387	1,306,299	4,843,176	5,178,266
15	Reserves & Accruals	7,352,115	1,198,890	561,052	633,000
16	Pension / Postretirement Benefits	10,335,244	8,916,958	2,525,897	1,925,507
17	Environmental Liability	312,784	410,199	3,351,928	3,337,416
18	Customer Advances	2,876,764	3,328,145	-	-
19	Total Gas	28,709,675	17,680,736	15,012,495	14,655,874
20	Other (Specify)	14,585,414	73,895,068	2,114,408	4,368,115
21	Total (Acct 190)	144,657,240	162,805,467	31,733,798	33,276,341
Account 190 Other (Specify)					
	QF Obligations	1,097,509	-	-	-
	NOL Carryforward	7,343,343	56,456,648	-	2,925,356
	AMT Credit Carryforward	-	-	-	-
	Production Tax Credit	6,549,538	17,034,521	-	-
	Other, net	(404,976)	403,899	2,114,408	1,442,759
	Total	14,585,414	73,895,068	2,114,408	4,368,115

Schedule Page: 234 Line No.: 7 Column: b

Electric Other:	Balance at Beg of Year	Balance at End of Year
(a)	(b)	(c)
Environmental Liability	5,744,988	5,950,269
Interest Rate Hedge	6,483,416	7,192,150
Customer Advances	11,320,670	12,508,982
	23,549,074	25,651,401

Schedule Page: 234 Line No.: 15 Column: b

Gas Other:	Balance at Beg of Year	Balance at End of Year
(a)	(b)	(c)
Environmental Liability	3,664,712	3,747,615
Customer Advances	2,876,764	3,328,145
	6,541,476	7,075,760

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 234 Line No.: 17 Column: b

Description and Location	Balance at Beginning of Year	Balance at End of Year
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Line 17 Detail

QF Obligations	1,097,509	-
NOL Carryforward	18,244,055	78,324,483
AMT Credit Carryforward	13,143,095	13,598,858
Production Tax Credit	6,549,538	17,034,521
Other, net	2,571,783	2,978,391
Total	41,605,981	111,936,252

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 256 Line No.: 32 Column: a

In June 2016, we issued \$60 million aggregate principal amount of South Dakota First Mortgage Bonds at a fixed interest rate of 2.80% maturing in 2026. Proceeds were used to redeem our 6.05%, \$55 million South Dakota First Mortgage Bonds due 2018.

Schedule Page: 256 Line No.: 32 Column: c

As issuances are redeemed, the related unamortized debt expense and premium or discount, as applicable, is charged to Loss on Reacquired Debt.

Schedule Page: 256.1 Line No.: 24 Column: a

In August 2016, the City of Forsyth, Rosebud County, Montana issued \$144.7 million aggregate principal amount of Pollution Control Revenue Refunding Bonds on our behalf. The bonds were issued at a fixed interest rate of 2.00% maturing in 2023. The proceeds of the issuance were loaned to us pursuant to a Loan Agreement and have been used to partially fund the redemption of the 4.65%, \$170.2 million City of Forsyth Pollution Control Revenue Refunding Bonds due 2023 (Prior Bonds) issued on our behalf.

Schedule Page: 256.1 Line No.: 24 Column: c

As issuances are redeemed, the related unamortized debt expense and premium or discount, as applicable, is charged to Loss on Reacquired Debt.

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 262 Line No.: 2 Column: f
Included in taxes applicable to Other Income and Deductions.
Schedule Page: 262 Line No.: 8 Column: f
Included in taxes applicable to Other Income and Deductions.
Schedule Page: 262 Line No.: 35 Column: f
Refund for unused production tax credits carried back from tax year 2013.
Schedule Page: 262 Line No.: 40 Column: a

Taxes Charged During the	
Year 2016	
South Dakota Electric	
(b)	(c)
Property - South Dakota	\$3,896,747
Property - North Dakota	12,652
Property - Iowa	498,452
Coal Conversion Facility - N Dakota	197,527
Gross Revenue - South Dakota	160,788
Delaware Franchise	18,020
Vehicle - South Dakota	69,906
Payroll Tax - FICA	748,705
Payroll Tax - Medicare	217,125
Payroll Tax - FUT	7,487
Payroll Tax - SUT - SD	4,492
	<hr/>
	\$5,831,901

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 266 Line No.: 2 Column: b
Montana Operations has no Accumulated Deferred Investment Tax Credits.

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
NorthWestern Corporation	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 12/31/2016	2016/Q4
FOOTNOTE DATA			

Schedule Page: 274 Line No.: 2 Column: b

Line No	Account (a)	Balance at Beg of Year (b)	Amounts Debited to Account 410.1 (c)	Amounts Credited to Account 411.1 (d)	Balance at End of Year (k)
MONTANA					
1	Account 282				
2	Electric	240,943,302	48,652,371	-	289,595,673
3	Gas	79,807,517	7,581,489	-	87,389,006
4	Other	55,069	2,471	-	57,540
5	Total	320,805,888	56,236,331	-	377,042,219
6					
7					
8					
9	Total	320,805,888	56,236,331		377,042,219
10	Classification Total				
11	Federal Income Tax	320,805,888	56,236,331	-	377,042,219
12	State Income Tax	-	-	-	-
13	Local Income Tax	-	-	-	-
SOUTH DAKOTA					
1	Account 282				
2	Electric	60,679,033	12,350,181	-	73,029,214
3	Gas	10,631,508	-	(1,107,010)	9,524,498
4	Other	-	-	-	-
5	Total	71,310,541	12,350,181	(1,107,010)	82,553,712
6					
7					
8					
9	Total	71,310,541	12,350,181	(1,107,010)	82,553,712
10	Classification Total				
11	Federal Income Tax	71,310,541	12,350,181	(1,107,010)	82,553,712
12	State Income Tax	-	-	-	-
13	Local Income Tax	-	-	-	-

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 276 Line No.: 3 Column: b

MONTANA							
Line No	Account (a)	Balance at Beg of Year (b)	Amounts Debited to Acct 410.1 (c)	Accounts Credited to Acct 411.1 (d)	Amounts Debited to Acct 410.2 (e)	Amounts Credit to Acct 411.2 (f)	Balance at End of Year (k)
1	Account 283						
2	Electric:						
4	Regulatory Assets	14,783,917	-	8,174,608	-	-	6,609,309
7	Reserves and Accrsls	6,407,196	-	5,797,254	-	-	609,942
8	Intangible Amortization	132,543,575	-	-	9,932,985	-	142,476,560
10	Excess Tax Depreciation	85,980,069	-	-	25,633,916	-	111,613,985
13	Total Electric	239,714,757	-	13,971,862	35,566,901	-	261,309,796
15	Gas:						
17	Regulatory Assets	(7,062,128)	8,714,454	-	-	-	1,652,326
21	Intangible Amortization	45,540,308	-	-	4,598,604	-	50,138,912
23	Excess Tax Depreciation	26,152,902	-	-	4,750,736	-	30,903,638
26	Total Gas	64,631,081	8,714,454	-	9,349,340	-	82,694,876
27							
28	Other, Net	-	-	-	102,167	-	102,167
29							
30	Total (Acct 283) (Lines 9,17 & 18)	304,345,838	8,714,454	13,971,862	45,018,409	-	344,106,838
31							
32	Classification of Total						
33	Federal Income Tax	270,443,779	7,743,723	12,415,492	40,003,664	-	305,775,674
34	State Income Tax	33,902,059	970,731	1,556,371	5,014,745	-	38,331,164
		304,345,838	8,714,454	13,971,862	45,018,409	-	344,106,838

SOUTH DAKOTA							
1	Account 283						
2	Electric:						
4	Regulatory Assets	2,568,604	-	1,201,011	-	-	1,367,593
10	Excess Tax Depreciation	10,615,594	-	-	4,617,295	-	15,232,890
13	Total Electric	13,184,198	-	1,201,011	4,617,295	-	16,600,483
15	Gas:						
17	Regulatory Assets	8,805,356	-	730,758	-	-	8,074,598
23	Excess Tax Depreciation	2,692,791	-	-	161,074	-	2,853,864
26	Total Gas	11,498,147	-	730,758	161,074	-	10,928,462
30	Total (Acct 283) (Lines 9,17 & 18)	24,682,345	-	1,931,769	4,778,369	-	27,528,945
31							
32	Classification of Total						
33	Federal Income Tax	24,682,345	-	1,931,769	4,778,369	-	27,528,945

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
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FOOTNOTE DATA			

Schedule Page: 300 Line No.: 2 Column: b

MONTANA OPERATIONS

Title of Account (a)	Operating Revenues Year to Date (b)	MWH Sold Year to Date (d)	Current Year Ave. No. of Customers (f)
(440) Residential Sales	279,073,908	2,371,885	291,348
(442) Small Commerical and Industrial	353,422,015	3,137,838	67,260
(442) Large Commerical and Industrial	40,376,198	314,415	75
(444) Public Street and Highway Lighting	16,027,762	55,144	3,734
(448) Interdepartmental Sales	1,094,994	9,924	300
TOTAL Sales to Ultimate Consumers	689,994,877	5,889,206	362,717
(447) Sales for Resale	30,499,024		
Total Sales of Electricity	720,493,901		
Less (449.1) Provision for Rate Refunds	3,700,846		
Total Revenues Net of Prov. For Refunds	724,194,747		
(454) Rent from Electric Property	3,578,506		
(456) Other Electric Revenues	17,357,388		
(456.1) Transmission of Electricity for Others	50,820,419		
TOTAL Other Operating Revenues	71,756,313		
TOTAL Electric Operating Revenues	795,951,060		

Line 12, column (b) includes \$2,579,219 of unbilled revenues.

Line 12, column (d) includes 20,101 MWHs related to unbilled revenues.

Schedule Page: 300 Line No.: 19 Column: b

Rent from South Dakota electric property was \$235,640 and \$244,988 for 2016 and 2015, respectively.

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

Other Electric Revenue (456)	YTD Dec		Montana Operations	
	2016	2015	2016	2015
Ancillary Services:				
Scheduling, System Control and Dispatch	\$2,600,224	\$2,741,896	\$2,600,224	\$2,741,896
Regulation and Frequency Response	1,539,351	1,544,155	1,539,351	1,544,155
Energy Imbalance	(247,124)	811,958	(247,124)	811,959
Other Transmission Revenue	183,175	(38,884)	183,175	(38,884)
Low Income Housing	2,243,498	2,340,845	2,243,498	2,340,845
Steam Sales	834,386	608,209	-	-
Sale of Materials	23,818	60,424	6,506	30,801
DSM Lost Revenues	13,737,504	6,878,892	13,433,970	6,621,627
Miscellaneous	128,862	241,983	2,483	19,359
	\$21,043,694	\$15,189,478	\$19,762,083	\$14,071,758

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 320 Line No.: 4 Column: b

MONTANA OPERATIONS

Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (b)
1	1. POWER PRODUCTION EXPENSES		
2	A. Steam Power Generation		
3	Operation		
4	500 Operation supervision and engineering	54,462	50,898
5	501 Fuel	25,599,629	26,493,413
6	502 Steam expenses	1,395,203	1,556,775
9	505 Electric expenses	225,372	261,347
10	506 Miscellaneous steam power expenses	1,752,496	1,595,469
11	507 Rents	40,273	32,763
13	Total Operation	29,067,435	29,990,665
14	Maintenance		
15	510 Maintenance supervision and engineering	405,402	391,510
16	511 Maintenance of structures	585,988	666,432
17	512 Maintenance of boiler plant	4,401,818	3,173,870
18	513 Maintenance of electric plant	1,063,806	348,244
19	514 Maintenance of miscellaneous steam plant	624,650	432,474
20	Total maintenance	7,081,664	5,012,530
21	Total Power Production Expenses-Steam Power	36,149,099	35,003,195
42	C. Hydraulic Power Generation		
43	Operation		
44	535 Operation supervision and engineering	822,126	946,345
45	536 Water for power	1,173,807	964,488
46	537 Hydraulic expenses	4,239,543	3,777,397
47	538 Electric expenses	3,576,133	4,120,628
48	539 Miscellaneous hydraulic power generation expenses	2,605,943	2,095,260
49	540 Rents	736,019	15,336,201
50	Total Operation	13,153,571	27,240,319
51	C. Hydraulic Power Generation (continued)		
52	Hydraulic Power Generation - Maintenance		
53	541 Maintenance supervision and engineering	743,183	881,188
54	542 Maintenance of structures	861,528	476,174
55	543 Maintenance of reservoirs, dams and waterways	1,140,672	727,869
56	544 Maintenance of electric plant	1,549,376	1,562,249
57	545 Maintenance of miscellaneous hydraulic plant	998,296	1,706,212
58	Total Maintenance	5,293,055	5,353,692
59	Total power production expenses-hydraulic power	18,446,626	32,594,011
60	D. Other Power Generation		
61	Operation		
62	546 Operation supervision and engineering	775,085	896,939
63	547 Fuel	7,648,766	14,237,558
64	548 Generation expenses	2,576,825	2,735,028
65	549 Miscellaneous other power generation expenses	661,230	775,396
67	Total Operation	11,661,906	18,644,921
68	Maintenance		
70	552 Maintenance of structures	1,372	20,777
71	553 Maintenance of generating and electric plant	2,026,669	1,363,251
72	554 Maintenance of miscellaneous other power generating plant	103,749	107,394
73	Total Maintenance	2,131,790	1,491,422
74	Total power production expenses-other power	13,793,696	20,136,343
75	E. Other Power Supply Expenses		
76	555 Purchased power	191,750,212	200,068,159

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78	557 Other expenses	14,005,599	15,713,756
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (b)
79	Total other power supply exp	205,755,811	215,781,915
80	Total power production expenses	274,145,232	303,515,464
81	2. Transmission Expenses		
82	Operation		
83	560 Operation supervision and engineering	3,539,511	3,566,235
85	561.1 Load dispatch-reliability	1,006,109	949,842
86	561.2 Load dispatch-monitor and operate transmission ssystem	638,353	667,379
87	561.3 Load dispatch-transmission service and scheduling	1,285,342	1,291,641
93	562 Station expenses	1,619,118	1,465,870
94	563 Overhead line expenses	992,541	1,124,210
96	565 Transmission of electricity by others	5,750,970	6,045,316
97	566 Miscellaneous transmission expense	99,419	(17,417)
98	567 Rents	848,659	764,023
99	Total Operation	15,780,022	15,857,099
100	Maintenance		
101	568 Maintenance supervision and engineering	909,297	1,287,125
102	569 Maintenance of structures	26,562	33,727
103	569.1 Maintenance of computer hardware	993,785	216,046
104	569.2 Maintenance of computer software	403,255	1,048,892
107	570 Maintenance of station equipment	1,048,704	1,263,113
108	571 Maintenance of overhead lines	3,279,985	2,852,433
111	Total Maintenance	6,661,588	6,701,336
112	Total transmission expenses	22,441,610	22,558,435
132	4. Distribution Expenses		
133	Operation		
134	580 Operations supervision and engineering	3,312,108	3,757,279
136	582 Station expenses	1,675,496	1,907,306
137	583 Overhead line expenses	2,222,767	4,478,918
138	584 Underground line expenses	1,859,823	1,860,627
139	585 Street lighting and signal system expenses	841,017	837,165
140	586 Meter expenses	2,749,088	2,789,010
141	587 Customer installation expenses	2,366,190	2,290,746
142	588 Miscellaneous distribution expenses	4,225,366	4,220,424
143	589 Rents	59,888	73,659
144	Total Operation	19,311,743	22,215,134
145	Maintenance		
146	590 Maintenance supervision and engineering	1,584,577	1,989,714
147	591 Maintenance of structures	21,151	40,127
148	592 Maintenance of station equipment	674,926	858,358
149	593 Maintenance of overhead lines	10,431,791	13,180,063
150	594 Maintenance of underground lines	1,420,051	1,542,464
151	595 Maintenance of line transformers	124,141	146,455
152	596 Maintenance of street lighting and signal systems	945,646	946,628
153	597 Maintenance of meters	1,308,092	1,381,914
155	Total Maintenance	16,510,375	20,085,723
156	Total distribution expenses	35,822,118	42,300,857
157	5. Customer Accounts Expenses		
158	Operation		
160	902 Meter reading expenses	1,620,178	1,623,320
161	903 Customer records and collection expenses	6,185,960	6,402,633
162	904 Uncollectible accounts	646,337	1,285,722
163	905 Miscellaneous customer accounts expenses	(1,262)	(740)
164	Total customer accounts expenses	8,451,213	9,310,935
165	Customer Service and Informational Expenses		

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
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166	Operation		
168	908 Customer assistance expenses	3,388,698	3,441,934
169	909 Informational and instructional advertising expenses	803,942	805,548
170	910 Miscellaneous customer service and informational expenses	824,023	858,992
171	Total customer service and informational expenses	5,016,663	5,106,474
172	7. Sales Expenses		
173	Operation		
176	913 Advertising expenses	403,605	484,891
177	916 Miscellaneous sales expenses		484,891
178	Total sales expenses	403,605	333,975
179	8. Administrative and General Expenses		
180	Operation		
181	920 Administrative and general salaries	29,900,194	28,435,407
182	921 Office supplies and expenses	7,805,585	8,326,178
183	922 Less: Administrative expenses transferred - credits	4,142,677	4,123,001
184	923 Outside services employed	4,885,211	3,966,370
185	924 Property insurance	2,243,773	1,898,011
186	925 Injuries and damages	6,884,703	5,950,667
187	926 Employee pensions and benefits	4,741,474	4,507,180
189	928 Regulatory commission expenses	2,269,652	3,043,930
191	930.1 General advertising expenses	4,074	12,567
192	930.2 Miscellaneous general expenses	12,128,835	12,190,930
193	931 Rents	1,591,196	1,816,038
194	Total Operations	68,312,020	66,024,277
195	Maintenance		
196	935 Maintenance of general plant	2,823,385	3,103,281
197	Total administrative and general expenses	71,135,405	69,127,558
198	Total Elec. Op. and Maint. Expns.	417,415,846	452,404,614

Schedule Page: 320 Line No.: 5 Column: b

SOUTH DAKOTA OPERATIONS

Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (b)
1	1. POWER PRODUCTION EXPENSES		
2	A. Steam Power Generation		
3	Operation		
4	500 Operation supervision and engineering	838,058	1,150,153
5	501 Fuel	20,279,700	21,283,454
6	502 Steam expenses	1,754,137	1,121,348
7	503 Steam from other sources		
8	504 Less: Steam transferred-Cr		
9	505 Electric expenses	555,461	468,161
10	506 Miscellaneous steam power expenses	1,479,743	1,375,219
11	507 Rents	30,142	28,795
12	509 Allowances		
13	Total Operation	24,937,241	25,427,130
14	Maintenance		
15	510 Maintenance supervision and engineering	785,593	408,702
16	511 Maintenance of structures	391,043	406,847
17	512 Maintenance of boiler plant	2,683,044	2,656,686
18	513 Maintenance of electric plant	524,590	1,386,474
19	514 Maintenance of miscellaneous steam plant	419,459	437,914
20	Total maintenance	4,803,729	5,296,623
21	Total Power Production Expenses-Steam Power	29,740,970	30,723,753
22	B. Nuclear Power Generation		
23	Operation		

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FOOTNOTE DATA			

24	517 Operation supervision and engineering		
25	518 Fuel		
26	519 Coolants and water		
27	520 Steam expenses		
28	521 Steam from other sources		
29	522 Less: Steam transferred-Cr		
30	523 Electric expenses		
31	524 Miscellaneous nuclear power expenses		
32	525 Rents		
33	Total Operation	-	-
34	Maintenance		
35	528 Maintenance supervision and engineering		
36	529 Maintenance of structures		
37	530 Maintenance of Reactor Plant Equipment		
38	531 Maintenance of electric plant		
39	532 Maintenance of miscellaneous nuclear plant		
40	Total maintenance	-	-
41	Total Power Production Expenses-Nuc. Power	-	-
42	C. Hydraulic Power Generation		
43	Operation		
44	535 Operation supervision and engineering		
45	536 Water for power		
46	537 Hydraulic expenses		
47	538 Electric expenses		
48	539 Miscellaneous hydraulic power generation expenses		
49	540 Rents		
50	Total Operation	-	-
51	C. Hydraulic Power Generation (continued)		
52	Hydraulic Power Generation - Maintenance		
53	541 Maintenance supervision and engineering		
54	542 Maintenance of structures		
55	543 Maintenance of reservoirs, dams and waterways		
56	544 Maintenance of electric plant		
57	545 Maintenance of miscellaneous hydraulic plant		
58	Total Maintenance	-	-
59	Total power production expenses-hydraulic power	-	-
60	D. Other Power Generation		
61	Operation		
62	546 Operation supervision and engineering	324,448	227,151
63	547 Fuel	385,840	393,412
64	548 Generation expenses	2,822,210	1,260,411
65	549 Miscellaneous other power generation expenses	880,258	190,584
66	550 Rents	-	-
67	Total Operation	4,412,756	2,071,558
68	Maintenance		
69	551 Maintenance supervision and engineering	107,341	116,945
70	552 Maintenance of structures	3,654	-
71	553 Maintenance of generating and electric plant	411,654	444,747
72	554 Maintenance of miscellaneous other power generating plant	15,992	2,573
73	Total Maintenance	538,641	564,265
74	Total power production expenses-other power	4,951,397	2,635,823
75	E. Other Power Supply Expenses		
76	555 Purchased power	15,784,747	44,251,864
77	556 System control and load dispatching	263,536	136,976
78	557 Other expenses	1,680,721	1,995,674
79	Total other power supply exp	17,729,004	46,384,514
80	Total power production expenses	52,421,371	79,744,090

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FOOTNOTE DATA			

81	2. Transmission Expenses		
82	Operation		
83	560 Operation supervision and engineering	334,606	408,414
84	561 Load dispatching	83,674	77,923
85	561.1 Load dispatch-reliability	-	-
86	561.2 Load dispatch-monitor and operate transmission system	138,118	104,207
87	561.3 Load dispatch-transmission service and scheduling	(3,242)	369,083
88	561.4 Scheduling, system control and dispatch services		-
89	561.5 Reliability, planning and standards development	79,458	102,632
90	561.6 Transmission service studies		
91	561.7 Generation interconnection studies		
92	561.8 Reliability, planning and standards development services		6,000
93	562 Station expenses	198,269	192,354
94	563 Overhead line expenses	216,125	216,360
95	564 Underground line expenses		
96	565 Transmission of electricity by others	9,595,306	2,435,718
97	566 Miscellaneous transmission expense	(3,378,953)	545,604
98	567 Rents	5,188	5,130
99	Total Operation	7,268,549	4,463,425
100	Maintenance		
101	568 Maintenance supervision and engineering	167,282	242,215
102	569 Maintenance of structures	929	1,458
103	569.1 Maintenance of computer hardware	-	-
104	569.2 Maintenance of computer software	-	-
105	569.3 Maintenance of communication equipment	103,964	92,024
106	569.4 Maintenance of miscellaneous regional transmission plant		
107	570 Maintenance of station equipment	86,628	127,239
108	571 Maintenance of overhead lines	258,529	254,466
109	572 Maintenance of underground lines		175
110	573 Maintenance of miscellaneous transmission plant		
111	Total Maintenance	617,332	717,577
112	Total transmission expenses	7,885,881	5,181,002
			-
113	3. Regional Market Expenses		
114	Operation		
115	575.1 Operation supervision	7,463	
116	575.2 Day-ahead and real-time market facilitation	317,892	19,015
117	575.3 Transmission rights market facilitation	3,732	
118	575.4 Capacity market facilitation		
119	575.5 Ancillary services market facilitation	88,694	5,433
120	575.6 Market monitoring and compliance	44,347	2,716
121	575.7 Market facilitation, monitoring and compliance services		
122	575.8 Rents		
123	Total Operation	462,128	27,164
124	Maintenance		
125	576.1 Maintenance of structures and improvements		
126	576.2 Maintenance of computer hardware		
127	576.3 Maintenance of computer software		
128	576.4 Maintenance of communication equipment		
129	576.5 Maintenance of miscellaneous market operation plant		
130	Total Maintenance	-	-
131	Total Regional Transmission and Market Op. Expns.	462,128	-
132	4. Distribution Expenses		
133	Operation		
134	580 Operations supervision and engineering	1,105,872	965,737
135	581 Load dispatching		
136	582 Station expenses	373,400	343,329
137	583 Overhead line expenses	356,126	388,754

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138	584 Underground line expenses	962,150	970,313
139	585 Street lighting and signal system expenses	41,038	42,839
140	586 Meter expenses	660,041	663,839
141	587 Customer installation expenses	339,201	336,711
142	588 Miscellaneous distribution expenses	569,316	537,166
143	589 Rents	-	-
144	Total Operation	4,407,144	4,248,688
145	Maintenance		
146	590 Maintenance supervision and engineering	510,157	578,235
147	591 Maintenance of structures		
148	592 Maintenance of station equipment	249,009	298,329
149	593 Maintenance of overhead lines	1,468,851	1,979,968
150	594 Maintenance of underground lines	252,441	257,422
151	595 Maintenance of line transformers	20,967	13,929
152	596 Maintenance of street lighting and signal systems	164,242	157,867
153	597 Maintenance of meters	81,985	71,145
154	598 Maintenance of miscellaneous distribution plant	48,041	43,176
155	Total Maintenance	2,795,693	3,400,071
156	Total distribution expenses	7,202,837	7,648,759
157	5. Customer Accounts Expenses		
158	Operation		
159	901 Supervision		
160	902 Meter reading expenses	796,903	783,572
161	903 Customer records and collection expenses	1,238,291	1,339,234
162	904 Uncollectible accounts	87,732	134,348
163	905 Miscellaneous customer accounts expenses	52,980	46,725
164	Total customer accounts expenses	2,175,906	2,303,879
165	Customer Service and Informational Expenses		
166	Operation		
167	907 Supervision		
168	908 Customer assistance expenses	1,439,498	1,426,951
169	909 Informational and instructional advertising expenses	144,428	159,950
170	910 Miscellaneous customer service and informational expenses	-	-
171	Total customer service and informational expenses	1,583,926	1,586,901
172	7. Sales Expenses		
173	Operation		
174	911 Supervision		
175	912 Demonstrating and selling expenses		
176	913 Advertising expenses	99,753	68,971
177	916 Miscellaneous sales expenses		
178	Total sales expenses	99,753	68,971
179	8. Administrative and General Expenses		
180	Operation		
181	920 Administrative and general salaries	4,784,614	4,163,436
182	921 Office supplies and expenses	1,638,872	1,579,721
183	922 Less: Administrative expenses transferred - credits	2,052,365	1,959,784
184	923 Outside services employed	584,913	961,244
185	924 Property insurance	501,444	477,452
186	925 Injuries and damages	729,011	689,519
187	926 Employee pensions and benefits	(157,704)	609,694
188	927 Franchise requirements		
189	928 Regulatory commission expenses	246,939	11,644
190	929 Less: Duplicate charges - credit		
191	930.1 General advertising expenses	30,364	15,306
192	930.2 Miscellaneous general expenses	606,541	494,623
193	931 Rents	373,638	407,424

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FOOTNOTE DATA			

194	Total Operations	7,286,267	7,450,279
195	Maintenance		
196	935 Maintenance of general plant	80,349	218,226
197	Total administrative and general expenses	7,366,616	7,668,505
198	Total Elec. Op. and Maint. Expns.	79,198,418	104,229,271

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Schedule Page: 326 Line No.: 4 Column: I
Annual capacity and energy adjustment, and interconnect fee.
Schedule Page: 326 Line No.: 7 Column: I
Annual capacity and energy adjustment, and interconnect fee.
Schedule Page: 326 Line No.: 8 Column: I
Annual capacity and energy adjustment, and interconnect fee.
Schedule Page: 326 Line No.: 12 Column: I
Annual capacity and energy adjustment, and interconnect fee.
Schedule Page: 326 Line No.: 13 Column: I
Annual capacity and energy adjustment, and interconnect fee.
Schedule Page: 326.1 Line No.: 1 Column: I
Annual capacity and energy adjustment, and interconnect fee.
Schedule Page: 326.1 Line No.: 2 Column: I
Annual capacity and energy adjustment, and interconnect fee.
Schedule Page: 326.1 Line No.: 3 Column: I
Annual capacity and energy adjustment, and interconnect fee.
Schedule Page: 326.1 Line No.: 4 Column: I
Annual capacity and energy adjustment, and interconnect fee.

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
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Schedule Page: 328 Line No.: 1 Column: h
 MW listed in Column (h) includes, monthly, weekly, and daily firm MW demand.

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Schedule Page: 332	Line No.: 3	Column: g
Monthly system usage fee.		
Schedule Page: 332	Line No.: 4	Column: g
Monthly system usage fee.		

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
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FOOTNOTE DATA			

Schedule Page: 336 Line No.: 1 Column: b

Montana Operations

A. Summary of Depreciation and Amortization Charges

Line No.	Functional Classification (a)	Depreciation Expense for Asset Retirement Costs (Account 403.1) (c)	Amortization of Limited Term Electric Plant (Account 404) (d)	Total
1	Intangible Plant		1,393,286	1,393,286
2	Steam Production Plant	8,254,600		8,254,600
3	Nuclear Production Plant			
4	Hydraulic Production Plant-Conventional	7,388,049		7,388,049
5	Hydraulic Production Plant-Pumped Storage			
6	Other Production Plant	9,370,194	3,537	9,373,731
7	Transmission Plant	18,625,833	428,569	19,054,402
8	Distribution Plant	37,811,213	-9,407	37,801,806
9	General Plant	6,855,070		6,855,070
10	Common Plant-Electric	2,092,861	2,105,294	4,198,155
11	TOTAL	90,397,821	3,921,278	94,319,099

South Dakota Operations

A. Summary of Depreciation and Amortization Charges

Line No.	Functional Classification (a)	Depreciation Expense for Asset Retirement Costs (Account 403.1) (c)	Amortization of Limited Term Electric Plant (Account 404) (d)	Total
1	Intangible Plant		13,546	13,546
2	Steam Production Plant	3,821,455		3,821,455
3	Nuclear Production Plant			
4	Hydraulic Production Plant-Conventional			
5	Hydraulic Production Plant-Pumped Storage			
6	Other Production Plant	6,365,852		6,365,852
7	Transmission Plant	4,935,341		4,935,341
8	Distribution Plant	7,843,039		7,843,039
9	General Plant	1,045,277		1,045,277
10	Common Plant-Electric	2,093,823	871,767	2,965,590
11	TOTAL	23,104,787	885,313	26,990,100

Schedule Page: 336 Line No.: 2 Column: b

Montana Operations

The following represents generation, transmission and distribution land rights and computer software amortization applicable to or allocated to the electric department. These costs are amortized over the expected life of the generation, transmission or distribution plant or computer software.

Plant Account	Costs Being Amortized	Amortization Period (Years)	Annual Amortization	Allocated to Electric
303	\$ 6,998,956	5	\$ 1,364,286	1,364,286
303	868,284	30	29,001	29,001
340.2	89,998	25, 30	3,537	3,537
350.2	25,062,534	58	428,569	428,569
360.2	2,242,548	60	-9,416	-9,416
4303	19,355,764	5, 10	3,142,216	2,105,294

The above schedule represents a full year amortization calculation.

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Schedule Page: 354 Line No.: 3 Column: b

Montana Operations

DISTRIBUTION OF SALARIES AND WAGES				
LINE NO.	CLASSIFICATION (a)	DIRECT PAYROLL DISTRIBUTION (b)	ALLOCATION OF PAYROLL CHARGED FOR CLEARING ACCOUNTS (c)	TOTAL (d)
1	ELECTRIC			
2	OPERATION			
3	PRODUCTION	6,848,112.38		
4	TRANSMISSION	5,323,539.27		
5	REGIONAL MARKET			
6	DISTRIBUTION	9,872,552.56		
7	CUSTOMER ACCOUNTS	3,390,564.79		
8	CUSTOMER SERVICE & INFORMATION	3,096,949.39		
9	SALES	1,556.80		
10	ADMINISTRATIVE & GENERAL	22,010,121.35		
11	TOTAL OPERATION	50,543,396.54		
12	MAINTENANCE			
13	PRODUCTION	2,410,264.84		
14	TRANSMISSION	2,415,318.58		
15	REGIONAL MARKET			
16	DISTRIBUTION	7,291,248.09		
17	ADMINISTRATIVE & GENERAL	3,261,788.71		
18	TOTAL MAINTENANCE	15,378,620.22		
19	TOTAL OPERATION & MAINTENANCE			
20	PRODUCTION	9,258,377.22		
21	TRANSMISSION	7,738,857.85		
22	REGIONAL MARKET	0.00		
23	DISTRIBUTION	17,163,800.65		
24	CUSTOMER ACCOUNTS	3,390,564.79		
25	CUSTOMER SERVICE & INFORMATION	3,096,949.39		
26	SALES	1,556.80		
27	ADMINISTRATIVE & GENERAL	25,271,910.06		
28	TOTAL OPERATION & MAINTENANCE	65,922,016.76	0.00	65,922,016.76
29	GAS			
30	OPERATION			
31	PRODUCTION - MANUFACTURED GAS			
32	PRODUCTION - NAT. GAS	1,815,325.34		
33	OTHER GAS SUPPLY	384,534.59		
34	STORAGE, LNG TERMINAL PROCESSING	419,547.32		
35	TRANSMISSION	4,243,977.03		
36	DISTRIBUTION	5,776,416.28		
37	CUSTOMER ACCOUNTS	1,280,702.74		
38	CUSTOMER SERVICE & INFORMATION	1,098,986.26		
39	SALES	667.19		
40	ADMINISTRATIVE & GENERAL	8,558,814.95		
41	TOTAL OPERATION	23,578,971.70		
42	MAINTENANCE			
43	PRODUCTION - MANUFACTURED GAS			
44	PRODUCTION - NATURAL GAS	173,735.31		
45	OTHER GAS SUPPLY			
46	STORAGE, LNG TERMINAL PROCESSING	142,138.97		
47	TRANSMISSION	594,198.27		
48	DISTRIBUTION	2,010,877.07		
49	ADMINISTRATIVE & GENERAL	1,270,016.76		

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50	TOTAL MAINTENANCE	4,190,966.38		
51	TOTAL OPERATION & MAINTENANCE			
52	PRODUCTION - MANUFACTURED GAS	0.00		
53	PRODUCTION - NATURAL GAS	1,989,060.65		
54	OTHER GAS SUPPLY	384,534.59		
55	STORAGE, LNG TERMINAL PROCESSING	561,686.29		
56	TRANSMISSION	4,838,175.30		
57	DISTRIBUTION	7,787,293.35		
58	CUSTOMER ACCOUNTS	1,280,702.74		
59	CUSTOMER SERVICE & INFORMATION	1,098,986.26		
60	SALES	667.19		
61	ADMINISTRATIVE & GENERAL	9,828,831.71		
62	TOTAL OPERATION & MAINTENANCE	27,769,938.08	0.00	27,769,938.08
63	OTHER UTILITY DEPARTMENTS			
64	OPERATION & MAINTENANCE	35,204.70	0.00	35,204.70
65	TOTAL ALL UTILITY DEPARTMENTS	93,727,159.54	0.00	93,727,159.54
66	UTILITY PLANT			
67	CONSTRUCTION (BY UTILITY DEPARTMENT)			
68	ELECTRIC PLANT	16,961,161.07	0.00	16,961,161.07
69	GAS PLANT	6,753,412.02	0.00	6,753,412.02
70	OTHER	0.00	0.00	0.00
71	TOTAL CONSTRUCTION	23,714,573.09	0.00	23,714,573.11
72	PLANT REMOVAL			
73	ELECTRIC PLANT	0.00	0.00	0.00
74	GAS PLANT	0.00		0.00
75	OTHER	0.00		0.00
76	TOTAL PLANT REMOVAL	0.00	0.00	0.00
77	OTHER ACCOUNTS (SPECIFY):			
78	A/R ASSOCIATED COMPANIES (ACCT 146)	5,313,567.65		5,313,567.65
79	A/R MISCELLANEOUS (ACCT 143)	0.00		0.00
80	SEVERANCE PAYMENTS (ACCT 182)			0.00
81	EXPENSES OF NON-UTILITY OP (ACCT 417)	595,651.89		595,651.89
82	OTHER			0.00
83				
98	TOTAL OTHER ACCOUNTS	5,909,219.54	0.00	5,909,219.54
99	TOTAL SALARIES AND WAGES	123,350,952.17	0.02	123,350,952.19

Schedule Page: 354 Line No.: 4 Column: b

South Dakota Operations

DISTRIBUTION OF SALARIES AND WAGES				
LINE NO.	CLASSIFICATION (a)	DIRECT PAYROLL DISTRIBUTION (b)	ALLOCATION OF PAYROLL CHARGED FOR CLEARING ACCOUNTS (c)	TOTAL (d)
1	ELECTRIC			
2	OPERATION			
3	PRODUCTION	502,347.09		
4	TRANSMISSION	551,889.37		
5	REGIONAL MARKET	90,081.74		
6	DISTRIBUTION	3,015,970.43		
7	CUSTOMER ACCOUNTS	876,852.96		
8	CUSTOMER SERVICE & INFORMATION	1,087,816.01		
9	SALES			
10	ADMINISTRATIVE & GENERAL	3,657,465.04		
11	TOTAL OPERATION	9,782,422.64		
12	MAINTENANCE			
13	PRODUCTION	254,075.60		

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14	TRANSMISSION	354,648.73		
15	REGIONAL MARKET			
16	DISTRIBUTION	1,411,002.71		
17	ADMINISTRATIVE & GENERAL	262,394.21		
18	TOTAL MAINTENANCE	2,282,121.25		
19	TOTAL OPERATION & MAINTENANCE			
20	PRODUCTION	756,422.69		
21	TRANSMISSION	906,538.10		
22	REGIONAL MARKET	90,081.74		
23	DISTRIBUTION	4,426,973.14		
24	CUSTOMER ACCOUNTS	876,852.96		
25	CUSTOMER SERVICE & INFORMATION	1,087,816.01		
26	SALES	0.00		
27	ADMINISTRATIVE & GENERAL	3,919,859.25		
28	TOTAL OPERATION & MAINTENANCE	12,064,543.89	0.00	12,064,543.89
29	GAS			
30	OPERATION			
31	PRODUCTION - MANUFACTURED GAS	0.00		
32	PRODUCTION - NAT. GAS			
33	OTHER GAS SUPPLY	73.43		
34	STORAGE, LNG TERMINAL PROCESSING			
35	TRANSMISSION	7,567.04		
36	DISTRIBUTION	4,136,594.01		
37	CUSTOMER ACCOUNTS	735,216.74		
38	CUSTOMER SERVICE & INFORMATION	723,448.88		
39	SALES	0.00		
40	ADMINISTRATIVE & GENERAL	2,771,135.98		
41	TOTAL OPERATION	8,374,036.08		
42	MAINTENANCE			
43	PRODUCTION - MANUFACTURED GAS	0.00		
44	PRODUCTION - NATURAL GAS			
45	OTHER GAS SUPPLY			
46	STORAGE, LNG TERMINAL PROCESSING			
47	TRANSMISSION	4,927.00		
48	DISTRIBUTION	902,223.13		
49	ADMINISTRATIVE & GENERAL	178,925.90		
50	TOTAL MAINTENANCE	1,086,076.03		
	GAS (CONTINUED)			
51	TOTAL OPERATION & MAINTENANCE			
52	PRODUCTION - MANUFACTURED GAS	0.00		
53	PRODUCTION - NATURAL GAS	0.00		
54	OTHER GAS SUPPLY	73.43		
55	STORAGE, LNG TERMINAL PROCESSING	0.00		
56	TRANSMISSION	12,494.04		
57	DISTRIBUTION	5,038,817.14		
58	CUSTOMER ACCOUNTS	735,216.74		
59	CUSTOMER SERVICE & INFORMATION	723,448.88		
60	SALES	0.00		
61	ADMINISTRATIVE & GENERAL	2,950,061.88		
62	TOTAL OPERATION & MAINTENANCE	9,460,112.11	0.00	9,460,112.11
63	OTHER UTILITY DEPARTMENTS			
64	OPERATION & MAINTENANCE			
65	TOTAL ALL UTILITY DEPARTMENTS	21,524,656.00	0.00	21,524,656.00
66	UTILITY PLANT			
67	CONSTRUCTION (BY UTILITY DEPARTMENT)			
68	ELECTRIC PLANT	3,196,546.19	0.00	3,196,546.19
69	GAS PLANT	1,297,122.88	0.00	1,297,122.88
70	OTHER	0.00	0.00	0.00

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

71	TOTAL CONSTRUCTION	4,493,669.07	0.00	4,493,669.07
72	PLANT REMOVAL			
73	ELECTRIC PLANT	0.00	0.00	0.00
74	GAS PLANT	0.00		0.00
75	OTHER	0.00		0.00
76	TOTAL PLANT REMOVAL	0.00	0.00	0.00
77	OTHER ACCOUNTS (SPECIFY):			
78	A/R ASSOCIATED COMPANIES (ACCT 146)	6,121,332.02		6,121,332.02
79	A/R MISCELLANEOUS (ACCT 143)	0.00		0.00
80	SEVERANCE PAYMENTS (ACCT 182)			0.00
81	EXPENSES OF NON-UTILITY OP (ACCT 417)			0.00
82	OTHER			0.00
83				
84				
85				
86				
87				
88				
89				
90				
91				
92				
93				
94				
95				
96				
97				
98	TOTAL OTHER ACCOUNTS	6,121,332.02	0.00	6,121,332.02
99	TOTAL SALARIES AND WAGES	32,139,657.09	0.00	32,139,657.09

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 398 Line No.: 1 Column: e

This schedule represents Montana Operations only.

Schedule Page: 398 Line No.: 3 Column: e

As described in Schedule 3 of FERC Electric Tariff, Docket No.'s ER10-1138 and ER12-316, the monthly rate for service provided under Schedule 3 is calculated using the following equation: $\$4,833,771/12)L$ Where L = rolling 12 CP determinant for Transmission Customers taking the service. Because the billing determinant is a rolling 12 CP value that is calculated monthly, it cannot be determined through information reported in the Form 1 - Transmission Customer load data is reported as final, year-end 12 CP value.

Schedule Page: 398 Line No.: 4 Column: b

Energy imbalance is calculated based upon the difference between network customers metered load and scheduled energy to the load. For more information, see the NorthWestern Energy OATT Schedule 4 and Schedule 9 on OASIS at <https://www.oasis.oati.com>.

Name of Respondent NorthWestern Corporation	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
FOOTNOTE DATA			

Schedule Page: 401 Line No.: 40 Column: b

ELECTRIC ENERGY ACCOUNT - MONTANA OPERATIONS

Line No.	Month (a)	Total Monthly Energy (b)	Sales for Resale & Associated Losses (c)	Monthly Non-Requirements		
				MONTHLY PEAK		
				Mw's(See Instr. 4) (d)	Day of Month (e)	Hour (f)
29	January	750,131	124,376	2,156	1/7/16	18:00
30	February	679,449	122,093	2,074	2/3/16	8:00
31	March	602,489	117,958	1,973	3/18/16	9:00
32	April	640,142	131,378	1,902	4/1/16	10:00
33	May	643,226	161,043	1,908	5/5/16	16:00
34	June	615,689	152,031	2,260	6/28/16	18:00
35	July	708,079	120,202	2,325	7/25/16	17:00
36	August	711,509	145,029	2,276	8/2/16	19:00
37	September	671,374	148,538	2,135	9/1/16	17:00
38	October	637,290	126,161	1,920	10/12/16	8:00
39	November	637,635	130,871	2,086	11/30/16	18:00
40	December	645,398	115,888	2,381	12/17/16	18:00
41	TOTAL	7,942,411	1,595,568			

ELECTRIC ENERGY ACCOUNT - SOUTH DAKOTA OPERATIONS

Line No.	Month (a)	Total Monthly Energy (b)	Sales for Resale & Associated Losses (c)	Monthly Non-Requirements		
				MONTHLY PEAK		
				Mw's(See Instr. 4) (d)	Day of Month (e)	Hour (f)
29	January	120,840		283	1/18/16	9:00
30	February	145,567		251	2/9/16	8:00
31	March	139,849		243	3/1/16	9:00
32	April	123,377		211	4/1/16	9:00
33	May	94,576		228	5/24/16	17:00
34	June	94,840		305	6/17/16	17:00
35	July	117,314		332	7/20/16	17:00
36	August	127,159		323	8/10/16	17:00
37	September	138,071		260	9/1/16	17:00
38	October	118,961		225	10/5/16	15:00
39	November	106,499		236	11/29/16	18:00
40	December	99,902		290	12/15/16	9:00
41	TOTAL	1,426,955				

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 402 Line No.: -1 Column: b

Big Stone - Respondent's share is 23.4%. Generation expenses and revenue are shared on ownership basis. This page represents the respondent's share of plant costs, production expenses and other data.

Schedule Page: 402 Line No.: -1 Column: c

Coyote - Respondent's share is 10%. Generation expenses and revenue are shared on ownership basis. This page represents the respondent's share of plant costs, production expenses and other data.

Schedule Page: 403 Line No.: -1 Column: d

Neal #4 - Respondent's share is 8.681%. Generation expenses and revenue are shared on ownership basis. This page represents the respondent's share of plant costs, production expenses and other data.

Schedule Page: 403 Line No.: -1 Column: e

Designed for peak load service.

Schedule Page: 403 Line No.: -1 Column: f

Designed for peak load service.

Schedule Page: 403 Line No.: 9 Column: e

Site 40 F., Base

Schedule Page: 403 Line No.: 10 Column: e

Site 80 F., Base W/EC

Schedule Page: 402.1 Line No.: -1 Column: b

Designed for peak load service.

Schedule Page: 402.1 Line No.: -1 Column: c

Designed for peak load service.

Schedule Page: 403.1 Line No.: -1 Column: d

We own 30% of Colstrip Unit 4 and have a reciprocal sharing agreement with the 30% owner of Colstrip Unit 3 in which we share equally in the ownership benefits and liabilities of each. This page is representative of that agreement.

Schedule Page: 403.1 Line No.: -1 Column: e

Plant designed for regulation service.

Schedule Page: 403.1 Line No.: 5 Column: e

Total Installed Capacity (Maximum Generation Name Plate Ratings (MW) is 203.25 MW as reported, however, because of limitations on the combustion turbines the maximum installed capacity is 150 MW.

Schedule Page: 402.1 Line No.: 9 Column: b

Site 40 F., Base

Schedule Page: 402.1 Line No.: 9 Column: c

Site 40 F., Base

Schedule Page: 402.1 Line No.: 10 Column: b

Site 80 F., Base

Schedule Page: 402.1 Line No.: 10 Column: c

Site 80 F., Base

Schedule Page: 403.1 Line No.: 10 Column: d

When Limited By Condensor Water with "No Limitation".

Schedule Page: 403.1 Line No.: 11 Column: d

All plant employees are employed by the plant operator, Talen Montana, LLC.

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NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 410 Line No.: 3 Column: e

Station power use exceeded generation.

Schedule Page: 410 Line No.: 4 Column: e

Station power use exceeded generation.

Schedule Page: 410 Line No.: 7 Column: e

Station power use exceeded generation.

Schedule Page: 410 Line No.: 8 Column: e

Station power use exceeded generation.

Schedule Page: 410 Line No.: 10 Column: e

Station power use exceeded generation.

Schedule Page: 410 Line No.: 26 Column: b

FERC licensed project number 2188.

Schedule Page: 410 Line No.: 30 Column: b

FERC licensed project number 2188.

Schedule Page: 410 Line No.: 32 Column: f

TOTAL NET GENERATION TIE OUT

Page 402-403
Page 410-411
Hydro Page 406-407
Total

<u>Montana</u>	<u>South Dakota</u>	<u>Total</u>
1,715,995	1,240,074	2,956,069
57,369	(199)	57,170
2,319,965	-	2,319,965
4,093,329	1,239,875	5,333,204

Ties to Page 401, Line 9 for NWE

Production Expenses:

Total Per Form 1 Page 402 Line 34
Total Per Form 1 Page 410 Line 32
Total Per Form 1 Page 406-407 Line 34
Other Production Expenses including capital lease
Ties to Page 320 line 21 + line 59 + line 74, column (b)

<u>Montana</u>	<u>South Dakota</u>	<u>Total</u>
47,676,249	34,646,111	82,322,360
1,744,400	46,256	1,790,656
16,885,092		16,885,092
2,083,680	-	2,083,680
68,389,421	34,692,367	103,081,788

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2016	Year/Period of Report 2016/Q4
NorthWestern Corporation			
FOOTNOTE DATA			

Schedule Page: 422 Line No.: 1 Column: a

500 KV facilities are jointly owned with Puget Sound Power & Light, Washington Water Power Company, Portland General Electric, and Pacific Power & Light. Plant costs and expenses are respondent's share only.

Schedule Page: 422 Line No.: 2 Column: a

500 KV facilities are jointly owned with Puget Sound Power & Light, Washington Water Power Company, Portland General Electric, and Pacific Power & Light. Plant costs and expenses are respondent's share only.

Schedule Page: 422 Line No.: 3 Column: a

500 KV facilities are jointly owned with Puget Sound Power & Light, Washington Water Power Company, Portland General Electric, and Pacific Power & Light. Plant costs and expenses are respondent's share only.

Schedule Page: 422 Line No.: 4 Column: a

500 KV facilities are jointly owned with Puget Sound Power & Light, Washington Water Power Company, Portland General Electric, and Pacific Power & Light. Plant costs and expenses are respondent's share only.

Schedule Page: 422 Line No.: 5 Column: a

500 KV facilities are jointly owned with Puget Sound Power & Light, Washington Water Power Company, Portland General Electric, and Pacific Power & Light. Plant costs and expenses are respondent's share only.

Schedule Page: 422 Line No.: 32 Column: a

Big Stone - Respondent's share is 23.4%. Generation expenses and revenue are shared on ownership basis. Operator issues an operating report monthly. Production accounts are generally affected. None of the co-owners are associated companies. Data reported is respondent's share plus any company expense.

Schedule Page: 422 Line No.: 33 Column: a

Coyote - Respondent's share is 10%. Generation expenses and revenue are shared on ownership basis. Operator issues an operating report monthly. Production accounts are generally affected. None of the co-owners are associated companies. Data reported is respondent's share plus any company expense.

Schedule Page: 422 Line No.: 34 Column: a

Neal #4 - Respondent's share is 8.681%. Generation expenses and revenue are shared on ownership basis. Operator issues an operating report monthly. Production accounts are generally affected. None of the co-owners are associated companies. Data reported is respondent's share plus any company expense.