

Great Plains Energy RES - Aquila Acquisition

**Presented to Standard & Poor's
January 2, 2008**

Schedule MWC-18

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Background

- In October 2006 and January 2007, S&P completed RES analyses of GPE's acquisition of Aquila
 - Under transaction as proposed, S&P indicated that, with the exception of a change in outlook from Stable to CW-Negative and a downgrade of KCPL's CP rating from A-2 to A-3, GXP and KCPL ratings would be unchanged upon announcement
- S&P followed through on these actions upon transaction announcement in February 2007
- Since announcement, GXP and ILA have achieved numerous milestones:
 - Filed merger cases in MO and KS
 - Initial filing in April 2007
 - Updated synergies and regulatory "ask" filed in August 2007
 - Cleared HSR in August 2007
 - Overwhelmingly successful GXP and ILA shareholder votes in October 2007
 - FERC approval October 2007
 - Separately, BKH has obtained state PUC approval in Iowa (September 2007) and Nebraska (October 2007)



Background

- **Milestones (continued)**

- **Successful regulatory outcomes for both KCPL and ILA**
 - ILA MO rate case - May 2007
 - KCPL KS rate case - Settled in September 2007; approved by the KCC in November 2007
 - KCPL MO rate case - December 2007



Recent Transaction Developments

- **MPSC hearings**
 - Originally scheduled for December 3 - 14
 - Hearings conducted December 3 - 6
 - Postponed on December 6
 - New procedural schedule to be filed after GXP review of alternative proposal with parties
 - GXP to provide proposal to parties the week of January 7
- **MPSC Chairman Davis recusal**
- **OPC Motion for Dismissal**



Alternative Proposal



- Seeks to address parties' opposition to initial regulatory "ask".....
 - Recovery of ILA actual interest cost
 - Availability of regulatory amortization for ILA
 - Synergy sharing
 - Transaction and transition costs
-*in the context of objectives to maintain current credit ratings at GXP and KCPL and achieve investment grade credit rating for ILA*



Credit Considerations

- M. Chesser testimony at MPSC hearings highlighted critical importance of credit quality to GXP / KCPL
- Proposal reflects a positive 2008-2012 pro forma credit profile
 - Early (primarily 2008) projected FFO / Debt challenges are temporary and mitigated by
 - Commitment by GXP to issue equity
 - Reduced business risk of the entity
 - Prudent management of capital expenditure timing
 - Significant recovery in 2009 and beyond as regulatory impacts from rate cases filed in '08, '09, and '10 are realized
- Details of the proposal are contained in the Appendix



Conclusion



- GXP requests that S&P complete an RES assessment of the impact of this proposal on the credit ratings of (1) Great Plains Energy; (2) Kansas City Power & Light; and (3) Aquila
- Verbal assessment requested by end of day Friday, January 4
- Summary letter requested by end of day Monday, January 7

Appendix

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Key Assumptions

Regulatory

- [REDACTED] cost of debt recovery and [REDACTED] ROE
- [REDACTED]
- Transaction/transition costs [REDACTED]
- Rate case timing
 - [REDACTED] rate case effective on [REDACTED]
 - [REDACTED] rate case effective on [REDACTED]
 - [REDACTED] rate case effective on [REDACTED]

Capital structure

■ Share issuance

- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]

Operating

- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED] revenue per year assumed from [REDACTED] based on updated Aquila forecasts

Key Changes in Assumptions

	Change in EPS				Cum. Rate Case as % of 2006E Revenue
	2008E	2009E	2010E	2011E	
February 2007		\$0.13	\$0.14	\$0.11	33.6%
Cumulative rate base					
2006E rate case increase of \$23 MM					
Expenses as a result of change in NFOM, costs to achieve					
classified as NOL instead of NCL					
Accrued liability for legal contingencies					
Liability management assumptions					
Equity issuance					
baseline revenue per year assumed from 2009E					
Regulatory Assumptions:					
Rate case timing					
Synergies:					
ROE					
cost of debt recovery					
Other Changes					
New GXP standalone case					
Other					
December 2007					

Aquila Rate Case Increase Assumptions

(\$ in millions)

	2007E ⁽¹⁾	2008E	2009E	2010E	2011E	2012E
2007 Aquila Rate Case (Filed in July 2006)						
Fuel Adjustment Clause						
Plant Allocations ⁽²⁾						
Total						
Projected Rate Cases						
Amortization of Transaction Costs						
Amortization of Transition Costs						
Rate Case						
Rate Case						
Inflation, Allocations, Other						
Iatan II Power Plant						
Rate Case						
Rate Case						
Regulatory Amortization						
Cum. Rate Increase Required						
% of 2006E Revenue ⁽³⁾						
Rate Increase / (Decrease) per Year						
% of Prior Year Revenue						
Key Regulatory Statistics						
Rate Base						
Regulatory Equity Ratio						
Actual ROE						
Regulatory Cost of Debt						

Note: Aquila post-Asset Sale figures based on Aquila management plan as adjusted by GPE management.

(1) Figures adjusted to reflect full-year impact of 2007 rate cases for illustrative purposes.

(2) Reflects rate case increase authorized on 5/17/07 of \$13.6MM and \$45.2MM for L&P and MPS respectively.

(3) 2006E Revenues of \$628.5 MM, adjusted to reflect full-year impact of \$30.8 MM rate increase in March 2006.

Preliminary Earnings Impact Analysis

(\$ in millions)

	2008E	2009E	2010E	2011E	2012E
Revenue					
GXP ⁽¹⁾					
Aquila					
Total					
EBITDA ⁽²⁾					
GXP ⁽¹⁾					
Aquila					
Total					
% Growth					
Net Income					
GXP Standalone ⁽¹⁾					
Pro Forma ⁽¹⁾					
Increase / (Decrease)					
Average Shares Outstanding					
GXP Standalone					
Shares Issued in Transaction					
Equity Issuances ⁽³⁾					
Pro Forma Average Shares					
EPS					
GXP Standalone ⁽¹⁾					
Pro Forma ⁽⁴⁾					
Accretion / (Dilution) – \$					
Accretion / (Dilution) – %					

Source: GXP data per GXP management. Aquila data per Aquila management plan as adjusted by GXP management.

- (1) Pro forma for sale of Strategic Energy
- (2) EBITDA includes income related to AFUDC equity. Excludes effect of transaction and transition costs.
- (3) Equity Issuances assumed to take place
- (4) Excludes effect of transaction and transition costs. Pro forma for sale of Strategic Energy.

Preliminary Pro Forma Credit Impact

(\$ in millions)

	GPE					Pro Forma				
	2008E	2009E	2010E	2011E	2012E	2008E	2009E	2010E	2011E	2012E
Selected Credit Statistics ⁽¹⁾										
Average Debt / EBITDA										
FFO / Debt										
FFO / Net Debt										
Debt / Capitalization										
Net Debt / Capitalization										
EBITDA / Interest										
FFO Interest Coverage										
Pro Forma FFO / Net Debt										
S&P Benchmarks										
FFO / Debt										
Debt / Capitalization										
FFO Interest Coverage										

Required Amortization Based on Net Debt

Required Equity Issuance Based on Net Debt

BBB Rating
Business Position 6

BBB Rating
Business Position 7

Notes: GPE statistics per GPE management. Pro forma statistics based on GPE management plan and Aquila management plan as adjusted by GPE management.

(1) Pro forma for sale of Strategic Energy.

(2)



Synergies and Customer Look

KCPL/Aquila perspective

(\$ in millions)

	2008E	2009E	2010E	2011E	2012E	2013E
NFOM Savings						
Offset						
Retained						
Cumulative						

Customer perspective

(\$ in millions)

	2008E	2009E	2010E	2011E	2012E	2013E
Net Retained						
Transaction costs						
Transition costs						
Retained						
Cumulative						

Share Issuances

■ Incremental shares issued in [REDACTED]

■ Share price of [REDACTED] assumed

(\$ in millions)

	2008E	2009E	2010E	2011E	2012E
Share Issuances					
GXP standalone	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Equity / Adjustments	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Total	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

Pro Forma GXP Financials

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Preliminary Income Statement

(\$ in millions, except per share data)

	2008E	2009E	2010E	2011E	2012E
EBITDA⁽¹⁾					
GXP					
Aquila					
EBITDA					
Depreciation and Amortization					
Operating Income (EBIT)					
Equity Earnings					
Other					
AFUDC Equity – GXP					
AFUDC Equity – Aquila					
Total Other Income					
Interest Income					
Amortization of Debt Write-Up					
AFUDC Debt – GXP					
AFUDC Debt – Aquila					
Interest Expense – GXP					
Interest Expense – Aquila					
Total Net Interest Expense					
Pretax Income					
Income Tax Benefit / Taxes					
Effective Blended Tax Rate					
Net Income (Loss) from Continuing Operations					
Mark-to-Market and Unusual Items					
Preferred Stock Dividends					
Pro Forma Net Income (Loss) Available for Common					
Average Shares					
Pro Forma Net Earnings (Loss) per Common Share					
% Growth		16.7%		2.8%	

Source: GXP data and retained synergies per GXP Management. Aquila data per Aquila Management Plan, as adjusted by GXP Management.

(1) EBITDA excludes income related to equity AFUDC.



Preliminary Balance Sheet

(\$ in millions)	2008E	2009E	2010E	2011E	2012E
Cash & Equivalents					
Restricted Cash					
Accounts Receivable					
Inventory					
Prepaid Pension					
Other Current Assets					
Total Current Assets					
Gross PP&E					
Accumulated Depreciation					
Net PP&E					
Price Risk Management Assets					
Capitalized Restructuring Costs					
Capitalized Financing Fees					
Goodwill					
Other Assets					
Total Assets					
Accounts Payable					
Accrued Expenses & Liabilities					
Other Current Liabilities					
Total Current Liabilities					
Existing GXP Debt					
Aquila Debt Write-up					
Acquisition Debt					
Aquila Revolver Debt					
Aquila Long Term Debt					
Total Debt					
Deferred Tax Liabilities					
Price Risk Management Liabilities					
Deferred Credits and Other Liabilities					
Total Liabilities					
Preferred Stock					
Stockholders' Equity					
Total Liabilities & Shareholders' Equity					

Source: GXP data and retained synergies per GXP Management. Aquila data per Aquila Management Plan, as adjusted by GXP Management.



Preliminary Cash Flow Statement

(\$ in millions)

	2008E	2009E	2010E	2011E	2012E
Funds from Operating Activities					
Net Income					
Depreciation and Amortization					
Amortization of Debt Write-Up					
Amortization of Restructuring Costs					
Amortization of Financing Fees					
Loss from Equity Investments					
Deferred Taxes					
AFUDC Equity – GXP					
AFUDC Equity – Aquila					
Changes in Other LT Assets and LT Liabilities					
Change in Working Capital					
Cash Flow from Operating Activities					
Funds from Investing Activities					
GXP Capex					
Aquila Capex					
AFUDC Debt – GXP					
AFUDC Debt – Aquila					
Asset Sales					
Cash Flow from Investing Activities					
Free Cash Flow (FCF)					
Funds from Financing Activities					
Additional Borrowings / (Mandatory Repayments):					
GXP Debt					
Aquila Debt					
Total Optional Debt Repayments:					
GXP Debt					
Aquila Debt					
Preferred Stock Dividends					
Common Stock Dividends					
Equity Issuances / (Repurchases)					
Cash Flow from Financing Activities					
Net Cash Flow					

Source: GXP data and retained synergies per GXP Management. Aquila data per Aquila Management Plan, as adjusted by GXP Management.

Standalone Aquila Financials

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Preliminary Income Statement

(\$ in millions)	2008E	2009E	2010E	2011E	2012E
EBITDA – Inc/ Regulatory Amortization					
Depreciation & Amortization					
Operating Income (EBIT)					
AFUDC – Equity					
Interest Income					
Interest Expense					
AFUDC - Debt					
Net Interest Expense					
Pretax Income					
Income Tax Benefit / Taxes					
Net Income (Loss)					
Net Income (Loss) Excluding Transition Costs					

Preliminary Balance Sheet

(\$ in millions)	2008E	2009E	2010E	2011E	2012E
Cash & Equivalents					
Restricted Cash					
Accounts Receivable					
Inventory					
Prepaid Pension					
Other Current Assets					
Total Current Assets					
Gross PP&E					
Accumulated Depreciation					
Net PP&E					
Price Risk Management Assets					
Restructuring costs					
Goodwill					
Other Assets					
Total Assets					
Accounts Payable					
Accrued Expenses & Liabilities					
Other Current Liabilities					
Total Current Liabilities					
Revolver Debt					
Long Term Debt					
Total Debt					
Deferred Tax Liabilities					
DTA - Restructuring Costs					
Price Risk Management Liabilities					
Long-term Gas Contracts					
Deferred Credits and Other Liabilities					
Total Liabilities					
Stockholders' Equity					
Total Liabilities & Shareholders' Equity					



Preliminary Cash Flow Statement

(\$ in millions)

	2008E	2009E	2010E	2011E	2012E
Funds from Operating Activities					
Net Income					
Depreciation					
Amortization of Restructuring Costs					
Deferred Taxes - Restructuring costs					
Deferred Taxes - NOL Utilization					
Deferred Taxes - Regulatory Amortization					
Deferred Taxes - Depreciation					
AFUDC - Equity					
Changes in Other LT Assets and LT Liabilities					
Funds from Operations (FFO)					
Change in Working Capital					
Cash Flow from Operating Activities					
Funds from Investing Activities					
Total CapEx					
AFUDC - Debt					
Cash Flow from Investing Activities					
Free Cash Flow (Cash Available to Service Total Debt)					
Funds from Financing Activities					
Total Optional Debt Repayments					
Cash Flow from Financing Activities					
Net Cash Flow					

Preliminary Credit Statistics

(\$ in millions)

	Aquila (Post-Asset Sale) (BP=6)				
	2008E	2009E	2010E	2011E	2012E
Selected Credit Statistics ⁽¹⁾					
Average Debt / EBITDA					
FFO / Debt					
Debt / Capitalization					
Net Debt / Capitalization					
EBITDA / Interest					
FFO Interest Coverage					
S&P BBB Benchmarks					
	BB Rating Business Position 5			BB Rating Business Position 6	
FFO / Debt					
Debt / Capitalization					
FFO Interest Coverage					

Capital Expenditure

(\$ in millions)

	2007E	Post-Transaction Period					Total
		2008E	2009E	2010E	2011E	2012E	'07-'12
Aquila Management Plan							
Iatan – Great Plains Estimates							
Adjustments (With Impact on Rate Base)							
Peakers							
Environmental							
Other Generation							
Total Distribution							
Total Transmission							
Total IT							
Total							
Total Adjustments to Capex							
Total Capex							

Note: Aquila post-Asset Sale figures based on Aquila management plan as adjusted by Great Plains management.

Great Plains Energy RAS - Aquila Acquisition

**Presented to Moody's
January 2, 2008**

Schedule MWC-19

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Background



- In January 2007, Moody's completed an RAS analysis of GPE's acquisition of Aquila
 - Under transaction as proposed, Moody's indicated that GXP and KCPL ratings would be unchanged upon announcement
- Moody's followed through and affirmed GXP and KCPL ratings upon transaction announcement in February 2007
- Since announcement, GXP and ILA have achieved numerous milestones:
 - Filed merger cases in MO and KS
 - Initial filing in April 2007
 - Updated synergies and regulatory "ask" filed in August 2007
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- **Milestones (continued)**

- **Successful regulatory outcomes for both KCPL and ILA**

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Alternative Proposal

- Seeks to address parties' opposition to initial regulatory "ask".....
 - Recovery of ILA actual interest cost
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 - Synergy sharing
 - Transaction and transition costs
-*in the context of objectives to maintain current credit ratings at GXP and KCPL and achieve investment grade credit rating for ILA*



Credit Considerations



- M. Chesser testimony at MPSC hearings highlighted critical importance of credit quality to GXP / KCPL
- Proposal reflects a positive 2008-2012 pro forma credit profile
 - Early (primarily 2008) projected FFO / Debt challenges are temporary and mitigated by
 - Commitment by GXP to issue equity
 - Reduced business risk of the entity
 - Prudent management of capital expenditure timing
 - Significant recovery in 2009 and beyond as regulatory impacts from rate cases filed in '08, '09, and '10 are realized
- Details of the proposal are contained in the Appendix



Conclusion



- GXP requests that Moody's complete an RAS assessment of the impact of this proposal on the credit ratings of (1) Great Plains Energy; (2) Kansas City Power & Light; and (3) Aquila
- Verbal assessment requested by end of day Friday, January 4
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Key Assumptions

Regulatory

- [REDACTED] cost of debt recovery and [REDACTED] ROE
- [REDACTED]
- Transaction/transition costs [REDACTED]
- Rate case timing
 - [REDACTED] rate case effective on [REDACTED]
 - [REDACTED] rate case effective on [REDACTED]
 - [REDACTED] rate case effective on [REDACTED]

Capital structure

- Share issuance
 - [REDACTED]
 - [REDACTED]
 - [REDACTED]
 - [REDACTED]
- [REDACTED]

Operating

- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED] revenue per year assumed from [REDACTED] based on updated Aquila forecasts

Key Changes in Assumptions

	Change in EPS				Cum. Rate Case as % of 2006E Revenue
	2008E	2009E	2010E	2011E	
February 2007					
Cumulative rate base					
2006E rate case increase of \$23 MM					
Expenses as a result of change in NFOM, costs to achieve					
classified as NOL instead of NCL					
Accrued liability for legal contingencies					
Liability management assumptions:					
Equity issuance					
baseline revenue per year assumed from 2009E					
Regulatory Assumptions:					
Rate case timing					
Synergies:					
ROE					
cost of debt recovery					
Other Changes					
New GXP standalone case					
Other					
December 2007					

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Aquila Rate Case Increase Assumptions

(\$ in millions)

	2007E ⁽¹⁾	2008E	2009E	2010E	2011E	2012E
2007 Aquila Rate Case (Filed In July 2006)						
Fuel Adjustment Clause						
Plant Allocations ⁽²⁾						
Total						
Projected Rate Cases						
Amortization of Transaction Costs						
Amortization of Transition Costs						
Rate Case						
Rate Case						
Inflation, Allocations, Other						
Iatan II Power Plant						
Rate Case						
Rate Case						
Regulatory Amortization						
Cum. Rate Increase Required						
% of 2006E Revenue ⁽³⁾						
Rate Increase / (Decrease) per Year						
% of Prior Year Revenue						
Key Regulatory Statistics						
Rate Base						
Regulatory Equity Ratio						
Actual ROE						
Regulatory Cost of Debt						

Note: Aquila post-Asset Sale figures based on Aquila management plan as adjusted by GPE management.

(1) Figures adjusted to reflect full-year impact of 2007 rate cases for illustrative purposes.

(2) Reflects rate case increase authorized on 5/17/07 of \$13.6MM and \$45.2MM for L&P and MPS respectively.

(3) 2006E Revenues of \$628.5 MM, adjusted to reflect full-year impact of \$30.8 MM rate increase in March 2006.



Preliminary Earnings Impact Analysis

(\$ in millions)

	2008E	2009E	2010E	2011E	2012E
Revenue					
GXP ⁽¹⁾					
Aquila					
Total					
EBITDA ⁽²⁾					
GXP ⁽¹⁾					
Aquila					
Total					
% Growth					
Net Income					
GXP Standalone ⁽¹⁾					
Pro Forma ⁽¹⁾					
Increase / (Decrease)					
Average Shares Outstanding					
GXP Standalone					
Shares Issued in Transaction					
Equity Issuances ⁽³⁾					
Pro Forma Average Shares					
EPS					
GXP Standalone ⁽¹⁾					
Pro Forma ⁽⁴⁾					
Accretion / (Dilution) – \$					
Accretion / (Dilution) – %					

Source: GXP data per GXP management. Aquila data per Aquila management plan as adjusted by

GXP management.

- (1) Pro forma for sale of Strategic Energy
- (2) EBITDA includes income related to AFUDC equity. Excludes effect of transaction and transition costs.
- (3) Equity Issuances assumed to take place at the [REDACTED]
- (4) Excludes effect of transaction and transition costs. Pro forma for sale of Strategic Energy.

Preliminary Pro Forma Credit Impact

(\$ in millions)

	GPE					Pro Forma				
	2008E	2009E	2010E	2011E	2012E	2008E	2009E	2010E	2011E	2012E
Selected Credit Statistics ⁽¹⁾										
Average Debt / EBITDA										
FFO / Debt										
FFO / Net Debt										
Debt / Capitalization										
Net Debt / Capitalization										
EBITDA / Interest										
FFO Interest Coverage										
Pro Forma FFO / Net Debt										
S&P Benchmarks										
FFO / Debt										
Debt / Capitalization										
FFO Interest Coverage										

Notes: GPE statistics per GPE management. Pro forma statistics based on GPE management plan and Aquila management plan as adjusted by GPE management.

(1) Pro forma for sale of Strategic Energy.

(2) [REDACTED]



Synergies and Customer Look

KCPL/Aquila perspective

(\$ in millions)

	2008E	2009E	2010E	2011E	2012E	2013E
NFOM Savings						
Offset						
Retained						
Cumulative						

Customer perspective

(\$ in millions)

	2008E	2009E	2010E	2011E	2012E	2013E
Net Retained						
Transaction costs						
Transition costs						
Retained						
Cumulative						

Share Issuances

■ Incremental shares issued in ()

■ Share price of () assumed

(\$ in millions)

	2008E	2009E	2010E	2011E	2012E
Share Issuances					
GXP standalone					
Equity / Adjustments					
Total					

Pro Forma GXP Financials

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Preliminary Income Statement

(\$ in millions, except per share data)

	2008E	2009E	2010E	2011E	2012E
EBITDA⁽¹⁾					
GXP					
Aquila					
EBITDA					
Depreciation and Amortization					
Operating Income (EBIT)					
Equity Earnings					
Other					
AFUDC Equity – GXP					
AFUDC Equity – Aquila					
Total Other Income					
Interest Income					
Amortization of Debt Write-Up					
AFUDC Debt – GXP					
AFUDC Debt – Aquila					
Interest Expense – GXP					
Interest Expense – Aquila					
Total Net Interest Expense					
Pretax Income					
Income Tax Benefit / Taxes					
Effective Blended Tax Rate					
Net Income (Loss) from Continuing Operations					
Mark-to-Market and Unusual Items					
Preferred Stock Dividends					
Pro Forma Net Income (Loss) Available for Common					
Average Shares					
Pro Forma Net Earnings (Loss) per Common Share					
% Growth					

Source: GXP data and retained synergies per GXP Management. Aquila data per Aquila Management Plan, as adjusted by GXP Management.

(1) EBITDA excludes income related to equity AFUDC.



Preliminary Balance Sheet

(\$ in millions)	2008E	2009E	2010E	2011E	2012E
Cash & Equivalents					
Restricted Cash					
Accounts Receivable					
Inventory					
Prepaid Pension					
Other Current Assets					
Total Current Assets					
Gross PP&E					
Accumulated Depreciation					
Net PP&E					
Price Risk Management Assets					
Capitalized Restructuring Costs					
Capitalized Financing Fees					
Goodwill					
Other Assets					
Total Assets					
Accounts Payable					
Accrued Expenses & Liabilities					
Other Current Liabilities					
Total Current Liabilities					
Existing GXP Debt					
Aquila Debt Write-up					
Acquisition Debt					
Aquila Revolver Debt					
Aquila Long Term Debt					
Total Debt					
Deferred Tax Liabilities					
Price Risk Management Liabilities					
Deferred Credits and Other Liabilities					
Total Liabilities					
Preferred Stock					
Stockholders' Equity					
Total Liabilities & Shareholders' Equity					

Source: GXP data and retained synergies per GXP Management. Aquila data per Aquila Management Plan, as adjusted by GXP Management.



Preliminary Cash Flow Statement

(\$ in millions)

	2008E	2009E	2010E	2011E	2012E
Funds from Operating Activities					
Net Income					
Depreciation and Amortization					
Amortization of Debt Write-Up					
Amortization of Restructuring Costs					
Amortization of Financing Fees					
Loss from Equity Investments					
Deferred Taxes					
AFUDC Equity – GXP					
AFUDC Equity – Aquila					
Changes in Other LT Assets and LT Liabilities					
Change in Working Capital					
Cash Flow from Operating Activities					
Funds from Investing Activities					
GXP Capex					
Aquila Capex					
AFUDC Debt – GXP					
AFUDC Debt – Aquila					
Asset Sales					
Cash Flow from Investing Activities					
Free Cash Flow (FCF)					
Funds from Financing Activities					
Additional Borrowings / (Mandatory Repayments):					
GXP Debt					
Aquila Debt					
Total Optional Debt Repayments:					
GXP Debt					
Aquila Debt					
Preferred Stock Dividends					
Common Stock Dividends					
Equity Issuances / (Repurchases)					
Cash Flow from Financing Activities					
Net Cash Flow					

Source: GXP data and retained synergies per GXP Management. Aquila data per Aquila Management Plan, as adjusted by GXP Management.

Standalone Aquila Financials

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Preliminary Income Statement

(\$ in millions)	2008E	2009E	2010E	2011E	2012E
EBITDA – Inc/ Regulatory Amortization					
Depreciation & Amortization					
Operating Income (EBIT)					
AFUDC – Equity					
Interest Income					
Interest Expense					
AFUDC - Debt					
Net Interest Expense					
Pretax Income					
Income Tax Benefit / Taxes					
Net Income (Loss)					
Net Income (Loss) Excluding Transition Costs					



Preliminary Balance Sheet

(\$ in millions)	2008E	2009E	2010E	2011E	2012E
Cash & Equivalents					
Restricted Cash					
Accounts Receivable					
Inventory					
Prepaid Pension					
Other Current Assets					
Total Current Assets					
Gross PP&E					
Accumulated Depreciation					
Net PP&E					
Price Risk Management Assets					
Restructuring costs					
Goodwill					
Other Assets					
Total Assets					
Accounts Payable					
Accrued Expenses & Liabilities					
Other Current Liabilities					
Total Current Liabilities					
Revolver Debt					
Long Term Debt					
Total Debt					
Deferred Tax Liabilities					
DTA - Restructuring Costs					
Price Risk Management Liabilities					
Long-term Gas Contracts					
Deferred Credits and Other Liabilities					
Total Liabilities					
Stockholders' Equity					
Total Liabilities & Shareholders' Equity					

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Preliminary Cash Flow Statement

(\$ in millions)	2008E	2009E	2010E	2011E	2012E
Funds from Operating Activities					
Net Income					
Depreciation					
Amortization of Restructuring Costs					
Deferred Taxes - Restructuring costs					
Deferred Taxes - NOL Utilization					
Deferred Taxes - Regulatory Amortization					
Deferred Taxes - Depreciation					
AFUDC - Equity					
Changes in Other LT Assets and LT Liabilities					
Funds from Operations (FFO)					
Change in Working Capital					
Cash Flow from Operating Activities					
Funds from Investing Activities					
Total CapEx					
AFUDC - Debt					
Cash Flow from Investing Activities					
Free Cash Flow (Cash Available to Service Total Debt)					
Funds from Financing Activities					
Total Optional Debt Repayments					
Cash Flow from Financing Activities					
Net Cash Flow					

Preliminary Credit Statistics

(\$ in millions)

	Aquila (Post-Asset Sale) (BP=6)				
	2008E	2009E	2010E	2011E	2012E
Selected Credit Statistics ⁽¹⁾					
Average Debt / EBITDA					
FFO / Debt					
Debt / Capitalization					
Net Debt / Capitalization					
EBITDA / Interest					
FFO Interest Coverage					
S&P BBB Benchmarks					
	BB Rating Business Position 5			BB Rating Business Position 6	
FFO / Debt					
Debt / Capitalization					
FFO Interest Coverage					

Capital Expenditure

(\$ in millions)

	2007E	Post-Transaction Period					Total
		2008E	2009E	2010E	2011E	2012E	'07-'12
Aquila Management Plan							
Iatan – Great Plains Estimates							
Adjustments (With Impact on Rate Base)							
Peakers							
Environmental							
Other Generation							
Total Distribution							
Total Transmission							
Total IT							
Total							
Total Adjustments to Capex							
Total Capex							

Note: Aquila post-Asset Sale figures based on Aquila management plan as adjusted by Great Plains management.