MANAGEMENT'S DISCUSSION AND ANALYSIS

(Tabular amounts and amounts in footnotes to tables are in millions of Canadian dollars unless otherwise indicated.)

This Management's Discussion and Analysis ("MD&A") dated May 1, 2024 is provided to enable readers to assess the results of operations, liquidity and capital resources of TriSummit Utilities Inc. ("TSU" or the "Company") as at and for the three months ended March 31, 2024. This MD&A should be read in conjunction with the accompanying condensed interim consolidated financial statements as at and for the three months ended March 31, 2024 (the "Interim Financial Statements"), the Company's audited consolidated financial statements as at and for the year ended December 31, 2023 and the Company's management's discussion and analysis for the year ended December 31, 2023.

The Company's presentation currency is in Canadian dollars. In this MD&A, references to "$" are to Canadian dollars unless otherwise indicated. The Interim Financial Statements and comparative information have been prepared in accordance with United States ("U.S.") generally accepted accounting principles ("U.S. GAAP") as codified by the Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC"). Throughout this MD&A, reference to GAAP refers to U.S. GAAP. Any reference to per Common Share measures are presented on a basic basis, unless otherwise indicated.

This MD&A refers to certain terms commonly used in the rate-regulated utility industry, such as "rate-regulated", "rate base" and "return on equity". The terms "rate base" and "return on equity" are key performance indicators but are not considered to be non-GAAP measures. Rate base is an amount that a utility is required to calculate for regulatory purposes, and generally refers to net book value of the utility's assets for regulatory purposes. Return on equity or "ROE" is a percentage that is set or approved by a utility's regulator and represents the rate of return that a regulator allows the utility to earn on the equity component of the utility's rate base. The Company refers to the rate base of its utility businesses because it believes that such term assists in understanding the Company's business and is commonly used by investors to help evaluate the performance of rate-regulated utilities. For a discussion of these terms and other terms commonly used in the rate-regulated utility industry, please see the "*Business of the Company - Utilities Business*" section in the annual information form of TSU dated March 6, 2024 (the "Annual Information Form").

Abbreviations, acronyms, and capitalized terms used in this MD&A that are not otherwise defined herein are used consistently with the definitions in the Annual Information Form.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION

This MD&A contains certain forward-looking information and statements within the meaning of applicable securities laws. The use of any of the words "expect", "anticipate", "continue", "estimate", "objective", "ongoing", "may", "will", "should", "believe", "plan", "would", "could", "focus", "forecast", "opportunity" and similar expressions are intended to identify forward-looking information or statements. In particular, but without limiting the foregoing, this MD&A contains forward-looking information and statements pertaining to the following: expected success of financing plans and strategies, including maintenance of TSU's credit rating; the expected safety and reliability of TSU's operations; expectations regarding the planned CINGSA (as defined herein) expansion, including the capital cost and the commencement of service; the Stage 2 GCOC (as defined herein) proceedings announced by the BCUC (as defined herein); the PBR (as defined herein) proceedings announced by the AUC (as defined herein); expectations regarding the outcome of discussions with Cedar LNG (as defined herein) for the provision of natural gas service; expectations regarding planned expenditures and related investments and capital program from 2024 to 2028 and the expected capital spend in 2024; expected fluctuations in the Company's working capital and the expected funding of the Company's capital program; the Company's objective for managing capital and its effects on rate base and return to investors; the payment of dividends to the Company's shareholder; and expected impact of adopting ASUs (as defined herein) in the future on the Company's consolidated financial statements.

The forward-looking information and statements contained in this MD&A reflect several material factors, expectations and assumptions of the Company including, without limitation: expected commodity supply, demand and pricing; that the Company will continue to conduct its operations in a manner consistent with past operations; the general continuance of current or, where applicable, assumed industry conditions; regulatory approvals and policies; funding operating and capital costs; project completion dates; capacity expectations; that there will be no material defaults by the counterparties to agreements with the Company and such agreements will not be terminated prior to their scheduled expiry; and the Company will continue to have access to wind and water resources in amounts consistent with the amounts expected by the Company. The Company believes the material factors, expectations and assumptions reflected in the forward-looking information and statements are reasonable, but no assurance can be given that these factors, expectations and assumptions will prove to be correct.

The forward-looking information and statements included in this MD&A are not guarantees of future performance and should not be unduly relied upon. Such information and statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking information and statements, including, without limitation: changes in the demand for or supply of the Company's services; unanticipated operating results; changes in regulatory matters; limited, unfavourable or a lack of access to capital markets; increased costs; the impact of competitors; attracting and retaining skilled personnel and certain other risks (including, without limitation, those risks identified elsewhere in this MD&A); and the other factors discussed under the heading *"Risk Factors"* in the Annual Information Form and set out in the Company's other continuous disclosure documents.

The Company believes the forward-looking statements in this MD&A are reasonable. However, such statements are not a guarantee that any of the actions, events or results of the forward-looking statements will occur, or if any of them do occur, their timing or what impact they will have on the Company's results of operations or financial condition. Because of these uncertainties, investors should not put undue reliance on any forward-looking statements.

The forward-looking statements included in this MD&A are expressly qualified by this cautionary statement and are made as of the date of this MD&A. The Company does not undertake any obligation to publicly update or revise any forward-looking statements except as required by Canadian securities laws.

Additional information relating to the Company, including the Annual Information Form, is available on SEDAR+ at *www.sedarplus.ca.*

THE COMPANY

TSU is incorporated under the *Canada Business Corporations Act* and its registered office and principal place of business is in Calgary, Alberta. TSU is a wholly owned subsidiary of TriSummit Cycle Inc., a company in which the Public Sector Pension Investment Board indirectly holds a majority economic interest and Alberta Investment Management Corporation indirectly holds a minority economic interest.

On March 1, 2023, Alaska Utility Holdings Inc. ("AUHI"), a subsidiary of the Company, completed the acquisition of a 100 percent interest in ENSTAR Natural Gas Company, LLC, Alaska Pipeline Company, LLC, and Norstar Pipeline Company, Inc. and a 65 percent indirect interest in CINGSA (collectively, the "Alaska Utilities Business") from a subsidiary of AltaGas Ltd., in an all cash transaction valued at approximately US$800 million, before customary post-closing adjustments (the "Alaska Utilities Acquisition").

The Company owns and operates rate-regulated distribution and transmission utility businesses through its wholly-owned operating subsidiaries ENSTAR Natural Gas Company, LLC and Alaska Pipeline Company, LLC, in Alaska (collectively, "ENSTAR"), Apex Utilities Inc. ("AUI") in Alberta, Pacific Northern Gas Ltd. ("PNG") and Pacific Northern Gas (N.E.) Ltd. ("PNG(N.E.)") in British Columbia and Eastward Energy Incorporated ("EEI") in Nova Scotia. The Company also owns a 100 percent interest in the Bear Mountain Wind Park in British Columbia, a 65 percent indirect interest in an Alaska regulated storage facility owned by CINGSA, and an approximately 10 percent indirect interest in the Northwest Hydro Facilities.

FIRST QUARTER FINANCIAL HIGHLIGHTS

(Normalized EBITDA, normalized funds from operations, normalized net income, net debt, and net debt to total capitalization ratio are non-GAAP financial measures. Please see the *"Non-GAAP Financial Measures"* section of this MD&A.)

- Net income attributable to shareholder was $35.8 million compared to $30.1 million in the first quarter of 2023.
- Normalized net income was $35.3 million, compared to $27.4 million in the first quarter of 2023.
- Operating income was $60.4 million, compared to $33.6 million in the first quarter of 2023.
- Normalized EBITDA was $82.5 million, compared to $56.8 million in the first quarter of 2023.
- Cash from operations was $30.4 million, compared to $46.4 million in the first quarter of 2023.
- Normalized funds from operations was $62.2 million, compared to $46.3 million in the first quarter of 2023.
- Net debt was $1,461.8 million as at March 31, 2024, compared to $1,430.9 million as at December 31, 2023.
- Net debt to total capitalization ratio was 52.5 percent as at March 31, 2024, compared to 52.8 percent as at December 31, 2023.
- Rate base as at March 31, 2024 was $1,869 million inclusive of construction work in progress, compared to $1,714 million as at March 31, 2023.

OVERVIEW OF THE BUSINESS

TSU has three reporting segments:

- Utilities, which owns and operates rate-regulated distribution and transmission assets in Alaska, Alberta, British Columbia and Nova Scotia. TSU also owns an indirect 65 percent interest in a regulated storage utility in Alaska. In aggregate, the utilities had approximately $1,869 million of rate base as at March 31, 2024 inclusive of construction work in progress and serve approximately 289,000 customers across Canada and the United States.
- Renewable Energy, which includes the 102 MW Bear Mountain Wind Park and an approximately 10 percent indirect interest in the 303 MW Northwest Hydro Facilities.
- Corporate, which primarily includes the cost of providing shared services, financing and access to capital, and general corporate support as well as the equity investment in the NGIF Cleantech Ventures Limited Partnership.

BUSINESS AND REGULATORY UPDATES

PNG Generic Cost of Capital Proceeding

On September 5, 2023, the BCUC issued a decision on Stage 1 of the GCOC proceeding which established the common equity component and ROE for each of the FortisBC gas and electric utilities. Stage 2 of the GCOC proceeding has commenced and FortisBC Energy Inc. (gas utility) has been determined to be the benchmark utility for all utilities. In this next stage of the proceeding, the BCUC will conduct a review of the relative risk of the other utilities, including PNG, as compared to the benchmark utility to determine their applicable common equity component and return on equity. In April 2024, PNG submitted its evidence to the BCUC. It is expected that this process will continue into the fourth quarter of 2024.

PNG Reactivation Project

In September 2023, PNG and Cedar LNG Partners LP ("Cedar LNG") entered into a Transportation Reservation Agreement ("TRA") for a firm capacity reservation on the PNG Western System. The TRA was not extended beyond the first quarter of 2024. However, PNG continues to advance discussions regarding the provision of natural gas service to Cedar LNG.

Performance Based Regulation in Alberta

On March 15, 2024, the AUC issued a decision approving AUI's 2024 annual PBR Rates on an interim basis.

ENSTAR Rate Application

On August 1, 2022, ENSTAR filed a rate case with the RCA requesting adjustments to customer rates based on a 2021 test year. On October 2, 2023, ENSTAR and the intervening parties in its rate case submitted a partial stipulation to the RCA resolving all rate case matters except for the determination of a fair and reasonable ROE for ENSTAR. The RCA accepted the stipulation in an order dated October 11, 2023, which included an increase in equity thickness to 54.11 percent. On April 8, 2024, the RCA issued a final order granting ENSTAR a regulated ROE of 11.875 percent.

CINGSA Expansion and Reliability Project

In December 2023, CINGSA and ENSTAR entered into an Expansion Precedent Agreement where CINGSA will provide firm storage service ("FSS") to ENSTAR under an Expansion FSS Agreement. The RCA approved the Expansion FSS Agreement in December 2023. CINGSA is required to file inception rates 45 days before the commencement of the expansion service, which is anticipated by the end of 2024. The CINGSA expansion and reliability project is expected to increase the capacity of CINGSA to 13 Bcf and will include the drilling of 2 new storage wells, installation of a new turbine compressor unit and installation of an additional dehydration unit. The expected capital cost for the expansion project is approximately US$72 million. The new capacity is fully contracted to ENSTAR. As at March 31, 2024, US$5 million of capital expenditures have been incurred on the project.

CAPITAL PROGRAM GUIDANCE

Over the 2024 to 2028 time period, TSU expects capital investments of up to $1.3 billion at its Utilities. The expected capital program includes investments in system betterment projects to maintain the safety and reliability of TSU's utility infrastructure, new business opportunities, technology improvements, and energy evolution investments. In 2024, TSU expects capital investments to be in the range of $270 to $300 million.

SEASONALITY

Results for the Utilities segment have a high degree of seasonality associated with them as the second and third quarters usually produce lower net income as a result of warmer weather, lower customer demand, and certain expenses such as depreciation, operating and administrative expenses, and interest expense, which generally increase as a result of rate base growth and are more evenly distributed throughout the year. These increased costs are normally more than offset in the first and fourth quarters which produce higher net income as a result of colder weather and higher customer demand.

SELECTED FINANCIAL INFORMATION

The following tables summarize key financial results:

	Three Months Ended March 31	
($ millions)	**2024**	2023
Normalized EBITDA[1]	**82.5**	56.8
Operating income	**60.4**	33.6
Net income attributable to shareholder	**35.8**	30.1
Normalized net income [1]	**35.3**	27.4
Total assets	**3,472.5**	3,255.9
Total long-term liabilities	**1,879.3**	1,909.2
Net additions to property, plant and equipment	**25.8**	11.9
Dividends declared	**11.5**	9.3
Cash from operations	**30.4**	46.4
Normalized funds from operations[1]	**62.2**	46.3

	Three Months Ended March 31	
($ per Common Share, except Common Shares outstanding)	**2024**	2023
Net income attributable to shareholder - basic and diluted	**1.19**	1.00
Normalized net income - basic[1]	**1.18**	0.91
Cash from operations	**1.01**	1.55
Normalized funds from operations[1]	**2.07**	1.54
Weighted average number of Common Shares outstanding - basic (millions)	**30.0**	30.0

(1) Non-GAAP financial measure; see discussion in the *"Non-GAAP Financial Measures"* section of this MD&A.

The following table summarizes TSU's consolidated results:

	Three Months Ended March 31	
($ millions)	**2024**	2023
Revenue	**341.5**	238.3
Cost of sales	**(208.7)**	(145.5)
Operating and administrative expense	**(52.3)**	(50.3)
Accretion expense	**(0.1)**	(0.1)
Depreciation and amortization expense	**(21.6)**	(14.3)
Loss from equity investments	**(0.4)**	(2.1)
Unrealized gain on risk management contracts	**0.6**	5.7
Other income	**1.4**	1.7
Foreign exchange gain	**—**	0.2
Operating income	**60.4**	33.6
Interest expense	**(17.8)**	(7.7)
Income tax recovery (expense)	**(6.2)**	4.5
Net income after taxes	**36.4**	30.4
Net income attributable to non-controlling interests	**(0.6)**	(0.3)
Net income attributable to shareholder	**35.8**	30.1

Three Months Ended March 31

Normalized EBITDA for the three months ended March 31, 2024 was $82.5 million, an increase of $25.7 million relative to the same period in 2023 primarily due to the inclusion of a full quarter of results from the Alaska Utilities Business, higher approved rates and rate base growth at the Utilities, higher normalized EBITDA from the Northwest Hydro Facilities, and colder weather in Alberta compared to the same period in 2023, partially offset by lower generation from the Bear Mountain Wind Park and warmer weather in Alaska during the month of March compared to the same period in 2023.

Operating income for the three months ended March 31, 2024 was $60.4 million, an increase of $26.8 million relative to the same period in 2023 primarily due to the same factors as the increase in normalized EBITDA discussed above and lower transaction costs related to the Alaska Utilities Acquisition, partially offset by higher depreciation and amortization expense and lower unrealized gain on risk management contracts.

Operating and administrative expense for the three months ended March 31, 2024 was $52.3 million, an increase of $2.0 million from the same period in 2023 mainly due to the inclusion of a full quarter of operating and administrative expense from the Alaska Utilities Business.

Depreciation and amortization expense for the three months ended March 31, 2024 was $21.6 million, an increase of $7.3 million from the same period in 2023 mainly due to the inclusion of a full quarter of depreciation and amortization expense from the Alaska Utilities Business and rate base growth at the Utilities.

Interest expense for the three months ended March 31, 2024 was $17.8 million compared to $7.7 million in the same period in 2023. The increase of $10.1 million was mainly due to higher average debt balance related to a full quarter of ownership of the Alaska Utilities Business and higher average interest rates.

Income tax expense for the three months ended March 31, 2024 was $6.2 million, compared to income tax recovery of $4.5 million in the same period in 2023. The increase in income tax expense was primarily due to higher taxable income as a result of lower transaction costs during the three months ended March 31, 2024.

Normalized net income for the three months ended March 31, 2024 was $35.3 million, an increase of $7.9 million relative to the same period in 2023 mainly due to the same factors as the increase in normalized EBITDA discussed above, partially offset by higher depreciation and amortization expense, higher interest expense and higher income tax expense.

Net income attributable to shareholder for the three months ended March 31, 2024 was $35.8 million, an increase of $5.7 million compared to the same period in 2023. The increase was mainly due to the same factors as the increase in operating income discussed above, partially offset by higher interest expenses and higher income tax expense.

Normalized funds from operations for the three months ended March 31, 2024 was $62.2 million, an increase of $15.9 million relative to the same period in 2023, primarily due to higher normalized EBITDA discussed above, higher interest expense and current income tax expense.

Please refer to the "*Liquidity and Capital Resources - Liquidity"* section of this MD&A for a discussion of changes in cash from operating activities.

RESULTS BY REPORTING SEGMENT

Normalized EBITDA by Reporting Segment[(1)]

	Three Months Ended March 31	
($ millions)	**2024**	2023
Utilities	**$ 81.5**	$ 54.2
Renewable Energy	**2.2**	1.8
Corporate	**(1.2)**	0.8
	$ 82.5	$ 56.8

(1) Non-GAAP financial measure; see discussion in the *"Non-GAAP Financial Measures"* section of this MD&A.

Operating Income (Loss) by Reporting Segment

	Three Months Ended March 31	
($ millions)	**2024**	2023
Utilities	**$ 62.4**	$ 56.9
Renewable Energy	**(0.5)**	(1.1)
Corporate	**(1.5)**	(22.2)
	$ 60.4	$ 33.6

UTILITIES SEGMENT REVIEW

Financial results

	Three Months Ended March 31	
($ millions)	**2024**	2023
Revenue	**$ 337.9**	$ 233.7
Cost of sales	**(208.6)**	(145.4)
Operating and administrative expense	**(49.3)**	(35.0)
Normalized EBITDA from equity investment	**0.1**	0.1
Other income	**1.4**	0.8
Normalized EBITDA[(1)]	**$ 81.5**	$ 54.2
Unrealized gain on risk management contracts	**0.6**	15.0
Depreciation and amortization expense	**(19.7)**	(12.5)
Foreign exchange gain	**—**	0.2
Operating income	**$ 62.4**	$ 56.9

(1) Non-GAAP financial measure; see discussion in the *"Non-GAAP Financial Measures"* section of this MD&A.

Operating statistics

	Three Months Ended March 31	
	2024	2023
Natural gas deliveries - end-use (PJ)[(1)]	**28.4**	18.2
Natural gas deliveries - transportation (PJ)[(1)]	**8.7**	3.8
Degree day variance from normal - ENSTAR (%)[(2)(3)]	**5.3**	3.9
Degree day variance from normal - AUI (%)[(2)]	**2.6**	0.3
Degree day variance from normal - EEI (%)[(2)]	**(8.4)**	(9.0)

(1) Inclusive of ENSTAR's natural gas deliveries since March 1, 2023.

(2) A degree day for ENSTAR, AUI and EEI is the cumulative extent to which the daily mean temperature falls below 65 degrees Fahrenheit at ENSTAR, 15 degrees Celsius at AUI and 18 degrees Celsius at EEI. Normal degree days are based on a 10-year rolling average at ENSTAR and a 20-year rolling average at AUI and EEI. Positive variances from normal lead to increased delivery volumes from normal expectations. Degree day variances do not materially affect the results of PNG, as the BCUC has approved a rate stabilization mechanism for its residential and small commercial customers.

(3) Degree day for ENSTAR is calculated from March 1, 2023.

Three Months Ended March 31

Revenue increased by $104.2 million for the three months ended March 31, 2024, as compared to the same period in 2023, primarily due to the inclusion of a full quarter of revenue from the Alaska Utilities Business, higher approved rates and rate base growth, and colder weather in Alberta compared to the same period in 2023, partially offset by warmer weather in Alaska during the month of March compared to the same period in 2023.

Normalized EBITDA increased by $27.3 million for the three months ended March 31, 2024, as compared to the same period in 2023, primarily due to the inclusion of a full quarter of results from the Alaska Utilities Business, higher approved rates and rate base growth, and colder weather in Alberta compared to the same period in 2023, partially offset by warmer weather in Alaska during the month of March compared to the same period in 2023.

Operating income increased by $5.5 million for the three months ended March 31, 2024, as compared to the same period in 2023, primarily due to the same factors as the increase in normalized EBITDA discussed above, partially offset by higher depreciation and amortization expense and a lower unrealized gain on risk management contracts compared to the same period in 2023.

RENEWABLE ENERGY SEGMENT REVIEW

Financial results

		Three Months Ended March 31		
($ millions)		**2024**		2023
Revenue	**$**	**3.6**	$	4.6
Cost of sales		**(0.1)**		(0.1)
Operating and administrative expense		**(1.6)**		(1.5)
Normalized EBITDA from equity investment		**0.3**		(1.2)
Normalized EBITDA[1]	**$**	**2.2**	$	1.8
Depreciation and amortization expense		**(1.8)**		(1.8)
Accretion expense		**(0.1)**		(0.1)
Accretion and depreciation and amortization expense from equity investment		**(0.8)**		(1.0)
Operating loss	**$**	**(0.5)**	$	(1.1)

(1) Non-GAAP financial measure; see discussion in the *"Non-GAAP Financial Measures"* section of this MD&A.

Operating statistics

	Three Months Ended March 31	
	2024	2023
Bear Mountain Wind Park power sold (GWh)	**33.0**	41.7
Northwest Hydro Facilities power sold (GWh)[1]	**7.3**	2.6

(1) Representing 10 percent of the total power sold by the Northwest Hydro Facilities.

Three Months Ended March 31

Revenue decreased by $1.0 million for the three months ended March 31, 2024 as compared to the same period in 2023, primarily due to lower generation at the Bear Mountain Wind Park, partially offset by higher sales of renewable energy certificates ("RECs").

Normalized EBITDA increased by $0.4 million for the three months ended March 31, 2024 as compared to the same period in 2023, primarily due to higher normalized EBITDA from the Northwest Hydro Facilities, partially offset by lower revenue at the Bear Mountain Wind Park.

Operating loss decreased by $0.6 million for the three months ended March 31, 2024 as compared to the same period in 2023 due to the same factors as the increase in normalized EBITDA discussed above and lower accretion and depreciation expense from the investment in the Northwest Hydro Facilities.

During the three months ended March 31, 2024, TSU recorded a loss of $0.5 million from its investment in the Northwest Hydro Facilities as compared to a loss of $2.2 million in the same period in 2023. The increase in equity income was primarily due to lower operating expense and higher generation at the Northwest Hydro Facilities.

CORPORATE SEGMENT REVIEW

($ millions)		Three Months Ended March 31 2024		2023
Operating and administrative expense	**$**	**(1.2)**	$	(0.1)
Other income		**—**		0.9
Normalized EBITDA[1]	**$**	**(1.2)**	$	0.8
Depreciation and amortization		**(0.1)**		—
Unrealized loss on risk management contracts		**—**		(9.3)
Transaction costs		**(0.2)**		(13.7)
Operating loss	**$**	**(1.5)**	$	(22.2)

(1) Non-GAAP financial measure; see discussion in the *"Non-GAAP Financial Measures"* section of this MD&A.

Expenses incurred by the Corporate segment are primarily associated with providing corporate shared services and business development. For the three months ended March 31, 2024, normalized EBITDA was a loss of $1.2 million compared to normalized EBITDA of $0.8 million for the first three months ended March 31, 2023. The decrease in normalized EBITDA for the three months ended March 31, 2024 compared to the same period in 2023 was primarily due to higher salaries and wages and lower interest income. For the three months ended March 31, 2024, corporate costs of $3.4 million were allocated to TSU's operating segments compared to $3.1 million for the same periods in 2023.

For the three months ended March 31, 2024, operating loss was $1.5 million compared to $22.2 million for the three months ended March 31, 2023. The decrease in operating loss was due to lower transaction costs related to the Alaska Utilities Acquisition and the absence of an unrealized loss on risk management contracts.

SUMMARY OF SELECTED QUARTERLY RESULTS[1]

The following table sets forth unaudited quarterly information for each of the eight quarters from the quarter ended June 30, 2022 to the quarter ended March 31, 2024.

($ millions, except per Common Share amounts)	**Q1-24**	Q4-23	Q3-23	Q2-23
Revenue	**341.5**	298.2	128.6	179.4
Normalized net income (loss)[2]	**35.3**	30.7	(2.3)	4.1
Net income (loss) attributable to shareholder	**35.8**	37.4	(2.9)	3.4
Net income (loss) attributable to shareholder per Common Share - basic and diluted ($)	**1.19**	1.25	(0.10)	0.11
Dividends declared per Common Share ($)[3]	**0.3825**	0.3825	0.3100	0.3100

($ millions, except per Common Share amounts)	Q1-23	Q4-22	Q3-22	Q2-22
Revenue	238.3	153.8	63.4	84.8
Normalized net income (loss)[2]	27.4	23.6	(1.4)	(1.2)
Net income (loss) attributable to shareholder	30.1	1.9	7.2	(1.4)
Net income (loss) attributable to shareholder per Common Share - basic and diluted ($)	1.00	0.06	0.24	(0.05)
Dividends declared per Common Share ($)[3]	0.3100	0.3100	0.2925	0.2925

(1) Amounts may not add due to rounding.

(2) Non-GAAP financial measure; see discussion in the *"Non-GAAP Financial Measures"* section of this MD&A.

(3) TSU declares and pays a quarterly dividend on its Common Shares. Dividends are at the discretion of the board of directors and dividend levels are reviewed periodically, giving consideration to the ongoing sustainable cash flow from operating activities, maintenance and growth capital expenditures, and debt repayment requirements of TSU.

Quarter-over-quarter financial results are impacted by seasonality, weather, planned and unplanned outages, and timing and recognition of regulatory decisions.

Revenue for the Utilities segment is generally the highest in the first and fourth quarters of any given year as the majority of natural gas demand occurs during the winter heating season, which typically extends from November to March. Revenue subsequent to March 1, 2023 also includes revenue from the Alaska Utilities Business.

Net income attributable to shareholder is affected by non-cash items such as deferred income tax, depreciation and amortization expense, accretion expense, impairment, gains and losses on risk management contracts, and gains or losses on the sale of assets. For these reasons, net income may not necessarily reflect the same trends as revenue. In addition, the equity investment in the Northwest Hydro Facilities is impacted by seasonal precipitation, which creates periods of high river flow, typically during May through October of any given year. The following also resulted in variances to net income attributable to shareholder during the periods noted:

- Inclusion of net income from the Alaska Utilities Business subsequent to March 1, 2023;
- After-tax gain on settlement of the deal contingent interest rate swap of $4.5 million in 2023; and
- After-tax transaction costs of $0.1 million incurred in the first quarter of 2024, $10.8 million and $4.4 million incurred throughout 2023 and 2022 respectively related to the Alaska Utilities Acquisition.

LIQUIDITY AND CAPITAL RESOURCES

Liquidity

The Company's primary sources of liquidity are cash flow from operations and debt additions. The Company's cash requirements include funding for capital expenditures and working capital, servicing and repaying long-term debt, and dividend payments. The Company's sources and uses of cash are further discussed below:

	Three Months Ended March 31	
($ millions)	**2024**	2023
Cash from operations	**$ 30.4**	$ 46.4
Cash used in investing activities	**(41.6)**	(1,076.7)
Cash from financing activities	**15.2**	1,052.0
Increase in cash and cash equivalents and restricted cash	**$ 4.0**	$ 21.7

Cash from operations

During the three months ended March 31, 2024, cash from operations decreased by $16.0 million as compared to the same period in 2023 primarily due to an unfavorable variance from changes in operating assets and liabilities, partially offset by higher cash earnings. The unfavorable variance in changes in operating assets and liabilities were primarily due to timing of supplier payments.

Investing activities

During the three months ended March 31, 2024, cash used in investing activities decreased by $1,035.1 million as compared to the same period in 2023 primarily due to the Alaska Utilities Acquisition in 2023, partially offset by higher capital expenditures.

See also the "*Capital Expenditures"* section of this MD&A.

Financing activities

During the three months ended March 31, 2024, cash from financing activities decreased by $1,036.8 million as compared to the same period in 2023 primarily due to the absence of cash contributions from shareholder and lower debt issuance, partially offset by an increase in dividends paid.

Working Capital

($ millions except current ratio)		March 31, 2024		December 31, 2023
Current assets	$	**307.4**	$	303.7
Current liabilities		**210.5**		259.1
Working capital	$	**96.9**	$	44.6
Working capital ratio		**1.46**		1.17

The variation in the working capital was primarily due to a decrease in accounts payable and accrued liabilities. TSU's working capital will fluctuate in the normal course of business, and any working capital deficiency will be funded using cash flow from operations and available credit facilities as required.

Capital Resources

The Company's objective for managing capital is to maintain its investment grade credit rating, ensure adequate liquidity, maximize the profitability of its existing assets and grow its business through prudent capital investments which ultimately add to the utilities' rate base, and enhance returns to its shareholder. The Company's capital resources are comprised of short-term and long-term debt (including the current portion).

The use of debt or equity funding is based on TSU's capital structure, which is determined by considering the norms and risks associated with operations and cash flow stability and sustainability.

($ millions, except where noted)		March 31, 2024		December 31, 2023
Short-term debt	$	**40.0**	$	39.6
Current portion of long-term debt		**8.7**		8.6
Long-term debt(1)		**1,435.7**		1,402.5
Total debt		**1,484.4**		1,450.7
Less: cash and cash equivalents		**(22.6)**		(19.8)
Net debt(2)	$	**1,461.8**	$	1,430.9
Total equity		**1,322.5**		1,280.3
Total capitalization	$	**2,784.3**	$	2,711.2
Net debt-to-total capitalization(2) (%)		**52.5**		52.8

(1) Net of debt issuance costs of $6.4 million as of March 31, 2024 (December 31, 2023 - $6.6 million).
(2) Non-GAAP financial measure; see discussion in the *"Non-GAAP Financial Measures"* section of this MD&A.

As at March 31, 2024, TSU's total debt primarily consisted of outstanding MTNs of $950 million (December 31, 2023 - $950 million), AUHI Notes of US$165 million (December 31, 2023 - US$165 million), CINGSA long-term debt of US$37.5 million (December 31, 2023 - US$39.8 million), PNG debentures of $21.0 million (December 31, 2023 - $21.0 million) and $240.9 million drawn under other bank credit facilities (December 31, 2023 - $210.8 million). In addition, TSU had $7.4 million of letters of credit issued (December 31, 2023 - $7.4 million).

TSU's earnings interest coverage for the rolling 12 months ended March 31, 2024 was 2.1 times (12 months ended March 31, 2023 - 2.1 times).

Credit Facilities

The Company funds its long- and short-term borrowing requirements with credit facilities as follows:

($ millions)	Borrowing capacity	Drawn at March 31, 2024	Drawn at December 31, 2023
Canadian syndicated revolving credit facility(1)	**$ 235.0**	**$ 69.9**	$ 51.9
U.S. syndicated revolving credit facility(2)(3)	**203.3**	**131.0**	119.3
Operating credit facility(4)	**60.0**	**42.6**	42.1
PNG operating credit facility(5)	**25.0**	**4.8**	4.9
	$ 523.3	**$ 248.3**	$ 218.2

(1) On September 28, 2022, the Company amended the facility to increase the borrowing capacity to $235 million and extended the maturity date to September 28, 2026. Borrowing options under this facility include Canadian prime rate-based loans, U.S. base rate loans, bankers' acceptances and Secured Overnight Financing Rate ("SOFR") loans. Borrowings against this credit facility bear fees and interest at rates relevant to the nature of the draw made and the Company's credit rating. There are no mandatory repayments prior to maturity under this facility. The facility has covenants customary for these types of facilities, which must be met at each quarter end. The Company has complied with all financial covenants each quarter since the establishment of this facility.

(2) On December 16, 2022 the Company entered into a definitive credit agreement establishing the US$150 million unsecured syndicated revolving credit facility. The facility became effective on March 1, 2023 with the acquisition of the Alaska Utilities Business. The credit facility matures on March 1, 2026. Borrowing options under this facility include Canadian prime rate-based loans, U.S. base rate loans, bankers' acceptances and SOFR loans. Borrowings against this credit facility bear interest at rates relevant to the nature of the draw made and the Company's credit rating. There are no mandatory repayments prior to maturity under this facility. The facility has covenants customary for these types of facilities, which must be met at each quarter end. The Company has complied with all financial covenants each quarter since the establishment of this facility.

(3) Borrowing capacity was converted at the March 31, 2024 U.S./Canadian dollar month-end exchange rate.

(4) Borrowings under this facility are due on demand. Borrowing options under this facility include overdraft, letters of credit, Canadian prime rate-based loans, U.S. base rate loans, bankers' acceptances and SOFR loans. Borrowings on this credit facility bear fees and interest at rates relevant to the nature of the draw made and the Company's credit rating. This facility is used to fund overdraft amounts and to issue letters of credit. As at March 31, 2024 a total of $2.6 million (December 31, 2023 - $2.6 million) in letters of credit were issued and are outstanding. This facility has covenants customary for these types of facilities, which must be met at each quarter end. The Company has complied with all financial covenants each quarter since the establishment of this facility.

(5) PNG has a $25 million operating credit facility with a Canadian chartered bank. The operating line is available for working capital purposes through cash draws in the form of prime-rate advances or bankers' acceptances and the issuance of letters of credit and is collateralized by a charge on PNG's accounts receivable and inventories. As at March 31, 2024, $4.8 million (December 31, 2023 - $4.8 million) of letters of credit were issued and outstanding under this facility.

The following table summarizes the Company's primary financial covenants as defined by the credit facility agreements:

Ratios	Debt covenant Requirements	As at March 31, 2024
Bank debt-to-capitalization(1)(2)	not greater than 65 percent	**51.1%**

(1) Calculated in accordance with the Company's credit facility agreements, which are available on SEDAR+ at *www.sedarplus.ca*.

(2) Estimated, subject to final adjustments.

Base Shelf Prospectus

On January 4, 2023, the Company filed a $1.0 billion base shelf prospectus. The purpose of the base shelf prospectus is to facilitate timely offerings of certain types of future public debt and/or equity issuances during the 25-month period that the base shelf prospectus remains effective. As at March 31, 2024, $800 million was available under the base shelf prospectus.

CAPITAL EXPENDITURES

($ millions)	Three Months Ended March 31, 2024 Renewable Energy	Utilities	Corporate	Total	Three Months Ended March 31, 2023 Renewable Energy	Utilities	Corporate	Total
Capital expenditures:								
PP&E	**$ —**	**$ 26.0**	**$ —**	**$ 26.0**	$ —	$ 11.9	$ —	$ 11.9
Intangible assets	**—**	**0.4**	**—**	**0.4**	—	1.5	—	1.5
Capital expenditures	**—**	**26.4**	**—**	**26.4**	—	13.4	—	13.4
Disposals:								
PP&E	**—**	**(0.2)**	**—**	**(0.2)**	—	—	—	—
Net capital expenditures	**$ —**	**$ 26.2**	**$ —**	**$ 26.2**	$ —	$ 13.4	$ —	$ 13.4

Capital expenditures for the three months ended March 31, 2024 were $26.4 million, compared to $13.4 million for the three ended March 31, 2023. The increase in capital expenditures was mainly due to capital investments at the Alaska Utilities Business.

RISK MANAGEMENT

TSU is exposed to various market risks in the normal course of operations that could impact earnings and cash flows. The Board of Directors provides oversight of the Company's risk management activities. There have been no significant changes during the three months ended March 31, 2024 to the Company's business risks that were disclosed in the 2023 annual MD&A.

Please also see note 12 to the Interim Financial Statements for further details on the Company's financial instruments.

SHARE INFORMATION

	As at May 1, 2024
Issued and outstanding	
Common Shares	30,000,000

ADOPTION OF NEW ACCOUNTING STANDARDS

The Company did not adopt any new Accounting Standards Updates ("ASU") issued by FASB during the three months ended March 31, 2024.

FUTURE CHANGES IN ACCOUNTING PRINCIPLES

In November 2023, the FASB issued ASU No. 2023-07 "Segment Reporting – Improvements to Reportable Segment Disclosures", which requires enhanced disclosures about significant segment expenses and other segment items on an annual and interim basis. In addition, the ASU requires disclosure of the title and position of the chief operating decision-maker. The ASU is to be applied on a retrospective basis, effective for the 2024 annual financial statements and after January 1, 2025 for interim period financial statements. TSU is currently assessing the impact of the ASU on its consolidated financial statements.

In December 2023, the FASB issued ASU No. 2023-09 "Income Taxes – Improvements to Income Tax Disclosures", which requires improved income tax disclosures by requiring consistent categorization and greater disaggregation of information in the rate reconciliation and income taxes paid by jurisdiction. The ASU is to be applied prospectively and is effective January 1, 2025. TSU is currently assessing the impact of the ASU on its consolidated financial statements.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has guaranteed payment for certain commitments on behalf of its subsidiaries as further described below. The primary obligations guaranteed by the Company have been included in the Company's balance sheet and commitments note in the Interim Financial Statements.

In October 2014, EEI entered into a throughput service contract with Enbridge Inc. for the use of the expansion of its Algonquin Gas Transmission and Maritimes & Northeast Pipeline systems. The contract commenced on October 1, 2020 and will expire 15 years thereafter. The Company issued two guarantees with an aggregate maximum liability of US$91.7 million, guaranteeing EEI's payment obligations under the throughput service contract with Enbridge Inc.

The Company, through EEI, has other agreements in place with natural gas distributors, wholesale gas marketers and financial institutions for the purchase and transportation of natural gas and by-products thereof including forward or other financial settled contracts. As at March 31,2024 the Company had guarantees with an aggregate maximum of US$70 million and $3.3 million guaranteeing EEI's payment under those agreements.

DISCLOSURE CONTROLS AND PROCEDURES ("DC&P") AND INTERNAL CONTROL OVER FINANCIAL REPORTING ("ICFR")

The Company is a "Venture Issuer" under applicable Canadian securities regulations for certain purposes. As such, the Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO") are not required to certify the design and evaluation of the Company's DC&P and ICFR under National Instrument 52-109 – *Certification of Disclosure in Issuers' Annual and Interim Filings*. However, the CEO and CFO have reviewed the Interim Financial Statements and this MD&A. Based on their knowledge and exercise of reasonable diligence, they have concluded that these documents fairly present in all material respects the financial condition, financial performance and cash flows of the Company as at the date of and for the periods presented.

NON-GAAP FINANCIAL MEASURES

This MD&A contains references to certain financial measures used by the Company that do not have a standardized meaning prescribed by U.S. GAAP and may not be comparable to similar measures presented by other entities. Readers are cautioned that these non-GAAP measures should not be construed as alternatives to other measures of financial performance calculated in accordance with U.S. GAAP. The non-GAAP measures and their reconciliation to U.S. GAAP financial measures are shown below. These non-GAAP measures provide additional information that management believes is meaningful in describing the Company's operational performance, liquidity and capacity to fund dividends, capital expenditures, and other investing activities. The specific rationale for, and incremental information associated with, each non-GAAP measure is discussed below.

References to normalized EBITDA, normalized net income, normalized net income per share, normalized funds from operations, normalized funds from operations per share, net debt and net debt to total capitalization throughout this MD&A have the meanings as set out in this section.

Normalized EBITDA

($ millions)		Three Months Ended March 31 2024		2023
Normalized EBITDA	**$**	**82.5**	$	56.8
Add (deduct):				
Foreign exchange gain		**—**		0.2
Unrealized gain on risk management contracts		**0.6**		5.7
Accretion expense		**(0.1)**		(0.1)
Depreciation and amortization expense		**(21.6)**		(14.3)
Accretion and depreciation and amortization expense from equity investment		**(0.8)**		(1.0)
Transaction costs		**(0.2)**		(13.7)
Operating income	**$**	**60.4**	$	33.6

Normalized EBITDA is a measure of the Company's operating profitability prior to how business activities are financed, assets are amortized, or earnings are taxed. Normalized EBITDA is calculated using operating income adjusted for depreciation and amortization expense, accretion expenses, foreign exchange gain, unrealized gain on risk management contracts, and other typically non-recurring items, such as the transaction costs associated with the Alaska Utilities Acquisition. Normalized EBITDA is frequently used by investors in the evaluation of entities within the industry as it excludes items that can vary substantially between entities depending on the accounting policies chosen, the book value of assets and the capital structure.

Normalized EBITDA as presented should not be viewed as an alternative to operating income or other measures of income calculated in accordance with U.S. GAAP as an indicator of performance.

Normalized Net Income and Normalized Net Income per Share

($ millions)		Three Months Ended March 31 2024		2023
Normalized net income	**$**	**35.3**	$	27.4
Add (deduct) after-tax:				
Unrealized gain on risk management contracts		**0.6**		8.0
Transaction costs		**(0.1)**		(9.2)
Gain on settlement of deal contingent interest rate swap		**—**		3.9
Net income attributable to shareholder	**$**	**35.8**	$	30.1

Normalized net income represents net income attributable to shareholder adjusted for after tax impact of unrealized gain on risk management contracts and other typically non-recurring items, such as the transaction costs associated with the Alaska Utilities Acquisition. Normalized net income per share is calculated by dividing normalized net income by the weighted average number of common shares. This measure is presented in order to enhance the comparability of results, as it reflects the underlying performance of the Company.

Normalized net income and normalized net income per share as presented should not be viewed as an alternative to net income attributable to shareholder or other measures of income calculated in accordance with U.S. GAAP as an indicator of performance.

Normalized Funds from Operations and Normalized Funds from Operations per Share

	Three Months Ended March 31	
($ millions)	**2024**	2023
Normalized funds from operations	**$ 62.2**	$ 46.3
Add (deduct):		
Transaction costs	**(0.2)**	(13.7)
Gain on settlement of deal contingent interest rate swap	**—**	5.2
Changes in operating assets and liabilities	**(31.6)**	8.6
Cash from operations	**$ 30.4**	$ 46.4

Normalized funds from operations is used to assist management and investors in analyzing the liquidity of the Company without regard to changes in operating assets and liabilities in the period as well as other non-operating related income and expenses, such as the transaction costs associated with the Alaska Utilities Acquisition. Management uses this measure to understand the ability to generate funds for use in investing and financing activities.

Normalized funds from operations per share is calculated by dividing normalized funds from operations by the weighted average number of common shares.

Normalized funds from operations and normalized funds from operations per share as presented should not be viewed as an alternative to cash from operations or other cash flow measures calculated in accordance with U.S. GAAP as an indicator of liquidity.

Net Debt and Net Debt to Total Capitalization

Net debt and net debt to total capitalization are used by the Company to monitor its capital structure and financing requirements. It is also used as a measure of the Company's overall financial strength. Net debt is defined as short-term debt, plus current and long-term portions of long-term debt, less cash and cash equivalents. Total capitalization is defined as net debt plus shareholders' equity. Additional information regarding these non-GAAP measures can be found under the *"Liquidity and Capital Resources – Capital Resources"* section of this MD&A.

DEFINITIONS

AUC	Alberta Utilities Commission
BCUC	British Columbia Utilities Commission
GCOC	Generic Cost of Capital
GWh	Gigawatt hour
MTN	Medium-term note
MW	Megawatt
NSUARB	Nova Scotia Utility and Review Board
PBR	Performance-Based Regulation
PJ	Petajoule; one million gigajoules
PP&E	Property, plant and equipment
RCA	Regulatory Commission of Alaska
ROE	Return on Equity

ABOUT TSU

TSU is a North American company with natural gas distribution, transmission and storage utilities and renewable power generation assets. TSU serves approximately 289,000 customers across Canada and the United States, delivering lower carbon energy, safely and reliably. For more information visit: www.trisummit.ca

Condensed Interim Consolidated Balance Sheets *(unaudited)*

As at *($ millions)*		**March 31, 2024**		December 31, 2023
ASSETS				
Current assets				
Cash and cash equivalents *(note 16)*	**$**	**22.6**	$	19.8
Accounts receivable, net of allowances		**168.2**		167.7
Inventory *(note 5)*		**85.5**		90.1
Restricted cash holdings from customers *(note 16)*		**3.6**		2.9
Regulatory assets		**10.0**		12.3
Risk management contracts asset *(note 12)*		**0.1**		—
Prepaid expenses and other current assets		**17.4**		10.9
		307.4		303.7
Property, plant and equipment		**1,966.8**		1,959.8
Intangible assets		**45.9**		46.3
Goodwill *(note 6)*		**665.3**		652.2
Regulatory assets		**321.7**		325.3
Risk management contracts assets *(note 12)*		**11.7**		13.0
Other long-term assets		**42.5**		42.1
Investments accounted for by the equity method		**111.2**		111.3
	$	**3,472.5**	$	3,453.7
LIABILITIES AND SHAREHOLDER'S EQUITY				
Current liabilities				
Accounts payable and accrued liabilities	**$**	**146.5**	$	180.4
Short-term debt *(note 7)*		**40.0**		39.6
Current portion of long-term debt *(note 8)*		**8.7**		8.6
Customer deposits		**8.7**		13.0
Regulatory liabilities		**3.5**		13.1
Risk management contracts liabilities *(note 12)*		**1.0**		0.5
Other current liabilities		**2.1**		3.9
		210.5		259.1
Long-term debt *(note 8)*		**1,435.7**		1,402.5
Asset retirement obligations		**8.9**		8.8
Deferred income taxes *(note 11)*		**185.1**		180.6
Regulatory liabilities		**183.9**		182.1
Lease liabilities		**11.9**		11.9
Future employee obligations *(note 13)*		**18.1**		17.8
Customer advances for construction		**35.7**		51.0
	$	**2,089.8**	$	2,113.8

As at *($ millions)*		**March 31, 2024**		December 31, 2023
Shareholder's equity				
Common shares, no par value, unlimited shares authorized; March 31, 2024 and December 31, 2023 - 30 million shares issued and outstanding	**$**	**321.0**	$	321.0
Contributed surplus *(note 14)*		**731.2**		731.2
Retained earnings		**262.9**		238.6
Accumulated other comprehensive income (loss) *(note 9)*		**7.4**		(10.5)
Total shareholder's equity	**$**	**1,322.5**	$	1,280.3
Non-controlling interests		**60.2**		59.6
Total equity		**1,382.7**		1,339.9
	$	**3,472.5**	$	3,453.7

Commitments, contingencies and guarantees *(note 15)*

Subsequent events *(note 19)*

See accompanying notes to the condensed interim consolidated financial statements.

Condensed Interim Consolidated Statements of Income *(unaudited)*

($ millions)	Three months ended March 31 2024	2023
REVENUE *(note 10)*	**$ 341.5**	$ 238.3
EXPENSES		
Cost of sales, exclusive of items shown separately	**208.7**	145.5
Operating and administrative	**52.3**	50.3
Accretion	**0.1**	0.1
Depreciation and amortization	**21.6**	14.3
	282.7	210.2
Loss from equity investments	**(0.4)**	(2.1)
Unrealized gain on risk management contracts *(note 12)*	**0.6**	5.7
Other income	**1.4**	1.7
Foreign exchange gain	**—**	0.2
Operating income	**60.4**	33.6
Interest expense		
Short-term debt	**(0.5)**	(0.1)
Long-term debt	**(17.3)**	(7.6)
Income before income taxes	**42.6**	25.9
Income tax recovery (expense) *(note 11)*		
Current	**(2.0)**	(1.7)
Deferred	**(4.2)**	6.2
Net income after taxes	**$ 36.4**	$ 30.4
Net income attributable to non-controlling interests	**(0.6)**	(0.3)
Net income attributable to shareholder	**$ 35.8**	$ 30.1

See accompanying notes to the condensed interim consolidated financial statements.

Condensed Interim Consolidated Statements of Comprehensive Income *(unaudited)*

($ millions)		Three months ended March 31 2024		2023
Net income after taxes	**$**	**36.4**	$	30.4
Other comprehensive income ("OCI"), net of taxes				
Foreign currency translation adjustment *(note 9)*		**20.0**		6.0
Unrealized gain (loss) on net investment hedge *(notes 9 and 12)*		**(2.1)**		0.4
Other comprehensive income, net of taxes		**17.9**		6.4
Comprehensive income attributable to non-controlling interest		**(0.6)**		(0.3)
Comprehensive income attributable to shareholder	**$**	**53.7**	$	36.5

See accompanying notes to the condensed interim consolidated financial statements.

Condensed Interim Consolidated Statements of Changes in Equity

(unaudited)

($ millions)		Three months ended March 31 2024		2023
Common shares				
Balance, beginning of period	**$**	**321.0**	$	321.0
Balance, end of period	**$**	**321.0**	$	321.0
Contributed surplus				
Balance, beginning of period	**$**	**731.2**	$	100.0
Contributions from shareholder *(notes 4 and 14)*		**—**		631.2
Balance, end of period	**$**	**731.2**	$	731.2
Retained earnings				
Balance, beginning of period	**$**	**238.6**	$	210.0
Adoption of ASU No. 2016-13		**—**		(0.1)
Net income attributable to shareholder		**35.8**		30.1
Common share dividends		**(11.5)**		(9.3)
Balance, end of period	**$**	**262.9**	$	230.7
Accumulated other comprehensive income (loss) ("AOCI")				
Balance, beginning of period	**$**	**(10.5)**	$	0.7
Other comprehensive income		**17.9**		6.4
Balance, end of period	**$**	**7.4**	$	7.1
Total shareholder's equity	**$**	**1,322.5**	$	1,290.0
Non-controlling interests				
Balance, beginning of period	**$**	**59.6**	$	—
Acquisition of non-controlling interest *(note 4)*		**—**		56.4
Net income attributable to non-controlling interests		**0.6**		0.3
Balance, end of period	**$**	**60.2**	$	56.7
Total equity	**$**	**1,382.7**	$	1,346.7

See accompanying notes to the condensed interim consolidated financial statements.

Condensed Interim Consolidated Statements of Cash Flows *(unaudited)*

($ millions)	Three months ended March 31 2024	2023
Cash from operations		
Net income after taxes	**$ 36.4**	$ 30.4
Items not involving cash:		
Depreciation and amortization expense	**21.6**	14.3
Accretion expense	**0.1**	0.1
Deferred income tax expense (recovery) *(note 11)*	**4.2**	(6.2)
Loss from equity investments	**0.4**	2.1
Unrealized gain on risk management contracts *(note 12)*	**(0.6)**	(5.7)
Other	**(0.1)**	2.8
Changes in operating assets and liabilities *(note 16)*	**(31.6)**	8.6
	$ 30.4	$ 46.4
Investing activities		
Additions to property, plant and equipment	**$ (30.6)**	$ (24.0)
Additions to intangible assets	**(1.1)**	(0.2)
Proceeds from disposition of assets, net of transaction costs	**0.2**	—
Contributions to equity investments	**(0.3)**	(0.2)
Acquisition of the Alaska Utilities Business, net of cash and restricted cash acquired *(note 4)*	**(9.8)**	(1,052.3)
	$ (41.6)	$ (1,076.7)
Financing activities		
Net proceeds from (repayment of) short-term debt	**$ 0.4**	$ (23.5)
Net issuance (repayment) of bankers' acceptances	**18.0**	(28.1)
Issuance of long-term debt, net of debt issuance costs	**11.8**	486.7
Repayment of long-term debt	**(3.2)**	(4.8)
Contributions from shareholder *(note 14)*	**—**	631.2
Finance lease principal repayment	**(0.3)**	(0.2)
Common share dividends	**(11.5)**	(9.3)
	$ 15.2	$ 1,052.0
Change in cash and cash equivalents and restricted cash	**4.0**	21.7
Effect of exchange rate changes on cash and cash equivalents and restricted cash	**(0.5)**	(0.1)
Cash and cash equivalents and restricted cash, beginning of period	**22.7**	5.1
Cash and cash equivalents and restricted cash, end of period *(note 16)*	**$ 26.2**	$ 26.7

See accompanying notes to the condensed interim consolidated financial statements.

Notes to the Condensed Interim Consolidated Financial Statements

(unaudited)

(Tabular amounts and amounts in footnotes to tables are in millions of Canadian dollars, unless otherwise indicated.)

1. OVERVIEW OF THE COMPANY

TriSummit Utilities Inc. ("TSU" or the "Company") is incorporated under the *Canada Business Corporations Act* and its registered office and principal place of business is in Calgary, Alberta. TSU is a wholly owned subsidiary of TriSummit Cycle Inc., a company in which the Public Sector Pension Investment Board indirectly holds a majority economic interest and Alberta Investment Management Corporation holds a minority economic interest.

The Company owns and operates rate-regulated distribution and transmission utility businesses through its wholly owned subsidiaries ENSTAR Natural Gas Company, LLC and Alaska Pipeline Company, LLC, in Alaska (collectively, "ENSTAR"), Apex Utilities Inc. ("AUI") in Alberta, Pacific Northern Gas Ltd. and Pacific Northern Gas (N.E.) Ltd. (collectively, "PNG") in British Columbia and Eastward Energy Incorporated ("EEI") in Nova Scotia. The Company also owns a 100 percent direct interest in the Bear Mountain Wind Park in British Columbia, a 65 percent indirect interest in an Alaska regulated storage facility owned by Cook Inlet Natural Gas Storage Alaska, LLC ("CINGSA"), an approximately 10 percent indirect interest in the Northwest Hydro Facilities in British Columbia, and a 33.33 percent equity interest in the utility that delivers natural gas to end-users in Inuvik, Northwest Territories.

2. BASIS OF PRESENTATION

Basis of Preparation

These condensed interim consolidated financial statements ("Financial Statements") have been prepared by management in accordance with United States Generally Accepted Accounting Principles ("U.S. GAAP").

Pursuant to National Instrument 52-107, "Acceptable Accounting Principles and Auditing Standards" ("NI 52-107"), U.S. GAAP reporting is permitted by Canadian securities laws for companies subject to reporting obligations under U.S. securities laws. However, given that the Company is not subject to such reporting obligations and could not therefore rely on the provisions of NI 52-107 to that effect, the Company sought and obtained exemptive relief from the securities regulators in Alberta and Ontario to permit it to prepare its financial statements in accordance with U.S. GAAP. The exemption will terminate on the earlier of (a) January 1, 2027; (b) the date upon which the Company ceases to have activities subject to rate regulation, and (c) the first day of the Company's financial year that commences on or following the later of (i) the effective date prescribed by the International Accounting Standards Board ("IASB") for the mandatory application of a standard within International Financial Reporting Standards specific to entities with activities subject to rate regulation and (ii) two years after the IASB publishes the final version of a mandatory rate regulated standard.

In January 2021, IASB published the exposure draft *Regulatory Assets and Liabilities*, which would be applicable to entities with rate regulated activities. The effective date for mandatory application of the eventual final standard, if any, is not yet determinable and the Company continues to monitor the developments of the exposure draft and determine the potential impacts to the Company's financial statements.

Principles of Consolidation

The Financial Statements include the accounts of the Company and its direct and indirect majority-owned subsidiaries, including, without limitation: TSU USA Holdings Inc. ("TSUH"), Alaska Utility Holdings Inc. ("AUHI"), TriSummit Utility Group Inc., Bear Mountain Wind Limited Partnership, TriSummit Canadian Energy Holdings Ltd., ENSTAR, PNG, AUI, EEI and CINGSA. To the extent there are interests owned by other parties, these interests are included in non-controlling interests. The Financial Statements also include investments in Northwest Hydro Limited Partnership ("Coast LP"), Inuvik Gas Ltd., and NGIF Cleantech Ventures Limited Partnership ("NGIF"), which are accounted for using the equity method. Intercompany transactions and balances are eliminated. Investments in unconsolidated companies that the Company has significant influence, but not control, over, are accounted for using the equity method. In addition, the Company uses the equity method of accounting for investments in limited partnership interests in which it has more than a minor interest or influence over the partnership's operating and financial policies.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

USE OF ESTIMATES AND MEASUREMENT UNCERTAINTY

The preparation of these Financial Statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets, and liabilities during the period. Key areas where management has made complex or subjective judgments, when matters are inherently uncertain, include but are not limited to: revenue recognition, credit loss estimates, depreciation and amortization rates, determination of the classification, term and incremental borrowing rate for leases, fair value of asset retirement obligations, fair value of property, plant and equipment and goodwill for impairment assessments, fair value of financial instruments, provisions for income taxes, assumptions used to measure employee future benefits, provisions for contingencies, purchase price allocations, and carrying value of regulatory assets and liabilities. Certain estimates are necessary for the regulatory environment in which the Company operates, which often require amounts to be recorded at estimated values until these amounts are finalized pursuant to regulatory decisions or other regulatory proceedings. By their nature, these estimates are subject to measurement uncertainty and may impact the consolidated financial statements of future periods.

SIGNIFICANT ACCOUNTING POLICIES

Except as noted below, these condensed interim consolidated financial statements have been prepared following the same accounting policies and methods as those used in preparing the Company's 2023 annual audited consolidated financial statements.

FUTURE CHANGES IN ACCOUNTING PRINCIPLES

In November 2023, the FASB issued ASU No. 2023-07 "Segment Reporting – Improvements to Reportable Segment Disclosures", which requires enhanced disclosures about significant segment expenses and other segment items on an annual and interim basis. In addition, the ASU requires disclosure of the title and position of the chief operating decision-maker. The ASU is to be applied on a retrospective basis, effective for the 2024 annual financial statements and after January 1, 2025 for interim period financial statements. TSU is currently assessing the impact of the ASU on its consolidated financial statements.

In December 2023, the FASB issued ASU No. 2023-09 "Income Taxes – Improvements to Income Tax Disclosures", which requires improved income tax disclosures by requiring consistent categorization and greater disaggregation of information in the rate reconciliation and income taxes paid by jurisdiction. The ASU is to be applied prospectively and is effective January 1, 2025. TSU is currently assessing the impact of the ASU on its consolidated financial statements.

4. ACQUISITION OF THE ALASKA UTILITIES BUSINESS

On March 1, 2023, AUHI, a subsidiary of the Company, completed the acquisition of a 100 percent interest in ENSTAR and Norstar Pipeline Company, Inc. and a 65 percent indirect interest in CINGSA (collectively, the "Alaska Utilities Business") from a subsidiary of AltaGas Ltd., in an all cash transaction valued at approximately US$800 million, before customary post-closing adjustments (the "Alaska Utilities Acquisition").

The majority of the Alaska Utilities Business is subject to the rate-setting authority of the Regulatory Commissions of Alaska ("RCA") and is accounted for pursuant to the accounting guidance for regulated operations under U.S. GAAP. Fair values of the net assets acquired subject to the rate-setting process approximate their carrying values.

The transaction constitutes a business acquisition and accordingly has been accounted for using the acquisition method of accounting. The excess of the purchase price over estimated fair values of net assets acquired has been recognized as goodwill at the acquisition date of March 1, 2023. The goodwill reflects the amount paid for access to rate-regulated assets, net income and future cash flows, opportunities for growth, and an improved earnings risk profile. The goodwill recognized as part of this transaction is deductible for income tax purposes.

The following table summarizes the final allocation of the purchase consideration to the net assets acquired based on their fair values, using the March 1, 2023 exchange rate of $1.00 USD equals $1.3612 CAD.

Purchase Consideration	**$**	**1,075.6**
Fair Value assigned to net assets:		
Current assets		**190.5**
Property, plant and equipment		**630.0**
Intangible assets		**11.0**
Regulatory assets		**15.3**
Other long-term assets		**8.2**
Current liabilities		**(65.4)**
Long-term debt		**(55.6)**
Regulatory liabilities		**(96.9)**
Other long-term liabilities		**(53.7)**
Non-controlling interest		**(56.4)**
Fair values of net assets acquired		**527.0**
Goodwill	**$**	**548.6**

Goodwill is subject to an annual assessment for impairment at the reporting unit level.

5. INVENTORY

As at		**March 31, 2024**		December 31, 2023
Natural gas	**$**	**64.0**	$	71.4
Materials and supplies		**21.5**		18.7
	$	**85.5**	$	90.1

6. GOODWILL

As at		**March 31, 2024**		December 31, 2023
Balance, beginning of period	**$**	**652.2**	$	119.1
Business acquisition *(note 4)*		**—**		548.6
Foreign exchange translation		**13.1**		(15.5)
Balance, end of period	**$**	**665.3**	$	652.2

7. SHORT-TERM DEBT

As at March 31, 2024, the Company held a $60.0 million (December 31, 2023 - $60.0 million) revolving operating credit facility with a Canadian chartered bank. Borrowings under this facility are due on demand. Draws on this facility are by way of overdraft, Canadian prime rate loans, U.S. base-rate loans, letters of credit, bankers' acceptances and Secured Overnight Financing Rate ("SOFR") loans. As at March 31, 2024, the outstanding borrowings under this facility were $40.0 million (December 31, 2023 - $39.5 million). Letters of credit outstanding under this facility as at March 31, 2024 were $2.6 million (December 31, 2023 - $2.6 million).

As at March 31, 2024, the Company held a $25.0 million (December 31, 2023 - $25.0 million) bank operating facility which is available for PNG's working capital purposes. Draws on this facility are by way of prime-rate advances, bankers' acceptances or letters of credit at the bank's prime rate or for a fee. As at March 31, 2024, prime-rate advances under the operating facility were $nil (December 31, 2023 - $0.1 million). Letters of credit outstanding under this facility as at March 31, 2024 were $4.8 million (December 31, 2023 - $4.8 million).

8 . LONG-TERM DEBT

As at	Maturity date		**March 31, 2024**		December 31, 2023
Credit facilities					
$235 million unsecured revolving credit facility[(a)]	28-Sep-2026	**$**	**69.9**	$	51.9
US$150 million U.S. unsecured revolving credit facility[(a)]	1-Mar-2026		**131.0**		119.3
AUHI notes					
US$50 million series A senior unsecured notes – 5.34 percent	15-Dec-2027		**67.7**		66.1
US$25 million series B senior unsecured notes – 5.38 percent	31-Mar-2030		**33.9**		33.1
US$90 million series C senior unsecured notes – 5.41 percent	31-Mar-2033		**122.0**		119.0
Debenture notes					
PNG 2025 series debenture – 9.30 percent[(b)]	18-Jul-2025		**10.0**		10.0
PNG 2027 series debenture – 6.90 percent[(b)]	2-Dec-2027		**11.0**		11.0
Medium term notes					
$300 million senior unsecured – 4.26 percent	5-Dec-2028		**300.0**		300.0
$250 million senior unsecured – 3.15 percent	6-Apr-2026		**250.0**		250.0
$100 million senior unsecured – 3.13 percent	7-Apr-2027		**100.0**		100.0
$100 million senior unsecured – 5.28 percent	15-Aug-2052		**100.0**		100.0
$200 million senior unsecured – 5.02 percent	11-Jan-2030		**200.0**		200.0
CINGSA senior secured notes – 4.48 percent[(c)]	2-Mar-2032		**50.8**		52.7
Finance lease liabilities			**4.5**		4.6
		$	**1,450.8**	$	1,417.7
Less debt issuance costs and discount			**(6.4)**		(6.6)
		$	**1,444.4**	$	1,411.1
Less current portion			**(8.7)**		(8.6)
		$	**1,435.7**	$	1,402.5

(a) Borrowings on the credit facility can be by way of Canadian prime rate based loans, U.S. base rate loans, bankers' acceptance and SOFR loans.

(b) Collateral for the Secured Debentures consists of a specific first mortgage on substantially all of PNG's property, plant & equipment and gas purchase and gas sales contracts, and a first floating charge on other property, assets and undertakings.

(c) Collateral for the CINGSA Senior secured loan is certain CINGSA assets, Alaska Storage Holding Company, LLC, a subsidiary in which the Company has a controlling interest, is the non-recourse guarantor of this loan.

9. ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS)

	Translation of foreign operations	Net Investment Hedge	Defined benefit pension and post-retirement benefit plans	Total
Opening balance, January 1, 2024	**$ (13.1)**	**$ 2.1**	**$ 0.5**	**$ (10.5)**
OCI before reclassification	**20.0**	**(2.8)**	**—**	**17.2**
Current period OCI (pre-tax)	**$ 20.0**	**$ (2.8)**	**$ —**	**$ 17.2**
Income tax on amounts retained in AOCI	**—**	**0.7**	**—**	**0.7**
Net current period OCI	**$ 20.0**	**$ (2.1)**	**$ —**	**$ 17.9**
Ending balance, March 31, 2024	**$ 6.9**	**$ —**	**$ 0.5**	**$ 7.4**
Opening balance, January 1, 2023	$ —	$ —	$ 0.7	$ 0.7
OCI before reclassification	(13.1)	2.8	(0.2)	(10.5)
Current period OCI (pre-tax)	$ (13.1)	$ 2.8	$ (0.2)	$ (10.5)
Income tax on amounts retained in AOCI	—	(0.7)	—	(0.7)
Net current period OCI	$ (13.1)	$ 2.1	$ (0.2)	$ (11.2)
Ending balance, December 31, 2023	$ (13.1)	$ 2.1	$ 0.5	$ (10.5)

10. REVENUE

The following table disaggregates revenue by major sources:

	Three months ended March 31, 2024			
	Renewable Energy	**Utilities**	**Corporate**	**Total**
Revenue from contracts with customers				
Gas sales and transportation services	**$ —**	**$ 340.5**	**$ —**	**$ 340.5**
Storage services	**—**	**1.5**	**—**	**1.5**
Other	**0.3**	**1.1**	**—**	**1.4**
Total revenue from contracts with customers	**$ 0.3**	**$ 343.1**	**$ —**	**$ 343.4**
Other sources of revenue				
Revenue from alternative revenue programs[(a)]	**$ —**	**$ (7.7)**	**$ —**	**$ (7.7)**
Leasing revenue[(b)]	**3.3**	**—**	**—**	**3.3**
Other	**—**	**2.5**	**—**	**2.5**
Total revenue from other sources	**$ 3.3**	**$ (5.2)**	**$ —**	**$ (1.9)**
Total revenue	**$ 3.6**	**$ 337.9**	**$ —**	**$ 341.5**

(a) A large portion of revenue generated from the Utilities segment is subject to rate regulation and accordingly there are circumstances where the revenue recognized is mandated by the applicable regulators in accordance with ASC 980.

(b) Relates to power sold to BC Hydro under the power purchase agreement for the Bear Mountain Wind Park, which is accounted for as an operating lease. The lease revenue earned are from variable lease payments which are recorded when actual electricity is generated and delivered.

Three months ended March 31, 2023								
		Renewable Energy		Utilities		Corporate		Total
Revenue from contracts with customers								
Gas sales and transportation services	$	—	$	237.6	$	—	$	237.6
Storage services		—		2.1		—		2.1
Other		0.2		1.0		—		1.2
Total revenue from contracts with customers	$	0.2	$	240.7	$	—	$	240.9
Other sources of revenue								
Revenue from alternative revenue programs[a]	$	—	$	(6.9)	$	—	$	(6.9)
Leasing revenue[b]		4.4		—		—		4.4
Other		—		(0.1)		—		(0.1)
Total revenue from other sources	$	4.4	$	(7.0)	$	—	$	(2.6)
Total revenue	$	4.6	$	233.7	$	—	$	238.3

(a) A large portion of revenue generated from the Utilities segment is subject to rate regulation and accordingly there are circumstances where the revenue recognized is mandated by the applicable regulators in accordance with ASC 980.

(b) Relates to power sold to BC Hydro under the power purchase agreement for the Bear Mountain Wind Park, which is accounted for as an operating lease. The lease revenue earned are from variable lease payments which are recorded when actual electricity is generated and delivered.

Accounts receivable as at March 31, 2024 include unbilled receivables of $54.8 million (December 31, 2023 - $79.0 million) related to gas sales and transportation services rendered to customers but not billed at period end.

Transaction price allocated to the remaining obligations

The following table includes estimated revenue expected to be recognized in the future related to performance obligations that are unsatisfied as at March 31, 2024:

		Remainder of 2024		2025		2026		2027		2028		> 2028		Total
Gas sales and transportation services	$	7.6	$	6.4	$	2.8	$	1.8	$	1.5	$	9.4	**$**	**29.5**
Storage services		4.3	$	6.1	$	6.2	$	6.2	$	6.2	$	20.3		**49.3**
Other		1.1	$	1.1	$	1.1	$	1.2	$	1.1	$	0.1		**5.7**
	$	13.0	$	13.6	$	10.1	$	9.2	$	8.8	$	29.8	**$**	**84.5**

The Company applies the practical expedient available under ASC 606 and does not disclose information about the remaining performance obligations for (i) contracts with an original expected length of one year or less, (ii) contracts for which revenue is recognized at the amount to which the Company has the right to invoice for performance completed, and (iii) contracts with variable consideration that is allocated entirely to a wholly unsatisfied performance obligation or to a wholly unsatisfied promise to transfer a distinct good or service that forms part of a single performance obligation. In addition, the table above does not include any estimated amounts of variable consideration that are constrained. The majority of gas sales and transportation service contracts and storage service contracts contain variable consideration whereby uncertainty related to the associated variable consideration will be resolved (usually on a daily basis) as gas is delivered or as service is provided.

11. INCOME TAXES

For the three months ended March 31, 2024, the Company recognized an income tax expense of $6.2 million (three months ended March 31, 2023 – tax recovery of $4.5 million). The increase in income tax expense for the three months ended March 31, 2024 was mainly due to lower transaction costs during the three months ended March 31, 2024 as compared to the same period in the prior year.

12. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT

The Company's financial instruments consist of cash and cash equivalents, restricted cash, accounts receivable, risk management contract assets (liabilities), accounts payable and accrued liabilities, short-term debt, current portion of long-term debt, and long-term debt. In addition, the Company entered into physical commodity contracts to manage exposure to fluctuations in commodity prices for its customers. Physical commodity contracts that meet the normal purchase and normal sale exemption are not recorded on the balance sheet at fair value and are recognized in the consolidated income statement when the contracts are settled.

Fair Value Hierarchy
The Company categorizes its financial assets and financial liabilities into one of three levels based on fair value measurements and inputs used to determine the fair value.

Level 1 - fair values are based on unadjusted quoted prices in active markets for identical assets or liabilities. Fair values are based on direct observations of transactions involving the same assets or liabilities and no assumptions are used.

Level 2 - fair values are determined based on valuation models and techniques where inputs other than quoted prices included within level 1 are observable for the asset or liability either directly or indirectly. The Company uses derivative instruments to manage fluctuations in foreign exchange rates, natural gas prices and interest rates. The Company estimates forward prices based on observable market prices and rates from published sources.

Level 3 - fair values are based on inputs for the asset or liability that are not based on observable market data. The Company uses valuation techniques when observable market data is not available. The Company's level 3 derivatives include renewable energy physical purchase contracts with no observable market data. The Company uses comparable benchmark information and risk adjusted discount rates as inputs to estimate fair value for these derivatives.

The carrying amounts of cash and cash equivalents, restricted cash, accounts receivable, accounts payable and accrued liabilities, and short-term debt approximate fair value because of the short maturity of these instruments.

					March 31, 2024
	Carrying Amount	**Level 1**	**Level 2**	**Level 3**	**Total Fair Value**
Financial assets					
Fair value through net income					
Risk management contract assets - current					
Foreign exchange contracts	**$ 0.1**	**$ —**	**$ 0.1**	**$ —**	**$ 0.1**
Fair value through regulatory assets and liabilities					
Risk management contracts assets - non-current					
Commodity contracts	**11.7**	**—**	**—**	**11.7**	**11.7**
	$ 11.8	**$ —**	**$ 0.1**	**$ 11.7**	**$ 11.8**
Financial liabilities					
Fair value through net income					
Risk management contract liabilities - current					
Commodity contracts	**$ 0.1**	**$ —**	**$ 0.1**	**$ —**	**$ 0.1**
Fair value through other comprehensive income					
Risk management contract liabilities - current					
Foreign exchange contracts	**0.9**	**—**	**0.9**	**—**	**0.9**
Amortized cost					
Current portion of long-term debt[(a)]	**8.7**	**—**	**8.7**	**—**	**8.7**
Long-term debt[(a)]	**1,442.1**	**—**	**1,413.7**	**—**	**1,413.7**
	$ 1,451.8	**$ —**	**$ 1,423.4**	**$ —**	**$ 1,423.4**

(a) Excludes deferred financing costs and debt discount.

					December 31, 2023
	Carrying Amount	Level 1	Level 2	Level 3	Total Fair Value
Financial assets					
Fair value through other comprehensive income					
Risk management contracts assets - non-current					
Foreign exchange contracts	$ 1.9	$ —	$ 1.9	$ —	$ 1.9
Fair value through regulatory assets and liabilities					
Risk management contracts assets - non-current					
Commodity contracts	11.1	—	—	11.1	11.1
	$ 13.0	$ —	$ 1.9	$ 11.1	$ 13.0
Financial liabilities					
Fair value through net income					
Risk management contract liabilities - current					
Foreign exchange contracts	$ 0.5	$ —	$ 0.5	$ —	$ 0.5
Amortized cost					
Current portion of long-term debt[(a)]	8.6	—	8.6	—	8.6
Long-term debt[(a)]	1,409.1	—	1,395.8	—	1,395.8
	$ 1,418.2	$ —	$ 1,404.9	$ —	$ 1,404.9

(a) Excludes deferred financing costs and debt discount.

The following table presents the significant unobservable inputs used in the fair value measurement of Level 3 financial instruments:

March 31, 2024		Fair Value	Valuation Technique	Unobservable Input		Weighted average price	Unit of Measurement
Commodity contract - physical							
Renewable natural gas	$	11.7	Discounted cash flow	Renewable natural gas price	$	36.49	$/GJ

There is uncertainty caused by using unobservable inputs and changes in the unobservable inputs could result in significantly different fair values.

The following table presents the changes in fair value of risk management contract assets and liabilities classified as Level 3 of the fair value hierarchy:

As at		March 31, 2024		December 31, 2023
Balance, beginning of period	**$**	**11.1**	$	4.2
Unrealized gain included in regulatory liabilities		**0.6**		6.9
Balance, end of period	**$**	**11.7**	$	11.1

There were no transfers into or out of Level 3 as at March 31, 2024 or December 31, 2023.

Risks Associated with Financial Instruments

The following is an update to the Company's risks associated with financial instruments from those disclosed in the Company's 2023 annual audited consolidated financial statements.

Commodity Price Risk

The Company from time to time may enter into natural gas financial swaps to reduce the customers' exposure to natural gas price volatility. As at March 31, 2024, the Company had outstanding natural gas swaps with notional volumes of approximately 755,000 MMBtu that are expected to settle within one year (December 31, 2023 – nil). During the three months ended March 31, 2024, the Company recognized an unrealized loss of $0.1 million (2023 – unrealized gain of $15.2 million).

In addition, the Company has a biomethane purchase agreement which allows PNG to purchase renewable natural gas from a biogas production and purification facility up to a maximum of 230,000 GJ per annum for 15 years from the in-service date of the facility. Any unrealized gains and losses arising from changes in fair value of this agreement are deferred as a regulatory asset or liability.

Foreign Exchange Risk

A vast majority of EEI's natural gas supply costs are denominated in U.S. dollars. Although all natural gas procurement costs, including any realized foreign exchange gains or losses are passed through to its customers, the Company has entered into foreign exchange forward contracts to manage the risk of fluctuations in gas costs for customers as a result of changes in foreign exchange rates. As at March 31, 2024, the Company had outstanding foreign exchange forward contracts for US$10.2 million at an average rate of $1.34 Canadian per U.S. dollar. These foreign exchange forward contracts have a duration of less than one year. As at December 31, 2023, the Company had outstanding foreign exchange forward contracts for US$12.3 million at an average rate of $1.37 Canadian per U.S. dollar. During the three months ended March 31, 2024, the Company recognized an unrealized gain of $0.7 million (2023 – unrealized loss of $0.3 million).

In February 2023, the Company entered into a foreign exchange swap contract to sell US$100 million for 1.3386 Canadian per U.S. dollar in order to hedge a part of the foreign currency exposure related to the Alaska Utilities Business. On closing of the Alaska Utilities Acquisition, the Company designated this derivative as a hedge of its U.S. subsidiaries. During the three months ended March 31, 2024, the Company recorded an after-tax unrealized loss of $2.1 million (2023 – unrealized gain of $0.4 million) in other comprehensive income. Prior to the designation of the derivative as a net investment hedge, an unrealized loss of $0.9 million was recorded in net income during the three months ended March 31, 2023.

Credit Risk

Credit risk results from the possibility that a counterparty to a financial instrument fails to fulfill its obligations in accordance with the terms of the contract. The Company's maximum credit exposure consists primarily of the carrying value of accounts receivable and the fair value of derivative financial assets. The Company's utilities business generally has a large and diversified customer base, which minimizes the concentration of credit risk. To minimize credit risk, the utilities business will request a security deposit which is eligible for refund after an observable period of compliance with payment terms. A credit report may also be requested. For the Company's renewable generation assets, all power generated is sold under the electricity purchase agreement with BC Hydro, an investment grade counterparty.

Expected credit losses on accounts receivable are estimated based on historical experience adjusted to reflect current and/or future conditions for receivables with similar risk characteristics. Accounts receivable are written-off against the allowance for credit losses when it is probable that the receivable is not collectible.

Allowance for credit losses		**March 31, 2024**		December 31, 2023
Balance, beginning of period	**$**	**2.4**	$	1.7
New allowance[(a)]		**0.3**		1.6
Recovery of allowance		**—**		0.5
Allowance applied to uncollectible customer accounts		**(0.5)**		(1.4)
Balance, end of period	**$**	**2.2**	$	2.4

(a) Inclusive of allowance for credit losses of $1.1 million acquired from the Alaska Utilities Business.

13. PENSION PLANS AND RETIREE BENEFITS

The costs of the defined benefit and post-retirement benefit plans are based on management's estimate of the future rate of return on the fair value of plan assets, salary escalations, mortality rates and other factors affecting the payment of future benefits.

The net pension expense by plan for the period was as follows:

Three months ended March 31, 2024		**Defined Benefit**		**Post-Retirement Benefits**		**Total**
Current service cost[(a)]	**$**	**2.1**	**$**	**0.2**	**$**	**2.3**
Interest cost[(b)]		**2.6**		**0.2**		**2.8**
Expected return on plan assets[(b)]		**(4.2)**		**(0.1)**		**(4.3)**
Amortization of regulatory asset[(b)]		**—**		**(0.1)**		**(0.1)**
Net benefit cost recognized	**$**	**0.5**	**$**	**0.2**	**$**	**0.7**

(a) Recorded under the line item "Operating and administrative" expenses on the Condensed Interim Consolidated Statements of Income (Loss).
(b) Recorded under the line item "Other income" on the Condensed Interim Consolidated Statements of Income (Loss).

Three months ended March 31, 2023		Defined Benefit		Post-Retirement Benefits		Total
Current service cost[(a)]	$	1.5	$	0.2	$	1.7
Interest cost[(b)]		1.3		0.2		1.5
Expected return on plan assets[(b)]		(2.1)		(0.1)		(2.2)
Net benefit cost recognized	$	0.7	$	0.3	$	1.0

(a) Recorded under the line item "Operating and administrative" expenses on the Condensed Interim Consolidated Statements of Income (Loss).
(b) Recorded under the line item "Other income" on the Condensed Interim Consolidated Statements of Income (Loss).

14. SHAREHOLDER'S EQUITY

In February 2023, TriSummit Cycle Inc. contributed cash of approximately $631.2 million (US$471 million) via equity contribution to fund a portion of the Alaska Utilities Acquisition. No additional shares were issued as a result of the equity contribution.

15. COMMITMENTS, CONTINGENCIES AND GUARANTEES

Commitments

The Company has long-term natural gas purchase and transportation arrangements, service agreements, and operating and finance leases, all of which are transacted at market prices and in the normal course of business.

Guarantees

The Company has guaranteed payment for certain commitments on behalf of its subsidiaries as further described below. The primary obligations guaranteed by the Company have been included in the Company's balance sheet and commitments note. Please refer to note 21 of the 2023 audited annual consolidated financial statements for details regarding the Company's commitments.

In October 2014, EEI entered into a throughput service contract with Enbridge Inc. for the use of the expansion of its Algonquin Gas Transmission and Maritimes & Northeast Pipeline systems (the "Atlantic Bridge Project"). The contract commenced on October 1, 2020 and will expire 15 years thereafter. The Company issued two guarantees with an aggregate maximum liability of US$91.7 million, guaranteeing EEI's payment obligations under the throughput service contract with Enbridge Inc.

The Company, through EEI, has other agreements in place with natural gas distributors, wholesale gas marketers and financial institutions for the purchase and transportation of natural gas and by-products thereof including forward or other financial settled contracts. As at March 31, 2024, the Company had guarantees with an aggregate maximum of US$70 million and $3.3 million guaranteeing EEI's payment under those agreements.

Contingencies

The Company is subject to various legal claims and actions arising in the normal course of business. While the final outcome of such legal claims and actions cannot be predicted with certainty, the Company does not believe that the resolution of such claims and actions will have a material impact on the Company's consolidated financial position or results of operations.

16. SUPPLEMENTAL CASH FLOW INFORMATION

The following table details the changes in operating assets and liabilities:

	Three months ended March 31	
	2024	2023
Source (use) of cash:		
Accounts receivable	**$ 0.6**	$ 19.5
Inventory	**5.9**	12.6
Other current assets	**(6.4)**	(6.3)
Regulatory assets (current)	**2.5**	(1.4)
Accounts payable and accrued liabilities	**(22.3)**	(6.0)
Customer deposits	**(4.4)**	(4.0)
Regulatory liabilities (current)	**(9.7)**	(10.9)
Other current liabilities	**(1.6)**	(1.1)
Net change in regulatory assets and liabilities (long-term)[(a)]	**3.1**	7.3
Other long-term assets and liabilities	**0.7**	(1.1)
Changes in operating assets and liabilities	**$ (31.6)**	$ 8.6

(a) Inclusive of a decrease in the revenue deficiency account (use of cash) of $5.8 million during the three months ended March 31, 2024 (three months ended March 31, 2023 – a decrease in the revenue deficiency account (use of cash) of $5.8 million).

The following cash payments have been included in the determination of net income after taxes:

	Three months ended March 31 2024	2023
Interest paid	**$ 13.1**	$ 0.9
Income taxes paid (net of refunds)	**$ 1.9**	$ 0.8

As at	**March 31, 2024**	December 31, 2023
Cash and cash equivalents	**$ 22.6**	$ 19.8
Restricted cash holdings from customers	**3.6**	2.9
Cash, cash equivalents and restricted cash per consolidated statement of cash flow	**$ 26.2**	$ 22.7

17. SEGMENTED INFORMATION

The following describes the Company's three reporting segments:

Utilities	– Includes the rate-regulated natural gas distribution assets in Alaska, Alberta, British Columbia and Nova Scotia, a 65 percent indirect interest in a rate-regulated storage facility in Alaska, as well as an approximately 33.33 percent equity investment in Inuvik Gas Ltd.
Renewable Energy	– Includes the 102 MW Bear Mountain Wind Park, and an approximately 10 percent indirect equity investment in Coast LP, which indirectly owns and operates three run-of-river hydroelectric power generation assets in northwest British Columbia (the "Northwest Hydro Facilities").
Corporate	– Includes the cost of providing shared services, financial and general corporate support and corporate assets as well as the equity investment in the NGIF Cleantech Ventures Limited Partnership.

The following tables show the composition by segment:

	Three months ended March 31, 2024				
	Utilities	**Renewable Energy**	**Corporate**	**Intersegment Elimination**	**Total**
Revenue	**$ 337.9**	**$ 3.6**	**$ —**	**$ —**	**$ 341.5**
Cost of sales	**(208.6)**	**(0.1)**	**—**	**—**	**(208.7)**
Operating and administrative	**(49.3)**	**(1.6)**	**(1.4)**	**—**	**(52.3)**
Accretion expense	**—**	**(0.1)**	**—**	**—**	**(0.1)**
Depreciation and amortization	**(19.7)**	**(1.8)**	**(0.1)**	**—**	**(21.6)**
Income (loss) from equity investments	**0.1**	**(0.5)**	**—**	**—**	**(0.4)**
Unrealized gain on risk management contracts	**0.6**	**—**	**—**	**—**	**0.6**
Other income	**1.4**	**—**	**—**	**—**	**1.4**
Operating income (loss)	**$ 62.4**	**$ (0.5)**	**$ (1.5)**	**$ —**	**$ 60.4**
Interest expense	**(13.7)**	**—**	**(4.1)**	**—**	**(17.8)**
Income (loss) before income taxes	**$ 48.7**	**$ (0.5)**	**$ (5.6)**	**$ —**	**$ 42.6**
Net additions to:					
Property, plant and equipment[(a)]	**$ 25.8**	**$ —**	**$ —**	**$ —**	**$ 25.8**
Intangible assets[(a)]	**$ 0.4**	**$ —**	**$ —**	**$ —**	**$ 0.4**

(a) Net additions to property, plant, and equipment, and intangible assets may not agree to changes reflected in the Consolidated Statement of Cash Flows due to classification differences.

	Three months ended March 31, 2023				
	Utilities	Renewable Energy	Corporate	Intersegment Elimination	Total
Revenue	$ 233.7	$ 4.6	$ —	$ —	$ 238.3
Cost of sales	(145.4)	(0.1)	—	—	(145.5)
Operating and administrative	(35.0)	(1.5)	(13.8)	—	(50.3)
Accretion expense	—	(0.1)	—	—	(0.1)
Depreciation and amortization	(12.5)	(1.8)	—	—	(14.3)
Income (loss) from equity investments	0.1	(2.2)	—	—	(2.1)
Unrealized gain (loss) on foreign exchange	15.0	—	(9.3)	—	5.7
Other Income	0.8	—	0.9	—	1.7
Foreign exchange gain	0.2	—	—	—	0.2
Operating income (loss)	$ 56.9	$ (1.1)	$ (22.2)	$ —	$ 33.6
Interest expense	(4.7)	—	(3.0)	—	(7.7)
Income (loss) before income taxes	$ 52.2	$ (1.1)	$ (25.2)	$ —	$ 25.9
Net additions (reductions) to:					
Property, plant and equipment[(a)]	$ 11.9	$ —	$ —	$ —	$ 11.9
Intangible assets	$ 1.5	$ —	$ —	$ —	$ 1.5

(a) Net additions to property, plant, and equipment, and intangible assets may not agree to changes reflected in the Consolidated Statement of Cash Flows due to classification differences.

The following table shows goodwill and total assets by segment:

	Utilities	Renewable Energy	Corporate	Total
As at March 31, 2024				
Goodwill	**$ 665.3**	**$ —**	**$ —**	**$ 665.3**
Segmented assets	**$ 2,474.4**	**$ 333.9**	**$ 664.2**	**$ 3,472.5**
As at December 31, 2023				
Goodwill	$ 652.2	$ —	$ —	$ 652.2
Segmented assets	$ 2,444.1	$ 334.5	$ 675.1	$ 3,453.7

The following tables show the geographical information of the Company's revenue and property, plant and equipment:

	Three months ended March 31	
	2024	2023
Revenue		
Canada	**$ 140.0**	$ 178.7
United States	**201.5**	59.6
Total	**$ 341.5**	$ 238.3

	March 31, 2024	December 31, 2023
Property, plant and equipment		
Canada	**$ 1,309.6**	$ 1,308.8
United States	**657.2**	651.0
Total	**$ 1,966.8**	$ 1,959.8

18. SEASONALITY

The utility business is highly seasonal with the majority of natural gas deliveries occurring during the winter heating season. Gas sales increase during the winter resulting in stronger first and fourth quarter results and weaker second and third quarter results. In addition, the Company's equity investment in the Northwest Hydro Facilities is impacted by seasonal weather, which create periods of high river flow typically during May through October of any given year, resulting in stronger results during this time period.

19. SUBSEQUENT EVENTS

Subsequent events have been reviewed through May 1, 2024, the date on which these condensed interim consolidated financial statements were approved for issue by the Board of Directors. There were no subsequent events requiring disclosure or adjustment in the financial statements.