

East operating unit. Spire Missouri serves customers in the City of Kansas City and thirty counties in Western Missouri through its Spire West operating unit.

4. Other than cases that have been docketed at the Commission, Spire Missouri has no pending actions or final unsatisfied judgments or decisions against it from any state or federal agency or court which involve customer service or rates.

5. Spire Missouri is current on its annual report and assessment fee obligations to the Commission, and no such report or assessment fee is overdue.

6. On February 10, 2016, the Commission issued a report and order in Case No. GF-2015-0181 (the “2016 Order”) granting Spire Missouri authorization, subject to certain terms and conditions, to issue registered securities (first mortgage bonds, unsecured debt and preferred stock), issue common stock and receive paid-in-capital, solicit and accept private placement investments and enter into capital leases (the “Financings”) in an overall amount not to exceed \$300 million (the “Current Financing Authority”). Such authorization was granted to Spire Missouri for a three-year period expiring on September 30, 2018.

7. Since the time the Current Financing Authority was granted, Spire Missouri has to date called on approximately \$170 million of the amount authorized. However, the Company intends to use all or most of the remainder of this authority later this year.

8. Due to recent and projected increases in its capital expenditures, rising interest rates, as well as the need to refinance maturing debt and meet other financing requirements, the Company estimates that will need to issue approximately \$500 million in Financings over the next three years to meet its public service obligations in Missouri.

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_____^{**} Because the Commission specifically determined in Case No. GF-2015-0181 that the amount of financing authority approved for the Company should be consistent with the amount that it has “ . . . specified to rating agencies that it plans to issue” . . .,¹ Spire Missouri submits that the \$500 million in financing authority requested herein should be approved based on this same criteria as well as the other information set forth herein.

9. Although it should not require the issuance of additional Financings, the Financial Accounting Standards Board (“FASB”) issued an Accounting Standards Update (“ASU”) on February 26, 2016 under which companies like Spire Missouri will be required to treat operating leases with a term of 12 months or more as capital leases and reflect such leases on their balance sheets. This accounting change would take effect with the Company’s fiscal year beginning on October 1, 2019. While Spire Missouri Inc. is still evaluating the impact of this GAAP change its initial assessment indicates that approximately ^{**}_____^{**} in current operating leases would be recharacterized as capital leases at October 1, 2019. Because this change in accounting convention does not require an incremental change in Financings, it is not clear that any incremental financing authority is required to accommodate it. Out of an abundance of caution, however, the Company requests that the Commission specify in its Order in this case, that the Company has the requisite financing authority to accommodate any change in the amount of capital leases it carries that results from the implementation of this ASU and that such

¹(See Report and Order, Case No. GF-2015-0181)

amounts shall not be counted towards the \$500 million in Financing authority requested herein.

10. As shown by Spire Missouri's financial statements, attached hereto as Exhibit 2, and the chart attached hereto as Exhibit 3, the Company believes that the financing authority sought herein is substantially less than the maximum amount that Spire Missouri would be permitted to obtain under the Commission's detailed interpretation of Section 393.200 in Case No. GF-2009-0450. Nevertheless, in the interests of resolving this financing request on an expeditious basis – and ensuring that the Company obtains new financing authorization prior to the September 30, 2018 expiration of its existing financing authority – Spire Missouri has structured its financing request in this case to conform with the approach approved by the Commission in Case No. GF-2015-0181.

11. Because the Company has structured its request to conform with the approach approved by the Commission in Case No. GF-2015-0181 for determining the amount of Financing authority that should be granted, it believes there should be sufficient time to process this request so that the new financing authority becomes effective by October 1, 2018. To ensure there is no gap in financing authority, however, the Company has also filed as part of this Application a Motion to Schedule an Early Procedural Conference so that the Parties can discuss the anticipated timeline for processing this case and the Company can determine whether it is necessary to request a temporary extension of the current financing authority pending the outcome of this case.

12. Attached hereto as Exhibit 4 is a five (5) year capitalization expenditure schedule, as required in Commission Rule 4 CSR 240-3.220(1)(G).

13. This request is intended to establish new financing authority of \$500 million for the three year period beginning September 30, 2018, and ending September 30, 2021 for Spire Missouri Inc., subject to the same financing conditions that were previously approved by the Commission in Case GF-2015-0181 and that are currently in effect.

14. Spire Missouri intends to sell the registered securities: (a) through underwriters or dealers; (b) through agents; and/or (c) directly to a limited number of purchasers or to a single purchaser. If the registered securities are sold by competitive bidding, Spire Missouri reserves the right to reject all bids. Spire Missouri will file the applicable sales documents with the Commission when they are executed and the securities issued. The specific amount of each type of the registered securities to be issued and sold (if any), the actual price to be paid for such registered securities, and the compensation to be paid to any person who assists in such sales, such as an underwriter, dealer or agent, will be determined in light of the financial market conditions at or preceding the offering of such registered securities. The terms and conditions applicable to the registered securities, and the manner of their issuance, will vary depending on the type of security being issued.

15. Spire Missouri intends to sell common stock by issuing shares to its parent company, Spire Inc. ("Spire"), from time to time, and/or receive paid-in capital from Spire. Spire Missouri also intends to enter into private placement investments pursuant to one or more indentures, a copy of which will be filed by the Company when they are finalized and the private placement investment received. The terms and price of any private placement investment will be competitive with other forms of indebtedness

available to the Company at the time such investment is negotiated and finalized. Spire Missouri may enter into capital leases pursuant to competitive terms based on prevailing market conditions at the time they are executed.

16. The proceeds from the sale of registered securities, common stock, private placement investments and capital leases are to be used solely for the purposes authorized by Section 393.200, including: (1) to discharge or redeem previously issued bonds; (2) to finance the purchase, acquisition and construction of additional properties and facilities, as well as improvements to the Company's existing plant; (3) to improve or maintain service; (4) to discharge or lawfully refund all or a portion of the Company's outstanding short-term debt; (5) to reimburse moneys actually expended from income; and/or (6) to provide the financial resources required to meet the Company's other public utility obligations as described more fully below.

17. In order to serve the demands of the public for gas service in its certificated areas, Spire Missouri has had to make, and will continue to be required to make, substantial expenditures for additions, improvements, and extensions of plant. For Spire Missouri's past five fiscal years, and Spire Missouri's five next-ensuing fiscal years, its construction expenditures have been, and are estimated to be, as follows:

Fiscal year ending:

| | |
|------|-------------|
| 2013 | 128,500,000 |
| 2014 | 163,000,000 |
| 2015 | 198,600,000 |
| 2016 | 197,800,000 |
| 2017 | 282,200,000 |
| 2018 | ** _____ ** |
| 2019 | ** _____ ** |
| 2020 | ** _____ ** |
| 2021 | ** _____ ** |
| 2022 | ** _____ ** |

18. Subject to unforeseen market conditions, or other developments that may necessitate another financing approach, Spire Missouri currently contemplates issuing Financings in such amounts and forms as to seek to maintain its capital structure generally within the parameters shown in Exhibit 2 to this Application, subject to additional retained earnings over the period of the financing application. Spire Missouri also contemplates issuing the proceeds in a manner that would preserve its ability to maintain an investment grade credit rating.

19. Because the Company has not determined, other than as stated herein, a specific quantity, if any, of individual debt Financings that it will issue, it cannot determine at this time what portion of such debt securities are or will be subject to the fee schedule set forth in Section 386.300.2 RSMo. However, if and when individual debt securities are issued, the Company will submit a verified report to the Commission's Internal Accounting Department documenting such issuance, the use of any associated proceeds and the applicability and measure of fees under Section 386.300.2.

20. A certified copy of the Spire Missouri Board resolutions authorizing the financing authority requested herein is attached hereto as Exhibit 5 to this Application.

21. The establishment of the financing authority for the purposes described herein, and for which authorization is herein sought, will, for the reasons set forth above, be beneficial to Spire Missouri, its customers and its shareholders.

MOTION TO SCHEDULE AN EARLY PROCEDURAL CONFERENCE

22. As previously noted, Spire Missouri believes it should be possible to process this Application by the September 30, 2018 expiration date of its current financing authority, especially in view of the fact that the amount of financing authority requested herein is based on the approach endorsed by the Commission in the Company's last financing case. Given the need to avoid a gap in critical financing authorization, however, the Company respectfully requests that the Commission schedule an early procedural conference so that the Parties can discuss the anticipated timeline for processing this case.

23. In the event such discussions indicate that it may not be possible to dispose of this request for new financing authority by September 30, 2018, the Company will request that the Commission grant, as it has in the past, a temporary extension of its current financing authority, pending the completion of this case

WHEREFORE, Spire Missouri, the Applicant herein, respectfully requests that the Commission issue its Order: (a) establishing financing authorization in the amount of \$500 million through September 30, 2021; (b) specifying that the Company is authorized to accommodate any change in the amount of capital leases it carries resulting from the accounting update standard adopted by the FASB on February 26, 2016 and that such amounts shall not be counted towards the \$500 million in financing authority approved herein; (c) specifying that such authority shall remain subject to all of the terms and conditions approved by the Commission in Case No. GF-2015-0181 and (d) finding, as required by Section 393.200, that the money, property or labor to be procured or paid for by the issuance and/or execution of the instruments authorized herein are, or will be, reasonably required for the purposes specified in the order and that such purposes are not

in whole or in part reasonably chargeable to operating expenses or to income. Spire Missouri also requests that the Commission grant the Company's Motion to Schedule an Early Procedural Conference for the purposes stated herein.

Respectfully submitted,

SPIRE MISSOURI INC.

By: **/s/ Michael C. Pendergast**

Michael C. Pendergast, #31763

Of Counsel

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/s/ Rick Zucker

Rick Zucker, #49211

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423 (R) South Main Street

St. Charles, MO 63301

Certificate of Service

The undersigned certifies that a true and correct copy of the foregoing Verified Application of Spire Missouri Inc. was served on the General Counsel of the Staff of the Missouri Public Service Commission and the Office of the Public Counsel on this 20th day of June 2018 by hand-delivery, e-mail, fax, or by placing a copy of such document, postage prepaid, in the United States mail.

/s/ Marcia Spangler

STATE OF MISSOURI



John R. Ashcroft
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF GOOD STANDING

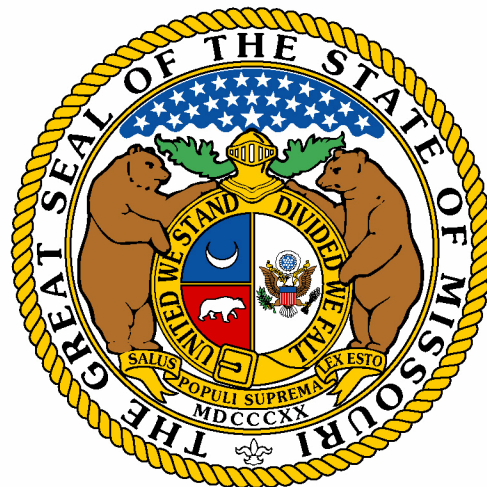
I, JOHN R. ASHCROFT, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

Spire Missouri Inc.
00042501

was created under the laws of this State on the 2nd day of March, 1857, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 21st day of May, 2018.


Secretary of State



Certification Number: CERT-05212018-0011

SPIRE MISSOURI, INC.
Financial Statements

(Pursuant to 4 CSR 240-3.220(1)(E) of the Filing and Reporting Requirements of the Commission) as of March 31, 2018.

- (a) Balance Sheets at March 31, 2018, Actual and Pro Forma (Pro Forma gives effect to the issuance of \$500,000,000 First Mortgage Bonds, the maturity of \$150,000,000 of long-term debt and the retirement of \$175,800,000 of short-term debt.)

| <u>ASSETS</u> | <u>(Millions of Dollars)</u> | |
|---|-------------------------------------|-------------------------|
| | <u>Actual</u> | <u>Pro Forma</u> |
| Utility Plant | 3,163.8 | 3,163.8 |
| Less: Accumulated depreciation and amortization | 687.2 | 687.2 |
| Net Utility Plant | 2,476.6 | 2,476.6 |
| Other Property and Investments | 269.2 | 269.2 |
| Current Assets: | | |
| Cash and cash equivalents | 10.2 | 191.1 |
| Accounts receivable | 249.7 | 249.7 |
| Less: Allowances for doubtful accounts | (20.7) | (20.7) |
| Materials, supplies, and merchandise at avg. cost | 13.1 | 13.1 |
| Natural gas stored underground at LIFO cost | 60.0 | 60.0 |
| Propane gas at FIFO cost | 12.0 | 12.0 |
| Prepayments and other | 108.0 | 108.0 |
| Total Current Assets | 432.3 | 613.2 |
| Deferred Charges: | | |
| Regulatory assets | 446.6 | 446.6 |
| Other | 9.0 | 9.0 |
| Total deferred charges | 455.6 | 455.6 |
| Total Assets | 3,633.7 | 3,814.6 |

SPIRE MISSOURI, INC.
Financial Statements

(Pursuant to 4 CSR 240-3.220(1)(E) of the Filing and Reporting Requirements of the Commission) as of
March 31, 2018

- (a) Balance Sheets at March 31, 2018, Actual and Pro Forma (Pro Forma gives effect to the issuance of \$500,000,000 First Mortgage Bonds, the maturity of \$150,000,000 of long-term debt and the retirement of \$175,800,000 of short-term debt.)

| | (Millions of Dollars) | |
|---|-----------------------|-------------------------|
| CAPITALIZATION AND LIABILITIES | <u>Actual</u> | <u>Pro Forma</u> |
| Capitalization: | | |
| Common stock and Paid-in capital | 758.4 | 758.4 |
| Retained earnings | 517.3 | 505.7 |
| Accumulated other comprehensive income (loss) | (1.8) | (1.8) |
| Total common stock equity | <u>1,273.9</u> | <u>1,262.3</u> |
| Redeemable preferred stock (less current sinking fund requirements) | - | - |
| Long-term debt (less current portion): | | |
| First Mortgage Bonds: | | |
| 5.50% Series, due May 1, 2019 | 50.0 | - |
| 3.00% Series, due March 15, 2023 | 55.0 | 55.0 |
| 3.40% Series, due August 15, 2023 | 250.0 | 250.0 |
| 3.40% Series, due March 15, 2028 | 45.0 | 45.0 |
| 7.00% Series, due June 1, 2029 | 25.0 | 25.0 |
| 7.90% Series, due September 15, 2030 | 30.0 | 30.0 |
| 3.68% Series, due September 15, 2032 | 50.0 | 50.0 |
| 6.00% Series, due May 1, 2034 | 100.0 | 100.0 |
| 6.15% Series, due June 1, 2036 | 55.0 | 55.0 |
| 4.63% Series, due August 15, 2043 | 100.0 | 100.0 |
| 4.23% Series, due September 15, 2047 | 70.0 | 70.0 |
| 4.38% Series, due September 15, 2057 | 50.0 | 50.0 |
| ProForma 4.46% Series | | 500.0 |
| Unamortized discount / issuance costs on debt | (6.0) | (6.0) |
| Total long-term debt | <u>874.0</u> | <u>1,324.0</u> |
| Total Capitalization | <u>2,147.9</u> | <u>2,586.3</u> |
| Current Liabilities: | | |
| Notes payable | 175.8 | - |
| Accounts payable | 72.8 | 72.8 |
| Current portion of long-term debt and preferred stock | 100.0 | - |
| Taxes accrued | 25.2 | 21.2 |
| Interest accrued | 66.9 | 89.2 |
| Other | 13.5 | 13.5 |
| Total Current Liabilities | <u>454.2</u> | <u>196.7</u> |
| Deferred Credits and Other Liabilities: | | |
| Deferred income taxes | 388.6 | 388.6 |
| Pension and postretirement benefit costs | 161.9 | 161.9 |
| Other | 481.1 | 481.1 |
| Total Deferred Credits and Other Liabilities | <u>1,031.6</u> | <u>1,031.6</u> |
| Total Capitalization and Liabilities | <u>3,633.7</u> | <u>3,814.6</u> |

SPIRE MISSOURI, INC.

Financial Statements

(Pursuant to 4 CSR 240-3.220(1)(E) of the Filing and Reporting Requirements of the Commission) as of December 31, 2014.

- (a) Statement of income for twelve months ended March 31, 2018, Actual and Pro Forma (Pro Forma gives effect to the issuance of \$500,000,000 First Mortgage Bonds, the maturity of \$150,000,000 of long-term debt and the retirement of \$175,800,000 of short-term debt.)

| | (Thousands of Dollars) | |
|--|------------------------|------------------|
| | <u>Actual</u> | <u>Pro Forma</u> |
| Operating Revenues: | | |
| Utility | 1,286.6 | 1,286.6 |
| Other | - | - |
| Total Operating Revenues | <u>1,286.6</u> | <u>1,286.6</u> |
| Operating Expenses: | | |
| Utility | | |
| Natural and propane gas | 623.2 | 623.2 |
| Other operation expenses | 247.2 | 247.2 |
| Maintenance | 42.4 | 42.4 |
| Depreciation and amortization | 97.4 | 97.4 |
| Taxes, other than income taxes | 107.3 | 107.3 |
| Total Operating Expenses | <u>1,117.5</u> | <u>1,117.5</u> |
| Operating Income | 169.1 | 169.1 |
| Other Income and Income Deductions - Net | 1.5 | 4.2 |
| Income Before Interest and Income Taxes | <u>170.6</u> | <u>173.3</u> |
| Interest Charges: | | |
| Interest on long-term debt | 36.1 | 58.4 |
| Other interest charges | 7.1 | 3.1 |
| Total Interest Charges | <u>43.2</u> | <u>61.5</u> |
| Income Before Income Taxes | 127.4 | 111.8 |
| Income Tax Expense | (18.4) | (22.4) |
| Net Income | 145.8 | 134.2 |
| Dividends on Redeemable Preferred Stock | - | - |
| Earnings Applicable to Common Stock | <u>145.8</u> | <u>134.2</u> |

SPIRE MISSOURI, INC.

Financial Statements

(Pursuant to 4 CSR 240-3.220(1)(E) of the Filing and Reporting Requirements of the Commission) as of March 31, 2018

Pro Forma Journal Entries Relating to Pro Forma Balance Sheet at March 31, 2018

| | | (Thousands of Dollars) | |
|-----|---|------------------------|---------------|
| | | <u>Debit</u> | <u>Credit</u> |
| (1) | Cash | 500 | |
| | Long-Term Debt - First Mortgage Bonds | | 500 |
| | To record the sale and issuance of \$500,000,000 First Mortgage Bonds. | | |
| (2) | Long-term debt (including current portion) | 150 | |
| | Cash | | 150 |
| | To record the maturity and redemption of long-term debt currently due, callable or maturing during the 3-year term of this proposed application. | | |
| (3) | Interest on long-term debt | 22 | |
| | Interest accrued | | 22 |
| | To record interest for the twelve months ended March 31, 2012 on \$500,000,000 First Mortgage Bond and the redemption of \$0,000,000 of long-term debt currently due, callable or maturing during the 3-year term of this proposed application. | | |
| (4) | Cash | 0 | |
| | Common stock and paid-in capital | | 0 |
| | To record the receipt of additional paid-in capital of \$0,000,000. | | |
| (5) | Notes payable | 176 | |
| | Cash | | 176 |
| | To record the repayment of short-term debt. | | |

SPIRE MISSOURI, INC.
Financial Statements

(Pursuant to 4 CSR 240-3.220(1)(E) of the Filing and Reporting Requirements of the Commission) as of March 31, 2018

Pro Forma Journal Entries Relating to Pro Forma Balance Sheet at March 31, 2018

| | | (Thousands of Dollars) | |
|-----|--|------------------------|---------------|
| | | <u>Debit</u> | <u>Credit</u> |
| (6) | Cash | 7 | |
| | Short-term capital interest charges | | 4 |
| | Interest Income | | 3 |
| | To eliminate short-term interest due to the repayment of short-term debt and reflected additional interest income. | | |
| (7) | Income tax expense | (4) | |
| | Taxes accrued | | (4) |
| | To record the change in income taxes resulting from the change in interest expense and interest income as follows: | | |
| | Additional net interest expense | <u>(\$16)</u> | |
| | Federal income tax | (\$3) | |
| | State income tax | (1) | |
| | City of St. Louis earnings tax | <u>0</u> | |
| | Total | <u>(\$4)</u> | |
| (8) | Net income | (12) | |
| | Retained earnings | | (12) |
| | To close net effect of pro forma journal entries to retained earnings. | | |

Financing Authority
Pursuant to Missouri Revised Statute Section 393.200

| Purpose | Amount (\$million) |
|--|-----------------------|
| The acquisition of property, the construction, completion, extension or improvement of its plant or system | 962 |
| Improvement or maintenance of its service | 0 |
| Discharge or lawful refinancing of its obligations | 150 |
| Reimbursement of moneys actually expended for any of the aforesaid purposes | 412 |
| <i>Allowed under Financing Authority</i> | <i>1524</i> |

Statement of Unreimbursed Property Additions and
of Unreimbursed Money Expended from Income to
Discharge Funded Debt at March 31, 2018

| | | |
|--|---|----------------------|
| Unreimbursed Expenditures for Net Property Additions and Discharge of Funded Debt for the 2.75-year period, April 1, 2012 through December 31, 2014 | | \$338,819,585 |
| Plus: | Expenditures for Net Property, January 1, 2015 to March 31, 2018 | 582,027,168 |
| | Expenditures for Discharge of Funded Debt, April 1, 2012 to December 31, 2014 | |
| | First Mortgage Bonds: | |
| | None | 0 |
| Unreimbursed Expenditures for Net Property Additions and Discharge of Funded Debt at March 31, 208 | | 920,846,754 |
| Less: | First Mortgage Bonds: | |
| | Series A - 3.68% Due Sep 15 2032 | 50,000,000 |
| | Series B - 4.23% Due Sep 15 2047 | 70,000,000 |
| | Series C - 4.38% Due Sep 15 2057 | 50,000,000 |
| | Equity Issuances | 0 |
| Unreimbursed Expenditures for Net Property Additions and Discharge of Funded Debt made Prior to January 1, 2015 | | 338,819,585 |
| Unreimbursed Expenditures for Net Property Additions and Discharge of Funded Debt for the 3.25 year period, January 1, 2015 through March 31, 2018 | | <u>\$412,027,168</u> |

SPIRE MISSOURI, INC.
Net Property Additions for the Period
January 1, 2015 - March 31, 2018

| | <u>Gross</u> <u>Additions</u> | <u>Retirements/</u> <u>Adjustments</u> | <u>Net</u> <u>Additions</u> |
|--|--|---|--|
| Intangible Plant | | | |
| 303000 Intangible Property - MGE | - | (32,863,234) | (32,863,234) |
| 307000-Other Power Equipment | - | (125,876) | (125,876) |
| | | | - |
| Manufactured Gas Production Plant | | | - |
| 311000-Propane Equipment-Gas Ops | 114,462 | (345,017) | (230,555) |
| 311100-Propane Stg Cavern-Gas Ops | - | (1,752) | (1,752) |
| | | | - |
| Underground Storage | | | - |
| 351200-Compressor Station Structure | - | 63,850 | 63,850 |
| 351400-Other Structures | 52,640 | (4,139) | 48,500 |
| 352000-Wells | 5,934 | - | 5,934 |
| 352400-Wells - Oil & Vent Gas | 4,800 | - | 4,800 |
| 353000-Lines | - | - | - |
| | | | - |
| Other Storage | | | - |
| 362000-Gas Holders | - | (624,497) | (624,497) |
| | | | - |
| Transmission Plant | | | - |
| 367000-Mains-Transmission | - | - | - |
| 371000-Other Equipment - Transmissi | - | (6,038) | (6,038) |
| | | | - |
| Distribution Plant | | | - |
| 374000-Land & Land Rights-Dist. Pla | 892,462 | - | 892,462 |
| 374200-Land Rights - MGE | 456,682 | - | 456,682 |
| 375100-Struct & Impv - Meas & Reg S | 502,952 | (1,518) | 501,434 |
| 375200-Struct & Impv-Svc Centers & | 9,729,597 | (36,868) | 9,692,729 |
| 375210-Struct & Impv - Leased Prope | - | - | - |
| 375700-Struct & Impv - MN | - | (1,301) | (1,301) |
| 376100-Mains - Steel | 26,462,173 | (5,927,917) | 20,534,256 |
| 376101-MGE-Mains Steel-Transmission | 5,988,938 | (4,915) | 5,984,023 |
| 376200-Mains - Cast Iron | 12,102,778 | (3,197,035) | 8,905,743 |
| 376300-Mains - Plastic | 306,586,084 | (10,806,557) | 295,779,527 |
| 378000-Meas & Reg Station Equipment | 2,561,434 | (1,346,190) | 1,215,244 |
| 379000-Meas & Reg Station Eqpt-City | 829,013 | (155,119) | 673,894 |
| 380100-Services - Steel | 4,110,508 | 4,068,569 | 8,179,077 |
| 380200-Services - Plastic & Copper | 193,266,050 | (44,293,793) | 148,972,257 |
| 381000-Meters | 14,236,642 | (5,588,049) | 8,648,592 |
| 382000 Meter Installations-MGE | 8,603,932 | (834,466) | 7,769,466 |
| 383000-House Regulators | 3,088,965 | (5,926) | 3,083,039 |
| 385000-Comm & Ind Meas & Reg Eqpt | 2,665,737 | (357,856) | 2,307,881 |

General Plant

| | | | |
|-------------------------------------|-------------|---------------|----------------|
| 389000--Land and Land Rights | - | (10,089) | (\$10,089) |
| 390100-Struct & Impv - Leased Gener | (\$440) | (\$8,107,898) | (\$8,108,338) |
| 390110--Struct & Imp 700 Market LH | \$2,320,718 | \$0 | \$2,320,718 |
| 390700-Struct & Impv - MN | - | (406,840) | (\$406,840) |
| 391000-Office Furniture & Equipment | 4,484,469 | (7,329,161) | (\$2,844,692) |
| 391100-Data Processing Systems | 9,102,124 | (5,066,197) | \$4,035,926 |
| 391200-Mechanical Office Equipment | - | (72,798) | (\$72,798) |
| 391300-Data Processing Software | 698,704 | (24,464,032) | (\$23,765,328) |
| 391310-Software-Oct 2012 Forward | 9,013,788 | - | \$9,013,788 |
| 391400-Data Processing Equipment | 361,633 | (362,714) | (\$1,081) |
| 391500-Enterprise Software-EIMS | 35,020,817 | - | \$35,020,817 |
| 391950-Ent Software Shar Svc Alloc | 7,779,580 | - | \$7,779,580 |
| 392100-Transportation Eqpt-Automobi | 1,530,960 | (1,005,794) | \$525,165 |
| 392100-Transportation Eqpt-Autos | 933,934 | (2,053,880) | (\$1,119,946) |
| 392200-Transportation Eqpt-Trucks | 29,197,975 | (2,677,227) | \$26,520,748 |
| 393000-Stores Equipment | - | (39,052) | (\$39,052) |
| 394000-Tools, Shop & Garage Equipme | 6,310,066 | (283,053) | \$6,027,013 |
| 395000-Laboratory Equipment | 14,894 | - | \$14,894 |
| 396000-Power Operated Equipment | 11,141,743 | (512,608) | \$10,629,135 |
| 396100-Power Operated Equipment - T | 3,031,837 | (1,443,497) | \$1,588,340 |
| 397000-Communication Equipment | 4,265,904 | (463,047) | \$3,802,857 |
| 397100-Communication Equip LGC-AMRs | 16,624,220 | - | \$16,624,220 |
| 397100-Communication Equip MGE-ERT | 12,339,016 | (9,172,249) | \$3,166,767 |
| 398000-Miscellaneous Equipment | 2,155,727 | (696,503) | \$1,459,224 |

| | | | |
|----------------------------|-------------|-----------------|---------------|
| Total Utility Plant | 748,589,452 | (\$166,562,283) | \$582,027,168 |
|----------------------------|-------------|-----------------|---------------|

Sinking Fund Payments, Redemptions and
Common Stock Repurchases (5 Years)

0

Total Expenditures (3 1/4 Years)

\$582,027,168

Spire Missouri, Inc.
Capital Expenditures

| | | |
|------|----|-------------|
| 2015 | | 198,600,000 |
| 2016 | | 197,800,000 |
| 2017 | | 282,200,000 |
| 2018 | ** | ** |
| 2019 | ** | ** |
| 2020 | ** | ** |
| 2021 | ** | ** |
| 2022 | ** | ** |

**WRITTEN CONSENT OF THE
BOARD OF DIRECTORS OF
SPIRE MISSOURI INC.**

BE IT RESOLVED THAT:

1. The officers of this Corporation be, and each of them hereby is, authorized and empowered to do all acts and things which, in their or his or her judgment, are necessary or appropriate to apply to the Missouri Public Service Commission for authority

a. to issue and sell, through one or more public offering(s) or private placement(s), from the date of the requisite order or orders and thereafter:

- (i) additional long-term debt consisting of first mortgage bonds, debentures, medium term notes, subordinated debentures and/or other debt securities or instruments of indebtedness having maturities in excess of 364 days (hereinafter collectively referred to as "Debt Securities"),
- (ii) preferred stock, par value \$25 per share ("Equity Securities"),
- (iii) additional common stock, par value \$1.00 per share ("Common Stock"), and/or

b. to enter into one or more capital leases for the purpose of financing the acquisition of plant or equipment to be used in the performance of the Corporation's public utility obligations ("Capital Leases");

all in a total amount not to exceed \$600 million and to present documentary evidence in support of such application to the Missouri Public Service Commission.

2. The officers of this Corporation be, and they hereby are authorized and directed to do or cause to be done all such other acts and things as they may deem necessary or desirable in order to carry into effect the purposes and intent of the foregoing resolutions.

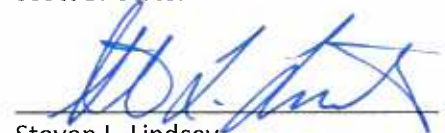
Dated: June 13, 2018



Scott B. Carter



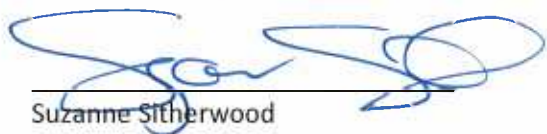
Mark C. Darrell



Steven L. Lindsey



Steven P. Rasche



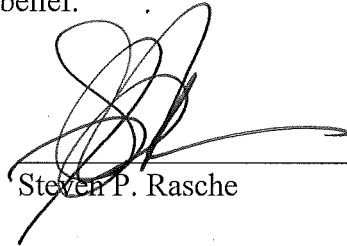
Suzanne Sitherwood

BEING ALL OF THE DIRECTORS OF SPIRE MISSOURI INC.

VERIFICATION

STATE OF MISSOURI)
) SS.
CITY OF ST. LOUIS)

Steven P. Rasche, being duly sworn, on his oath states that he is Chief Financial Officer of Spire Missouri Inc, the applicant in the foregoing Application; that he has read said Application, and that the matters and things set forth therein are true and correct to the best of his knowledge, information and belief.

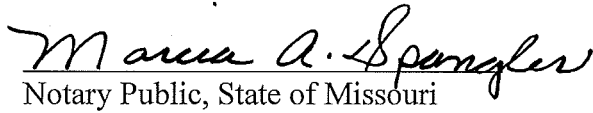


Steven P. Rasche

Subscribed and sworn to before me a Notary Public in the City of St. Louis, State of Missouri, this 20th day of June, 2018.

My Commission expires: 9-24-18.





Notary Public, State of Missouri