

## **Southwestern Public Service Company**

### **Description of Company**

Southwestern Public Service Company, a New Mexico corporation (“SPS”), is an electric utility company and wholly-owned subsidiary of Xcel Energy Inc. (“Xcel Energy”). Xcel Energy is a utility holding company that was incorporated under the laws of Minnesota in 1909. Xcel Energy, through its subsidiaries, is a major U.S. electric and natural gas company, with annual revenues of more than \$11.5 billion. Based in Minneapolis, Minnesota, Xcel Energy operates in eight western and mid-western states. Xcel Energy provides a comprehensive portfolio of energy-related products and services to 3.6 million electricity customers and 2 million natural gas customers. Through a subsidiary, Xcel Energy Transmission Holding Company, LLC, Xcel Energy also owns three transmission-only operating companies: Xcel Energy Southwest Transmission Company, LLC; Xcel Energy Transmission Development Company, LLC; and Xcel Energy West Transmission Company, LLC, all of which are either currently regulated by the Federal Energy Regulatory Commission (“FERC”) or expected to be regulated by FERC. In terms of customers, Xcel Energy is the fourth-largest combination electric and natural gas company in the nation.

SPS serves approximately 394,000 electric customers in a 52,000 square mile area of the Panhandle and the South Plains of Texas, as well as eastern and southern New Mexico. SPS has no non-regulated activities. Its service area has a customer density of 7.6 customers per square mile. The total electric customer count is comprised of: 74.9% Residential customers, 17.7% Commercial and Industrial customers, 5.8% Lighting customers, and 1.6% Municipal and School customers. SPS also serves seven wholesale customers.

SPS’s service territory is primarily agricultural, with large areas of oil and gas production. The oil and natural gas segments have been growing rapidly. SPS serves most of the cities and towns within the service territory, while many areas outside those towns are served by rural electric cooperatives.

The agricultural areas are mostly irrigated by pumping from natural underground water supplies. Crops include cotton, corn, grain sorghums, soybeans, and peanuts. Also, there is a large investment in cattle feeding operations in the service territory. The dairy and cheese industries are expanding within the service territory.

SPS is regulated by the 80 municipalities it serves in Texas, the Public Utility Commission of Texas, the New Mexico Public Regulation Commission and the FERC.

SPS is uniquely located relative to the electrical grid of North America. SPS is a member of the Southwest Power Pool, Inc. (“SPP”), which is a FERC-approved regional transmission organization. SPS is located in the southwest corner of SPP and the Eastern Interconnection. It is bordered to the west by the Western Electricity Coordinating Council (“WECC”) and to the south and southeast by the Electric Reliability Council of Texas (“ERCOT”).

SPS is interconnected with the Eastern Interconnection through nine synchronous transmission ties with the SPP. Four of these interconnections tie to the utility operating company subsidiaries of American Electric Power Company with the SPS interconnections located near Elk City, Oklahoma (230 kV); Shamrock, Texas (115 kV); Groom, Texas (115 kV); and Oklaunion, Texas (345 kV). Three of these interconnections tie to Oklahoma Gas and Electric Company with the interconnections located near Erick, Oklahoma (345 kV) and two interconnections near Balko, Oklahoma (345 kV). One of these interconnections ties to Sunflower Electric Power Corporation near Holcomb, Kansas (345 kV), and another one of these interconnections ties to Mid-Kansas Electric Company near Guymon, Oklahoma (115 kV).

SPS is interconnected to the Western Interconnection through three high-voltage direct-current (“HVDC”) converters owned by three utilities in the WECC. SPS is interconnected to the west jointly with El Paso Electric Company and Public Service Company of New Mexico (“PNM”) at the Eddy County HVDC tie located near Artesia, New Mexico, and then with PNM solely in Roosevelt County, New Mexico at the Blackwater Draw HVDC tie located near Clovis, New Mexico. The third HVDC tie is with Public Service Company of Colorado, an Xcel Energy operating company, at the Lamar HVDC tie in Prowers County, Colorado.

SPS is not interconnected with ERCOT.

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List and Description of Southwestern Public Service Company's Affiliates  
As of March 31, 2019

Line No.	Name	Description	Incorporated	Owner	Ownership %
1	Xcel Energy Inc. (Xcel Energy)	Holding Company	MN - 1909		
2	Northern States Power Co., Minnesota (NSP-MN)	Public utility (gas & electric)	MN - 2000	Xcel Energy Inc.	100.00%
3	NSP Nuclear Corporation	Holds NSP-MN's interest in Nuclear Management Co. LLC	MN - 1999	NSP - MN	100.00%
4	Private Fuel Storage LLC	Development of private temporary spent nuclear fuel storage facility	DE - 1995	NSP - MN	32.80%
5	United Power and Land Co. (UP&L)	Holds non-utility real estate	MN - 1924	NSP - MN	100.00%
6	Blazin Star Wind Farm 2, LLC	Owns interest in wind farms in Minnesota	DE - 2016	NSP - MN	100.00%
7	Northern States Power Co., Wisconsin (NSP-WI)	Public utility (gas & electric)	WI - 1901	Xcel Energy Inc.	100.00%
8	Chippewa and Flambeau Improvement Co.	Operates hydro reservoirs in Wisconsin	WI - 1909	NSP - WI	75.86%
9	Clearwater Investments, Inc. (Clearwater Inv.)	Owns interests in affordable housing projects	WI - 1991	NSP - WI	100.00%
10	Shoe Factory Holdings, LLC	Owns interests in affordable housing projects	WI - 1992	Clearwater Inv	98.99%
11	NSP Lands Inc.	Holds non-utility real estate in Wisconsin	WI - 1992	NSP - WI	100.00%
12	Public Service Co. of Colorado (PSCo)	Public utility (gas, electric & thermal)	CO - 1924	Xcel Energy Inc.	100.00%
13	PSR Investments Inc.	Owns certain life insurance policies acquired prior to 1986	CO - 1985	PSCo	100.00%
14	1480 Welton Inc.	Holds real estate	CO - 1958	PSCo	100.00%
15	Green and Clear Lakes Co.	Water storage for Cabin Creek hydro facility	NY - 1886	PSCo	100.00%
16	Beeman Irrigating Ditch and Milling Co.	Cooling water for generating facilities	CO - 1878	PSCo	51.00%
17	Consolidated Extension Canal Co.	Cooling water for generating facilities	CO - 1910	PSCo	53.50%
18	East Boulder Ditch Co.	Cooling water for generating facilities	CO - 1865	PSCo	88.90%
19	Fisher Ditch Co.	Cooling water for generating facilities	CO - 1921	PSCo	62.30%
20	Gardeners' Mutual Ditch Co.	Cooling water for generating facilities	CO - 1915	PSCo	100.00%
21	Hillcrest Ditch and Reservoir Co.	Cooling water for generating facilities	CO - 1918	PSCo	77.80%
22	Las Animas Consolidated Canal Co.	Cooling water for generating facilities	CO - 1941	PSCo	76.60%
23	United Water Co.	Cooling water for generating facilities	CO - 1916	PSCo	82.00%
24	WestGas InterState Inc.	Natural gas transmission company	CO - 1990	Xcel Energy Inc.	100.00%
25	Xcel Energy Communications Group Inc. (Xcel Energy Comm.)	Intermediate holding company for subsidiaries providing broadband telecommunications	MN - 2000	Xcel Energy Inc.	100.00%
26	Seren Innovations Inc.**	Provides cable, telephone and high speed internet access	MN - 1996 11-3-05 Calif. assets sold	Xcel Energy Comm	100.00%
27	Xcel Energy Foundation	Charitable activities	MN - 2001	Xcel Energy Inc.	100.00%
28	Xcel Energy International Inc. (Xcel Energy Intl.)**	Intermediate holding company for international subsidiaries	DE - 1997	Xcel Energy Inc.	100.00%
29	Xcel Energy Markets Holdings Inc. (Xcel Energy Mkts)	Intermediate holding company for subsidiaries providing energy marketing services	MN - 2000	Xcel Energy Inc.	100.00%
30	e prime Inc. (e prime)**	Unregulated commodity marketing affiliate	CO - 1995	Xcel Energy Mkts	100.00%
31	Young Gas Storage Co. Ltd.	Owns and operates an underground gas storage	CO - 1993	Xcel Energy Mkts	47.50%
32	Xcel Energy Retail Holdings Inc. (Xcel Energy Retail)	Intermediate holding company for subsidiaries providing services to retail customers	MN - 2000	Xcel Energy Inc.	100.00%
33	Reddy Kilowatt Corporation	Energy sales and marketing services	MT - 1972	Xcel Energy Retail	100.00%
34	Xcel Energy Performance Contracting Inc.	Holds contracts related to energy conservation	MN - 1993	Xcel Energy Retail	100.00%
35	Xcel Energy Services Inc. (Xcel Energy Svcs.)	Service company for Xcel Energy system	DE - 1997	Xcel Energy Inc.	100.00%
36	Xcel Energy Ventures Inc. (Xcel Energy Ventures)	Intermediate holding company for subsidiaries to develop and manage new business ventures	MN - 2000	Xcel Energy Inc.	100.00%
37	Eloigne Co. (Eloigne)	Owns interests in affordable housing projects which qualify for low income housing tax credits	MN - 1993	Xcel Energy Ventures	100.00%
38	Bemidji Townhouse LP	Owns interests in affordable housing projects	MN - 1993	Eloigne	99.00%
39	Chaska Brickstone LP	Owns interests in affordable housing projects	MN - 1997	Eloigne	99.99%
40	Cottage Court LP	Owns interests in affordable housing projects	MN - 1994	Eloigne	99.00%
41	Crown Ridge Apartments LP	Owns interests in affordable housing projects	MN - 1996	Eloigne	99.99%
42	Dakotah Pioneer LP	Owns interests in affordable housing projects	ND - 1999	Eloigne	99.99%
43	Edenvale Family Housing LP	Owns interests in affordable housing projects	MN - 1997	Eloigne	99.99%

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44	Fairview Ridge LP	Owens interests in affordable housing projects	MN - 1993	Eloigne	99.00%
45	Farmington Family Housing LP	Owens interests in affordable housing projects	MN - 1999	Eloigne	99.99%
46	Farmington Townhome LP	Owens interests in affordable housing projects	MN - 1998	Eloigne	99.99%
47	Hearstone Village LP	Owens interests in affordable housing projects	ND - 1997	Eloigne	99.00%
48	J&D 14-93 LP	Owens interests in affordable housing projects	MN - 1994	Eloigne	99.00%
49	Lauring Green LP	Owens interests in affordable housing projects	MN - 1989	Eloigne	99.00%
50	Links Lane LP	Owens interests in affordable housing projects	MN - 1993	Eloigne	99.00%
51	Lyndale Avenue Townhomes LP	Owens interests in affordable housing projects	MN - 1999	Eloigne	99.99%
52	Mahomed Woodland LP	Owens interests in affordable housing projects	MN - 1996	Eloigne	99.00%
53	Mankato Townhomes LLP	Owens interests in affordable housing projects	MN - 1997	Eloigne	59.99%
54	Marvin Garden LP	Owens interests in affordable housing projects	MN - 1994	Eloigne	99.00%
55	Moothead Townhomes LP	Owens interests in affordable housing projects	MN - 1999	Eloigne	99.99%
56	Park Rapids Townhomes LP	Owens interests in affordable housing projects	MN - 1995	Eloigne	99.99%
57	Rochester Townhome LP	Owens interests in affordable housing projects	MN - 1998	Eloigne	99.00%
58	Rushford Housing LP	Owens interests in affordable housing projects	MN - 1996	Eloigne	99.99%
59	Safe Haven Homes LLC	Owens interests in affordable housing projects	DE - 1997	Eloigne	100.00%
60	Shade Tree Apartments LP	Owens interests in affordable housing projects	MN - 1999	Eloigne	99.99%
61	Shakopee Boulder Ridge LP	Owens interests in affordable housing projects	MN - 1998	Eloigne	99.99%
62	Shenandoah Woods LP	Owens interests in affordable housing projects	MN - 1997	Eloigne	99.99%
63	Sioux Falls Partners LP	Owens interests in affordable housing projects	SD - 1994	Eloigne	99.00%
64	St. Cloud Housing LP	Owens interests in affordable housing projects	MN - 2003	Eloigne	99.99%
65	Tower Terrace LP	Owens interests in affordable housing projects	MN - 1994	Eloigne	99.00%
66	Xcel Energy Wholesale Group Inc. (Xcel Energy Wholesale)**	Intermediate holding company for subsidiaries providing wholesale energy	MN - 2000	Xcel Energy Inc.	100.00%
67	Quixx Corporation (Quixx Corp.)**	Energy related projects	TX - 1985	Xcel Energy Wholesale	100.00%
68	Quixx Carolina Inc. (Quixx Carolina)**	Energy related projects	TX - 1995	Quixx Corp.	100.00%
69	Quixxlin Corp. (Quixxlin)**	Energy related projects	DE - 1997	Quixx Corp.	100.00%
70	Xcel Energy WYCO Inc. (Xcel Energy WYCO)	Finances and holds 50% interest in WYCO Development LLC	CO - 1999	Xcel Energy Inc.	100.00%
71	WYCO Development LLC	Acquire, own and lease natural gas transportation facilities	CO - 1997	Xcel Energy WYCO	50.00%
72	Xcel Energy Transmission Holding Company, LLC (Xcel Energy Transmission Holding Company)	Intermediate holding company for subsidiaries providing energy transmission services	DE - 2014	Xcel Energy Inc.	100.00%
73	Xcel Energy Southwest Transmission Company, LLC	Energy transmission services	DE - 2014	Xcel Energy Transmission Holding Company, LLC	100.00%
74	Xcel Energy Transmission Development Company, LLC	Energy transmission services	DE - 2014	Xcel Energy Transmission Holding Company, LLC	100.00%
75	Xcel Energy Acorn Transmission, LLC	Provide transmission services.	DE - 2018	Xcel Energy Transmission Development Company, LLC	100.00%
76	Xcel Energy Birch Transmission, LLC	Provide transmission services.	DE - 2018	Xcel Energy Transmission Development Company, LLC	100.00%
77	Xcel Energy West Transmission Company, LLC	Energy transmission services	DE - 2014	Xcel Energy Transmission Holding Company, LLC	100.00%
78	Xcel Energy Venture Holdings, Inc.	Holding Company	MN - 2015	Xcel Energy Inc.	100.00%
79	Energy Impact Fund Investments LLC	Energy Investment	MN - 2015	Xcel Energy Venture Holdings, Inc.	100.00%
80	Xcel Energy Investments LLC	Energy Investment	MN - 2017	Xcel Energy Venture Holdings, Inc.	100.00%
81	Nicollet Holdings Company, LLC	Holding Company	DE - 2016	Xcel Energy Inc.	100.00%
82	Capital Services, LLC	Internal Support Service	DE - 2016	Nicollet Holdings Company, Inc.	100.00%
83	Nicollet Project Holdings LLC	Holding Company	MN - 2017	Xcel Energy Inc.	100.00%
84	Southwestern Public Service Company	Public Utility	NN - 1921	Xcel Energy Inc.	100.00%
85	Hale Petersburg Wind, LLC	Owens interest in wind farms in Texas.	DE - 2017	Southwestern Public Service Company	100.00%
86	Nicollet Projects I LLC	Energy generation investment	MN - 2017	Nicollet Project Holdings LLC	100.00%
87	Baecher CSG LLC	Owens and operates community solar garden in Minnesota.	MN - 2018	Nicollet Holdings Company, LLC	100.00%

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88	Foreman's Hill CSG LLC	Owms and operates community solar garden in Minnesota.	MN - 2018	Nicollet Holdings Company, LLC	100.00%
89	Grimm CSG LLC	Owms and operates community solar garden in Minnesota.	MN - 2018	Nicollet Holdings Company, LLC	100.00%
90	Heyer CSG LLC	Owms and operates community solar garden in Minnesota.	MN - 2018	Nicollet Holdings Company, LLC	100.00%
91	Huncke CSG LLC	Owms and operates community solar garden in Minnesota.	MN - 2018	Nicollet Holdings Company, LLC	100.00%
92	Johnson I CSG LLC	Owms and operates community solar garden in Minnesota.	MN - 2018	Nicollet Holdings Company, LLC	100.00%
93	Johnson II CSG LLC	Owms and operates community solar garden in Minnesota.	MN - 2018	Nicollet Holdings Company, LLC	100.00%
94	Krause CSG LLC	Owms and operates community solar garden in Minnesota.	MN - 2018	Nicollet Holdings Company, LLC	100.00%
95	RIC I CSG LLC	Owms and operates community solar garden in Minnesota.	MN - 2018	Nicollet Holdings Company, LLC	100.00%
96	RIC II CSG LLC	Owms and operates community solar garden in Minnesota.	MN - 2018	Nicollet Holdings Company, LLC	100.00%
97	Scandia CSG LLC	Owms and operates community solar garden in Minnesota.	MN - 2018	Nicollet Holdings Company, LLC	100.00%
98	School Sisters CSG LLC	Owms and operates community solar garden in Minnesota.	MN - 2018	Nicollet Holdings Company, LLC	100.00%
99	Webster CSG LLC	Owms and operates community solar garden in Minnesota.	MN - 2018	Nicollet Holdings Company, LLC	100.00%
100	Nicollet Projects II LLC	Energy generation investment	MN - 2017	Nicollet Project Holdings LLC	100.00%

Notes: \*\* Company is being classified as in discontinued operations.