

MICHIGAN PUBLIC SERVICE COMMISSION

ANNUAL REPORT OF ELECTRIC UTILITIES (MAJOR AND NON-MAJOR)

This form is authorized by 1919 PA 419, as amended, authorizes this form being MCL 460.51 et seq.; and 1969 PA 306, as amended, being MCL 24.201 et seq. Filing of this form is mandatory. Failure to complete and submit this form will place you violation of the Acts.

Report submitted for year ending: December 31, 2009	
Present name of respondent: Upper Peninsula Power Company	
Address of principal place of business: 600 East Lakeshore Drive, Houghton, MI 49931	
Utility representative to whom inquires regarding this report may be directed:	
Name: Keith E. Moyle	Title: Vice President & General Manager
Address: 600 East Lakeshore Drive	
City: Houghton	State: MI Zip: 49931
Telephone, Including Area Code: 906-482-4505	
If the utility name has been changed during the past year:	
Prior Name:	
Date of Change:	
Two copies of the published annual report to stockholders:	
[]	were forwarded to the Commission
[x]	will be forwarded to the Commission
on or about	
Annual reports to stockholders:	
[]	are published
[x]	are not published

FOR ASSISTANCE IN COMPLETION OF THIS FORM:

Contact the Michigan Public Service Commission (Bill Stosik) at
(517) 241-5853 or bmstosi@michigan.gov OR forward correspondence to:

Regulated Energy Division (Bill Stosik)
Financial Analysis and Customer Choice Section
6545 Mercantile Way
P.O. Box 30221
Lansing, MI 48909

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Upper Peninsula Power Company:

We have audited the balance sheet – regulatory basis of Upper Peninsula Power Company (the “Company”) as of December 31, 2009, and the related statements of income – regulatory basis, retained earnings – regulatory basis, and cash flows – regulatory basis for the year ended December 31, 2009, included on pages 110(M) through 123 of the accompanying Michigan Public Service Commission Form P-521. These regulatory-basis financial statements are the responsibility of the Company’s management. Our responsibility is to express an opinion on these regulatory-basis financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the auditing standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company’s internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As discussed in Note A, these regulatory-basis financial statements were prepared in accordance with the accounting requirements of the Michigan Public Service Commission as set forth in its applicable Uniform System of Accounts and published accounting releases, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America.

In our opinion, such regulatory-basis financial statements present fairly, in all material respects, the assets, liabilities, and proprietary capital of the Company as of December 31, 2009, and the results of its operations and its cash flows for the year ended December 31, 2009, in accordance with the accounting requirements of the Michigan Public Service Commission as set forth in its applicable Uniform System of Accounts and published accounting releases.

This report is intended solely for the information and use of the board of directors and management of the Company, and for filing with the Michigan Public Service Commission, and is not intended to be, and should not be, used by anyone other than these specified parties.

Deloitte & Touche LLP

April 16, 2010

INSTRUCTIONS FOR THE FILING OF THE ANNUAL REPORT OF
MAJOR AND NONMAJOR ELECTRIC UTILITIES

GENERAL INFORMATION

I. Purpose:

By authority conferred upon the Michigan Public Service Commission by 1909 PA 106, as amended, being MCL 460.556 et seq. and 1969 PA 306, as amended, being MCL 24.201 et seq., this form is a regulatory support requirement. It is designed to collect financial and operational information from public utilities, licensees and others subject to the jurisdiction of the Michigan Public Service Commission. This report is a nonconfidential public use form.

II. Who Must Submit:

Each major and nonmajor public utility, licensee, or other, as classified in the Commission's Uniform System of Accounts Prescribed for Public Utilities and Licensees must submit this form.

NOTE: Major utilities means utilities that had, in each of the last three consecutive years, sales or transmission service that exceeded any one or more of the following:

- (a) one million megawatt-hours of total sales;
- (b) 100 megawatt-hours of sales for resale;
- (c) 500 megawatt-hours of gross interchange out; or
- (d) 500 megawatt-hours of wheeling for others (deliveries plus losses)

III. What and Where to Submit:

- (a) **Submit an original copy of this form to:**

Michigan Public Service Commission (Regulated Energy Division)
Financial Analysis and Customer Choice Section
6545 Mercantile Way
P.O. Box 30221
Lansing, MI 48909

Retain one copy of this report for your files. Also submit the electronic version of this record to Bill Stosik at the address below or to bmstosi@michigan.gov

- (b) Submit immediately upon publication, one (1) copy of the latest annual report to stockholders and any annual financial or statistical report regularly prepared and distributed to bondholders, security analyst, or industry association. Do not include monthly and quarterly reports. If reports to stockholders are not prepared, enter "NA" in column (c) on Page 4, the List of Schedules.) Mail these reports to:

Michigan Public Service Commission (Regulated Energy Division)
Financial Analysis and Customer Choice Section
6545 Mercantile Way
P.O. Box 30221
Lansing, MI 48909

- (c) For the CPA certification, submit with the original submission, or within 30 days after the filing date for this form, a letter or report:
- (i) Attesting to the conformity, in all material aspects, of the below listed (schedules and) pages with the Commission's applicable Uniform Systems of Accounts (including applicable notes relating thereto and the Chief Accountant's published accounting releases), and
 - (ii) Signed by independent certified public accountants or an independent licensed public accountant, certified or licensed by a regulatory authority or a state or other political subdivision of the U.S. (See 18 CFR 41.10-41.12 for specific qualifications).

<u>Schedules</u>	<u>Reference Page</u>
Comparative Balance Sheet	110 - 113
Statement of Income	114 - 117
Statement of Retained Earnings	118 - 119
Statement of Cash Flows	120 - 121
Notes to Financial Statements	122 - 123

When accompanying this form, insert the letter or report immediately following the cover sheet. Use the following form for the letter or report unless unusual circumstances or conditions, explained in the letter or report, demand that it be varied. Insert parenthetical phrases only when exceptions are reported.

In connection with our regular examination of the financial statements of _____ for the year ended on which we have reported separately under the date of _____ we have also reviewed schedules _____ of Form P-521 for the year filed with the Michigan Public Service Commission as set forth in its applicable Uniform System of Accounts and published accounting releases. Our review for this purpose included such tests of accounting records and such other auditing procedures as we considered necessary in the circumstances.

Based on our review, in our opinion the accompanying schedules identified in the preceding paragraph (except as noted below) conform in all material respects with the accounting requirements of the Michigan Public Service Commission as set forth in its applicable Uniform System of Accounts and published accounting releases.

State in the letter or report which, if any, of the pages above do not conform to the Commission's requirements. Describe the discrepancies that exist.

- (d) Federal, state, and local governments and other authorized user may obtain additional blank copies to meet their requirements for a charge from:

Michigan Public Service Commission (Regulated Energy Division)
Financial Analysis and Customer Choice Section
6545 Mercantile Way
P.O. Box 30221
Lansing, MI 48909

IV. When to Submit

Submit this report form on or before April 30 of the year following the year covered by this report.

GENERAL INSTRUCTIONS

- I. Prepare this report in conformity with the Uniform System of Accounts (USOA). Interpret all accounting words and phrases in accordance with the USOA.
- II. Enter in whole number (dollars or MWH) only, except where otherwise noted. (Enter cents for averages and figures per unit where cents are important. The truncating of cents is allowed except on the four basic financial statements where rounding is required). The amounts shown on all supporting pages must agree with the amounts entered on the statements that they support. When applying thresholds to determine significance for reporting purposes, use for balance sheet accounts the balances

at the end of the current reporting year, and use for statement of income accounts the current year's accounts.

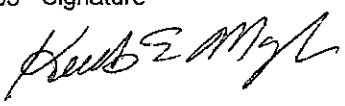
- III. Complete each question fully and accurately, even if it has been answered in a previous annual report. Enter the word "NONE" where it truly and completely states the fact.
- IV. For any page(s) that is not applicable to respondent, either
- (a) Enter the words "NOT APPLICABLE" on the particular page(s), OR
 - (b) Omit the page(s) and enter "NA", "NONE", or "NOT APPLICABLE" in column (c) on the List of Schedules, pages 2, 3, 4 and 5.
- V. Complete this report by means which result in a permanent record. Complete the original copy in permanent black ink or typewriter print, if practical. Additional copies must be clear and readable.
- VI. Enter the month, day, and year for all dates. Use customary abbreviations. The "Date of Report" included in the header of each page is to be completed only for resubmissions (See VIII. below). The date of the resubmission must be reported in the header for all form pages, whether or not they are changed from the previous filing.
- VII. Indicate negative amounts (such as decreases) by enclosing the figures in parentheses ().
- VIII. When making revisions, resubmit only those pages that have been changed from the original submission. Submit the same number of copies as required for filing the form. Include with the resubmission the identification and Attestation page, page 1. Mail dated resubmissions to:
- Michigan Public Service Commission (Regulated Energy Division)
Financial Analysis and Customer Choice Section
6545 Mercantile Way
P.O. Box 30221
Lansing, MI 48909
- IX. Provide a supplemental statement further explaining accounts or pages as necessary. Attach the supplemental statement (8 1/2 x 11 inch size) to the page being supplemented. Provide the appropriate identification information, including the title(s) of the page and page number supplemented.
- X. Do not make references to reports of previous years or to other reports in lieu of required entries, except as specifically authorized.
- XI. Wherever (schedule) pages refer to figures from a previous year, the figures reported must be based upon those shown by the annual report of the previous year, or an appropriate explanation given as to why the different figures were used.
- XII. Respondents may submit computer printed schedules (reduced to 8 1/2 x 11 inch size) instead of the preprinted schedules if they are in substantially the same format.
- XIII. A copy of the FERC Annual Report Form is acceptable to substitute for the same schedules of this report.

DEFINITIONS

- I. Commission Authorization (Comm. Auth.) - The authorization of the Michigan Public Service Commission, or any other Commission. Name the Commission whose authorization was obtained and give the date of the authorization.
- II. Respondent - The person, corporation, licensee, agency, authority, or other legal entity or instrumentality in whose behalf the report is made.

MPSC FORM P-521

ANNUAL REPORT OF ELECTRIC UTILITIES, LICENSEES AND OTHERS (Major and Nonmajor)

IDENTIFICATION		
01 Exact Legal Name of Respondent Upper Peninsula Power Company		02 Year of Report December 31, 2009
03 Previous Name and Date of Change (if name changed during year)		
04 Address of Principal Business Office at End of Year (Street, City, St., Zip) 600 East Lakeshore Drive, Houghton, MI 49931		
05 Name of Contact Person Keith E. Moyle	06 Title of Contact Person Vice President & General Manager	
07 Address of Contact Person (Street, City, St., Zip) 700 North Adams Street, P. O. Box 19001, Green Bay, Wisconsin 54307-9001		
08 Telephone of Contact Person, Including Area Code:	09 This Report is: (1) <input type="checkbox"/> An Original (2) <input checked="" type="checkbox"/> A Resubmission	10 Date of Report (Mo, Da,Yr) June 23, 2010
ATTESTATION		
The undersigned officer certifies that he/she has examined the accompanying report; that to the best of his/her knowledge, information, and belief, all statements of fact contained in the accompanying report are true and the accompanying report is a correct statement of the business and affairs of the above named respondent in respect to each and every matter set forth therein during the period from and including January 1 and including December 31 of the year of the report.		
01 Name Keith E. Moyle	03 Signature 	04 Date Signed (Mo, Da,Yr) June 23, 2010
02 Title Vice President & General Manager		

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
LIST OF SCHEDULES (Electric Utility)			
1. Enter in column (c) the terms "none", "not applicable", or "NA", as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the responses are "none", "not applicable", or "NA".		2. The "M" prefix below denotes those pages where the information requested by the MPSC differs from that requested by FERC. Each of these pages also contains the "M" designation on the page itself.	
Title of Schedule (a)	Reference Page No. (b)	Remarks (c)	
<p style="text-align: center;">GENERAL CORPORATE INFORMATION AND FINANCIAL STATEMENTS</p> <p>General Information 101</p> <p>Control Over Respondent & Other Associated Companies M 102</p> <p>Corporations Controlled by Respondent 103 See FERC Form 1, Page 103</p> <p>Officers and Employees M 104</p> <p>Directors M 105</p> <p>Security Holders and Voting Powers M 106-107</p> <p>Important Changes During the Year 108-109 See FERC Form 1, Pages 108-109</p> <p>Comparative Balance Sheet M 110-113</p> <p>Statement of Income for the Year 114-117</p> <p>Statement of Retained Earnings for the Year 118-119</p> <p>Statement of Cash Flows 120-121</p> <p>Notes to Financial Statements 122-123 See FERC Form 1, Pages 122-123</p> <p style="text-align: center;">BALANCE SHEET SUPPORTING SCHEDULES (Assets and Other Debits)</p> <p>Summary of Utility Plant and Accumulated Provisions for Depreciation, Amortization, and Depletion 200-201 Page 201-None</p> <p>Nuclear Fuel Materials 202-203 None</p> <p>Electric Plant in Service M 204-211</p> <p>Electric Plant Leased to Others 213 None</p> <p>Electric Plant Held for Future Use 214 None</p> <p>Construction Work in Progress - Electric M 216</p> <p>Construction Overheads - Electric 217 None</p> <p>General Description of Construction Overhead Procedure M 218</p> <p>Accumulated Provision for Depreciation of Electric Utility Plant M 219 See FERC Form 1, Page 219</p> <p>Nonutility Property M 221</p> <p>Investment in Subsidiary Companies 224-225 See FERC Form 1, Pages 224-225</p> <p>Materials and Supply 227 See FERC Form 1, Page 227</p> <p>Allowances 228-229 None</p> <p>Extraordinary Property Losses 230B None</p> <p>Unrecovered Plant and Regulatory Study Costs 230B None</p> <p>Other Regulatory Assets M 232 See FERC Form 1, Page 232</p> <p>Miscellaneous Deferred Debits M 233 See FERC Form 1, Page 233</p> <p>Accumulated Deferred Income Taxes (Account 190) M 234A-B</p> <p style="text-align: center;">BALANCE SHEET SUPPORTING SCHEDULES (Liabilities and Credits)</p> <p>Capital Stock 250-251 See FERC Form 1, Pages 250-251</p> <p>Capital Stock Subscribed, Capital Stock Liability for Conversion Premium on Capital Stock, and Installments Received on Capital Stock 252</p>			

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
LIST OF SCHEDULES (Electric Utility) (Continued)			
Title of Schedule (a)	Reference Page No. (b)	Remarks (c)	
BALANCE SHEET SUPPORTING SCHEDULES (Liabilities and Other Credits) (Continued)			
Other Paid-In Capital	253		
Discount on Capital Stock	254	None	
Capital Stock Expense	254	None	
Long-Term Debt	256-257	See FERC Form 1, Pages 256-257	
Reconciliation of Reported Net Income with Taxable Income for Federal Income Tax	M 261A-B		
Calculation of Federal Income Tax			
Taxes Accrued, Prepaid and Charged During Year	M 262-263	See FERC Form 1, Pages 262-263	
Distribution of Taxes Charged	M 262-263	See FERC Form 1, Pages 262-263	
Accumulated Deferred Investment Tax Credits	266-267	See FERC Form 1, Pages 266-267	
Other Deferred Credits	269	See FERC Form 1, Page 269	
Accumulated Deferred Income Taxes - Accelerated Amortization Property	M 272-273	None	
Accumulated Deferred Income Taxes - Other Property	M 274-275	See FERC Form 1, Pages 274-275	
Accumulated Deferred Income Taxes - Other	M 276A-B	See FERC Form 1, Pages 276-277	
Other Regulatory Liabilities	M 278	See FERC Form 1, Page 278	
ASSET ACCOUNT SUPPORTING SCHEDULES			
Electric Operating Revenues	M 300-301	See FERC Form 1, Pages 300-301	
Sales of Electricity by Rate Schedules	304	See FERC Form 1, Page 304	
Sales for Resale	310-311	See FERC Form 1, Pages 310-311	
Electric Operation and Maintenance Expenses	320-323	See FERC Form 1, Pages 320-323	
Number of Electric Department Employees	323		
Purchased Power	326-327	See FERC Form 1, Pages 326-327	
Transmission of Electricity for Others	328-330	None	
Transmission of Electricity by Others	332	See FERC Form 1, Page 332	
Miscellaneous General Expenses - Electric	M 335	See FERC Form 1, Page 335	
Depreciation and Amortization of Electric Plant	M 336-337	See FERC Form 1, Pages 336-337	
Particulars Concerning Certain Income Deduction and Interest Charges Accounts	340		
COMMON SECTION			
Regulatory Commission Expenses	350-351	See FERC Form 1, Pages 350-351	
Research, Development and Demonstration Activities	352-353	None	
Distribution of Salaries and Wages	354-355	See FERC Form 1, Pages 354-355	
Common Utility Plant and Expenses	356	None	
ELECTRIC PLANT STATISTICAL DATA			
Monthly Transmission System Peak Load	M 400	None	
Electric Energy Account	401	See FERC Form 1, Page 401A	
Monthly Peaks and Output	401	See FERC Form 1, Page 401B	
Steam-Electric Generating Plant Statistics (Large Plants)	402-403	See FERC Form 1, Pages 402-403	
Hydroelectric Generating Plant Statistics (Large Plants)	406-407	See FERC Form 1, Pages 406-407	
Pumped Storage Generating Plant Statistics (Large Plants)	408-409	None	
Generating Plant Statistics (Small Plants)	410-411	See FERC Form 1, Pages 410-411	

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
LIST OF SCHEDULES (Electric Utility) (Continued)			
Title of Schedule (a)	Reference Page No. (b)	Remarks (c)	
ELECTRIC PLANT STATISTICAL DATA (Continued)			
Transmission Line Statistics	422-423	None	
Transmission Lines Added During Year	424-425	None	
Substations	426-427	See FERC Form 1, Pages 426-427	
Electric Distribution Meters and Line Transformers	429		
Environmental Protection Facilities	430	None	
Environmental Protection Expenses	431	None	
Footnote Data	450		
Stockholders' Report	---		
MPSC SCHEDULES			
Reconciliation of Deferred Income Tax Expense	117A-B		
Operating Loss Carry Forward	117C	None	
Plant Acquisition Adjustments and Accumulated Provision for Amortization of Plant Acquisition Adjustments	215	None	
Construction Work In Progress and Completed Construction Not Classified - Electric	216		
Accumulated Provision for Depreciation and Amortization of Nonutility Property	221		
Investments	222-223		
Notes & Accounts Receivable Summary for Balance Sheet	226A		
Accumulated Provision for Uncollectible Accounts - Credit	226A		
Receivables From Associated Companies	226B		
Production Fuel and Oil Stocks	227A-B	Page 227B - None	
Miscellaneous Current and Accrued Assets	230A		
Preliminary Survey and Investigation Charges	231A-B		
Deferred Losses from Disposition of Utility Plant	235A-B	None	
Unamortized Loss and Gain on Reacquired Debt	237A-B		
Securities Issued or Assumed and Securities Refunded or Retired During the Year	255		
Notes Payable	260A	None	
Payables to Associated Companies	260B		
Investment Tax Credits Generated and Utilized	264-265	Pages Eliminated by MPSC	
Miscellaneous Current and Accrued Liabilities	268		
Customer Advances for Construction	268		
Deferred Gains from Disposition of Utility Plant	270A-B	None	
Accumulated Deferred Income Taxes - Temporary	277	None	
Gain or Loss on Disposition of Property	280A-B	Page 280B - None	
Income from Utility Plant Leased to Others	281	None	
Particulars Concerning Certain Other Income Accounts	282		
Electric Operation and Maintenance Expenses (Nonmajor)	320N-324N	Not Applicable	
Number of Electric Department Employees	324N	Not Applicable	
Sales to Railroads & Railways and Interdepartmental Sales	331A	None	
Rent From Electric Property & Interdepartmental Rents	331A		
Sales of Water and Water Power	331B	None	
Misc. Service Revenues & Other Electric Revenues	331B		
Lease Rentals Charged	333A-D	None	
Expenditures for Certain Civic, Political and Related Activities	341		

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
LIST OF SCHEDULES (Electric Utility) (Continued)			
Title of Schedule (a)	Reference Page No. (b)	Remarks (c)	
MPSC SCHEDULES (Continued)			
Extraordinary Items	342	None	
Charges for Outside Professional and Other Consultative Services	357		
Summary of Costs Billed to Associated Companies	358-359		
Summary of Costs Billed from Associated Companies	360-361		
Monthly Transmission System Peak Load	400	None	
Changes Made or Scheduled to be Made in Generating Plant Capacities	412		
Steam-Electric Generating Plants	413A-B	None	
Hydroelectric Generating Plants	414-415		
Pumped Storage Generating Plants	416-418	None	
Internal Combustion Engine and Gas Turbine Generating Plants	420-421		

Name of Respondent	This Report Is:	Date of Report	Year of Report
Upper Peninsula Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 4/30/2010	December 31, 2009

GENERAL INFORMATION

1. Provide name and title of officer having custody of the general corporate books of account and address of office where the general corporate books are kept, and address of office where any other corporate books of account are kept, if different from that where the general corporate books are kept.

Keith E. Moyle

2. Provide the name of the State under the laws of which respondent is incorporated, and date of incorporation. If incorporated under a special law, give reference to such law. If not incorporated, state that fact and give the type of organization and date organized.

Incorporated February 26, 1947, under the laws of the State of Michigan Act 237 of Public Acts of 1931.

3. If at any time during the year the property of respondent was held by a receiver or trustee, give (a) name of receiver or trustee, (b) date such receiver or trustee took possession, (c) the authority by which the receivership or trusteeship was created, and (d) date when possession by receiver or trustee ceased.

N/A

4. State the classes of utility and other services furnished by respondent during the year in each State in which respondent operated.

Respondent operates only in the State of Michigan and is engaged in the business of generating purchasing, distributing and selling electricity.

5. Have you engaged as the principal accountant to audit your financial statements an accountant who is not the principal accountant for your previous year's certified financial statements?

(1) ☐ Yes...Enter date when such independent accountant was initially engaged: _____.

(2) ☒ No

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
CONTROL OVER RESPONDENT & OTHER ASSOCIATED COMPANIES			
<p>1. If any corporation, business trust, or similar organization or combination of such organizations jointly held control over the respondent at end of year, state name of controlling corporation or organization, manner in which control was held, and extent of control. If control was in a holding company organization, show the chain of ownership or control to the main parent company or organization. If control was held by a trustee(s), state name of trustee(s), name of beneficiary or beneficiaries for whom trust was maintained, and purpose of the trust.</p> <p>2. List any entities which respondent did not control either directly or indirectly and which did not control respondent but which were associated companies at any time during the year.</p>			
<p>Upper Peninsula Power is a wholly-owned subsidiary of Integrys Energy Group, Inc. ("Holding Company").</p>			

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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CORPORATIONS CONTROLLED BY RESPONDENT

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

Definitions

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

Line No.	Name of Company Controlled (a)	Kind of Business (b)	Percent Voting Stock Owned (c)	Footnote Ref. (d)
1	WPS Investments LLC	Company which holds	2.72%	
2		Respondent's investments in		
3		American Transmission Co.		
4				
5				
6	*Jointly owned by Respondent (approximately			
7	3%); holding company, Integrys Energy Group,			
8	Inc. (approximately 84%); and, another utility			
9	subsidiary, Wisconsin Public Service Corp.			
10	(approximately 13%). Respondent became a			
11	member on June 29, 2001.			
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Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
OFFICERS AND EMPLOYEES					
<p>1. Report below the name, title and salary for the five executive officers</p> <p>2. Report in column (b) salaries and wages accrued during the year including deferred compensation.</p> <p>3. In column (c) report any other compensation provided, such as bonuses, car allowance, stock options and rights, savings contribution, etc., and explain in a footnote what the amounts represent. Provide type code for other compensation in column (d).</p> <p>4. If a change was made during the year in the incumbent of any position, show the name and total remuneration of the previous incumbent and the date the change in incumbency occurred.</p> <p>5. Upon request, the Company will provide the Commission with supplemental information on officers and other employees and salaries.</p>					
Line	Name and Title	Base Wages	Other Compensation	Type of Other Compensation	Total Compensation
	(a)	(b)	(c)	(d)	(e)
1	Lawrence T. Borgard Chief Executive Officer	None	None	None	None
2	Barbara A. Nick President	None	None	None	None
3	Keith E. Moyle Vice President and General Manager	152,396	73,958	A,B,C,D	223,354
4	Bradley A. Johnson Vice President and Treasurer	None	None	None	None
5	James F. Schott Vice President - Regulatory Affairs	None	None	None	None
6	Barth J. Wolf Secretary	None	None	None	None
7	Dane E. Allen Assistant Secretary	None	None	None	None
1	Footnote Data Dane E. Allen's salary is paid by Integrys Business Support, an affiliate company. It is not reported here. All other listed officers' salaries not reported here are on affiliated company's (Wisconsin Public Service Corporation) Form P-521.				
2					
3					
4					
5					
Compensation Type Codes: A = Executive Incentive Compensation B = Incentive Plan (Matching Employer Contribution) C = Stock Plans D = Other Reimbursements					

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
DIRECTORS			
<p>1. Report below any information called for concerning each director of the respondent who held office at any time during the year. Include in column (a), abbreviated titles of the directors who are officers of the respondent.</p> <p>2. Designate members of the Executive Committee by a triple asterisk and the Chairman of the Executive Committee by a double asterisk.</p>			
Name and Title of Director (a)	Principal Business Address (b)	# of Directors Meetings During Yr (c) (2)	Fees During Yr (d) (3)
1 Thomas P. Meinz, Chairman	Integrus Business Support, LLC 700 North Adams Street Green Bay, WI 54301	8	None
2 Keith E. Moyle	Upper Peninsula Power Company 500 North Washington Street Ishpeming, MI 49849	7	None
3 Barbara A. Nick	Wisconsin Public Service Corporation 700 North Adams Street Green Bay, WI 54301	8	None
4 Joseph P. O'Leary	Integrus Business Support, LLC 130 East Randolph Drive Chicago, IL 60601	7	None
5 Lawrence T. Borgard	Integrus Business Support, LLC 130 East Randolph Drive Chicago, IL 60601	6	None
6 Charles A. Schrock	Integrus Business Support, LLC 130 East Randolph Drive Chicago, IL 60601	6	None
<p><u>Footnote Data</u></p> <p>1</p> <p>2</p> <p>3</p>			

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
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SECURITY HOLDERS AND VOTING POWERS
<p>1. (A) Give the names and addresses of the 10 security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent, prior to the end of the year, had the highest voting powers in the respondent, and state the number of votes which each would have had the right to cast on that date if a meeting were then in order. If any such holder held in trust, give in a footnote the known particulars of the trust (whether voting trust, etc.), duration of trust, and principal holders of beneficiary interests in the trust. If the stock book was not closed or a list of stockholders was not compiled within one year prior to the end of the year, or if since the previous compilation of a list of stockholders, some other class of security has become vested with voting rights, then show such 10 security holders as of the close of the year. Arrange the names of the security holders in the order of voting power, commencing with the highest. Show in column (a) the titles of officers and directors included in such list of 10 security holders.</p> <p>1. (B) Give also the name and indicate the voting powers resulting from ownership of securities of the respondent of each officer and director not included in the list of 10 largest security holders.</p> <p>2. If any security other than stock carries voting rights, explain in a supplemental statement the circumstances whereby such security became vested with voting rights and give other important particulars (details) concerning the voting rights of such security. State whether voting rights are actual or contingent; if contingent, describe the contingency.</p> <p>3. If any class or issue of security has any special privileges in the election of directors, trustees or managers, or in the determination of corporate action by any method, explain briefly in a footnote.</p> <p>4. Furnish particulars (details) concerning any options, warrants, or rights outstanding at the end of the year for others to purchase securities of the respondent or any securities or other assets owned by the respondent, including prices, expiration dates, and other material information relating to exercise of the options, warrants, or rights. Specify the amount of such securities or assets so entitled to be purchased by any officer, director, associated company, or any of the ten largest security holders. This instruction is inapplicable to convertible securities or to any securities substantially all of which are outstanding in the hands of the general public where the options, warrants, or rights were issued on a prorata basis.</p>
<p>1. Give date of the latest closing of the stock book prior to end of year, and state the purpose of such closing:</p>
<p>2. State the total number of votes cast at the latest general proxy meeting prior to the end of year for election of directors of the respondent and number of such votes cast by proxy:</p> <p style="text-align: center;">Total: 1,473,736</p> <p style="text-align: center;">By Proxy: 0</p>
<p>3. Give the date and place of such meeting:</p> <p>Directors were elected May 11, 2009 via unanimous consent of the sole shareholder in lieu of an annual meeting.</p>

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
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SECURITY HOLDERS AND VOTING POWERS (Continued)

Line	Name (Title) and Address of Security Holder (a)	VOTING SECURITIES			
		Number of votes as of (date):			
		Total Votes (b)	Common Stock (c)	Preferred Stock (d)	Other (e)
4	TOTAL votes all voting securities		1,473,736		
5	TOTAL number of security holders		1		
6	TOTAL votes of security holders listed below		1,473,736		
7	Integrus Energy Group, Inc.		1,473,736		
8	130 East Randolph Drive				
9	Chicago, IL 60601				
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RESPONSE/NOTES TO INSTRUCTION

Instruction 2: Not Applicable
Instruction 3: Not Applicable
Instruction 4: Not Applicable

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report 04/19/2010	Year/Period of Report End of <u>2009/Q4</u>
IMPORTANT CHANGES DURING THE QUARTER/YEAR			
<p>Give particulars (details) concerning the matters indicated below. Make the statements explicit and precise, and number them in accordance with the inquiries. Each inquiry should be answered. Enter "none," "not applicable," or "NA" where applicable. If information which answers an inquiry is given elsewhere in the report, make a reference to the schedule in which it appears.</p> <ol style="list-style-type: none"> Changes in and important additions to franchise rights: Describe the actual consideration given therefore and state from whom the franchise rights were acquired. If acquired without the payment of consideration, state that fact. Acquisition of ownership in other companies by reorganization, merger, or consolidation with other companies: Give names of companies involved, particulars concerning the transactions, name of the Commission authorizing the transaction, and reference to Commission authorization. Purchase or sale of an operating unit or system: Give a brief description of the property, and of the transactions relating thereto, and reference to Commission authorization, if any was required. Give date journal entries called for by the Uniform System of Accounts were submitted to the Commission. Important leaseholds (other than leaseholds for natural gas lands) that have been acquired or given, assigned or surrendered: Give effective dates, lengths of terms, names of parties, rents, and other condition. State name of Commission authorizing lease and give reference to such authorization. Important extension or reduction of transmission or distribution system: State territory added or relinquished and date operations began or ceased and give reference to Commission authorization, if any was required. State also the approximate number of customers added or lost and approximate annual revenues of each class of service. Each natural gas company must also state major new continuing sources of gas made available to it from purchases, development, purchase contract or otherwise, giving location and approximate total gas volumes available, period of contracts, and other parties to any such arrangements, etc. Obligations incurred as a result of issuance of securities or assumption of liabilities or guarantees including issuance of short-term debt and commercial paper having a maturity of one year or less. Give reference to FERC or State Commission authorization, as appropriate, and the amount of obligation or guarantee. Changes in articles of incorporation or amendments to charter: Explain the nature and purpose of such changes or amendments. State the estimated annual effect and nature of any important wage scale changes during the year. State briefly the status of any materially important legal proceedings pending at the end of the year, and the results of any such proceedings culminated during the year. Describe briefly any materially important transactions of the respondent not disclosed elsewhere in this report in which an officer, director, security holder reported on Page 106, voting trustee, associated company or known associate of any of these persons was a party or in which any such person had a material interest. (Reserved.) If the important changes during the year relating to the respondent company appearing in the annual report to stockholders are applicable in every respect and furnish the data required by Instructions 1 to 11 above, such notes may be included on this page. Describe fully any changes in officers, directors, major security holders and voting powers of the respondent that may have occurred during the reporting period. In the event that the respondent participates in a cash management program(s) and its proprietary capital ratio is less than 30 percent please describe the significant events or transactions causing the proprietary capital ratio to be less than 30 percent, and the extent to which the respondent has amounts loaned or money advanced to its parent, subsidiary, or affiliated companies through a cash management program(s). Additionally, please describe plans, if any to regain at least a 30 percent proprietary ratio. 			
<p>PAGE 108 INTENTIONALLY LEFT BLANK SEE PAGE 109 FOR REQUIRED INFORMATION.</p>			

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report 2009/Q4
Upper Peninsula Power Company			
IMPORTANT CHANGES DURING THE QUARTER/YEAR (Continued)			

1. None.
2. None.
3. None.
4. None.
5. None.
6. N/P Associated Co. - WPSR \$10,395,000 FERC \$20M authorization, Federal Power Act-Section 204, Docket ES05-15-000.
7. There were no changes to the Articles of Incorporation of By-Laws during this period.
8. Union employees received a 3% general wage increase effective April 19, 2009.
Non-union employees received a 3% general wage increase effective February 22, 2009.
9. See Note 9 of Notes to Financial Statements.
10. There were no materially important transactions fo the respondent not disclosed elsewhere in this report in which an officer, director, security holder reported on Page 104, voting trustee, associated company or known associate of any of these persons was a party or in which any such person had a material interest.
11. Reserved.
12. None.
13. There were no changes in officers or directors which occurred in the fourth quarter of 2009.

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)				
Line	Title of Account (a)	Ref. Page No. (b)	Balance at Beginning of Year (c)	Balance at End of Year (d)
1	UTILITY PLANT			
2	Utility Plant (101-106, 114)	200-201	211,249,682	212,708,056
3	Construction Work in Progress (107)	200-201	3,001,649	6,398,224
4	TOTAL Utility Plant (Enter total of lines 2 and 3)		214,251,331	219,106,280
5	(Less) Accum.Prov for Depr.Amort.Depl (108,111,115)	200-201	89,395,201	90,735,581
6	Net Utility Plant (Enter total of line 4 less 5)		124,856,130	128,370,699
7	Nuclear Fuel in Process of Ref., Conv., Enrich., and Fab (120.1)			
8	Nuclear Fuel Materials & Assemblies - Stock Account (120.2)			
9	Nuclear Fuel Assemblies in Reactor (120.3)			
10	Spent Nuclear Fuel (120.4)			
11	Nuclear Fuel under Capital Leases (120.6)			
12	Assemblies (120.5)	202-203		
13	Net Nuclear Fuel (Enter total of line 7 less 8)		0	0
14	Net Utility Plant (Enter total of lines 6 and 13)		124,856,130	128,370,699
15	Utility Plant Adjustments (116)	122		
16	Gas Stored Underground-Noncurrent (117)	---		
17	OTHER PROPERTY AND INVESTMENTS			
18	Nonutility Property (121)	221	5,766,207	7,384,081
19	(Less) Accum.Prov. for Depr. and Amort. (122)	---	800,455	987,474
20	Investments in Associated Companies (123)	222-223		
21	Investments in Subsidiary Companies (123.1)	224-225	14,156,119	14,572,075
22	(For Cost of Account 123.1, See Footnote Page 224, line 42)			
23	Noncurrent Portion of Allowances	228-229		
24	Other Investments (124)			
25	Sinking Funds (125)			
26	Depreciation Fund (126)			
27	Amortization Fund - Federal (127)			
28	Other Special Funds (128)			
29	Special Funds (Non-Major Only) (129)			
30	Long-Term Portion of Derivative Assets (175)			
31	Long-Term Portion of Derivative Assets - Hedges (176)			
32	TOTAL Other Property and Investments (Total of lines 18 thru 21, 23 thru 31)		19,121,871	20,968,682
33	CURRENT AND ACCRUED ASSETS			
34	Cash and Working Funds (Non-Major Only) (130)			
35	Cash (131)	---	0	568,112
36	Special Deposits (132-134)	---	70,884	502,534
37	Working Fund (135)	---	3,050	2,750
38	Temporary Cash Investments (136)	222-223		
39	Notes Receivable (141)	226A		
40	Customer Accounts Receivable (142)	226A	9,593,739	9,338,567
41	Other Accounts Receivable (143)	226A	2,889,662	5,397,823
42	(Less) Accum.Prov. for Uncoll. Acct.- Credit (144)	226A	205,000	359,140
43	Notes Receivable from Assoc. Companies (145)	226B		
44	Accounts Receivable from Assoc. Companies (146)	226B	59,983	34,409
45	Fuel Stock (151)	227	724,757	440,306
46	Fuel Stock Expenses Undistributed (152)	227		
47	Residuals (Elec) and Extracted Products (153)	227		
48	Plant Materials and Operating Supplies (154)	227	987,291	1,026,918
49	Merchandise (155)	227		
50	Other Materials and Supplies (156)	227		
51	Nuclear Materials Held for Sale (157)	202-203, 207		
52	Allowances (158.1 and 158.2)	228-229		

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS) (Continued)				
Line	Title of Account (a)	Ref. Page No. (b)	Balance at Beginning of Year (c)	Balance at End of Year (d)
53	(Less) Noncurrent Portion of Allowances	---		
54	Stores Expense Undistributed (163)	227	8,991	89,281
55	Gas Stored Underground-Current (164.1)	---		
56	Liquefied Natural Gas Stored and Held for Processing (164.2-164.3)	---		
57	Prepayments (165)	---	1,508,933	5,270,644
58	Advances for Gas (166-167)	---		
59	Interest and Dividends Receivable (171)	---		
60	Rents Receivable (172)	---		
61	Accrued Utility Revenues (173)	---	4,204,275	3,983,285
62	Misc Current and Accrued Assets (174)		4,573,629	4,658,444
63	Derivative Instrument Assets (175)		445,564	496,878
64	(Less) LT Portion of Derivative Inst. Assets (175)			
65	Derivative Instrument Assets - Hedges (176)			
66	(Less) LT Portion of Derivative Inst. Assets - Hedges (176)			
67	TOTAL Current and Accrued Assets (Enter total of lines 34 thru 66)		24,865,758	31,450,811
68	DEFERRED DEBITS			
69	Unamortized Debt Expenses (181)	---	62,411	53,121
70	Extraordinary Property Losses (182.1)	230		
71	Unrecovered Plant & Regulatory Study Costs (182.2)	230		
72	Other Regulatory Assets	232	67,621,674	55,848,961
73	Prelim. Survey & Invest. Charges (Elec) (183)	231	81,196	0
74	Prelim. Survey & Invest. Charges (Gas) (183.1)	---		
75	Other Prelim. Survey & Investigation Charges (183.2)			
76	Clearing Accounts (184)	---		
77	Temporary Facilities (185)	---		
78	Miscellaneous Deferred Debits (186)	233	355,235	3,461,004
79	Def. Losses from Disposition of Utility Plant (187)	235		
80	Research, Devel. and Demonstration Expend (188)	352-353		
81	Unamortized Loss on Reacquired Debt (189)	237	34,810	32,097
82	Accumulated Deferred Income Taxes (190)	234	6,808,267	5,145,781
83	Unrecovered Purchased Gas Costs (191)	---		
84	TOTAL Deferred Debits (Enter total of lines 69 thru 83)		74,963,593	64,540,964
85	TOTAL Assets and Other Debits (Enter total of lines 14 thru 16, 32, 67, and 84)		243,807,352	245,331,156

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS)				
Line	Title of Account (a)	Ref. Page No. (b)	Balance at Beginning of Year (c)	Balance at End of Year (d)
1	PROPRIETARY CAPITAL			
2	Common Stock Issued (201)	250-251	13,263,624	13,263,624
3	Preferred Stock Issued (204)	250-251		
4	Capital Stock Subscribed (202, 205)	252		
5	Stock Liability for Conversion (203, 206)	252		
6	Premium on Capital Stock (207)	252	6,920,433	14,921,424
7	Other Paid-In Capital (208-211)	253	40,250	40,250
8	Installments Received on Capital Stock (212)	252		
9	(Less) Discount on Capital Stock (213)	254		
10	(Less) Capital Stock Expense (214)	254		
11	Retained Earnings (215, 215.1, 216)	118-119	45,978,049	46,561,524
12	Unappropriated Undistributed Subsidiary Earnings (216.1)	118-119	3,170,751	3,548,435
13	(Less) Reacquired Capital Stock (217)	250-251		
14	Noncorporate Proprietorship (Non-major only) (218)			
15	Accumulated Other Comprehensive Income (219)	122(a)(b)		
16	TOTAL Proprietary Capital (Enter total of lines 2 thru 15)		69,373,107	78,335,257
17	LONG-TERM DEBT			
18	Bonds (221)	256-257	11,700,000	10,800,000
19	(Less) Reacquired Bonds (222)	256-257		
20	Advances from Associated Companies (223)	256-257	30,000,000	30,000,000
21	Other Long-Term Debt (224)	256-257		
22	Unamortized Premium on Long-Term Debt (225)	---		
23	(Less) Unamortized Discount on Long-Term Debt -Debit (226)	---		
24	TOTAL Long-Term Debt (Enter total lines 18 thru 23)		41,700,000	40,800,000
25	OTHER NONCURRENT LIABILITIES			
26	Obligations Under Capital Leases-Noncurrent (227)			
27	Accumulated Prov. for Property Insurance (228.1)			
28	Accumulated Prov. for Injuries and Damage (228.2)			
29	Accumulated Prov. for Pensions and Benefits (228.3)		44,353,235	48,897,241
30	Accumulated Misc. Operating Provisions (228.4)			
31	Accumulated Provision for Rate Refunds (229)			
32	Long-Term Portion of Derivative Instrument Liabilities			
33	LT Portion of Derivative Instrument Liabilities - Hedges			
34	Asset Retirement Obligations (230)		789,187	834,076
35	TOTAL Other Noncurrent Liabilities (Enter total of lines 26 thru 34)		45,142,422	49,731,317
36	CURRENT AND ACCRUED LIABILITIES			
37	Notes Payable (231)			
38	Accounts Payable (232)		7,571,077	8,493,580
39	Notes Payable to Associated Companies (233)		6,795,000	10,395,000
40	Accounts Payable to Associated Companies (234)		7,118,522	8,354,190
41	Customer Deposits (235)		34,891	791,778
42	Taxes Accrued (236)	262-263	3,793,252	4,271,093
43	Interest Accrued (237)		181,740	167,760
44	Dividends Declared (238)			
45	Matured Long-Term Debt (239)			

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS) (Continued)				
Line	Title of Account (a)	Ref. Page No. (b)	Balance at Beginning of Year (c)	Balance at End of Year (d)
46	Matured Interest (240)			
47	Tax Collections Payable (241)		141,646	136,915
48	Misc. Current and Accrued Liabilities (242)		1,782,435	2,376,031
49	Obligations Under Capital Leases -Current (243)			
49	Derivative Instrument Liabilities (244)		79,719	33,417
50	Federal Income Taxes Accrued for Prior Years (244)			
51	Michigan Single Business Taxes Accrued for Prior Years (244.1)			
52	Fed. Inc. Taxes Accrued for Prior Years -Adj. (245)			
53	Michigan Single Business Taxes Accrued for Prior Years - Adj. (245.1)			
54	TOTAL Current and Accrued Liabilities (Enter total of lines 37 thru 53)		27,498,282	35,019,764
55	DEFERRED CREDITS			
56	Customer Advances for Construction (252)		5,283,976	5,102,648
57	Accumulated Deferred Investment Tax Credits (255)	266-267	678,299	1,071,075
58	Deferred Gains from Disposition of Utility Plt. (256)	270		
59	Other Deferred Credits (253)	269	21,949,364	2,787,547
60	Other Regulatory Liabilities	278	7,035,175	4,769,672
61	Unamortized Gain on Reacquired Debt (257)	237		
62	Accum. Deferred Income Taxes-Accel. Amort. (281)			
63	Accum. Deferred Income Taxes-Other Property (282)		23,841,808	24,403,040
64	Accum. Deferred Income Taxes-Other (283)	272-277	1,304,919	3,310,836
65	TOTAL Deferred Credits (Enter total of lines 56 thru 64)		60,093,541	41,444,818
66	TOTAL Liabilities and Other Credits (Enter total of lines 16, 24, 35, 54 and 65)		243,807,352	245,331,156

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
STATEMENT OF INCOME FOR THE YEAR				
<p>1. Report amounts for accounts 412 and 413, Revenue and Expenses for Utility Plant Leased to Others, in another utility column (l,k,m,o) in a similar manner to a utility department. Spread the amount(s) over lines 02 thru 24 as appropriate. Include these amounts in columns (c) and (d) totals.</p> <p>2. Report amounts in account 414, Other Utility Operating Income, in the same manner as accounts 412 and 413</p> <p>3. Report data for lines 7,9, and 10 for Natural Gas companies using accounts 404.1,404.2, 404.3 407.1, and 407.2</p> <p>4. Use pages 122-123 for important notes regarding the statement of income or any account thereof.</p> <p>5. Give concise explanations concerning unsettled rate proceedings where a contingency exists such that refunds of a material amount may need to be made to the utility's customers or which may result in a material refund to the utility with respect to power or gas purchases. State for each year affected the gross revenues or costs to which the contingency relates and the tax effects together with an explanation of the major factors which affect the rights of the utility to....</p>				
Line	Title of Account (a)	Ref. Page No. (b)	TOTAL	
			Current Year (c)	Previous Year (d)
1	UTILITY OPERATING INCOME			
2	Operating Revenues (400)	300-301	116,492,817	122,295,875
3	Operating Expenses			
4	Operation Expenses (401)	320-323	93,721,394	95,279,325
5	Maintenance Expenses (402)	320-323	6,942,680	7,681,866
6	Depreciation Expenses (403)	336-337	5,859,389	5,336,833
7	Depreciation Expenses for Asset Retirement Costs (403.1)			
8	Amortization and Depl. of Utility Plant (404-405)	336-337	186,914	193,829
9	Amortization of Utility Plant Acq. Adj (406)	336-337	141,533	143,023
10	Amort. Of Property Losses, Unrecovered Plant and Regulatory Study Costs (407)			
11	Amort. Of Conversion Expenses (407)			
12	Regulatory Debits (407.3)			
13	(Less) Regulatory Credits (407.4)			
14	Taxes Other Than Income Taxes (408.1)	262-263	4,818,748	4,142,099
15	Income Taxes-Federal (409.1)	262-263	(3,494,651)	900,656
16	-Other (409.1)	262-263	(80,873)	179,451
17	Provision for Deferred Income Taxes (410.1)	234,272-276	9,888,103	7,843,383
18	(Less) Provision for Deferred Income Taxes-Cr. (411.1)	234,272-276	5,583,225	6,447,412
19	Investment Tax Credit Adj.- Net (411.4)	266-267	390,789	(36,979)
20	(Less) Gains from Disp. of Utility Plant (411.6)	270A-B		
21	Losses from Disposition of Utility Plant (411.7)	235A-B		
22	(Less) Gains from Disposition of Allowances (411.8)			
23	Losses from Disposition of Allowances (411.9)			
24	Accretion Expense (411.10)			
25	TOTAL Utility Operating Expenses (Enter Total of lines 4 thru 24)		112,790,801	115,216,074
26	Net Utility Operating Income (Enter Total of line 2 less 25) (Carry forward to page 117, line 27)		3,702,016	7,079,801

Name of Respondent	This Report Is:	Date of Report	Year of Report
Upper Peninsula Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 40298	December 31, 2009

STATEMENT OF INCOME FOR THE YEAR (Continued)

...retain such revenues or recover amounts paid with respect to power and gas purchases.

6. Give concise explanations concerning significant amounts of any refunds made or received during the year resulting from settlement of any rate proceeding affecting revenues received or costs incurred for power or gas purchases, and a summary of the adjustments made to balance sheet, income, and expense accounts.

7. If any notes appearing in the report to stockholders are applicable to this Statement of Income, such notes may be included on pages 122-123.

8. Enter on pages 122-123 a concise explanation of only those changes in accounting methods made during the year which had an effect on net income, including the basis of allocations and apportionments from those used in the preceeding year. Also give the approximate dollar effect of such changes.

9. Explain in a footnote if the previous year's figures are different from that reported in prior years.

10. If the columns are insufficient for reporting additional utility departments, supply the appropriate account titles, lines 2 to 23, and report the information in the blank space on pages 122-123 or in a footnote.

ELECTRIC UTILITY		GAS UTILITY		OTHER UTILITY		Line
Current Year (e)	Previous Year (f)	Current Year (g)	Previous Year (h)	Current Year (i)	Previous Year (j)	
						1
116,492,817	122,295,875					2
						3
93,721,394	95,279,325					4
6,942,680	7,681,866					5
5,859,389	5,336,833					6
						7
186,914	193,829					8
141,533	143,023					9
						10
						11
						12
						13
4,818,748	4,142,099					14
(3,494,651)	900,656					15
(80,873)	179,451					16
9,888,103	7,843,383					17
5,583,225	6,447,412					18
390,789	(36,979)					19
						20
						21
						22
						23
						24
112,790,801	115,216,074	0	0	0	0	25
3,702,016	7,079,801	0	0	0	0	26

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
STATEMENT OF INCOME FOR THE YEAR (Continued)				
Line	Account (a)	(Ref.) Page No. (b)	Total	
			Current Year (c)	Previous Year (d)
27	Net Utility Operating Income <i>(Carried forward from page 114)</i>		3,702,016	7,079,801
28	OTHER INCOME AND DEDUCTIONS			
29	Other Income			
30	Nonutility Operating Income			
31	Revenues From Merchandising, Jobbing and Contract Work (415)	282		
32	(Less) Costs and Exp. Of Merchandising, Job. and Contract Work (416)	282		
33	Revenues From Nonutility Operations (417)	282	537,655	593,233
34	(Less) Expenses of Nonutility Operations (417.1)	282	822,499	1,389,063
35	Nonoperating Rental Income (418)	282	4,200	3,900
36	Equity in Earnings of Subsidiary Companies (418.1)	119,282	2,159,323	2,115,535
37	Interest and Dividend Income (419)	282	89,500	60,449
38	Allowance for Other Funds Used During Construction (419.1)	282	75,719	50,043
39	Miscellaneous Nonoperating Income (421)	282	(404,520)	(18,337)
40	Gain on Disposition of Property (421.1)	280	2,039,288	97,867
41	TOTAL Other Income <i>(enter Total of lines 31 thru 40)</i>		3,678,666	1,513,627
42	Other Income Deductions			
43	Loss on Disposition of Property (421.2)	280		4,558
44	Miscellaneous Amortization (425)	340		
45	Donations (426.1)		68,260	90,858
46	Life Insurance (426.2)			
47	Penalties (426.3)		(32,626)	282,178
48	Exp. for Certain Civic, Political & Related Activities (426.4)		15,694	33,623
49	Other Deductions (426.5)		3,177,303	2,583,543
50	TOTAL Other Income Deductions <i>(Total of lines 43 thru 49)</i>		3,228,631	2,994,760
51	Taxes Applicable to Other Income and Deductions			
52	Taxes Other Than Income Taxes (408.2)	262-263	267,409	114,755
53	Income Taxes - Federal (409.2)	262-263	163,790	(321,902)
54	Income Taxes - Other (409.2)	262-263	7,255	(91,876)
55	Provision for Deferred Income Taxes (410.2)	234,272-276	2,760,002	733,101
56	(Less) Provision for Deferred Income Taxes - Cr. (411.2)	234,272-276	2,984,123	855,866
57	Investment Tax Credit Adjustment - Net (411.5)	264-265	1,987	
58	(Less) Investment Tax Credits (420)	264-265		
59	TOTAL Taxes on Other Income and Deductions <i>(total of 52 thru 58)</i>		216,320	(421,788)
60	Net Other Income and Deductions <i>(total of lines 41,50 & 59)</i>		233,715	(1,059,345)
61	INTEREST CHARGES			
62	Interest on Long-Term Debt (427)	257	1,076,460	1,160,340
63	Amort. Of Debt Disc. And Expense (428)	256-257	9,290	10,038
64	Amortization of Loss on Reacquired Debt (428.1)		2,712	2,712
65	(Less) Amort. of Premium on Debt-Credit (429)	256-257		
66	(Less) Amort. of Gain on Reacquired Debt-Credit (429.1)			
67	Interest on Debt to Associated Companies (430)	257-340	1,849,632	1,853,279
68	Other Interest Expense (431)	340	68,414	320,665
69	(Less) Allowance for Borrowed Funds Used During Construction-Cr. (432)		31,936	77,811
70	Net Interest Charges <i>(total of lines 62 thru 69)</i>		2,974,572	3,269,223
71	Income Before Extraordinary Items <i>(total lines 27,60,70)</i>		961,159	2,751,233
72	EXTRAORDINARY ITEMS			
73	Extraordinary Income (434)	342		
74	(Less) Extraordinary Deductions (435)	342		
75	Net Extraordinary Items <i>(total line 73 less line 74)</i>		0	0
76	Income Taxes-Federal and Other (409.3)	262-263		
77	Extraordinary Items After Taxes <i>(Enter Total of lines 75 less line 76)</i>		0	0
78	Net Income <i>(Enter Total of lines 71 and 77)</i>		961,159	2,751,233

Name of Respondent Wisconsin Public Service Corp.	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) April 28, 2006	Year of Report December 31, 2005
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FOOTNOTE DATE

Page Number (a)	Item Number (b)	Column Number (c)	Comments (d)
114	2 & 4	(c)	Includes \$3,09,488 for FERC Order 668-A.
114	2 & 4	(d)	Includes \$2,334,681 for FERC Order 668-A.

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
RECONCILIATION OF DEFERRED INCOME TAX EXPENSE			
1. Report on this page the charges to accounts 410, 411 and 420 reported in the contra accounts 190, 281, 282, 283 and 284. 2. The charges to the subaccounts of 410 and 411 found on pages 114-117 should agree with the subaccount totals reported on these pages.		In the event the deferred income tax expenses reported on pages 114-117 do not directly reconcile with the amounts found on these pages, then provide the additional information requested in instruction #3, on a separate page.	
Line No.		Electric Utility	Gas Utility
1	Debits to Account 410 from:		
2	Account 190	3,654,408	
3	Account 281		
4	Account 282	1,512,525	
5	Account 283	4,721,170	
6	Account 284		
7	Reconciling Adjustments		
8	TOTAL Account 410.1 (on pages 114-115 line 17)	9,888,103	0
9	TOTAL Account 410.2 (on page 117 line 55)		
10	Credits to Account 411 from:		
11	Account 190	(2,859,098)	
12	Account 281		
13	Account 282	(90,352)	
14	Account 283	(2,633,775)	
15	Account 284		
16	Reconciling Adjustments		
17	TOTAL Account 411.1 (on page 114-115 line 18)	(5,583,225)	0
18	TOTAL Account 411.2 (on page 117 line 56)		
19	Net ITC Adjustment:		
20	ITC Utilized for the Year DR	437,777	
21	ITC Amortized for the Year CR	(46,988)	
22	ITC Adjustments:		
23	Adjust last year's estimate to actual per filed return		
24	Other (specify)		
25	Net Reconciling Adjustments Account 411.4*	390,789	0
26	Net Reconciling Adjustments Account 411.5**		
27	Net Reconciling Adjustments Account 420***		

* on pages 114-15 line 19

** on page 117 line 57

*** on page 117 line 58

Name of Respondent	This Report Is:	Date of Report	Year of Report
Upper Peninsula Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 4/30/2010	December 31, 2009

RECONCILIATION OF DEFERRED INCOME TAX EXPENSE

3. (a) Provide a detailed reconciliation of the applicable deferred income tax expense subaccount(s) reported on pages 114-117 with the amount reported on these pages. (b) Identify all contra accounts (other than accounts 190 and 281-284).

(c) Identify the company's regulatory authority to utilize contra accounts other than accounts 190 or 281-284 for the recording of deferred income tax expense(s).

Other Utility	Total Utility	Other Income	Total Company	Line No.
				1
	3,654,408	1,384,165	5,038,573	2
				3
	1,512,525	1,375,818	2,888,343	4
	4,721,170	19	4,721,189	5
				6
				7
0	9,888,103			8
		2,760,002		9
				10
	(2,859,098)	(603,809)	(3,462,907)	11
				12
	(90,352)	(2,298,817)	(2,389,169)	13
	(2,633,775)	(81,497)	(2,715,272)	14
				15
				16
0	(5,583,225)			17
		(2,984,123)		18
				19
	437,777	2,032	439,809	20
	(46,988)	(45)	(47,033)	21
				22
				23
				24
0	390,789	1,987		25
		0		26
		0		27

Name of Respondent	This Report Is:	Date of Report	Year of Report
Upper Peninsula Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 4/30/2010	December 31, 2009

STATEMENT OF RETAINED EARNINGS FOR THE YEAR

- Report all changes in appropriated retained earnings, unappropriated retained earnings, and unappropriated undistributed subsidiary earnings for the year.
- Each credit and debit during the year should be identified as to the retained earnings account in which recorded (Accounts 433, 436-439 inclusive). Show the contra primary account affected in column (b).
- State the purpose and amount for each reservation or appropriation of retained earnings.
- List first account 439 (Adjustments to Retained Earnings), reflecting adjustments to the opening balance of retained earnings. Follow by credit, then debit, items in that order.
- Show dividends for each class and series of capital stock.
- Show separately the State and Federal income tax effect of items shown in account 439 (Adjustments to Retained Earnings)
- Explain in a footnote the basis for determining the amount reserved or appropriated. If such reservation or appropriation is to be recurrent, state the number and annual amounts to be reserved or appropriated as well as the totals eventually to be accumulated.
- If any notes appearing in the report to stockholders are applicable to this statement, include them on pages 122-123.

Line No.	Item (a)	Contra Primary Account Affected (b)	Amount (c)
	UNAPPROPRIATED RETAINED EARNINGS (Account 216)		
1	Balance-Beginning of Year		45,944,863
2	Changes (<i>Identify by prescribed retained earnings accounts</i>)		
3	Adjustments to Retained Earnings (Account 439)		
4	Credit: Unrealized gain on securities		
5	Credit: Taxes related to unrealized gain on securities		
6	Credit: Minimum pension liability		
7	Credit: Taxes related to Minimum pension liability		
8	TOTAL Credits to Retained Earnings (439)		0
9	Debit: Redemption of Common Stock		
10	Debit: Loss on Reacquired Preferred Stock - 7.72% Series	232	
11	Debit:		
12	Debit:		
13	TOTAL Debits to Retained Earnings (439)		0
14	Balance Transferred from Income (Account 433 Less Account 418.1)		(1,198,164)
15	Appropriations of Retained Earnings (Account 436)		
16			
17			
18			
19			
20			
21	TOTAL Appropriations of Retained Earnings (Account 436)		0
22	Dividends Declared-Preferred Stock (Account 437)		
23		238	
24		238	
25		238	
26		238	
27		238	
28	TOTAL Dividends Declared-Preferred Stock (Account 437)		0

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
STATEMENT OF RETAINED EARNINGS FOR THE YEAR (Continued)				
Line No.	Item (a)	Contra Primary Account Affected (b)	Amount (c)	
29	Dividends Declared-Common Stock (Account 438)			
30	Dividends Declared on Common Stock	238		
31	Dividends of Deferred Comp Fixed Stock	207		
32		190		
33				
34				
35	TOTAL Dividends Declared-Common Stock (Account 438)		0	
36	Transfers from Account 216.1 Unappropriated Undistributed Subsidiary Earnings	216.1	1,181,639	
37	Balance - End of the Year (Enter Total of lines 1 thru 36)		46,528,338	
APPROPRIATED RETAINED EARNINGS (Account 215)				
State balance and purpose of each appropriated retained earnings amount at end of year and give accounting entries for any applications of appropriated retained earnings during the year.				
38				
39				
40				
41				
42				
43	TOTAL Appropriated Retained Earnings (Account 215)		0	
APPROPRIATED RETAINED EARNINGS-AMORTIZATION RESERVE, FEDERAL (Account 215.1)				
State below the total amount set aside through appropriations of retained earnings, as of the end of the year, in compliance with the provisions of Federally granted hydroelectric project licenses held by the respondent. If any reductions or changes other than the normal annual credits hereto have been made during the year, explain such items in a footnote.				
44	TOTAL Appropriated Retained Earnings-Amortization Reserve, Federal (Account 215.1)		33,186	
45	TOTAL Appropriated Retained Earnings (Account 215 & 215.1)		33,186	
46	TOTAL Retained Earnings (Accounts 215, 215.1 & 216)		46,561,524	
UNAPPROPRIATED UNDISTRIBUTED SUBSIDIARY EARNINGS (Account 216.1)				
47	Balance-Beginning of Year (Debit or Credit)		3,170,751	
48	Equity in Earnings for Year (Credit) (Account 418.1)		2,159,323	
49	(Less) Dividends Received (Debit)		1,781,639	
50	Other Changes (Explain)			
51	Balance-End of Year (Enter Total of lines 47 thru 50)		3,548,435	

Name of Respondent	This Report Is:	Date of Report	Year of Report
Upper Peninsula Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 4/30/2010	December 31, 2009

STATEMENT OF CASH FLOWS

1. If the notes to the cash flow statement in the respondent's annual stockholders report are applicable to this statement, such notes should be included on pages 122-123. Information about noncash investing and financing activities should be provided on pages 122-123. "Cash and Cash Equivalents at End of Year" with related amounts on the balance sheet.

2. Under "Other" specify significant amounts and group others.

3. Operating Activities-Other: Include gains and losses pertaining to operating activities only. Gains and losses pertaining to investing and financing activities should be reported in those activities. Show on pages 122-123 the amounts of interest paid (net of amounts capitalized) and income taxes paid.

Line No.	Description (See instructions for Explanation of Codes) (a)	Amounts (b)
1	Net Cash Flow from Operating Activities: (enter outflows from company as negative #s)	
2	Net Income (Line 78 (c) on page 117)	961,159
3	Noncash Charges (Credits) to Income:	
4	Depreciation and Depletion	6,267,848
5		
6		
7		
8	Deferred Income Taxes (Net)	4,092,328
9	Investment Tax Credit Adjustment (Net)	392,776
10	Net (Increase) Decrease in Receivables	(3,099,482)
11	Net (Increase) Decrease in Inventory	164,534
12	Net (Increase) Decrease in Allowances Inventory	
13	Net (Increase) Decrease in Payables and Accrued Expenses	3,951,190
14	Net (Increase) Decrease in Other Regulatory Assets	2,723,517
15	Net (Increase) Decrease in Other Regulatory Liabilities	(2,209,618)
16	(Less) Allowance for Other Funds Used During Construction	107,655
17	(Less) Undistributed Earnings from Subsidiary Companies	415,956
18	Other:	
19	Pension and Post Retirement	(5,301,333)
20	Other changes in working capital besides cash	(3,625,537)
21	Other items not affecting cash flow	(1,478,128)
22	Net Cash Provided by (Used in) Operating Activities (Total of lines 2 thru 21)	2,315,643
23		
24	Cash Flows from Investment Activities:	
25	Construction and Acquisition of Plant (including land):	
26	Gross Additions to Utility Plant (less nuclear fuel)	(13,251,568)
27	Gross Additions to Nuclear Fuel	
28	Gross Additions to Common Utility Plant	
29	Gross Additions to Nonutility Plant	(1,960,198)
30	(Less) Allowance to Other Funds Used During Construction	
31	Other:	
32		
33		
34	Cash Outflows for Plant (Total of lines 26 thru 33)	(15,211,766)
35		
36	Acquisition of Other Noncurrent Assets (d)	
37	Proceeds from Disposal of Noncurrent Assets (d)	3,194,594
38		
39		
40		
41	Disposition of Investments in (and Advances to)	
42	Associated and Subsidiary Companies	
43		
44	Purchase of Investment Securities (a)	
45	Proceeds from Sales of Investment Securities (a)	

Name of Respondent	This Report Is:	Date of Report	Year of Report
Upper Peninsula Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 4/30/2010	December 31, 2009

STATEMENT OF CASH FLOWS (Continued)

4. Investing Activities (a) Include at Other (line 31) net cash outflow to acquire other companies. Provide a reconciliation of asset acquired with liabilities assumed on pages 122-123. (b) Do not include on this statement the dollar amount of leases capitalized per USofA General Instruction 20; instead provide a reconciliation of the dollar amount of leases capitalized with the plant cost on pages 122-123.		5. Codes used: (a) Net proceeds or payments. (b) Bonds, debentures and other long-term debt. (c) Include commercial paper. (d) Identify separately such items as investments, fixed assets, intangibles, etc. 6. Enter on pages 122-123 clarifications and explanations.	
Line No.	Description (See instructions for Explanation of Codes) (a)	Amount (b)	
46	Loans Made or Purchased		
47	Collections on Loans		
48			
49	Net (Increase) Decrease in Receivables		
50	Net (Increase) Decrease in Inventory		
51	Net (Increase) Decrease in Allowances Held for Speculation		
52	Net Increase (Decrease) in Payables and Accrued Expenses		
53	Other:		
54			
55			
56	Net Cash Provided by (Used in) Investing Activities		
57	(Total of lines 34 thru 55)	(12,017,172)	
58			
59	Cash Flows from Financing Activities:		
60	Proceeds from Issuance of:		
61	Long Term Debt (b)		
62	Preferred Stock		
63	Common Stock		
64	Other:		
65	Equity Contribution From Parent	8,000,991	
66	Net Increase in Short-Term Debt (c)		
67	Other: Issuance of Intercompany Notes Payable	3,600,000	
68			
69			
70	Cash Provided by Outside Sources (Total of lines 61 thru 69)	11,600,991	
71			
72	Payments for Retirement of:		
73	Long Term Debt (b)	(900,000)	
74	Preferred Stock		
75	Common Stock		
76	Other:		
77			
78	Net Decrease in Short-Term Debt (c)		
79			
80	Dividends on Preferred Stock		
81	Dividends on Common Stock		
82	Net Cash Provided by (Used in) Financing Activities		
83	(Total of lines 70 thru 81)	10,700,991	
84			
85	Net Increase (Decrease) in Cash and Cash Equivalents		
86	(Total of lines 22, 57 and 83)	999,462	
87			
88	Cash and Cash Equivalents at Beginning of Year	73,934	
89			
90	Cash and Cash Equivalents at End of Year	1,073,396	

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/30/10	Year of Report 12/31/09
FOOTNOTE DATE					
Page Number (a)	Item Number (b)	Column Number (c)	Comments (d)		
120	19	(b)	Pension and Post Retirement Pension Expense \$4,133,413 Pension & Post Retirement Funding (7,701,164) Intercompany Pension & Post Retirement (1,733,582) Total (\$5,301,333)		
120	20	(b)	Other changes in Working Capital besides cash: Accrued Revenue \$220,990 Current Regulatory Assets 400,385 Prepaids (4,246,912) Total (\$3,625,537)		

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report 04/19/2010	Year/Period of Report End of 2009/Q4
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NOTES TO FINANCIAL STATEMENTS

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

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

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report 2009/Q4
Upper Peninsula Power Company			
NOTES TO FINANCIAL STATEMENTS (Continued)			

NOTES TO FINANCIAL STATEMENTS

NOTE A--FERC FORM 1 REPORTING COMPARED TO GENERALLY ACCEPTED ACCOUNTING PRINCIPLES

The accompanying financial statements have been prepared in accordance with the accounting requirements of the Federal Energy Regulatory Commission ("FERC") as set forth in the Uniform System of Accounts and accounting releases, which differs from generally accepted accounting principles ("GAAP"). The principal differences for Upper Peninsula Power Company (the "Company" or "UPPCO") are:

1. Removal costs that do not have an associated legal obligation are classified as a component of accumulated depreciation, whereas these costs are classified for GAAP as a regulatory liability.
2. UPPCO accounts for its investment in WPS Investments on the equity method rather than consolidating assets, liabilities, revenues, and expenses of these subsidiaries, as required by GAAP.
3. Accumulated deferred income taxes are reported as deferred debits and deferred credits and are not netted into short-term or long-term classifications as required by GAAP.
4. FERC requires transactions for the real-time and day-ahead Regional Transmission Organization administered energy markets to be separately reported for each hour on the statement of income, whereas UPPCO combines the transactions of these two markets for a given hour for GAAP reporting purposes.
5. The GAAP financial statement presentation reports unamortized loss on reacquired debt and energy refunds or recoveries as regulatory assets and liabilities whereas the FERC financial statement presentation reports these balances as deferred debits, deferred credits, and current assets and liabilities.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. Nature of Operations

The Company is an electric utility engaged in the supply and distribution of electric power in its franchised territory in the Upper Peninsula of Michigan. The Company is a wholly owned subsidiary of Integrys Energy Group, Inc.

The term "utility" refers to the regulated activities of the Company, while the term "non-utility" refers to the activities of the Company that are not regulated.

b. Use of Estimates

The preparation of financial statements in conformity with the accounting requirements of FERC requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates.

c. Cash and Cash Equivalents

We consider short-term investments with an original maturity of three months or less to be cash equivalents. Cash paid for income taxes for 2009 was \$ 0.2 million, and cash paid for interest totaled \$2.8 million. For 2008, cash paid for income taxes was \$2.9 million, and cash paid for interest was \$2.8 million.

d. Revenues and Customer Receivables

Revenues are recognized on the accrual basis and include estimated amounts for electric power delivered to

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Upper Peninsula Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 04/19/2010	2009/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

customers through the end of the period but not yet billed to customers. Under FERC guidance, energy transactions in a Regional Transmission Organization should be netted and measured on an hourly basis. FERC also determined that the day-ahead and real-time markets should be considered separately for purposes of netting energy transactions. The Company follows this FERC guidance.

The Company uses automatic fuel and purchased power adjustment clauses for the Michigan Public Service Commission ("MPSC") retail electric portions of the business. Most wholesale electric contracts have no automatic fuel and purchase power adjustment clauses.

Billings to customers under the MPSC jurisdiction include base rate charges and a power supply cost recovery factor. The Company receives MPSC approval each year to recover projected power supply costs by establishment of power supply cost recovery factors. Annually, the MPSC reconciles these factors to actual costs and permits 100% recovery of allowed power supply costs. The Company recognizes any over or under recovery currently in its revenues, and a deferred asset or liability is recognized on the balance sheet until settlement. The deferrals are relieved with additional billings or refunds.

The Company is required to provide service and grant credit to customers within its service territory. The Company continually reviews its customers' credit worthiness and obtains or refunds deposits accordingly. The Company is precluded from discontinuing service to residential customers during winter moratorium months.

The Company calculates a reserve for potential uncollectible customer receivables using a four-year average of bad debts net of recoveries as a percentage of total accounts receivable. The historical percentage is reviewed in light of the current year conditions, and an appropriate percentage is applied to the current year-end accounts receivable balance to determine the required reserve balance.

The Company presents revenue net of pass-through taxes on the Statements of Income.

e. Inventories

Inventories consist of fossil fuels and materials and supplies, both of which are valued at average cost.

f. Risk Management Activities

As part of its regular operations, the Company may enter into contracts, including forwards and other contractual commitments, to manage changes in commodity prices. All derivative instruments are recognized on the balance sheet as assets or liabilities at their fair value unless they qualify for the normal purchases and sales exception. UPPCO continually assesses its contracts designated as normal and will discontinue the treatment of these contracts as normal if the required criteria are no longer met. All energy-related derivatives at UPPCO qualify for regulatory deferral. These derivatives are marked to fair value; the resulting risk management assets are offset with regulatory liabilities or decreases to regulatory assets, and risk management liabilities are offset with regulatory assets or decreases to regulatory liabilities. Management believes any gains or losses resulting from the eventual settlement of these derivative instruments will be collected from or refunded to customers in rates.

g. Property, Plant, and Equipment

Utility plant is stated at original cost, including an allowance for funds used during construction ("AFUDC"). The costs of renewals and betterments of units of property (as distinguished from minor items of property) are capitalized as additions to the utility plant accounts. Except for land, no gain or loss is recognized in connection with ordinary retirements of utility property units. Maintenance, repair, replacement, and renewal costs associated with items not qualifying as units of property are considered operating expenses. The Company charges the cost of units of property retired, sold, or otherwise disposed of, less salvage value, to the accumulated provision for depreciation. The cost of removal associated with the retirement is also charged to accumulated depreciation. Substantially all utility property is subject to lien and collateralized under first mortgage bonds.

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The original cost of utility property is depreciated using the straight-line method over its estimated useful life, using depreciation rates approved by the MPSC. The Company's annual composite depreciation rates for 2009 and 2008 were 3.05% and 2.98%, respectively.

Nonutility property mainly consists of three Escanaba River Hydros (9 MW total) purchased from Escanaba Paper Company, a division of Mead Corporation. Under terms of the purchase agreement, Escanaba Paper will purchase all energy produced by the hydros through June 30, 2012.

i. Retirement of Debt

Premiums, discounts, and expenses incurred with the issuance of outstanding long-term debt are amortized over the terms of the debt issues. Any call premiums or unamortized expenses associated with refinancing higher-cost debt obligations used to finance regulated assets and operations are deferred as a regulatory asset and amortized consistent with regulatory treatment of those items, where appropriate.

j. Asset Retirement Obligations

UPPCO recognizes legal obligations at fair value associated with the retirement of tangible long-lived assets that resulted from the acquisition, construction or development, and/or normal operation of the assets. A liability is recorded for these obligations as long as the fair value can be reasonably estimated, even if the timing or method of settling the obligation is unknown. The asset retirement obligations are accreted using a credit-adjusted risk-free interest rate commensurate with the expected settlement dates of the asset retirement obligations. The associated retirement costs are capitalized as part of the related long-lived assets and are depreciated over the useful lives of the assets.

k. Income Taxes

Deferred income taxes have been recorded to recognize the expected future tax consequences of events included in the financial statements using currently enacted tax rates for the differences between the tax basis of assets and liabilities and the basis reported in the financial statements. UPPCO records valuation allowances for deferred tax assets when it is uncertain if the benefit will be realized in the future. The company defers certain adjustments made to income taxes that will impact future rates and records regulatory assets or liabilities related to these adjustments.

Investment tax credits, used to reduce federal and state income taxes payable, are deferred for financial reporting purposes, and are amortized over the useful lives of the property to which they relate.

The Company is a member of a consolidated group under Integrys Energy Group, Inc. Integrys Energy Group files a consolidated United States income tax return that includes domestic subsidiaries in which its ownership is 80% or more. Integrys Energy Group and its consolidated subsidiaries, including the Company, are parties to a tax allocation arrangement under which each entity determines its income tax provision on a stand-alone basis, after which effects of federal consolidation are accounted for.

Integrys Energy Group and its subsidiaries have routinely been subject to examination by various taxing jurisdictions, including the Internal Revenue Service ("IRS"), and other state and local taxing jurisdictions. At any given time there might be several of these audits open covering multiple tax years. Management has not been informed by any taxing jurisdictions of any material adjustment to any filed or proposed tax position as a result of the on-going examinations.

l. Fair Value

Effective January 1, 2008, UPPCO adopted SFAS No. 157, "Fair Value Measurements" (now incorporated as part of the Fair Value Measurements and Disclosures Topic of the FASB ASC). This standard defined fair value and required enhanced disclosures about assets and liabilities carried at fair value. These disclosures can be found in Note 2, "Fair Value."

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Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (exit price). SFAS No. 157 established a fair value hierarchy that prioritizes the inputs used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurement) and the lowest priority to unobservable inputs (Level 3 measurement). The three levels of the fair value hierarchy are defined as follows:

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 – Pricing inputs are observable, either directly or indirectly, but are not quoted prices included within Level 1. Level 2 includes those financial instruments that are valued using external inputs within models or other valuation methodologies.

Level 3 – Pricing inputs include significant inputs that are generally less observable from objective sources. These inputs may be used with internally developed methodologies that result in management's best estimate of fair value.

Financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

m. Subsequent Events

Subsequent events at UPPCO were evaluated for potential recognition or disclosure through April 16, 2010, which is the date the financial statements were available to be issued.

2. RISK MANAGEMENT ACTIVITIES

UPPCO uses derivative instruments to manage electric transmission congestion costs and the costs of gasoline and diesel fuel used by utility vehicles. None of these derivatives are designated as hedges for accounting purposes.

(Thousands)	Balance Sheet Presentation	<u>Risk Management Assets</u>		<u>Risk Management Liabilities</u>	
		December 31 2009	December 31 2008	December 31 2009	December 31 2008
Financial transmission rights (FTRs)	Current	\$470.9	\$445.6	\$33.4	\$79.7
NYMEX options	Current	26.0	-	-	-

Assets and liabilities from risk management activities are classified as current or long-term based upon the maturities of the underlying contracts.

The table below shows the unrealized gains (losses) recorded related to derivatives.

(Thousands)	Financial Statement Presentation	2009
FTRs	Balance Sheet – Regulatory assets – current	\$111.6
FTRs	Balance Sheet – Regulatory liabilities – current	125.1

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At December 31, 2009, UPPCO had the following notional volumes of outstanding derivative contracts:

	Volume
FTRs (Millions of kilowatt-hours)	240.6
NYMEX options (barrels of oil)	2,245

3. INVESTMENT IN AFFILIATES

WPS Investments LLC, jointly owned by the Company (3%), Wisconsin Public Service Corporation ("WPS") (13%), and Integrys Energy Group (84%) as of December 31, 2009, holds Integrys Energy Group and its subsidiaries' entire investment in American Transmission Company LLC ("ATC"). The ownership interests have varied throughout 2009 and will continue to change as cash is contributed by Integrys Energy Group. The Company's investment in WPS Investments is accounted for under the equity method.

WPS Investments has a 34.07% ownership in ATC as of December 31, 2009. ATC is a for-profit, transmission only company. It owns, plans, maintains, monitors, and operates electric transmission assets in portions of Wisconsin, Michigan, and Illinois. ATC began operations on January 1, 2001. Its assets previously were owned and operated by multiple electric utilities serving the upper Midwest, all of which transferred their transmission assets to ATC in exchange for an ownership interest.

(Thousands)	2009	2008
WPS Investments LLC	\$14,568.9	\$14,152.9
ATC Management Inc.	3.2	3.2
Investments In Affiliates, At Equity Method	\$14,572.1	\$14,156.1

The Company recorded equity in earnings of WPS Investments of \$2,159,323 in 2009 and \$2,115,535 in 2008.

The Company recorded dividends of \$1,743,366 and \$1,633,261 from WPS Investments in 2009 and 2008, respectively.

4. REGULATORY ASSETS AND LIABILITIES

Regulatory assets represent probable future revenue associated with certain incurred costs that will be recovered from customers through the ratemaking process. Regulatory liabilities represent amounts that are refundable in future customer rates. Based on a current evaluation of the various factors and conditions that are expected to impact future cost recovery, the Company believes that future recovery of its regulatory assets is probable. If, at any reporting date, a previously recorded regulatory asset is no longer probable of recovery, the regulatory asset is reduced to the amount considered probable of recovery with the reduction charged to current expense. Regulatory assets for which the Company has incurred costs earn a return that is subject to regulatory commission approval. The retiree health care regulatory asset is not earning a return.

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The following regulatory assets and liabilities are reflected on the Balance Sheets as of December 31:

Regulatory Assets	<i>(Thousands of Dollars)</i>	
	<u>2009</u>	<u>2008</u>
Retiree Health	\$ 90.6	\$ 120.8
JH Warden Ash Site	1,100.0	1,155.0
Pension Related	53,886.5	63,186.7
Asset Retirement Obligation	357.1	504.3
Risk Management	55.6	167.1
Uncollectible Expense Tracker	359.1	-
PI Plant Outage 2003 PSCW	-	2,487.7
	<u>\$55,848.9</u>	<u>\$67,621.6</u>

Regulatory Liabilities	<i>(Thousands of Dollars)</i>	
	<u>2009</u>	<u>2008</u>
Risk Management	\$ 220.8	\$ 95.6
Pension Related	-	43.7
Deferred Taxes	4,548.9	4,686.2
JH Warden Plant Sale	-	2,209.6
	<u>\$ 4,769.7</u>	<u>\$ 7,035.1</u>

5. SHORT-TERM DEBT AND LINES OF CREDIT

All short-term borrowings are from Integrys Energy Group and bear interest at Integrys Energy Group's weighted average borrowing rate on short-term loans. Short-term borrowings from Integrys Energy Group were as follows (in thousands):

	<u>2009</u>	<u>2008</u>
Maximum amount of short-term borrowings outstanding during the year	\$16,110.0	\$12,025.0
Average amount of short-term borrowings outstanding during the year	6,575.0	2,158.0
Weighted average interest rate on short-term borrowings	1.13%	5.79%
Short-term borrowings from Integrys Energy Group at December 31	10,395.0	6,795.0
Weighted average interest rate on short-term borrowing outstanding at year end	0.52%	6.22%

6. LONG-TERM DEBT

First mortgage bonds are secured by utility plant assets. A summary of long-term debt outstanding at December 31 is as follows:

	<i>(Thousands of Dollars)</i>	
	<u>2008</u>	<u>2009</u>
First Mortgage Bonds:		
9.32% Series Due 2021	\$10,800.0	\$9,900.0
Long-Term Notes for Assoc. Co.		
\$15 million due 2013, \$15 million due 2017	30,000.0	30,000.0
Current Portion Due	900.0	900.0
Total Long-Term Debt	<u>\$41,700.0</u>	<u>\$40,800.0</u>

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Amounts of long-term debt due in each year subsequent to December 31, 2009 are \$900,000 annually until maturity in 2021.

The Company's longer-term first mortgage bonds are subject to the terms and conditions of the Company's First Mortgage Indenture. Under the terms of the indenture, substantially all property owned by the Company is pledged as collateral for these outstanding debt securities. All of these debt securities require semi-annual payments of interest. Principal payments are due on the maturity date of the series.

7. ASSET RETIREMENT OBLIGATIONS

The Company has asset retirement obligations primarily related to asbestos abatement at certain generation facilities, office buildings and service centers, and disposal of PCB-contaminated transformers. The Company established regulatory assets and liabilities to record the difference between ongoing expense recognition under the Asset Retirement and Environmental Obligations accounting rules, and the ratemaking practices for retirement costs authorized by the MPSC.

Changes to Asset Retirement Obligation Liabilities

The following table describes changes to the asset retirement obligations of UPPCO through December 31, 2009.

Asset retirement obligations at December 31, 2007	746,717
Accretion	<u>42,470</u>
Asset retirement obligations at December 31, 2008	789,187
Accretion	<u>44,889</u>
Asset retirement obligations at December 31, 2009	<u>834,076</u>

8. INCOME TAXES

The principal components of the Company's deferred tax assets and liabilities recognized on the balance sheets as of December 31 were as follows:

<i>(Thousands)</i>	2009	2008
Deferred Tax Assets		
Plant & Investment Related	2,600	1,453
Employee Benefits	2,299	2,699
Deferred Income and Deductions	0	1,035
Other	247	1,621
Total	<u>5,146</u>	<u>6,808</u>
Deferred Tax Liabilities		
Plant & Investment Related	(27,431)	(23,951)
Regulatory Deferrals	146	(964)
Other	(429)	(232)
Total	<u>(27,714)</u>	<u>(25,147)</u>

The following is a reconciliation of federal income taxes that would be computed by applying the federal statutory rate to income before income taxes, and the actual current and future income tax expense that was recorded on the income statements for the years ended December 31:

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Thousands, except for percentages

	2009		2008	
Effective Income Tax	Rate	Amount	Rate	Amount
Statutory Federal Income Tax	35.0%	\$711	35.0%	\$1,642
State Income Taxes, Net	33.3	676	4.2	199
Investment Credit Restored	(1.8)	(37)	(0.8)	(37)
Plant-Related Differences	(7.3)	(148)	1.0	47
Benefits and Compensation	(6.2)	(127)	(4.3)	(200)
Other Differences, Net	(1.5)	(30)	5.5	252
Effective Income Tax	51.5%	\$1,045	40.6%	\$1,903
Current Provision				
Federal		(\$3,343)		\$578
State		(86)		88
Total Current Provision		(3,429)		666
Deferred (Benefit) Provision		4,081		1,274
Interest		0		0
Investment Tax Credit Restored, Net		393		(37)
Total Deferred Provision		4,474		1,237
Total Income Tax Expense		\$1,045		\$1,903

The Company is refunding taxes provided in prior years at rates greater than current rates to customers prospectively as the temporary differences reverse. The net regulatory liability for these refunds totaled \$4.5 million as of December 31, 2009 and \$4.6 million as of December 31, 2008.

The Company recognized no significant income or expense related to interest and penalties in 2009 and during 2008. The Company had no accrued interest and penalties related to uncertain tax positions as of December 31, 2009 and December 31, 2008.

As of December 31, 2009, there are no unrecognized tax benefits that could affect the Company's effective tax rate if recognized in subsequent periods.

The Company files income tax returns in the United States federal jurisdiction and in various state and local jurisdictions on a stand-alone basis or as part of Integrys Energy Group filings. The Company is no longer subject to federal, state and local income tax examinations by tax authorities for years prior to 2006. The Company is subject to examination by U.S. federal taxing authorities for taxable years 2006 and 2007. The Company does not anticipate a decrease in unrecognized tax benefits under the reasonably possible standard in the next 12 months.

9. COMMITMENTS AND CONTINGENCIES

The Company has made commitments for the purchase of commodities, mainly capacity or energy related to purchased power, which total \$32 million and extend through 2014.

For 2010, the Company has a Capacity Purchase Agreement with WPS that entitles the Company to purchase 59 MW of capacity. The Company also has a purchase power agreement for interruptible partial requirements service for 0 to 38 MW's that varies by month. The rate is determined by a rate formula. Either party may terminate this agreement with 24 months prior notice.

The Company has a capacity and energy purchase agreement with White Pine Electric Power for 35 MW of capacity through February 28, 2011. Beginning March 1, 2011 and continuing through December 31, 2014, the capacity

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amount is reduced to 17.5 MW. Termination of this contract may occur on the fifth anniversary of the effective date, which will be in 2010.

The Company also has a firm energy purchase agreement in the amount of 50 MW with Cargill Power Markets for all non-summer months through December 31, 2010.

Flood Damage

In May 2003, a fuse plug at the Silver Lake reservoir owned by UPPCO was breached, resulting in subsequent flooding downstream on the Dead River, located in the Upper Peninsula of Michigan. All litigation matters have been resolved. All environmental claims have been resolved with the State of Michigan and a Consent Judgement on the environmental matters was filed and approved in June 2009.

As part of a settlement agreement with the MPSC staff and interveners in the PSCR case, \$0.6 million of replacement power costs was deemed not recoverable and was recorded in operating and maintenance expense in 2009. This settlement has been approved by the MPSC.

10. EMPLOYEE BENEFIT PLANS

The Company participates in one noncontributory, qualified retirement plan of Integrys Energy Group. On December 31, 2008, the qualified pension plan, the WPS Retirement Plan, was merged into the Integrys Energy Group Retirement Plan. The plan merger had no effect on the level of plan benefits provided to participants or the management of the plan assets. Prior to the plan merger, WPS, a subsidiary of Integrys Energy Group, served as the plan sponsor for the WPS Retirement Plan. Integrys Business Support, LLC ("IBS") serves as the plan sponsor for the Integrys Energy Group Retirement Plan. The Company accounts for its participation in the pension plan sponsored by IBS as a multiple employer plan. Under affiliate agreements, the Company is responsible for its share of plan obligations and is entitled to its share of plan assets; accordingly, the Company accounts for its share of the Integrys Energy Group Retirement Plan as its own plan. In addition, the Company participates in other postretirement benefit plans sponsored by WPS. Prior to December 31, 2008, the Company accounted for its participation in the other postretirement plans as multiemployer plans. Accordingly, the Company was allocated its share of periodic pension cost. The Company did not report any plan assets or liabilities on its balance sheet, but recognized within long-term payable to affiliates, a long-term liability for the allocated expense less the amounts paid. Beginning in 2009, the Company began accounting for its participation in the other postretirement plans as multiple employer plans. Under affiliate agreements, the Company is responsible for its share of plan obligations and is entitled to its share of plan assets; accordingly, the Company accounts for its share of the other postretirement plans as its own plans. The benefits for a portion of these plans are funded through irrevocable trusts, as allowed for income tax purposes.

The Company also maintains a legacy nonqualified Supplemental Employee Retirement Plan ("SERP"). The liabilities for this plan are also recorded on the Company's balance sheets. There are no plan assets for this plan.

The Company also participates in an unfunded nonqualified retirement plan sponsored by WPS. The Company accounts for its participation in the plan as a multiemployer plan. Accordingly, the Company does not reflect any plan assets or liabilities on its balance sheets. In addition, Integrys Energy Group offers medical, dental, and life insurance benefits to the Company's active employees and their dependents. The Company expenses the allocated costs of benefits as incurred.

The Company recognizes the funded status of defined benefit postretirement plans on the balance sheet, and recognizes changes in the plans' funded status in the year in which the changes occur. The Company records changes in the funded status to regulatory asset or liability accounts, pursuant to the Regulated Operations Topic of the FASB Accounting Standards Codification ("ASC").

A measurement date of December 31 is used for all pension and other postretirement benefit plans.

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The costs of pension and other postretirement benefits are expensed over the periods during which employees render service. In computing the expected return on plan assets, a market-related value of plan assets is used. Changes in fair value are recognized over the subsequent five years for plans sponsored by WPS, while differences between actual investment returns and the expected return on plan assets are recognized over a five-year period for the plan sponsored by IBS. The transition obligation for postretirement benefits is being recognized over a 20-year period beginning in 1993.

Effective April 19, 2009, the defined benefit pension plans were closed to new union hires.

The following tables provide a reconciliation of the changes in the plans' benefit obligation and fair value of assets during 2009 and 2008.

(Millions)	<u>Pension Benefits</u>		<u>Other Benefits</u>
	2009	2008	2009
Reconciliation of benefit obligation			
Obligation at January 1	\$86.7	\$ 1.2	\$ -
Transfers (out) in	-	83.2 (1)	33.8 (2)
Service cost	1.0	1.0	0.3
Interest cost	5.5	5.3	2.0
Actuarial (gain) loss, net	(1.6)	2.4	(2.1)
Benefit payments	(7.0)	(6.4)	(1.1)
Federal subsidy on benefits paid	-	-	0.1
Obligation at December 31	\$84.6	\$86.7	\$33.0

Reconciliation of fair value of plan assets			
Fair value of plan assets at January 1	\$41.7	\$ -	\$ -
Transfers (out) in	-	62.1 (1)	16.1 (2)
Actual return on plan assets	8.5	(14.3)	2.5
Employer contributions	7.7	0.3	0.1
Benefit payments	(7.0)	(6.4)	(1.1)
Fair value of plan assets at December 31	\$50.9	\$41.7	\$17.6

- (1) The transfer of pension plan obligations and assets to the Company occurred in connection with the change in plan sponsor from WPS to IBS. The amounts transferred in the table above relate to the participation, prior to 2008, of the Company's employees in the WPS Retirement Plan.
- (2) The transfer of other benefit plan obligations and assets to the Company occurred in connection with affiliate agreements whereby each participating affiliate in WPS sponsored other postretirement plans is responsible for its share of plan obligations and is entitled to its share of plan assets. The amounts transferred in the table above relate to the participation, prior to 2009, of the Company's employees in the WPS sponsored other postretirement plans.

Amounts recognized on the Company's balance sheets at December 31 related to the funded status of the benefit plans consisted of:

(Millions)	<u>Pension Benefits</u>		<u>Other Benefits</u>
	2009	2008	2009
Current liabilities	\$ 0.2	\$ 0.2	\$ -
Noncurrent liabilities	33.5	44.8	15.4
Total liabilities	\$33.7	\$45.0	\$15.4

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The accumulated benefit obligation for all defined benefit pension plans was \$78.3 million and \$84.7 million at December 31, 2009, and 2008, respectively. Information for pension plans with an accumulated benefit obligation in excess of plan assets is presented in the following table.

<i>(Millions)</i>	December 31	
	2009	2008
Projected benefit obligation	\$84.6	\$86.7
Accumulated benefit obligation	78.3	84.7
Fair value of plan assets	50.9	41.7

The following table shows the amounts that have not yet been recognized in the Company's net periodic benefit cost as of December 31.

<i>(Millions)</i>	Pension Benefits		Other Benefits
	2009	2008	2009
Net regulatory assets			
Net actuarial loss	\$37.3	\$42.6	\$14.4
Prior service cost	1.0	1.2	0.9
Transition obligation	-	-	0.1
Total	\$38.3	\$43.8	\$15.4

The estimated net actuarial losses and prior service costs for defined benefit pension plans that will be amortized as a component of net periodic benefit cost during 2010 are \$0.6 million and \$0.2 million, respectively. The estimated net actuarial losses and prior service costs for other postretirement benefit plans that will be amortized as a component of net periodic benefit cost during 2010 are \$0.7 million and \$0.1 million, respectively.

The following table presents the components of the net periodic benefit costs for the plans:

<i>(Millions)</i>	Pension Benefits		Other Benefits
	2009	2008	2009
Net periodic benefit cost			
Service cost	\$1.0	\$1.0	\$0.3
Interest cost	5.5	5.3	2.0
Expected return on plan assets	(4.4)	(4.8)	(1.3)
Amortization of prior service cost	0.2	0.3	0.1
Amortization of net actuarial loss	0.1	-	0.6
Net periodic benefit cost	\$2.4	\$1.8	\$1.7

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Assumptions – Pension and Other Postretirement Benefit Plans

The weighted-average assumptions used at December 31 to determine benefit obligations for the plans were as follows:

	<u>Pension Benefits</u>		<u>Other Benefits</u>
	2009	2008	2009
Discount rate	6.15%	6.45%	6.05%
Rate of compensation increase	4.19%	4.27%	N/A
Assumed medical cost trend rate (under age 65)	N/A	N/A	8.0%
Ultimate trend rate	N/A	N/A	5.0%
Ultimate trend rate reached in	N/A	N/A	2013
Assumed medical cost trend rate (over age 65)	N/A	N/A	8.5%
Ultimate trend rate	N/A	N/A	5.5%
Ultimate trend rate reached in	N/A	N/A	2013
Assumed dental cost trend rate	N/A	N/A	5.0%

The weighted-average assumptions used to determine net periodic benefit cost for the plans were as follows for the years ended December 31:

	<u>Pension Benefits</u>		<u>Other Benefits</u>
	2009	2008	2009
Discount rate	6.45%	6.40%	6.50%
Expected return on assets	8.50%	8.50%	8.50%
Rate of compensation increase	4.27%	4.27%	N/A
Assumed medical cost trend rate (under age 65)	N/A	N/A	9.0%
Ultimate trend rate	N/A	N/A	5.0%
Ultimate trend rate reached in	N/A	N/A	2013
Assumed medical cost trend rate (over age 65)	N/A	N/A	9.5%
Ultimate trend rate	N/A	N/A	5.5%
Ultimate trend rate reached in	N/A	N/A	2013
Assumed dental cost trend rate	N/A	N/A	5.0%

The expected return on asset assumption is established based on consideration of historical and projected asset class returns, as well as the target allocations of the benefit trust portfolios.

Assumed health care cost trend rates have a significant effect on the amounts reported for the health care plans. For the year ended December 31, 2009, a one-percentage-point change in assumed health care cost trend rates would have had the following effects:

(Millions)	<u>One-Percentage-Point</u>	
	<u>Increase</u>	<u>Decrease</u>
Effect on total of service and interest cost components of net periodic postretirement health care benefit cost	\$0.3	\$(0.3)
Effect on the health care component of the accumulated postretirement benefit obligation	4.1	(3.4)

Pension and Other Postretirement Benefit Plan Assets

Integrus Energy Group's investment policy includes various guidelines and procedures designed to ensure assets are invested in an appropriate manner to meet expected future benefits to be earned by participants. The investment

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NOTES TO FINANCIAL STATEMENTS (Continued)			

guidelines consider a broad range of economic conditions. Central to the policy are target allocation ranges by major asset categories. The policy is established and administered in a manner that is compliant at all times with applicable regulations.

The objectives of the target allocations are to maintain investment portfolios that diversify risk through prudent asset allocation parameters and to achieve asset returns that meet or exceed the plans' actuarial assumptions and that are competitive with like instruments employing similar investment strategies. The portfolio diversification provides protection against significant concentrations of risk in the plan assets. The target asset allocations for pension plans and other postretirement plans that have significant assets are: 70% equity securities and 30% fixed income securities. Equity securities primarily include investments in large-cap and small-cap companies. Fixed income securities primarily include corporate bonds of companies from diversified industries, United States government securities, and mortgage-backed securities.

The Board of Directors of Integrys Energy Group has established the Employee Benefits Administrator Committee (composed of members of management) to manage the operations and administration of all benefit plans and trusts. The committee periodically reviews the asset allocation, and the portfolio is rebalanced when necessary.

The investments recorded at fair value in the pension and other postretirement benefit plan assets at December 31, 2009, by asset category were as follows.

(Millions)	Pension Plan Assets				Other Benefit Plan Assets			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Asset Category								
Cash and cash equivalents	\$0.1	\$ 1.8	\$ -	\$ 1.9	\$ -	\$ 0.8	\$ -	\$ 0.8
Equity securities:								
United States equity	14.4	8.9	-	23.3	4.2	3.3	-	7.5
International equity	1.7	7.9	-	9.6	-	2.3	-	2.3
Fixed income securities:								
United States government	-	5.9	-	5.9	-	2.6	-	2.6
Foreign government	-	0.7	-	0.7	-	0.1	-	0.1
Corporate debt	-	6.7	0.2	6.9	-	2.6	-	2.6
Asset-backed securities	-	2.1	-	2.1	-	0.7	-	0.7
Real estate securities	-	-	1.4	1.4	-	-	-	-
Other	-	-	-	-	-	0.4	-	0.4
	16.2	34.0	1.6	51.8	4.2	12.8	-	17.0
401(h) other benefit plan assets invested as pension assets*	(0.2)	(0.4)	-	(0.6)	0.2	0.4	-	0.6
Total	\$16.0	\$33.6	\$1.6	\$51.2	\$4.4	\$13.2	\$ -	\$17.6

* Pension trust assets are used to pay other postretirement benefits as allowed under Internal Revenue Code Section 401(h).

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The following table sets forth a reconciliation of changes in the fair value of pension plan assets categorized as Level 3 measurements:

<i>(Millions)</i>	Corporate Debt	Real Estate Securities	Other	Total
Beginning balance at December 31, 2008	\$0.1	\$2.0	\$0.1	\$2.2
Actual return on plan assets:				
Relating to assets still held at the reporting date	0.1	(0.7)	-	(0.6)
Purchases, sales, and settlements	-	0.1	(0.1)	-
Ending balance at December 31, 2009	\$0.2	\$1.4	\$ -	\$1.6

Cash Flows Related to Pension and Other Postretirement Benefit Plans

The Company's funding policy is to contribute at least the minimum amounts that are required to be funded under the Employee Retirement Income Security Act, but not more than the maximum amounts that are currently deductible for income tax purposes. The Company expects to contribute \$16.7 million to pension plans and \$2.2 million to other postretirement plans in 2010.

The following table shows the payments, reflecting expected future service, that the Company expects to make for pension and other postretirement benefits. In addition, the table shows the expected federal subsidies, provided under the Medicare Prescription Drug, Improvement and Modernization Act of 2003, that will partially offset other postretirement benefits.

<i>(Millions)</i>	Pension Benefits	Other Benefits	Federal Subsidies
2010	\$ 7.0	\$2.0	\$0.1
2011	7.0	2.2	0.1
2012	7.6	2.1	0.1
2013	7.7	2.2	0.2
2014	8.1	2.4	0.2
2015-2019	46.2	13.2	1.3

Multiemployer Plans

Pension and other postretirement benefit amounts relating to multiemployer plans sponsored by related-party affiliates allocated to the Company and paid to the plan sponsor by the Company were not significant in 2009 and \$2.1 million in 2008.

Defined Contribution Benefit Plans

Integrus Energy Group maintains a 401(k) Savings Plan for substantially all full-time employees. A percentage of employee contributions are matched through an ESOP or cash contribution up to certain limits. Employees who are no longer eligible to participate in the defined benefit pension plan participate in a defined contribution pension plan, in which certain amounts are contributed to an employee's account based on the employee's wages, age, and years of service. The Company's share of the total costs incurred under these plans was \$0.4 million and \$0.4 million in 2009 and 2008, respectively.

11. COMMON STOCK

Common Stock of the Company consists of Common Stock without par value, \$9 stated value, authorized 3,000,000 shares, issued and outstanding – 1,473,736 shares. The Common Stock balance was \$13,263.6 thousand at December 31, 2009, and 2008. All shares of the Company's common stock are owned by Integrus Energy Group.

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The Company's indentures relating to first mortgage bonds contain certain limitations on the payment of cash dividends on common stock. Under the most restrictive provisions, approximately \$39.3 million of retained earnings was available at December 31, 2009, for the payment of common stock cash dividends by the Company.

12. FAIR VALUE

The following tables show UPPCO's assets and liabilities that were accounted for at fair value on a recurring basis, categorized by level within the fair value hierarchy.

	December 31, 2009			
(Thousands)	Level 1	Level 2	Level 3	Total
Risk management assets	\$26.0	\$ -	\$470.9	\$496.9
Risk management liabilities	-	-	33.4	33.4

	December 31, 2008			
(Thousands)	Level 1	Level 2	Level 3	Total
Risk management assets	\$ -	\$ -	\$445.6	\$445.6
Risk management liabilities	-	-	79.7	79.7

The risk management assets and liabilities listed in the tables include NYMEX options and financial contracts. NYMEX contracts are valued using the NYMEX end-of-day settlement price, which is a Level 1 input. The valuation for financial transmission rights is derived from historical data from the Midwest Independent Transmission System Operator, Inc., which is considered a Level 3 input.

The following table sets forth a reconciliation of changes in the fair value of items categorized as Level 3 measurements:

(Thousands)	2009	2008
Balance at the beginning of period	\$365.8	\$ 426.2
Net realized gain (loss) included in earnings	(385.9)	1,317.1
Net unrealized gain (loss) recorded as regulatory assets or liabilities	236.7	(497.7)
Net purchases and settlements	220.9	(879.7)
Balance at the end of period	\$437.5	\$ 365.9

Unrealized gains and losses on financial transmission rights are deferred as regulatory assets or liabilities. Therefore, these fair value measurements have no impact on earnings. Realized gains and losses on financial transmission rights, as well as the related transmission congestion costs, are recorded in purchased power on the Statements of Income.

Fair Value of Financial Instruments

Due to the short maturity of cash and cash equivalents, notes payable, accounts payable, accounts receivable, and outstanding short-term debt, the carrying amount approximates fair value.

The fair value of long-term debt is estimated based on the quoted market price for the same or similar issues or on the current market rates offered to the Company for debt of the same remaining maturity.

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	December 31, 2009		December 31, 2008	
(Thousands)	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Long-Term Debt	\$40,800.0	\$45,731.3	\$41,700.0	\$42,079.3

13. REGULATORY ENVIRONMENT

In July 2003, the Company requested from the MPSC and the FERC to defer incremental operating and maintenance ("O&M") costs associated with the May 2003 Silver Lake flooding incident near Marquette. These requests were approved in November 2003. UPPCO also received approval to defer incremental power supply costs associated with the Silver Lake flooding incident.

Through March 31, 2009, UPPCO deferred replacement power costs of \$3.2 million, non-fuel O&M costs of \$0.8 million, and estimated related carrying costs of \$0.7 million. UPPCO offset the non-fuel O&M costs and related carrying costs, as well as a portion of the replacement power costs, with a settlement of \$2.2 million received from third parties involved in the flooding incident.

As part of UPPCO's 2009 Power Supply Cost Recovery Plan filing with the MPSC, UPPCO requested recovery of the remaining deferred replacement power costs related to the flooding incident. The remaining replacement power cost requested for recovery from Michigan retail customers was \$2.5 million.

As part of a settlement agreement with the MPSC and interveners in the 2009 Power Supply Cost Recovery Plan case, UPPCO offset \$1.9 million of the remaining replacement power costs with proceeds from the sale of the Warden plant. The proceeds from the sale of the Warden plant had previously been recorded as a liability to UPPCO customers. The remaining \$0.55 million of replacement power costs was not recoverable and was included in expenses in the first quarter of 2009.

On December 8, 2004, the Company submitted a request to the MPSC to approve the Company's proposed treatment of the pre-tax gains from certain sales of undeveloped and partially developed lands located in the Upper Peninsula of Michigan as appropriate for ratemaking purposes. On April 28, 2005, the MPSC issued an order authorizing the Company to retain 100% of the pre-tax gains on certain lands owned up to \$18.5 million, and 73% of any pre-tax gains over that amount. Under the Order, the Company was not allowed to file for a retail electric service base rate increase until January 1, 2006. The Power Supply Cost Recovery Clause was not subject to the filing moratorium.

On June 8, 2007, the Company submitted a request to the MPSC to approve the Company's proposed treatment of the jurisdictional pre-tax gains from the sale of the Warden Generating Station in L'Anse, Michigan as appropriate for ratemaking purposes. The Company proposed to distribute 100% of the jurisdictional portion of the first \$800,000 of any pre-tax gains to customers. The Company further proposed to share the jurisdictional portion of any pre-tax gains above \$800,000 between the customers and shareholders on a 50% / 50% basis. Lastly, within nine (9) months after the sale of the Warden Generating Station, the Company proposed to file a plan for distributing the gains to retail customers. A settlement agreement was executed by all parties in this case, and the MPSC issued an order approving the settlement agreement on October 9, 2007. As provided for in the settlement agreement, the order approved the requested gains treatment, required the Company to file a plan by April 5, 2008 for distributing the customer gains (approximately \$1.9 million) to retail customers, and implemented a base rate increase moratorium until March 14, 2009. The base rate increase moratorium did not preclude deferred accounting treatment for any governmental mandates and base rate increases for any unusual and extraordinary events that would cause serious financial harm to the Company, and the Company's Power Supply Cost Recovery Clause is not subject to the moratorium. On April 5, 2008, the Company filed a proposal to refund 50% of the net proceeds back to the customers and retain 50% of the net proceeds to use to offset costs of a potential merger with Wisconsin Public Service Corporation if a merger was pursued.

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NOTES TO FINANCIAL STATEMENTS (Continued)			

As part of a settlement agreement with the MPSC and interveners in its 2009 Power Supply Cost Recovery Plan case, UPPCO offset \$1.9 million of replacement power costs resulting from the Silver Lake flooding incident with the proceeds from the sale of the Warden plant, resolving this liability to UPPCO customers.

As part of the regulatory approval process associated with its acquisition of Peoples Energy Corporation ("PEC"), Integrys Energy Group agreed to formally propose the formation of a centralized service company to provide administrative and general support services to Integrys Energy Group's six regulated utilities including UPPCO. These services include categories such as legal, accounting and finance, environmental, information technology, purchasing and warehousing, human resources, administrative services (e.g., real estate, printing, etc.), external/regulatory affairs, gas services and gas supply, among others. In addition, many of these same services will also be provided to Integrys Energy Group's nonregulated subsidiaries. The centralized service company became operational on January 1, 2008. The creation of a centralized service company required UPPCO to move some of the employees supporting these functions into the new service company along with many of the employees who provided these services from WPS, PEC, Peoples Gas Light and Coke Company, and Integrys Energy Group. Certain assets were also transferred by affiliates to the centralized service company.

On March 4, 2009, the Company filed its plan to meet the Michigan Public Acts 286 and 295 that were effective October 6, 2008 as they relate to Energy Optimization ("EO") and renewable portfolio standard. MCL 460.1091 provides that a provider may, in lieu of establishing its own EO Plan, pay a portion of its revenues to an independent EO administrator selected by the Commission. On December 16, 2008, the Company filed a letter with the Commission notifying the Commission of the Company's intention to participate in Section 91 alternative EO administrator program. The March 4th filing proposed billing surcharges to collect from customers that will be forwarded to the energy optimization administrator. The March 4th filing also included the Company's 20 year plan to meet the renewable portfolio standard included in Act 286. The plan submitted indicates that the Company will be able to meet the Act 286 requirements with existing generation resources and power supply options and proposed that revenues generated from sales of excess renewable credits be returned to the customers in the power supply cost recovery mechanism. MPSC approved EO and renewable portfolio plans on May 26th and billing for EO began in July business. The EO administrator has been selected and payments to the EO administrator have begun.

On June 26, 2009, UPPCO filed a request with the Commission to increase its retail electric rates by \$12.2 million (12.7%), with a 12.00% return on equity, and a 54.83% common equity ratio. The reasons for the retail electric rate increase include the cost of hydroelectric facility replacements and upgrades, cost of capital, low sales growth, increased meter reading cost, and general inflation. On December 16, 2009, the MPSC issued a final order authorizing the Company to increase its retail electric rates by \$6.5 million (7.0%) with a 10.90% return on equity, and a 54.83% common equity ratio. The new rates were effective January 1, 2010. The Commission also approved a decoupling mechanism, and an Uncollectible Expense Tracking Mechanism. The Company's previous retail electric rate increase was in June 2006.

14. RELATED PARTY TRANSACTIONS

Integrys Business Support LLC is a wholly owned centralized service company that provides administrative and general support services for Integrys Energy Group's six regulated utilities and portions of administrative and general support services for Integrys Energy Services. UPPCO was billed \$20.0 million in 2009 for services provided by IBS. At December 31, 2009, the amount owed to IBS was \$2.4 million.

The Company records related-party transactions for services provided to and network transmission services received from ATC. Network transmission service costs paid to ATC by the Company were \$6.1 million and \$5.6 million in 2009 and 2008, respectively.

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SUMMARY OF UTILITY PLANT AND ACCUMULATED PROVISION FOR DEPRECIATION, AMORTIZATION AND DEPLETION				
Line No.	Item (a)	Total (b)	Electric (c)	
1	UTILITY PLANT			
2	In Service			
3	Plant in Service (Classified)	192,717,312	192,717,312	
4	Property Under Capital Leases			
5	Plant Purchased or Sold			
6	Completed Construction not Classified	17,309,070	17,309,070	
7	Experimental Plant Unclassified			
8	TOTAL (Enter Total of lines 3 thru 7)	210,026,382	210,026,382	
9	Leased to Others			
10	Held for Future Use			
11	Construction Work in Progress	6,398,224	6,398,224	
12	Acquisition Adjustments	2,681,674	2,681,674	
13	TOTAL Utility Plant (Enter Total of lines 8 thru 12)	219,106,280	219,106,280	
14	Accum. Prov. For Depr., Amort., & Depl.	90,735,581	90,735,581	
15	Net Utility Plant (Enter Total of line 13 less 14)	128,370,699	128,370,699	
16	DETAIL OF ACCUMULATED PROVISIONS FOR DEPRECIATION, AMORTIZATION AND DEPLETION			
17	In Service:			
18	Depreciation	87,204,603	87,204,603	
19	Amort. & Depl. Of Producing Natural Gas Land & Land Rights			
20	Amort. Of Underground Storage Land & Land Rights			
21	Amort. Of Other Utility Plant	1,187,493	1,187,493	
22	TOTAL In Service (Enter Total of lines 18 thru 21)	88,392,096	88,392,096	
23	Leased to Others			
24	Depreciation			
25	Amortization & Depletion			
26	TOTAL Leased to Others (Enter Total of lines 24 and 25)	0	0	
27	Held for Future Use			
28	Depreciation			
29	Amortization	2,343,485	2,343,485	
30	TOTAL held for Future Use (Enter Total of Lines 28 and 29)	2,343,485	2,343,485	
31	Abandonment of leases (Natural Gas)			
32	Amortization of Plant Acquisition Adjustment			
33	TOTAL Accumulated Provisions (Should agree with line 14 above) (Enter Total of lines 22, 26, 30, 31 & 32)	90,735,581	90,735,581	

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ELECTRIC PLANT IN SERVICE (Accounts 101, 102, 103, 106)			
<p>1. Report below the original cost of plant in service in the same detail as in the current depreciation order.</p> <p>2. In addition to Account 101, Electric Plant in service (Classified), this page and the next include Account 102, Electric Plant Purchased or Sold; Account 103, Experimental Electric Plant Unclassified; and Account 106, Completed Construction Not Classified - Electric.</p> <p>3. Include in column (c) or (d), as appropriate, corrections of additions and retirements for the current or preceding year.</p> <p>4. Enclose in parentheses credit adjustments of plant accounts to indicate the negative effect of such amounts.</p> <p>5. Classify Account 106 according to prescribed accounts, on an estimated basis if necessary, and</p>		<p>include the entries in column (c). Also to be included in column (c) are entries for reversals of tentative distributions of prior year reported in column (b). Likewise, if the respondent has a significant amount of plant retirements which have not been classified to primary accounts at the end of the year, include in column (d) a tentative distribution of such retirements on an estimated basis, with appropriate contra entry to the account for accumulated depreciation provision. Include also in column (d) reversals of tentative distributions of prior year of unclassified retirements. Attach supplemental statement showing the account distributions of these tentative classifications in columns (c) and (d), including the</p>	
Line No.	Account (a)	Balance at Beginning of Year (b)	Additions (c)
1	1. INTANGIBLE PLANT		
2	301 Organization	2,005	
3	302 Franchises and Consents	7,551,275	
4	303 Miscellaneous Intangible Plant	7,779	
5	TOTAL Intangible Plant	7,561,059	0
6	2. PRODUCTION PLANT		
7	Steam Production Plant		
8	310.1 Land	143,334	
9	310.2 Land Rights		
10	311 Structures and Improvements		
11	312 Boiler Plant Equipment		
12	313 Engines and Engine-Driven Generators		
13	314 Turbogenerator Units		
14	315 Accessory Electric Equipment		
15	316 Miscellaneous Power Plant Equipment		
16	317 Asset Retirement Costs for Steam Prod.	116,660	
17	TOTAL Steam Production Plant	259,994	0
18	Nuclear Production Plant		
19	320.1 Land		
20	320.2 Land Rights		
21	321 Structures and Improvements		
22	322 Reactor Plant Equipment		
23	323 Turbogenerator Units		
24	324 Accessory Electric Equipment		

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

reversals of the prior year's tentative account distributions of these amounts. Careful observance of the above instructions and the texts of Accounts 101 and 106 will avoid serious omissions of the reported amount of respondent's plant actually in service at end of year.

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

to primary account classifications.

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

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

Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)		Line No.
					1
			2,005	301	2
	(1,591,384)		5,959,891	302	3
7,779			0	303	4
7,779	(1,591,384)	0	5,961,896		5
					6
					7
				310.1	8
				310.2	9
				311	10
				312	11
				313	12
				314	13
				315	14
				316	15
116,660			0	317	16
116,660	0	0	143,334		17
					18
				320.1	19
				320.2	20
				321	21
				322	22
				323	23
				324	24

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ELECTRIC PLANT IN SERVICE (Accounts 101, 102, 103, 106) (Continued)				
Line No.	Account (a)	Balance at Beginning of Year (b)	Addition (c)	
24	325 Miscellaneous Power Plant Equipment			
25	TOTAL Nuclear Production Plant	0	0	
26	Hydraulic Production Plant			
27	330.1 Land	285,252	52,289	
28	330.2 Land Rights	367,462		
29	331 Structures and Improvements	1,148,990	113,779	
30	332 Reservoirs, Dams and Waterways	38,683,403	644,235	
31	333 Water Wheels, Turbines and Generators	739,039	(32,947)	
32	334 Accessory Electric Equipment	1,509,536	1,065,196	
33	335 Miscellaneous Power Plant Equipment	775,262	8,691	
34	336 Roads, Railroads and Bridges	609,162		
35	TOTAL Hydraulic Production Plant	44,118,106	1,851,243	
36	Other Production Plant			
37	340.1 Land	63,016		
38	340.2 Land Rights			
39	341 Structures and Improvements	202,637	10,489	
40	342 Fuel Holders, Products and Accessories	1,284,528	52,080	
41	343 Prime Movers	2,489,856		
42	344 Generators	1,056,338		
43	345 Accessory Electric Equipment	729,851	38,547	
44	346 Miscellaneous Power Plant Equipment	31,837	7,350	
45	TOTAL Other Production Plant	5,858,063	108,466	
46	TOTAL Production Plant	50,236,163	1,959,709	
47	3. TRANSMISSION PLANT			
48	350.1 Land			
49	350.2 Land Rights			
50	352 Structures and Improvements			
51	353 Station Equipment			
52	354 Towers and Fixtures			
53	355 Poles and Fixtures			
54	356 Overhead Conductors and Devices			
55	357 Underground Conduit			
56	358 Underground Conductors and Devices			

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ELECTRIC PLANT IN SERVICE (Accounts 101, 102, 103, 106) (Continued)					
Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)		Line No.
				325	24
0	0	0	0		25
					26
1,439	(72,834)		263,268	330.1	27
	(3)		367,459	330.2	28
17,122	(104,278)	36,382	1,177,751	331	29
235,285	(1,445,740)	(36,829)	37,609,784	332	30
4,402	(75,285)		626,405	333	31
39,849	(104,306)	33,786	2,464,363	334	32
115,590	(66,984)	2,195	603,574	335	33
878	(80,947)		527,337	336	34
414,565	(1,950,377)	35,534	43,639,941		35
					36
			63,016	340.1	37
				340.2	38
			213,126	341	39
			1,336,608	342	40
			2,489,856	343	41
			1,056,338	344	42
2,281			766,117	345	43
5,937		(1,748)	31,502	346	44
8,218	0	(1,748)	5,956,563		45
539,443	(1,950,377)	33,786	49,739,838		46
					47
				350.1	48
				350.2	49
				352	50
				353	51
				354	52
				355	53
				356	54
				357	55
				358	56

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ELECTRIC PLANT IN SERVICE (Accounts 101, 102, 103, 106) (Continued)				
Line No.	Account (a)	Balance at Beginning of Year (b)	Additions (c)	
57	359 Roads and Trails			
58	TOTAL Transmission Plant	0	0	
59	4. DISTRIBUTION PLANT			
60	360.1 Land	358,452		
61	360.2 Land Rights	387,362		
62	361 Structures and Improvements	1,256,035		
63	362 Station Equipment	23,485,560	2,208,912	
64	363 Storage Battery Equipment			
65	364 Poles, Towers and Fixtures	28,129,052	988,018	
66	365 Overhead Conductors and Devices	15,766,810	205,012	
67	366 Underground Conduit			
68	367 Underground Conductors and Devices	16,590,466	246,135	
69	368 Line Transformers	21,335,428	831,690	
70	368.1 Capacitors	195,208	50,650	
71	369 Services	13,299,575	623,827	
72	370 Meters	5,372,580	38,579	
73	371 Installations on Customers' Premises	617,541	56,056	
74	372 Leased Property on Customers' Premises			
75	373 Street Lighting and Signal Systems	1,895,048	77,519	
76	374 Asset Retirement Costs for Distrib. Plant	142,440		
77	TOTAL Distribution Plant	128,831,557	5,326,398	
78	5. GENERAL PLANT			
79	389.1 Land	498,734	(304,636)	
80	389.2 Lands Rights	1,433		
81	390 Structures and Improvments	4,722,045	1,397,439	
82	391 Office Furniture and Equipment	636,594	33,530	
83	391.1 Computers / Computer Related Equipment	775,401	23,393	
84	392 Transportation Equipment	7,596,948	655,581	
85	393 Stores Equipment	104,039		
86	394 Tools, Shop and Garage Equipment	1,602,170	35,142	
87	395 Laboratory Equipment	1,324,136	138,045	
88	396 Power Operated Equipment	851,257	41,471	
89	397 Communication Equipment	2,705,322	54,410	
90	398 Miscellaneous Equipment	32,384	1,669	
91	SUBTOTAL	20,850,463	2,076,044	

Name of Respondent		This Report Is:	Date of Report	Year of Report	
Upper Peninsula Power Company		(1) [X] An Original (2) [] A Resubmission	(Mo, Da, Yr) 04/30/10	December 31, 2009	
ELECTRIC PLANT IN SERVICE (Accounts 101, 102, 103, 106) (Continued)					
Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)		Line No.
				359	57
0	0	0	0		58
					59
			358,452	360.1	60
			387,362	360.2	61
29,668		8,610	1,234,977	361	62
500,427	(142,024)	(37,225)	25,014,796	362	63
				363	64
309,126			28,807,944	364	65
179,516			15,792,306	365	66
				366	67
100,015			16,736,586	367	68
222,600		4,242	21,948,760	368	69
			245,858	368.1	70
50,449			13,872,953	369	71
168,805			5,242,354	370	72
112,752			560,845	371	73
				372	74
91,096			1,881,471	373	74
			142,440	374	76
1,764,454	(142,024)	(24,373)	132,227,104		77
					78
			194,098	389.1	79
			1,433	389.2	80
15,373			6,104,111	390	81
15,803			654,321	391	82
219,147			579,647	391.1	83
710,394			7,542,135	392	84
			104,039	393	85
		(2,281)	1,635,031	394	86
			1,462,181	395	87
53,708		2,281	841,301	396	88
		(9,413)	2,750,319	397	89
			34,053	398	90
1,014,425	0	(9,413)	21,902,669		91

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
ELECTRIC PLANT IN SERVICE (Accounts 101, 102, 103, 106) (Continued)				
Line No.	Account (a)	Balance at Beginning of Year (b)	Additions (c)	
91	399 Other Tangible Property			
91	Asset Retirement Obligations General Plant	194,875		
92	TOTAL General Plant	20,850,463	2,076,044	
93	TOTAL (Accounts 101 and 106)	207,479,242	9,362,151	
94				
95	102 Electric Plant Purchased			
96	(Less) 102 Electric Plant Sold			
97	103 Experimental Plant Unclassified			
98	TOTAL Electric Plant in Service (<i>Total of lines 93 thru 97</i>)	207,479,242	9,362,151	

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
ELECTRIC PLANT IN SERVICE (Accounts 101, 102, 103, 106) (Continued)					
Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)		Line No.
				399	91
					92
1,014,425	0	(9,413)	21,902,669		93
3,326,101	(3,683,785)	0	209,831,507		94
					95
				102	96
					97
				103	98
3,326,101	(3,683,785)	0	209,831,507		99

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
CONSTRUCTION WORK IN PROGRESS AND COMPLETED CONSTRUCTION NOT CLASSIFIED - ELECTRIC (Accounts 107 and 106)				
<p>1. Report below descriptions and balances at end of year of projects in process of construction and completed construction not classified for projects actually in service. For any substantial amounts of completed construction not classified for plant actually in service explain the circumstances which have prevented final classification of such amounts to prescribed primary accounts for plant in service.</p> <p>2. The information specified by this schedule for Account 106, Completed Construction</p> <p>Not Classified-Electric, shall be furnished even though this account is included in the schedule, Electric Plant in Service, pages 204-211, according to a tentative classification by primary accounts.</p> <p>3. Show items relating to "research and development" projects last under a caption Research and Development (See Account 107, Uniform System of Accounts).</p> <p>4. Minor projects may be grouped.</p>				
Line No.	Description of Project (a)	Construction Work in Progress-Electric (Account 107) (b)	Completed Construction Not Classified-Electric (Account 106) (c)	Estimated Additional Cost of Project (d)
1	McClure Penstock Eval. & Repl.	4,303,371		14,196,629
2	Bond Falls - Two Gated Spillway	1,168,692		7,631,308
3	McClure Upgrade Prot. & Re-Auto.	441,560		223,439
4	Prickett Spillway Adeq. & Fuse Plug	231,343		1,388,657
5	Victoria Spillway Adequacy	133,294		3,016,706
6	Proj.w/Bal. Less than \$100,000 Ea.	119,964	2,751,086	
7	Silver Lake Dam Replacement		9,003,201	
8	Portage CT Above Gr. Oil Storage		1,059,414	
9	Victoria Hydro Repl. Gen. Circ. Brkrs.		168,064	
10	Victoria Hydro Repl. GSU #1 & #2		1,043,423	
11	Prickett Drain System & Filter Bl.		262,040	
12	Replace Bucket Truck - Delta SC		186,923	
13	Replace Bucket Truck - Hotn. SC		127,413	
14	Replace Bucket Truck - Hotn. SC		186,412	
15	Lincoln Avenue Sub-Add. Tfmr.		684,894	
16	Munising Sub-Add. Tfmr. & Split Bus		411,997	
17	M-38 Common Fac. For ATC Cap.		271,178	
18	Osceola Sub-Install Common Fac.		174,538	
19	Remodel New Delta Serv. Center		978,487	
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35	TOTAL	6,398,224	17,309,070	26,456,739

Name of Respondent Upper Peninsula Power Company Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report 4/30/10	Year of Report December 31, 2009
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GENERAL DESCRIPTION OF CONSTRUCTION OVERHEAD PROCEDURE

For each construction overhead explain: (a) the nature and extent of work, etc., the overhead charges are intended to cover, (b) the general procedure for determining the amount capitalized, (c) the method of distribution to construction jobs, (d) whether different rates are applied to different types of construction, (e) basis of determination in rates for different types of construction, and (f) whether the overhead is directly or indirectly assigned. 2. Show below the computation of the allowance for funds used during construction rates, in accordance with the provisions of Electric Plant instruction 3 (17) of the U.S. of A. 3. Where a net-of-tax rate for borrowed funds is used, show the appropriate tax effect adjustment to the computations below in a manner that clearly indicates the amount of the reduction in the gross rate for tax effects.

1. Construction Overheads: Supervision and engineering are charged to specific requisitions involved, direct from the time vouchers. Pensions expense, workmen's compensation insurance, payroll taxes, and other employee benefits including health and dental insurance, and long term disability insurance are allocated to construction based on direct payroll charges.
2. General Administration: By examination, certain administration and general salaries were transferred to construction costs based on direct payroll charges to construction projects involved.
3. Items 2 and 3 below (Gross rate for borrowed funds and rate for other funds) are based on Michigan Public Service Commission's found overall rate of return ordered by Case U-15988 dated December 16, 2009.

COMPUTATION OF ALLOWANCE FOR FUNDS USED DURING CONSTRUCTION RATES

For line 1(5), column (d) below, enter the rate granted in the last rate proceeding. If such is not available, use the average rate earned during the preceding three years.

1. Components of Formula (Derived from actual book balances and actual cost rates):

Line No.	Title (a)	Amount (b)	Capitalization Ratio (Percent) (c)	Cost Rate Percentage (d)
1	Average Short-Term Debt & Computation of Allowance Text	S \$ 6,575,014		
2	Short-Term Interest			s 1.13%
3	Long-Term Debt	D 41,700,000	37.55%	d 6.77%
4	Preferred Stock	P		p
5	Common Equity	C 69,339,920	62.45%	c 10.90%
6	Total Capitalization	\$ 111,039,920	100.00%	
7	Average Construction Work In Progress Balance	W \$ 4,713,896		

2. Gross Rate for Borrowed Funds

$$s \left(\frac{S}{D} \right) + d \left(\frac{S}{C} \right) (1 - \frac{S}{C})$$

3. Rate for Other Funds

$$[1 - \frac{S}{C}] [p \left(\frac{P}{C} \right) + c \left(\frac{C}{C} \right)]$$

4. Weighted Average Rate Actually Used for the Year:

- a. Rate for Borrowed Funds - 1.58%
- b. Rate for Other Funds - 0%

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
ACCUMULATED PROVISION FOR DEPRECIATION OF ELECTRIC UTILITY PLANT (Account 108)					
<p>1. Explain in a footnote any important adjustments during year.</p> <p>2. Explain in a footnote any difference between the amount for book cost of plant retired, Line 11, column (c), and that reported for electric plant in service, pages 204-207, column 9d), excluding retirements of non-depreciable property.</p> <p>3. The provisions of Account 108 in the Uniform System of accounts require that retirements of depreciable plant be recorded when such plant is removed from service. If the respondent has a significant amount of plant retired at year end which has not been recorded and/or classified to the various reserve functional classifications, make preliminary closing entries to tentatively functionalize the book cost of the plant retired. In addition, include all costs included in retirement work in progress at year end in the appropriate functional classifications.</p> <p>4. Show separately interest credits under a sinking fund or similar method of depreciation accounting.</p>					
Section A. Balances and Changes During Year					
Line No.	Item (a)	Total (c+d+e) (b)	Electric Plant in Service (c)	Electric Plant Held for Future Use (d)	Electric Plant Leased to Others (e)
1	Balance Beginning of Year	84,891,575	84,891,575		
2	Depreciation Provisions for Year, Charged to				
3	(403) Depreciation Expense	5,859,389	5,859,389		
4	(403.1) Depreciation Expense for Asset Retirement Costs				
5	(413) Exp. of Elec. Plt. Leas. to Others				
6	Transportation Expenses-Clearing	816,809	816,809		
7	Other Clearing Accounts				
8	Other Accounts (Specify, details in footnote):	29,645	29,645		
9					
10	TOTAL Deprec. Prov for Year (Enter Total of lines 3 thru 9)	6,705,843	6,705,843		
11	Net Charges for Plant Retired:				
12	Book Cost of Plant Retired	3,318,321	3,318,321		
13	Cost of Removal	645,983	645,983		
14	Salvage (Credit)	752,982	752,982		
15	TOTAL Net Chrgs. for Plant Ret. (Enter Total of lines 12 thru 14)	3,211,322	3,211,322		
16	Other Debit or Cr. Items (Describe, details in footnote):	-1,181,493	-1,181,493		
17					
18	Book Cost or Asset Retirement Costs Retired				
19	Balance End of Year (Enter Totals of lines 1, 10, 15, 16, and 18)	87,204,603	87,204,603		
Section B. Balances at End of Year According to Functional Classification					
20	Steam Production				
21	Nuclear Production				
22	Hydraulic Production-Conventional	12,208,023	12,208,023		
23	Hydraulic Production-Pumped Storage				
24	Other Production	4,457,987	4,457,987		
25	Transmission				
26	Distribution	58,062,137	58,062,137		
27	Regional Transmission and Market Operation				
28	General	12,476,455	12,476,455		
29	TOTAL (Enter Total of lines 20 thru 28)	87,204,602	87,204,602		

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Upper Peninsula Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 04/19/2010	2009/Q4
FOOTNOTE DATA			

Schedule Page: 219 Line No.: 8 Column: c

ARO Depreciation Expense.

Schedule Page: 219 Line No.: 22 Column: c

Hydraulic Production - Conventional

Balance	\$12,208,023
Less 108200 ARO Depreciation (Non-Rate Base)	0
Add: 182376 ARO COR Depr. (Rate Base)	0
Ending Rate Base Reserve	\$12,208,023

Schedule Page: 219 Line No.: 24 Column: c

Other Production:

Balance	\$4,457,987
Less 108200 ARO Depreciation (Non-Rate Base)	0
Add: 182376 ARO COR Depr (Rate Base)	0
Ending Rate Base Reserve	\$4,457,987

Schedule Page: 219 Line No.: 26 Column: c

Distribution:

Balance	\$58,062,138
Less: 108200 ARO Depreciation (Non-Rate Base)	130,652
Add: 182376 ARO COR Depr (Rate Base)	169,928
Ending Rate Base Reserve	\$58,101,414

Schedule Page: 219 Line No.: 28 Column: c

General:

Balance	\$12,476,455
Less: 108200 ARO Depreciation (Non-Rate Base)	117,657
Add: 182376 ARO COR Depr (Rate Base)	0
Ending Rate Base Reserve	\$12,358,798

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
NONUTILITY PROPERTY (Account 121)				
1. Give a brief description and state the location of nonutility property included in Account 121.		4. List separately all property previously devoted to public service and give date of transfer to Account 121, Nonutility Property.		
2. Designate with a double asterisk any property which is leased to another company. State name of lessee and whether lessee is an associated company.		5. Minor items (5% of the Balance at the End of the Year for Account 121 or \$100,000, whichever is less) may be grouped by (1) previously devoted to public service, or (2) other nonutility property.		
3. Furnish particulars (details) concerning sales, purchases, or transfers of Nonutility Property during the year.				
Line No.	Description and Location (a)	Balance at Beginning of Year (b)	Purchases, Sales Transfers, etc. (c)	Balance at End of Year (d)
1	Two (2) Dam Sites in Baraga &			
2	Houghton Counties	256,839	(246,890)	9,949
3	Land in the Ontonagon River Area	582,757	1,318,876	1,901,633
4	Land in the City of Gladstone	205,031	116,661	321,692
5	Escanaba River Hydros Delta County	3,568,126	388,244	3,956,370
6	Eastern Hydro Dams	395,126	302,458	697,584
7	Bond Falls Ontonagon County	454,062	0	454,062
8	CWIP	304,267	(261,476)	42,791
9				
10				
11				
12				
13				
14				
15				
16				
17				
	TOTAL	5,766,208	1,617,873	7,384,081

ACCUMULATED PROVISION FOR DEPRECIATION AND AMORTIZATION OF NONUTILITY PROPERTY (Account 122)		
Report below the information called for concerning depreciation and amortization of nonutility property.		
Line No.	Item (a)	Amount (b)
1	Balance, Beginning of Year	800,455
2	Accruals for Year, Charged to	
3	(417) Income from Nonutility Operations	80,013
4	(418) Nonoperating Rental Income	
5	Other Accounts (Specify):	
6		
7	TOTAL Accruals for Year (Enter Total of lines 3 thru 6)	80,013
8	Net Charges for Plant Retired:	
9	Book Cost of Plant Retired	
10	Cost of Removal	
11	Salvage (Credit)	
12	TOTAL Net Charges (Enter Total of lines 9 thru 11)	0
13	Other Debit or Credit Items (Describe):	
14	Property Moved from Utility to Nonutility	107,006
15	Balance, End of Year (Enter Total of lines 1, 7, 12, and 14)	987,474

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Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
INVESTMENTS (Accounts 123, 124, 136)					
<p>1. Report below the investments in Accounts 123, <i>Investments in Associated Companies</i>, 124, <i>Other Investment</i>, and 136, <i>Temporary Cash Investments</i>.</p> <p>2. Provide a subheading for each account and list thereunder the information called for:</p> <p>(a) Investment in securities - List and describe each security owned, giving name of user, date acquired and date of maturity. For bonds, also give principal amount, date of issue, maturity, and interest rate. For capital stock (including capital stock of respondent reacquired under a definite plan for resale pursuant to authorization by the Board of Directors, and included</p> <p>in Account 124, <i>Other Investments</i>), state number of shares, class, and series of stock. Minor investments may be grouped by classes. Investments included in Account 136, <i>Temporary Cash Investments</i>, also may be grouped by classes.</p> <p>(b) Investment Advances-Report separately for each person or company the amounts of loans or investment advances which are properly includable in Account 123. Advances subject to current repayment should be included in Accounts 145 and 146. With respect to each advance, show whether the advance is a note or an open account. Each note should be</p>					
Line No.	Description of Investment (a)	Book Cost at Beginning of Year (If book cost is different from cost to respondent, give cost to respondent in a footnote and explain difference) (b)		Purchases or Additions During Year (c)	
		Original Cost	Book Value		
1	WPS Investments LLC	11,406,349	14,152,898	2,159,323	
2	Date Acquired 6/29/2001				
3	2.72% Interest (Paid in Capital)				
4					
5	ATC Management, Inc.	3,220	3,220		
6	Date Acquired 6/29/2001				
7	1.96% Non-Voting Interest, 0% Voting Interest				
8	(Common Equity)				
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30		11,409,569	14,156,118	2,159,323	

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
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INVESTMENTS (Accounts 123, 124, 136) (Cont'd)					
<p>listed giving date of issuance, maturity date, and specifying whether note is a renewal. Designate any advances due from officers, directors, stockholders, or employees. Exclude amounts reported on page 229.</p> <p>3. For any securities, notes or accounts that were pledged designate with an asterisk such securities, notes, or accounts and in a footnote state the name of pledgee and purpose of the pledge.</p> <p>4. If Commission approval was required for any advance made or security acquired, designate such fact in a footnote and give name of Commission, date of</p>			<p>authorization, and case or docket number.</p> <p>5. Report in column (g) interest and dividend revenues from investments including such revenues from securities disposed of during the year.</p> <p>6. In column (h) report for each investment disposed of during the year the gain or loss represented by the difference between cost of the investment (or the other amount at which carried in the books of account if different from cost) and the selling price thereof, not including any dividend or interest adjustment includible in column (g).</p>		

Sales or Other Dispositions During Year (d)	Principal Amount or No. of Shares at End of Year (e)	Book Cost at End of Year (If book cost is different from cost to respondent, give cost to respondent in a footnote and explain difference) (f)		Revenues for Year (g)	Gain of Loss from Improvement Disposed of (h)	Line No.
		Original Cost	Book Value			
		11,406,349	14,568,855	1,743,366		1
						2
						3
						4
		3,220	3,220			5
						6
						7
						8
						9
						10
						11
						12
						13
						14
						15
						16
						17
						18
						19
						20
						21
						22
						23
						24
						25
						26
						27
						28
						29
0	0	11,409,569	14,572,075	1,743,366	0	30

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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INVESTMENTS IN SUBSIDIARY COMPANIES (Account 123.1)

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

Line No.	Description of Investment (a)	Date Acquired (b)	Date Of Maturity (c)	Amount of Investment at Beginning of Year (d)
1	WPS Investments LLC	6/29/2001		14,152,899
2	2.72% Interest			
3	Paid in Capital			
4				
5				
6	ATC Management, Inc.	6/29/2001		3,220
7	1.96% Non-Voting Interest, 0% Voting Interest			
8	Common Equity			
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
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21				
22				
23				
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31				
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33				
34				
35				
36				
37				
38				
39				
40				
41				
42	Total Cost of Account 123.1 \$	0	TOTAL	14,156,119

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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INVESTMENTS IN SUBSIDIARY COMPANIES (Account 123.1) (Continued)

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

Equity in Subsidiary Earnings of Year (e)	Revenues for Year (f)	Amount of Investment at End of Year (g)	Gain or Loss from Investment Disposed of (h)	Line No.
2,159,323	1,743,365	14,568,855		1
				2
				3
				4
				5
		3,220		6
				7
				8
				9
				10
				11
				12
				13
				14
				15
				16
				17
				18
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				31
				32
				33
				34
				35
				36
				37
				38
				39
				40
				41
2,159,323	1,743,365	14,572,075		42

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report 2009/Q4
Upper Peninsula Power Company			
FOOTNOTE DATA			

Schedule Page: 224 Line No.: 1 Column: f

WPS Investments holds our investment in American Transmission Company, LLC. Dividends from WPS Investments \$(1,743,365).

Schedule Page: 224 Line No.: 6 Column: a

ATC Management, Inc. is the corporate manager of the American Transmission Company, LLC.

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
NOTES AND ACCOUNTS RECEIVABLE SUMMARY FOR BALANCE SHEET				
Show separately by footnote the total amount of notes and accounts receivable from directors, officers, and		employees included in Notes Receivable (Account 141) and Other Accounts Receivable (Account 143).		
Line No.	Accounts (a)	Balance Beginning of Year (b)	Balance End of Year (c)	
1	Notes Receivable (Account 141)			
2	Customer Accounts Receivable (Account 142)	9,593,739	9,338,566	
3	Other Accounts Receivable (Account 143) (Disclose any capital stock subscriptions received)	2,889,662	5,397,823	
4	TOTAL	12,483,401	14,736,389	
5	Less: Accumulated Provision for Uncollectible Accounts-Cr. (Account 144)	205,000	359,140	
6	TOTAL, Less Accumulated Provision for Uncollectible Accounts	12,278,401	14,377,249	
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ACCUMULATED PROVISION FOR UNCOLLECTIBLE ACCOUNT-CR. (Account 144)						
1. Report below the information called for concerning this accumulated provision.						
2. Explain any important adjustments of subaccounts.						
3. Entries with respect to officers and employees shall not include items for utility services.						
Line No.	Item (a)	Utility Customers (b)	Merchandise Jobbing and Contract Work (c)	Officers and Employees (d)	Other (e)	Total (f)
1	Balance beginning of year	205,000				205,000
2	Prov. For uncollectibles for current year	1,024,616				1,024,616
3	Account written off (less)	952,808				952,808
4	Coll. Of accounts written off	82,332				82,332
5	Adjustments (explain):					0 0
6	Balance end of year	359,140	0	0	0	359,140
7						
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11						

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
RECEIVABLES FROM ASSOCIATED COMPANIES (Accounts 145, 146)			
1. Report particulars of notes and accounts receivable from associated companies* at end of year. 2. Provide separate headings and totals for Accounts 145, Notes Receivable from Associated Companies, and 146, Accounts Receivable from Associated Companies, in addition to a total for the combined accounts. 3. For notes receivable, list each note separately and state purpose for which received. Show also in column (a) date of note, date of maturity and interest rate.		4. If any note was received in satisfaction of an open account, state the period covered by such open account. 5. Include in column (f) interest recorded as income during the year including interest on accounts and notes held any time during the year. 6. Give particulars of any notes pledged or discounted, also of any collateral held as guarantee of payment of any note or account.	

* NOTE: "Associated companies" means companies or persons that, directly or indirectly, through one or more intermediaries, control, or are controlled by, or are under common control with, the account company. This includes related parties.

"Control" (including the terms "controlling," "controlled by," and "under common control with") means the possession, directly or indirectly, of the power to direct or cause the direction of the management and policies of a company, whether such power is exercised through one or more intermediary companies, or alone, or in conjunction with, or pursuant to an agreement, and whether such power is established through a majority or minority ownership or voting of securities, common directors, officers or stockholders, voting trusts, holding trusts, associated companies, contract or any other direct or indirect means.

Line No.	Particulars (a)	Balance Beginning of Year (b)	Totals for Year		Balance End of Year (e)	Interest for Year (f)
			Debits (c)	Credits (d)		
1	Integrus Energy Group, Inc.	0				
2	Wisconsin Public Service Corporation	(4,856)	538,642	518,343	15,443	
3	Michigan Gas Utilities Corporation	64,133	13,015	76,769	379	
4	The Peoples Gas Light & Coke Co.	694		694	0	
5	Penvest, Inc.	0	1,160	1,160	0	
6	Integrus Business Support, LLC	0	56,398	37,811	18,587	
7	North Shore Gas Company	0	54	54	0	
8	Integrus Energy Services, Inc.	12	0	12	0	
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24						
25	TOTAL	59,983	609,269	634,843	34,409	0

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
MATERIALS AND SUPPLIES					
<p>1. For Account 154, report the amount of plant materials and operating supplies under the primary functional classifications as indicated in column (a); estimates of amounts by function are acceptable. In column (d), designate the department or departments which use the class of material.</p> <p>2. Give an explanation of important inventory adjustments during the year (in a footnote) showing general classes of material and supplies and the various accounts (operating expenses, clearing accounts, plant, etc.) affected debited or credited. Show separately debit or credits to stores expense clearing, if applicable.</p>					
Line No.	Account (a)	Balance Beginning of Year (b)	Balance End of Year (c)	Department or Departments which Use Material (d)	
1	Fuel Stock (Account 151)	724,757	440,306	Electric	
2	Fuel Stock Expenses Undistributed (Account 152)				
3	Residuals and Extracted Products (Account 153)				
4	Plant Materials and Operating Supplies (Account 154)				
5	Assigned to - Construction (Estimated)	512,408	465,767	Electric	
6	Assigned to - Operations and Maintenance				
7	Production Plant (Estimated)	1,155	1,173	Electric	
8	Transmission Plant (Estimated)				
9	Distribution Plant (Estimated)	459,363	542,343	Electric	
10	Regional Transmission and Market Operation Plant (Estimated)				
11	Assigned to - Other (provide details in footnote)	14,365	17,635	Electric	
12	TOTAL Account 154 (Enter Total of lines 5 thru 11)	987,291	1,026,918		
13	Merchandise (Account 155)				
14	Other Materials and Supplies (Account 156)				
15	Nuclear Materials Held for Sale (Account 157) (Not applic to Gas Util)				
16	Stores Expense Undistributed (Account 163)	8,991	89,281		
17					
18					
19					
20	TOTAL Materials and Supplies (Per Balance Sheet)	1,721,039	1,556,505		

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009	
PRODUCTION FUEL AND OIL STOCKS (Included in Account 151)				
1. Report below the information called for concerning production fuel and oil stock. 2. Show quantities in tons Of 2000 lb. Barrels (42 gals.) or Mcf., whichever unit of quantity is applicable. 3. Each kind of coal or oil should be shown separately. 4. If the respondent obtained any of its fuel from its own coal mines or oil or gas lands or leases or from		affiliated companies, a statement should be submitted showing the quantity of such fuel so obtained, the quantity used and quantity on hand, and cost of the fuel classified as to the nature of the costs and expenses incurred with appropriate adjustment for the inventories at beginning and end of year.		
Line No.	Item (a)	Total Cost (b)	KINDS OF FUEL AND OIL	
			Quantity (c)	Cost (d)
1	On hand beginning of year	724,758	5,225	488,388
2	Received during year	1,534,708	26,845	1,534,708
3	TOTAL	2,259,466	32,070	2,023,096
4	Used during year (specify department)	1,819,160	27,131	2,416,582
5				
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14				
15	Sold or transferred			
16	TOTAL DISPOSED OF	1,819,160	27,131	2,416,582
17	BALANCE END OF YEAR	440,306	4,939	(393,486)

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
MISCELLANEOUS CURRENT AND ACCRUED ASSETS (Account 174)			
1. Give description and amount of other current and accrued assets as of the end of year. 2. Minor items may be grouped by classes, showing number of items in each class.			
Line No.	Item (a)	Balance End of Year (b)	
1	Accrued Ad Valorem Taxes	4,227,100	
2	Deferred Power Supply Cost Revenue	431,344	
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25	TOTAL	4,658,444	

Name of Respondent	This Report Is:	Date of Report	Year of Report
Upper Peninsula Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A resubmission	(Mo, Da, Yr) 04/30/10	December 31, 2009
PRELIMINARY SURVEY AND INVESTIGATION CHARGES (Account 183)			
1. Report below particulars concerning the cost of plans, surveys, and investigations made for the purpose of determining the feasibility of projects under		contemplation. 2. Minor items may be grouped by classes. Show the number of items in each group.	
Line No.	Description and Purpose of Project (a)	Balance Beginning of Year (b)	
1	Victoria Dam Re-Evaluate Hydrology	26,098	
2	Hoist Hydrological Study	55,098	
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TOTAL		81,196	

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009	
PRELIMINARY SURVEY AND INVESTIGATION CHARGES (Account 183)				
Debits (c)	CREDITS		Balance End of Year (f)	Line No.
	Account Charged (d)	Amount (e)		
398	332000	(26,496)	0	1
	543000	(55,098)	0	2
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				4
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398		(81,594)	0	TOTAL

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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OTHER REGULATORY ASSETS (Account 182.3)

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

Line No.	Description and Purpose of Other Regulatory Assets (a)	Balance at Beginning of Current Quarter/Year (b)	Debits (c)	CREDITS		Balance at end of Current Quarter/Year (f)
				Written off During the Quarter/Year Account Charged (d)	Written off During the Period Amount (e)	
1	Retiree Health and Life	120,834		511	30,210	90,624
2						
3	Warden Ash Site Monitoring	1,155,000		253	55,000	1,100,000
4						
5	Minimum Pension Liability Adjustment	63,186,694	55,474,945	230/108	64,775,132	53,886,507
6						
7	ARO Depr/Accr NonRate Base	658,469	71,457	121	202,889	527,037
8						
9	ARO COR Rate Base	(154,178)		254	15,749	-169,927
10						
11	Derivatives	167,148	343,840	244	455,408	55,580
12						
13	PI Plant Outage PSCR-2003 Int	2,487,707	14,925	175	2,502,632	
14						
15	Uncollectible Tracker		359,140			359,140
16						
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44	TOTAL	67,621,674	56,264,307		68,037,020	55,848,961

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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MISCELLANEOUS DEFERRED DEBITS (Account 186)

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

Line No.	Description of Miscellaneous Deferred Debits (a)	Balance at Beginning of Year (b)	Debits (c)	CREDITS		Balance at End of Year (f)
				Account Charged (d)	Amount (e)	
1	Warden Ash Site Cost	180,133	18,706	511	39,423	159,416
2						
3	Labor Load/Transp. Capital Acc.	17,803	678,658	Various	662,615	33,846
4						
5	Work Orders	94,706	41,023	Various	70,375	65,354
6						
7	Minor Items	20,133	40			20,173
8						
9	Accruals to Subsidiaries	42,460	366,665	Various	375,488	33,637
10						
11	Other Deferred Credits		3,148,578			3,148,578
12						
13						
14						
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47	Misc. Work in Progress					
48	Deferred Regulatory Comm. Expenses (See pages 350 - 351)					
49	TOTAL	355,235				3,461,004

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
ACCUMULATED DEFERRED INCOME TAXES (Account 190)				
1. Report the information called for below concerning the respondent's accounting for deferred income taxes.		2. At Other (Specify), include deferrals relating to other income and deductions.		
Line No.	Account Subdivision (a)	Balance at Beginning of Year (b)	Changes During Year	
			Amounts Debited to Account 410.1 (c)	Amounts Credited to Account 411.1 (d)
1	Electric			
2	Plant	1,424,859	(50,575)	495,423
3	Other than Plant	4,256,320	(3,603,833)	2,363,675
4	FAS 109	345,338		
5				
6				
7	Other			
8	TOTAL (Account 190) (Enter total of lines 2 thru 7)	6,026,517	(3,654,408)	2,859,098
9	Gas			
10				
11				
12				
13				
14				
15	Other			
16	TOTAL Gas (Enter total of lines 10 thru 15)	0	0	0
17	Non Utility	781,750		
18	TOTAL (Account 190) (Enter total of lines 8, 16 & 17)	6,808,267	(3,654,408)	2,859,098
19	Classification of Total:			
20	Federal Income Tax	5,834,359	(3,270,778)	2,520,518
21	State Income Tax	973,908	(383,630)	338,580
22	Local Income Tax			
<p style="text-align: center;">NOTES</p> <p style="text-align: center;"><i>In the space provided below, identify by amount and classification, significant items for which deferred taxes are being provided. Indicate insignificant amounts listed under Other.</i></p>				

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/30/10		Year of Report December 31, 2009	
ACCUMULATED DEFERRED INCOME TAXES (Account 190) (Continued)							
3. If more space is needed, use separate pages as required.				and classification, significant items for which deferred taxes are being provided. Indicate insignificant amounts listed other Other.			
4. In the space provided below, identify by amount							
Changes During Year		ADJUSTMENTS				Balance at End of Year (k)	Line No.
Amounts Debited to Account 410.2 (e)	Amounts Credited to Account 411.2 (f)	DEBITS		CREDITS			
		Acct. No. (g)	Amount (h)	Acct. No. (i)	Amount (j)		
							1
						1,869,707	2
			(10,884)			3,005,278	3
			(75,237)			270,100	4
							5
							6
							7
0	0		(86,121)		0	5,145,085	8
							9
							10
							11
							12
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							14
							15
0	0		0		0	0	16
(1,384,165)	603,809		(699)			696	17
(1,384,165)	603,809		(86,820)		0	5,145,781	18
							19
(1,238,717)	5,400,038		(48,194)			4,337,227	20
(145,448)	63,771		(38,627)			808,554	21
							22
NOTES (Continued)							

Name of Respondent	This Report Is:	Date of Report	Year of Report
Upper Peninsula Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 04/30/10	December 31, 2009

UNAMORTIZED LOSS AND GAIN ON REACQUIRED DEBT (Account 189, 257)

1. Report under separate subheadings for Unamortized Loss and Unamortized Gain on Reacquired Debt, particulars of gain and loss on reacquisition applicable to each class and series of long-term debt, including maturity date. If gain or loss resulted from a refunding transaction, include also the maturity date of the new issue.
2. In column (c) show the principal amount of bonds or other long-term debt reacquired.
3. In column (d) show the net gain or net loss realized on each debt reacquisition as computed in accordance with General Instruction 16 of the Uniform System of Accounts.

Line No.	Designation of Long-Term Debt (a)	Date Reacquired (b)	Princ. Amt. Of Debt Reacquired (c)	Net Gain or Net Loss (d)
1	Acct 189 Unamortized Loss on Reacq. Debt			
2	First Mortgage Bonds 10 3/4% series (1)	8/1/1991	3,150,000	(81,375)
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Name of Respondent	This Report Is:	Date of Report	Year of Report
Upper Peninsula Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 04/30/10	December 31, 2009

UNAMORTIZED LOSS AND GAIN ON REACQUIRED DEBT (Account 189, 257) (Continued)

4. Show loss amounts in red or by enclosure in parentheses. Amortization of Loss on Recquired Debt or credited to Account 429.1, Amortization of Gain on Recquired Debt-Credit.

5. Explain any debits and credits other than amortization debited to Account 428.1,

Balance Beginning of Year (e)	Debits During Year (f)	Credits During Year (g)	Balance End of Year (h)	Line No.
34,810		2,713	32,097	1
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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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CAPITAL STOCKS (Account 201 and 204)

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

Line No.	Class and Series of Stock and Name of Stock Series (a)	Number of shares Authorized by Charter (b)	Par or Stated Value per share (c)	Call Price at End of Year (d)
1	Common Stock Without Par	3,000,000	9.00	
2				
3	Cumulative Preferred Stock	300,000		
4				
5	Cumulative Preference Stock	1,000,000	1.00	
6				
7	NOTE: Respondent's common stock is held			
8	entirely by its parent holding company,			
9	Integrus Energy Group, Inc.			
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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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CAPITAL STOCKS (Account 201 and 204) (Continued)

3. Give particulars (details) concerning shares of any class and series of stock authorized to be issued by a regulatory commission which have not yet been issued.
4. The identification of each class of preferred stock should show the dividend rate and whether the dividends are cumulative or non-cumulative.
5. State in a footnote if any capital stock which has been nominally issued is nominally outstanding at end of year.
- Give particulars (details) in column (a) of any nominally issued capital stock, reacquired stock, or stock in sinking and other funds which is pledged, stating name of pledgee and purposes of pledge.

OUTSTANDING PER BALANCE SHEET (Total amount outstanding without reduction for amounts held by respondent)		HELD BY RESPONDENT				Line No.
		AS REACQUIRED STOCK (Account 217)		IN SINKING AND OTHER FUNDS		
Shares (e)	Amount (f)	Shares (g)	Cost (h)	Shares (i)	Amount (j)	
1,473,736	13,263,624					1
						2
						3
						4
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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
CAPITAL STOCK SUBSCRIBED, CAPITAL STOCK LIABILITY FOR CONVERSION, PREMIUM ON CAPITAL STOCK AND INSTALLMENTS RECEIVED ON CAPITAL STOCK (Accounts 202 & 205, 203 & 206, 207, 212)			
<p>1. Show for each of the above accounts the amounts applying to each class and series of capital stock.</p> <p>2. For Account 202, <i>Common Stock Subscribed</i>, and Account 205, <i>Preferred Stock Subscribed</i>, show the subscription price and the balance due on each class at the end of year.</p> <p>3. Describe in a footnote the agreement and transactions under which a conversion liability existed</p> <p>under Account 203, <i>Common Stock Liability for Conversion</i>, or Account 206, <i>Preferred Stock Liability for Conversion</i>, at the end of the year.</p> <p>4. For Premium on Account 207, <i>Capital Stock</i>, designate with a double asterisk any amounts representing the excess of consideration received over stated values of stocks without par value.</p>			
Line No.	Name of Account & Description of Item (a)	Number of Shares (b)	Amount (c)
1	Account 207 - Premium on Capital Stock		
2			
3	Common Stock	1,090,736	6,921,424
4	Capital provided by Parent		8,000,000
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39			
40	TOTAL	1,090,736	14,921,424

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
OTHER PAID - IN CAPITAL (Accounts 208-211, inc.)			
<p>Report below the balance at the end of the year and the information specified below for the respective other paid-in capital accounts. Provide a subheading for each account and show a total for the account, as well as total of all accounts for reconciliation with balance sheet, page 112. Add more columns for any account if deemed necessary. Explain changes made in any account during the year and give the accounting entries effecting such change.</p> <p>(a) <i>Donations Received from Stockholders</i> (Account 208)-State amount and give brief explanation of the origin and purpose of each donation.</p> <p>(b) <i>Reduction in Par or Stated Value of Capital Stock</i> (account 209)-State amount and give brief explanation</p>		<p>of the capital changes which gave rise to amounts reported under this caption including identification with the class and series of stock to which related.</p> <p>(c) <i>Gain on Resale or Cancellation of Reacquired Capital Stock</i> (Account 210)-Report balance at beginning of year, credits, debits, and balance at end of year with a designation of the nature of each credit and debit identified by the class and series of stock to which related.</p> <p>(d) <i>Miscellaneous Paid-In Capital</i> (Account 211)-Classify amounts included in this account according to captions which, together with brief explanations, disclose the general nature of the transactions which gave rise to the reported amounts.</p>	
Line No.	Item (a)	Amount (b)	
1			
2	Account 210 - Gain on Resale or Cancellation of Reacquired Capital		
3			
4	Balance Beginning of Year	40,250	
5			
6			
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34			
35	TOTAL	40,250	

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
SECURITIES ISSUED OR ASSUMED AND SECURITIES REFUNDED OR RETIRED DURING THE YEAR			
<p>1. Furnish a supplemental statement giving a brief description of security financing and refinancing transactions during the year and the accounting for the securities, discounts, premiums, expenses, and related gains or losses. Identify as to Commission authorization numbers and dates.</p> <p>2. Furnish particulars (details) showing fully the accounting for the total principal amount, par value, or stated value of each class and series of security issued, assumed, retired, or refunded and the accounting for premiums, discounts, expenses, and gains or losses relating to the securities. Set forth the facts of the accounting clearly with regard to redemption premiums, unamortized discounts, expenses, and gains or losses relating to securities retired or refunded, including the accounting for such amounts carried in the respondent's accounts at the date of the refunding or refinancing transactions with respect to securities previously refunded or retired.</p> <p>3. Include in the identification of each class and series of security, as appropriate, the interest or dividend rate, nominal date of issuance, maturity date, aggregate principal amount, par value or stated value, and number of shares. Give also the issuance of redemption price and name of the principal underwriting firm through which the security transactions were consummated.</p> <p>4. Where the accounting for amounts relating to securities refunded or retired is other than that specified in General Instruction 16 of the Uniform System of Accounts, give references to the commission authorization for the different accounting and state the accounting method.</p> <p>5. For securities assumed, give the name of the company for which the liability on the securities was assumed as well as particulars (details) of the transactions whereby the respondent undertook to pay obligations of another company. If any unamortized discounts, premiums, expenses, and gains or losses were taken over onto the respondent's books, furnish details of these amounts with amounts relating to refunded securities clearly earmarked.</p>			
<p>Security Financing: Security fund requirements of the various series bonds were satisfied during the year.</p>			

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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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LONG-TERM DEBT (Account 221, 222, 223 and 224)

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

Line No.	Class and Series of Obligation, Coupon Rate (For new issue, give commission Authorization numbers and dates) (a)	Principal Amount Of Debt issued (b)	Total expense, Premium or Discount (c)
1	Bonds (Account 221)		
2			
3	9.32% Series	18,000,000	224,361
4			
5	Advances from Affiliates (Account 223)		
6			
7	5.25% Note	15,000,000	
8	6.059% Note	15,000,000	
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
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22			
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31			
32			
33	TOTAL	48,000,000	224,361

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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LONG-TERM DEBT (Account 221, 222, 223 and 224) (Continued)

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

Nominal Date of Issue (d)	Date of Maturity (e)	AMORTIZATION PERIOD		Outstanding (Total amount outstanding without reduction for amounts held by respondent) (h)	Interest for Year Amount (i)	Line No.
		Date From (f)	Date To (g)			
						1
						2
11/01/1991	11/01/2021	11/01/1991	11/01/2021	10,800,000	1,076,460	3
						4
						5
						6
08/29/2003	07/29/2013			15,000,000	798,438	7
10/01/2007	9/1/2017			15,000,000	921,472	8
						9
						10
						11
						12
						13
						14
						15
						16
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						28
						29
						30
						31
						32
				40,800,000	2,796,370	33

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009	
PAYABLES TO ASSOCIATED COMPANIES* (Accounts 233, 234)						
1. Report particulars of notes and accounts payable to associated companies at end of year. 2. Provide separate totals for Accounts 233, Notes Payable to Associated Companies, and 234, Accounts Payable to Associated Companies, in addition to total for the combined accounts. 3. List each note separately and state the purpose for which issued. Show also in column (a) date of note, maturity and interest rate. 4. Include in column (f) the amount of any interest expense during the year on notes or accounts that were paid before the end of the year. 5. If collateral has been pledged as security to the payment of any note or account, describe such collateral.						
*See definition on page 226B						
Line No.	Particulars (a)	Balance Beginning of Year (b)	Totals for Year		Balance End of Year (e)	Interest for Year (f)
			Debits (c)	Credits (d)		
1	Account 233:					
2	A/P Assoc. Co- Integrys Energy Group, Inc.	6,795,000	92,335,000	95,935,000	10,395,000	127,996
3						
4	Account 234:					
5	Integrys Energy Group, Inc.	594,067	3,342,924	3,464,309	715,452	
6	Wisconsin Public Service Corporation	4,707,655	59,158,463	59,721,374	5,270,566	
7	Wisconsin River Power Company	151	812	1,702	1,041	
8	WPS Westwood Generation, LLC	0	1,544	1,544	0	
9	Minnesota Energy Resources Corporation	65	74	9	0	
10	Michigan Gas Utilities Company	601	9,454	9,830	977	
11	Peoples Energy Corporation	0	1,060	1,060	0	
12	The Peoples Gas Light & Coke Company	0	0	9	9	
13	North Shore Gas Company	0	0	18	18	
14	Integrys Business Support, LLC	1,815,983	35,411,882	35,962,025	2,366,126	
15						
16						
17						
18						
19						
20						
21						
22						
23						
	TOTAL	13,913,522	190,261,213	195,096,880	18,749,189	127,996

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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
RECONCILIATION OF REPORTED NET INCOME WITH TAXABLE INCOME FOR FEDERAL INCOME TAXES			
<p>1. Report the reconciliation of reported net income for the year with taxable income used in computing Federal income tax accruals and show computation of such tax accruals. Include in the reconciliation, as far as practicable, the same detail as furnished on Schedule M-1 of the tax return for the year. Submit a reconciliation even though there is no taxable income for the year. Indicate clearly the nature of each reconciling amount.</p> <p>2. If the utility is a member of a group which files a consolidated Federal tax return, reconcile reported net income with taxable net income as if a separate return were to be filed, indicating, however, intercompany amounts to be eliminated in such a consolidated return. State names of group members, tax assigned to each group member, and basis of allocation, assignment, or sharing of the consolidated tax among the group members.</p>			
Line No.		TOTAL AMOUNT	
1	Utility net operating income (page 114 line 20)		
2	Allocations: Allowance for funds used during construction		
3	Interest expense		
4	Other (specify)		
5	Net income for the year (page 117 line 68)	961,159	
6	Allocation of Net income for the year		
7	Add: Federal income tax expenses		
8			
9	Total pre-tax income	2,005,992	
10			
11	Add: Taxable income not reported on books:	3,467,598	
12			
13			
14			
15	Add: Deductions recorded on books not deducted from return	422,614	
16			
17			
18			
19	Subtract: Income recorded on books not included in return:	9,722,857	
20			
21			
22			
23	Subtract: Deductions on return not charged against book income:	7,066,530	
24			
25			
26	Federal taxable income for the year	(10,893,183)	

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
RECONCILIATION OF REPORTED NET INCOME WITH TAXABLE INCOME FOR FEDERAL INCOME TAXES (Continued)			
<p>3. Allocate taxable income between utility and other income as required to allocate tax expense between 409.1 and 409.2</p> <p>4. A substitute page, designed to meet a particular need of a company, may be used as long as data is consistent and meets the requirements of the above instructions.</p>			
Utility	Other	Line No.	
		1	
		2	
		3	
		4	
		5	
		6	
1,095,921	(51,088)	7	
		8	
		9	
		10	
3,465,809	1,789	11	
		12	
		13	
		14	
489,024	(66,410)	15	
		16	
		17	
		18	
6,464,689	3,258,168	19	
		20	
		21	
		22	
11,126,847	(4,060,317)	23	
		24	
		25	
		26	

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4	
TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR						
<p>1. Give particulars (details) of the combined prepaid and accrued tax accounts and show the total taxes charged to operations and other accounts during the year. Do not include gasoline and other sales taxes which have been charged to the accounts to which the taxed material was charged. If the actual, or estimated amounts of such taxes are known, show the amounts in a footnote and designate whether estimated or actual amounts.</p> <p>2. Include on this page, taxes paid during the year and charged direct to final accounts, (not charged to prepaid or accrued taxes.)</p> <p>Enter the amounts in both columns (d) and (e). The balancing of this page is not affected by the inclusion of these taxes.</p> <p>3. Include in column (d) taxes charged during the year, taxes charged to operations and other accounts through (a) accruals credited to taxes accrued, (b) amounts credited to proportions of prepaid taxes chargeable to current year, and (c) taxes paid and charged direct to operations or accounts other than accrued and prepaid tax accounts.</p> <p>4. List the aggregate of each kind of tax in such manner that the total tax for each State and subdivision can readily be ascertained.</p>						
Line No.	Kind of Tax (See instruction 5) (a)	BALANCE AT BEGINNING OF YEAR		Taxes Charged During Year (d)	Taxes Paid During Year (e)	Adjustments (f)
		Taxes Accrued (Account 236) (b)	Prepaid Taxes (Include in Account 165) (c)			
1	Federal					
2	Income Current Year			-3,812,615	305,000	-831
3	Income Prior Year		912,406	469,749	-348,416	11,459
4	Illinois					
5	Income Prior Year		232	253	-49	
6	Michigan					
7	Income Current Year			-346,488	281,628	-153
8	Income Prior Year		317,866	276,981	-28,888	12,125
9	Minnesota					
10	Income Current Year				451	
11	Income Prior Year		562	269	243	
12	Wisconsin					
13	Income Current Year			-21,644	19,445	-7
14	Income Prior Year		8,330	4,794	-4,334	93
15	Other Taxes					
16	Social Security	41,949		714,963	719,111	
17	FUTA	1,032		2,531	3,563	
18	SUTA MI	800		7,313	8,113	
19	Unauthorized Ins. Tax	8,626		-4,929	10,654	
20	Use Tax			7,044	7,044	
21	WI Recycling Fee			570	570	
22	Single Business Tax			25,073	25,073	
23	NY Capital Tax					
24	NM Franchise Tax					
25	MI Property Tax PY	3,740,845			3,322,057	
26	MI Property Tax CY			3,814,504		
27	Payroll Taxes Billed			252,872	252,872	
28	State Unitary Fees			-1,576		1,576
29	Federal Excise Tax			383	383	
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41	TOTAL	3,793,252	1,239,396	1,390,047	4,574,520	24,262

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR (Continued)

5. If any tax (exclude Federal and State income taxes)- covers more than one year, show the required information separately for each tax year, identifying the year in column (a).

6. Enter all adjustments of the accrued and prepaid tax accounts in column (f) and explain each adjustment in a foot- note. Designate debit adjustments by parentheses.

7. Do not include on this page entries with respect to deferred income taxes or taxes collected through payroll deductions or otherwise pending transmittal of such taxes to the taxing authority.

8. Report in columns (i) through (l) how the taxes were distributed. Report in column (l) only the amounts charged to Accounts 408.1 and 409.1 pertaining to electric operations. Report in column (l) the amounts charged to Accounts 408.1 and 109.1 pertaining to other utility departments and amounts charged to Accounts 408.2 and 409.2. Also shown in column (l) the taxes charged to utility plant or other balance sheet accounts.

9. For any tax apportioned to more than one utility department or account, state in a footnote the basis (necessity) of apportioning such tax.

BALANCE AT END OF YEAR		DISTRIBUTION OF TAXES CHARGED				Line No.
(Taxes accrued Account 236) (g)	Prepaid Taxes (Incl. in Account 165) (h)	Electric (Account 408.1, 409.1) (i)	Extraordinary Items (Account 409.3) (j)	Adjustments to Ret. Earnings (Account 439) (k)	Other (l)	
						1
	4,118,446	-4,158,694			346,080	2
	82,782	652,039			-182,290	3
						4
	-70	253				5
						6
	628,269	-348,603			2,115	7
	-128	280,153			-3,171	8
						9
	451					10
	536	269				11
						12
	41,097	-29,848			8,204	13
	-891	4,686			108	14
						15
37,801		714,963				16
		2,531				17
		7,313				18
	6,956	-4,929				19
		7,044				20
		570				21
		25,073				22
						23
						24
418,788						25
3,814,504		3,814,504				26
		252,872				27
		-1,576				28
		383				29
						30
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						40
4,271,093	4,877,448	1,219,003			171,046	41

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report 2009/Q4
Upper Peninsula Power Company			
FOOTNOTE DATA			

Schedule Page: 262 Line No.: 27 Column: i

FICA \$244,654
 FUTA \$ 1,239
 SUTA \$ 6,979
 \$252,872

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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ACCUMULATED DEFERRED INVESTMENT TAX CREDITS (Account 255)

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

Line No.	Account Subdivisions (a)	Balance at Beginning of Year (b)	Deferred for Year		Allocations to Current Year's Income		Adjustments (g)
			Account No. (c)	Amount (d)	Account No. (e)	Amount (f)	
1	Electric Utility						
2	3%						
3	4%	76,629			411	4,188	
4	7%						
5	10%	601,670			411	32,790	
6					411	-188,006	239,761
7							
8	TOTAL	678,299				-151,028	239,761
9	Other (List separately and show 3%, 4%, 7%, 10% and TOTAL)						
10	Electric from Above	678,299				-151,028	239,761
11	Electric Subtotal	678,299				-151,028	239,761
12							
13	Nonutility				411	-1,254	733
14							
15	Total	678,299				-152,282	240,494
16							
17							
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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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ACCUMULATED DEFERRED INVESTMENT TAX CREDITS (Account 255) (continued)

Balance at End of Year (h)	Average Period of Allocation to Income (i)	ADJUSTMENT EXPLANATION	Line No.
			1
			2
72,441	44.7 Years		3
			4
568,880	44.7 Years		5
427,767	49.0 Years		6
			7
1,069,088			8
			9
1,069,088			10
1,069,088			11
			12
1,987	39.0 Years		13
			14
1,071,075			15
			16
			17
			18
			19
			20
			21
			22
			23
			24
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			47
			48

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Upper Peninsula Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	04/19/2010	2009/Q4
FOOTNOTE DATA			

Schedule Page: 266 Line No.: 6 Column: g

An adjustment was made in 2009 to recognize the Income Tax Credit related to Michigan Business Taxes as of 2008 year end. Normal Income Tax Credit activity subsequent to 2008 is recognized in the allocation amounts in Column (f).

Schedule Page: 266 Line No.: 13 Column: g

An adjustment was made in 2009 to recognize the Income Tax Credit related to Michigan Business Taxes as of 2008 year end. Normal Income Tax Credit activity subsequent to 2008 is recognized in the allocation amounts in Column (f).

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
MISCELLANEOUS CURRENT AND ACCRUED LIABILITIES (Account 242)			
1. Give description and amount of other current and accrued liabilities as of the end of year. 2. Minor items may be grouped by classes, showing number of items in each class.			
Line No.	Item (a)	Balance End of Year (b)	
1	Current & Accr. Liab. - 401K Serv. Acc.	6,315	
2	ESOP - Company Contribution	16,037	
3	Misc. Payroll Deduct	1,156	
4	Long Term Care	1,976	
5	Current Pension Obligation	245,574	
6	Curr. Post Retirement Obligation	23,079	
7	401(k) Deducts	420	
8	Vacation Pay Accrued	972,986	
9	Short Term Variable Pay Plan	13,953	
10	Health Care/Life Accrual	159,172	
11	Goal Sharing	341,086	
12	Accrued Liability - RIF	594,277	
13			
14			
15			
16			
17			
18			
19			
20	TOTAL	2,376,031	

CUSTOMER ADVANCES FOR CONSTRUCTION (Account 252)		
Line No.	List Advances by department (a)	Balance End of Year (b)
21		
22	Electric	5,102,648
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39	TOTAL	5,102,648

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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OTHER DEFERRED CREDITS (Account 253)

- Report below the particulars (details) called for concerning other deferred credits.
- For any deferred credit being amortized, show the period of amortization.
- Minor items (5% of the Balance End of Year for Account 253 or amounts less than \$100,000, whichever is greater) may be grouped by classes.

Line No.	Description and Other Deferred Credits (a)	Balance at Beginning of Year (b)	DEBITS		Credits (e)	Balance at End of Year (f)
			Contra Account (c)	Amount (d)		
1	Advances from Assoc. Co.	19,326,020	182	20,214,753	1,114,601	225,868
2						
3	Bond Falls Mitigation	375,490	535 537 539	112,334	97,600	360,756
4						
5	P.I. Ash Site	424,091				424,091
6						
7	Outstanding Checks Cancelled	738	232	330	1,123	1,531
8						
9	Warden Ash Site	1,155,000	511	68,794	13,794	1,100,000
10						
11	Sick Leave Term. Pay	668,025	131	128,202	135,478	675,301
12						
13						
14						
15						
16						
17						
18						
19						
20						
21						
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43						
44						
45						
46						
47	TOTAL	21,949,364		20,524,413	1,362,596	2,787,547

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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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ACCUMULATED DEFERRED INCOME TAXES - OTHER PROPERTY (Account 282)

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

Line No.	Account (a)	Balance at Beginning of Year (b)	CHANGES DURING YEAR	
			Amounts Debited to Account 410.1 (c)	Amounts Credited to Account 411.1 (d)
1	Account 282			
2	Electric	16,450,467	1,512,525	90,352
3	Gas			
4	Non Utility	7,391,341		
5	TOTAL (Enter Total of lines 2 thru 4)	23,841,808	1,512,525	90,352
6				
7				
8				
9	TOTAL Account 282 (Enter Total of lines 5 thru 8)	23,841,808	1,512,525	90,352
10	Classification of TOTAL			
11	Federal Income Tax	22,957,917	1,291,791	
12	State Income Tax	883,891	220,734	90,352
13	Local Income Tax			

NOTES

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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ACCUMULATED DEFERRED INCOME TAXES - OTHER PROPERTY (Account 282) (Continued)

3. Use footnotes as required.

CHANGES DURING YEAR		ADJUSTMENTS				Balance at End of Year (k)	Line No.
Amounts Debited to Account 410.2 (e)	Amounts Credited to Account 411.2 (f)	Debits		Credits			
		Account Credited (g)	Amount (h)	Account Debited (i)	Amount (j)		
							1
		254	-62,057			17,934,697	2
							3
1,375,818	2,298,816					6,468,343	4
1,375,818	2,298,816		-62,057			24,403,040	5
							6
							7
							8
1,375,818	2,298,816		-62,057			24,403,040	9
							10
1,330,883	2,094,529		-176,412			23,662,474	11
44,935	204,287		114,355			740,566	12
							13

NOTES (Continued)

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
ACCUMULATED DEFERRED INCOME TAXES - OTHER (Account 283)					
1. Report the information called for below concerning the respondent's accounting for deferred income taxes relating to amounts recorded in Account 283.					
2. For other (Specify), include deferrals relating to other income and deductions.					
Line No.	Account (a)	Balance at Beginning of Year (b)	CHANGES DURING YEAR		
			Amounts Debited to Account 410.1 (c)	Amounts Credited to Account 411.1 (d)	
1	Account 283				
2	Electric				
3					
4	Other than Plant	1,304,919	4,721,169	2,633,774	
5					
6	Other than Plant FAS109				
7					
8					
9	TOTAL Electric (Total of lines 3 thru 8)	1,304,919	4,721,169	2,633,774	
10	Gas				
11					
12					
13					
14					
15					
16					
17	TOTAL Gas (Total of lines 11 thru 16)				
18	Non Utility				
19	TOTAL (Acct 283) (Enter Total of lines 9, 17 and 18)	1,304,919	4,721,169	2,633,774	
20	Classification of TOTAL				
21	Federal Income Tax	1,295,253	4,198,516	2,475,163	
22	State Income Tax	9,666	522,653	158,611	
23	Local Income Tax				

NOTES

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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ACCUMULATED DEFERRED INCOME TAXES - OTHER (Account 283) (Continued)

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

CHANGES DURING YEAR		ADJUSTMENTS				Balance at End of Year (k)	Line No.
Amounts Debited to Account 410.2 (e)	Amounts Credited to Account 411.2 (f)	Debits		Credits			
		Account Credited (g)	Amount (h)	Account Debited (i)	Amount (j)		
							1
							2
							3
						3,392,314	4
							5
							6
							7
							8
						3,392,314	9
							10
							11
							12
							13
							14
							15
							16
							17
19	81,497					-81,478	18
19	81,497					3,310,836	19
							20
	72,933					2,945,673	21
19	8,564					365,163	22
							23

NOTES (Continued)

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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OTHER REGULATORY LIABILITIES (Account 254)

1. Report below the particulars (details) called for concerning other regulatory liabilities, including rate order docket number, if applicable.
2. Minor items (5% of the Balance in Account 254 at end of period, or amounts less than \$100,000 which ever is less), may be grouped by classes.
3. For Regulatory Liabilities being amortized, show period of amortization.

Line No.	Description and Purpose of Other Regulatory Liabilities (a)	Balance at Beginning of Current Quarter/Year (b)	DEBITS		Credits (e)	Balance at End of Current Quarter/Year (f)
			Account Credited (c)	Amount (d)		
1	Derivatives	95,657		46,789	171,892	220,760
2						
3	JH Warden Plant	2,209,617		2,231,427	21,810	
4						
5	Deferred Taxes	4,686,207	190/282	137,295		4,548,912
6						
7	FASB 158	43,694		58,789	15,095	
8						
9						
10						
11						
12						
13						
14						
15						
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33						
34						
35						
36						
37						
38						
39						
40						
41	TOTAL	7,035,175		2,474,300	208,797	4,769,672

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
GAIN OR LOSS ON DISPOSITION OF PROPERTY (Account 421.1 and 421. 2)					
<p>1. Give a brief description of property creating the gain or loss. Include name of party acquiring the property (when acquired by another utility or associated company) and the date transaction was completed. Identify property by type: Leased, Held for Future Use, or Nonutility.</p> <p>2. Individual gains or losses relating to property with an original cost of less than \$100,000 may be grouped with the number of such transactions disclosed in column (a).</p> <p>3. Give the date of Commission approval of journal entries in column (b), when approval is required. Where approval is required but has not been received, give explanation following the item in column (a). (See account 102, Utility Plant Purchased or Sold.)</p>					
Line No.	Description of Property (a)	Original Cost of Related Property (b)	Date Journal Entry Approved (When Required) (c)	Account 421.1 (d)	Account 421.2 (e)
1	Gain on disposition of property:				
2	Sale of Non-Utility Land	84,852		1,995,437	
3	Sale of Utility Hydro Land	1,439		42,142	
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17	Total Gain	86,291		2,037,579	

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009
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PARTICULARS CONCERNING CERTAIN OTHER INCOME ACCOUNTS		
<p>1. Report in this schedule the information specified in the instructions below for the respective other income accounts. Provide a conspicuous subheading for each account and show a total for the account. Additional columns may be added for any account if deemed necessary.</p> <p>2. Merchandising, Jobbing and Contract Work (Accounts 415 and 416) - Describe the general nature of merchandising, jobbing and contract activities. Show revenues by class of activity, operating expenses classified as to operation, maintenance, depreciation, rents and net income before taxes. Give the bases of any allocations of expenses between utility and merchandising, jobbing and contract work activities.</p> <p>3. Nonutility Operations (Accounts 417 and 417.1) - Describe each nonutility operation and show revenues, operating expenses classified as to operation, maintenance, depreciation, rents, amortization, and net income before taxes, from the operation. Give the bases of any allocations of expenses between utility and nonutility operations. The book cost of property classified as nonutility operations should be included in Account 121.</p> <p>4. Nonoperating Rental Income (Account 418) - For each major item of miscellaneous property included in Account 121, Nonutility Property, which is not used in operations for which income is included in Account 417, but which is leased or rented to others, give name of lessee, brief description of property, effective date and expiration date of lease, amount of rent revenues, operating expenses classified as to operation, maintenance, depreciation, rents, amortization, and net income, before taxes, from the rentals. If the property is leased on a basis other than that of a fixed annual rental, state the method of determining the rental. Minor items may be grouped by classes, but the number of items so grouped should be shown. Designate any lessees which are associated companies.</p> <p>5. Equity in earnings of subsidiary companies (Account 418.1) - Report the utility's equity in the earnings or losses of each subsidiary company for the year.</p> <p>6. Interest and Dividend Income (Account 419) - Report interest and dividend income, before taxes, identified as to the asset account or group of accounts in which are included the assets from which the interest or dividend income was derived. Income derived from investments, Accounts 123, 124 and 136 may be shown in total. Income from sinking and other funds should be identified with the related special funds. Show also expenses included in Account 419 as required by the Uniform System of Accounts.</p> <p>7. Miscellaneous Nonoperating Income (Account 421) - Give the nature and source of each miscellaneous nonoperating income, and expense and the amount for the year. Minor items may be grouped by classes.</p>		

Line No.	Item (a)	Amount (b)
1	Revenues from Non-Utility Operations	
2	Operation of Escanaba River Hydros	
3	Revenues	537,655
4	Operations	(209,396)
5	Maintenance	(533,090)
6	Depreciation	(80,013)
7	Subtotal 417	(284,844)
8		
9	Non Operating Rental Income	
10	Land Lease Income	4,200
11	Subtotal 418	4,200
12		
13	Equity Earnings in American Transmission Company	2,159,323
14	Subtotal 418.1	2,159,323
15		
16	Interest and Dividend Income	
17	Interest on Miscellaneous	58,686
18	Interest on Funds used for construction	75,719
19	Interest on Tax Refunds	2,707
20	Interest on Under-recovered PSC	28,107
21	Subtotal 419	165,219
22		
23		
24		
25		
26		
27		
28	TOTAL	2,043,898

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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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ELECTRIC OPERATING REVENUES (Account 400)

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

Line No.	Title of Account (a)	Operating Revenues Year to Date Quarterly/Annual (b)	Operating Revenues Previous year (no Quarterly) (c)
1	Sales of Electricity		
2	(440) Residential Sales	43,046,429	41,414,462
3	(442) Commercial and Industrial Sales		
4	Small (or Comm.) (See Instr. 4)	32,081,032	31,708,899
5	Large (or Ind.) (See Instr. 4)	18,433,728	22,651,019
6	(444) Public Street and Highway Lighting	1,251,329	1,247,558
7	(445) Other Sales to Public Authorities		
8	(446) Sales to Railroads and Railways		
9	(448) Interdepartmental Sales		
10	TOTAL Sales to Ultimate Consumers	94,812,518	97,021,938
11	(447) Sales for Resale	20,122,838	20,733,296
12	TOTAL Sales of Electricity	114,935,356	117,755,234
13	(Less) (449.1) Provision for Rate Refunds	861,417	-2,135,676
14	TOTAL Revenues Net of Prov. for Refunds	114,073,939	119,890,910
15	Other Operating Revenues		
16	(450) Forfeited Discounts	80,109	99,990
17	(451) Miscellaneous Service Revenues	42,106	24,119
18	(453) Sales of Water and Water Power		
19	(454) Rent from Electric Property	186,396	272,961
20	(455) Interdepartmental Rents		
21	(456) Other Electric Revenues	2,110,267	2,007,895
22	(456.1) Revenues from Transmission of Electricity of Others		
23	(457.1) Regional Control Service Revenues		
24	(457.2) Miscellaneous Revenues		
25			
26	TOTAL Other Operating Revenues	2,418,878	2,404,965
27	TOTAL Electric Operating Revenues	116,492,817	122,295,875

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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ELECTRIC OPERATING REVENUES (Account 400)

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

MEGAWATT HOURS SOLD		AVG.NO. CUSTOMERS PER MONTH		Line No.
Year to Date Quarterly/Annual (d)	Amount Previous year (no Quarterly) (e)	Current Year (no Quarterly) (f)	Previous Year (no Quarterly) (g)	
				1
271,520	269,720	46,120	46,066	2
				3
239,917	247,757	5,562	5,570	4
319,061	324,612	18	17	5
5,653	5,834	169	173	6
				7
				8
				9
836,151	847,923	51,869	51,826	10
354,054	303,601	68	65	11
1,190,205	1,151,524	51,937	51,891	12
				13
1,190,205	1,151,524	51,937	51,891	14

Line 12, column (b) includes \$ 0 of unbilled revenues.

Line 12, column (d) includes 0 MWH relating to unbilled revenues

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report 2009/Q4
Upper Peninsula Power Company			
FOOTNOTE DATA			

Schedule Page: 300 Line No.: 11 Column: b
Includes \$3,098,488 for FERC Order 668-A.
Schedule Page: 300 Line No.: 11 Column: c
Includes \$2,334,681 for FERC Order 668A.
Schedule Page: 300 Line No.: 11 Column: d
Includes 92,715 MWH for FERC Order 668-A.
Schedule Page: 300 Line No.: 11 Column: e
Includes 67,992 MWH for FERC Order 668A.

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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SALES OF ELECTRICITY BY RATE SCHEDULES

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

Line No.	Number and Title of Rate schedule (a)	MWh Sold (b)	Revenue (c)	Average Number of Customers (d)	KWh of Sales Per Customer (e)	Revenue Per KWh Sold (f)
1	440 Residential Sales					
2	A-1 Residential	214,773	35,186,429	39,297	5,465	0.1638
3	A-2 Residential	17,979	2,487,468	3,250	5,532	0.1384
4	AH-1 Electric Heat	35,217	5,089,464	3,378	10,425	0.1445
5	AH-2 Electric Heat	2,029	253,205	195	10,405	0.1248
6	Z-1 & 3 Dusk to Dawn	765	178,645			0.2335
7	Z-2 & 4 Dusk to Dawn	93	16,333			0.1756
8	Total	270,856	43,211,544	46,120	5,873	0.1595
9	C-1 Commercial Service	54,408	9,299,341	4,347	12,516	0.1709
10	C-2 General Comm. Serv.	6,610	866,895	424	15,590	0.1311
11	H-1 Commercial Heating	9,200	1,289,640	221	41,629	0.1402
12	H-2 Commercial Heating	704	82,499	25	28,160	0.1172
13	P-1 Light & Power	82,156	11,031,790	435	188,864	0.1343
14	P-2 Light & Power	8,493	1,024,481	54	157,278	0.1206
15	WP-1 Large Light & Power	327,041	20,532,592	59	5,543,068	0.0628
16	WP-2 Large Light & Power	7,686	836,890	6	1,281,000	0.1089
17	Schedule A	25,160	2,638,152	1	25,160,000	0.1049
18	CP-1 Commercial	143	14,784	8	17,875	0.1034
19	CP-RR Response Rewards	120	11,158			0.0930
20	CP-I Interruptible Rider	7	1,413			0.2019
21	WP-3	35,648	2,786,928	1	35,648,000	0.0782
22	Z-1 & 3 Dusk to Dawn	664	139,570			0.2102
23	Z-2 & 4 Dusk to Dawn	91	14,503			0.1594
24	Total	558,131	50,570,636	5,581	100,006	0.0906
25						
26	444 Public Street Hwy Lighting	5,653	1,251,329	169	33,450	0.2214
27	Total	5,653	1,251,329	169	33,450	0.2214
28						
29						
30	Unbilled Revenue by					
31	Revenue Class:					
32	Residential:	663,663	-165,115			-0.0002
33	Comm. & Ind.	846,401	-55,875			-0.0001
34						
35						
36						
37						
38						
39						
40						
41	TOTAL Billed	834,641	95,033,508	51,870	16,091	0.1139
42	Total Unbilled Rev.(See Instr. 6)	1,510	-220,990	0	0	-0.1464
43	TOTAL	836,151	94,812,518	51,870	16,120	0.1134

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Upper Peninsula Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 04/19/2010	2009/Q4
FOOTNOTE DATA			

Schedule Page: 304	Line No.: 6	Column: d
No count customer.		
Schedule Page: 304	Line No.: 7	Column: d
No count customer.		
Schedule Page: 304	Line No.: 17	Column: c
Interruptible Demand Revenue \$358,632.		
Schedule Page: 304	Line No.: 22	Column: d
No count customer.		
Schedule Page: 304	Line No.: 23	Column: d
No count customer.		

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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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SALES FOR RESALE (Account 447)

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

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

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

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Village of Baraga	RQ	35	3.966	3.8758	3.3494
2						
3	Village of L'Anse	RQ	38	2.6650	2.6061	2.3014
4						
5	City of Gladstone	RQ	36	5.424	5.6798	5.1828
6						
7	City of Negaunee	RQ	56	3.5648	3.7730	3.5648
8						
9	Ontonagon REA	RQ	55	3.6423	4.3890	3.6423
10						
11	Alger Delta Electric Coop	RQ	54	3.3141	4.1515	3.3141
12						
13	Non Requirement Customers					
14						
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			0	0	0

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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SALES FOR RESALE (Account 447) (Continued)

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

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

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

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

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

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

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

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

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

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

MegaWatt Hours Sold (g)	REVENUE			Total (\$) (h+i+j) (k)	Line No.
	Demand Charges (\$) (h)	Energy Charges (\$) (i)	Other Charges (\$) (j)		
21,700	197,499	1,508,314		1,705,813	1
					2
15,346	130,056	1,066,592		1,196,648	3
					4
32,973	255,780	2,292,992		2,548,772	5
					6
24,161	1,156,348	593,378	192,756	1,942,482	7
					8
25,205	1,182,524	616,451	203,970	2,002,945	9
					10
24,250	1,080,855	589,680	168,640	1,839,175	11
					12
					13
					14
143,635	4,003,062	6,667,407	565,366	11,235,835	
210,419	627,415	7,344,507	915,081	8,887,003	
354,054	4,630,477	14,011,914	1,480,447	20,122,838	

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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SALES FOR RESALE (Account 447)

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

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

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

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	City of Escanaba					
2	Negotiated Capacity	OS	NA			
3	Ancillary Services	OS	NA			
4	Customer Charge	OS	NA			
5	Transmission	OS	NA			
6						
7	Midwest ISO					
8	General Purpose	OS	NA			
9	Ancillary Services	OS	NA			
10	Ancillary Serv Sch 2 Firm Sales	OS	NA			
11	MISO Voluntary Cap Auction	OS	NA			
12						
13	UP Power Marketing					
14	Negotiated Capacity	OS	NA			
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			0	0	0

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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SALES FOR RESALE (Account 447) (Continued)

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

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

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

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

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

demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts.

Footnote any demand not stated on a megawatt basis and explain.

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

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

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

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

MegaWatt Hours Sold (g)	REVENUE			Total (\$) (h+i+j) (k)	Line No.
	Demand Charges (\$) (h)	Energy Charges (\$) (i)	Other Charges (\$) (j)		
					1
74,118		2,368,879		2,368,879	2
			12,615	12,615	3
			11,000	11,000	4
			581,333	581,333	5
					6
					7
133,497		4,826,330		4,826,330	8
			29,851	29,851	9
			122,259	122,259	10
	170,575			170,575	11
					12
					13
2,804		149,298		149,298	14
143,635	4,003,062	6,667,407	565,366	11,235,835	
210,419	627,415	7,344,507	915,081	8,887,003	
354,054	4,630,477	14,011,914	1,480,447	20,122,838	

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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SALES FOR RESALE (Account 447)

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

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

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

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Capacity	OS	NA			
2	Ancillary Services	OS	NA			
3						
4	Wisconsin Public Service					
5	Renewable Energy Credits	OS	NA			
6						
7						
8						
9						
10						
11						
12						
13						
14						
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			0	0	0

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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SALES FOR RESALE (Account 447) (Continued)

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

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

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

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

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

demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts.

Footnote any demand not stated on a megawatt basis and explain.

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

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

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

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

MegaWatt Hours Sold (g)	REVENUE			Total (\$) (h+i+j) (k)	Line No.
	Demand Charges (\$) (h)	Energy Charges (\$) (i)	Other Charges (\$) (j)		
	456,840			456,840	1
			773	773	2
					3
					4
			157,250	157,250	5
					6
					7
					8
					9
					10
					11
					12
					13
					14
143,635	4,003,062	6,667,407	565,366	11,235,835	
210,419	627,415	7,344,507	915,081	8,887,003	
354,054	4,630,477	14,011,914	1,480,447	20,122,838	

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report 2009/Q4
Upper Peninsula Power Company			
FOOTNOTE DATA			

Schedule Page: 310 Line No.: 1 Column: i

In addition to the accrual included in this number, there was an additional reduction of revenue accrual in the amount of \$(27,889) made to Account 456 (miscellaneous electric revenue) related to this customer. This accrual was made to the 456 account rather than to the 447 account due to the timing of when the accrual was posted in relation to the closing process of the general ledger.

Schedule Page: 310 Line No.: 3 Column: i

In addition to the accrual included in this number, there was an additional reduction of revenue accrual in the amount of \$(19,840) made to account 456 (miscellaneous electric revenue) related to this customer. This accrual was made to the 456 account rather than to the 447 account due to the timing of when the accrual was posted in relation to the closing process of the general ledger.

Schedule Page: 310 Line No.: 5 Column: i

In addition to the accrual included in this number, there was an additional reduction of revenue accrual in the amount of \$(43,172) made to account 456 (miscellaneous electric revenue) related to this customer. This accrual was made to the 456 account rather than to the 447 account due to the timing of when the accrual was posted in relation to the closing process of the general ledger.

Schedule Page: 310 Line No.: 7 Column: j

Transmission charge	\$186,570
Customer charge	2,400
Prior year-end accrual to actual true-up difference	3,786
	\$192,756

Schedule Page: 310 Line No.: 9 Column: j

Transmission charge	\$186,500
Customer charge	2,400
Prior year-end accrual to actual true-up difference	15,070
	\$203,970

Schedule Page: 310 Line No.: 11 Column: j

Transmission charge	\$172,505
Customer charge	2,400
Prior year-end accrual to actual true-up difference	(6,265)
	\$168,640

Schedule Page: 310.1 Line No.: 3 Column: j

City of Escanaba: Non-firm service - Ancillary Services.

Schedule Page: 310.1 Line No.: 4 Column: j

City of Escanaba: Non-firm service - Customer Charge.

Schedule Page: 310.1 Line No.: 5 Column: j

City of Escanaba: Non-firm service - Transmission.

Schedule Page: 310.1 Line No.: 8 Column: g

Midwest ISO Non-firm service. Includes adjustment for compliance with FERC Order 668-A. The megawatt hours reported are the total megawatt hours sold to MISO. The megawatt hour sales when netted on an hourly basis with the megawatt hours purchased from MISO are 40,782.

Schedule Page: 310.1 Line No.: 8 Column: i

Midwest ISO Non-firm service. Includes adjustment for compliance with FERC Order 668-A. The dollars when reported are the total sales to MISO. The dollars sold, when netted on an hourly basis with the dollars purchased from MISO, are \$1,727,842.

Schedule Page: 310.1 Line No.: 9 Column: j

Midwest ISO - Ancillary Services.

Schedule Page: 310.1 Line No.: 10 Column: j

Midwest ISO - Ancillary Services - Schedule 2 Firm Sales.

Schedule Page: 310.1 Line No.: 11 Column: h

Midwest ISO - Voluntary Capacity Auction Sales.

Schedule Page: 310.2 Line No.: 2 Column: j

UP Power Marketing, LLC Ancillary Services.

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report 2009/Q4
Upper Peninsula Power Company			
FOOTNOTE DATA			

Schedule Page: 310.2 Line No.: 5 Column: j

Wisconsin Public Service Renewable Energy Credits. Wisconsin Public Service Corporation and Upper Peninsula Power Company are wholly owned subsidiaries of Integrys Energy Group, Inc. ("Holding Company").

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
ELECTRIC OPERATION AND MAINTENANCE EXPENSES					
If the amount for previous year is not derived from previously reported figures, explain in footnote.					
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)		
1	1. POWER PRODUCTION EXPENSES				
2	A. Steam Power Generation				
3	Operation				
4	(500) Operation Supervision and Engineering				
5	(501) Fuel				
6	(502) Steam Expenses				
7	(503) Steam from Other Sources				
8	(Less) (504) Steam Transferred-Cr.				
9	(505) Electric Expenses				
10	(506) Miscellaneous Steam Power Expenses			857	
11	(507) Rents				
12	(509) Allowances				
13	TOTAL Operation (Enter Total of Lines 4 thru 12)			803	
14	Maintenance				
15	(510) Maintenance Supervision and Engineering				
16	(511) Maintenance of Structures	39,424		121,418	
17	(512) Maintenance of Boiler Plant			2	
18	(513) Maintenance of Electric Plant			3	
19	(514) Maintenance of Miscellaneous Steam Plant			2,214	
20	TOTAL Maintenance (Enter Total of Lines 15 thru 19)	39,424		123,637	
21	TOTAL Power Production Expenses-Steam Power (Entr Tot lines 13 & 20)	39,424		124,440	
22	B. Nuclear Power Generation				
23	Operation				
24	(517) Operation Supervision and Engineering				
25	(518) Fuel				
26	(519) Coolants and Water				
27	(520) Steam Expenses				
28	(521) Steam from Other Sources				
29	(Less) (522) Steam Transferred-Cr.				
30	(523) Electric Expenses				
31	(524) Miscellaneous Nuclear Power Expenses				
32	(525) Rents				
33	TOTAL Operation (Enter Total of lines 24 thru 32)				
34	Maintenance				
35	(528) Maintenance Supervision and Engineering				
36	(529) Maintenance of Structures				
37	(530) Maintenance of Reactor Plant Equipment				
38	(531) Maintenance of Electric Plant				
39	(532) Maintenance of Miscellaneous Nuclear Plant				
40	TOTAL Maintenance (Enter Total of lines 35 thru 39)				
41	TOTAL Power Production Expenses-Nuc. Power (Entr tot lines 33 & 40)				
42	C. Hydraulic Power Generation				
43	Operation				
44	(535) Operation Supervision and Engineering	566,357		730,166	
45	(536) Water for Power	6,368		20,858	
46	(537) Hydraulic Expenses	481,462		997,146	
47	(538) Electric Expenses	161,424		177,497	
48	(539) Miscellaneous Hydraulic Power Generation Expenses	696,090		511,209	
49	(540) Rents	65,398		65,529	
50	TOTAL Operation (Enter Total of Lines 44 thru 49)	1,977,099		2,502,405	
51	C. Hydraulic Power Generation (Continued)				
52	Maintenance				
53	(541) Maintenance Supervision and Engineering	69,259		114,703	
54	(542) Maintenance of Structures	66		9,396	
55	(543) Maintenance of Reservoirs, Dams, and Waterways	249,333		360,271	
56	(544) Maintenance of Electric Plant	251,095		1,007,031	
57	(545) Maintenance of Miscellaneous Hydraulic Plant	33,416		80,541	
58	TOTAL Maintenance (Enter Total of lines 53 thru 57)	603,169		1,571,942	
59	TOTAL Power Production Expenses-Hydraulic Power (tot of lines 50 & 58)	2,580,268		4,074,347	

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)					
If the amount for previous year is not derived from previously reported figures, explain in footnote.					
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)		
60	D. Other Power Generation				
61	Operation				
62	(546) Operation Supervision and Engineering	89,375	125,879		
63	(547) Fuel	2,416,582	2,039,212		
64	(548) Generation Expenses	41,300	76,023		
65	(549) Miscellaneous Other Power Generation Expenses	19,306	18,874		
66	(550) Rents				
67	TOTAL Operation (Enter Total of lines 62 thru 66)	2,566,563	2,259,988		
68	Maintenance				
69	(551) Maintenance Supervision and Engineering	46,531	79,175		
70	(552) Maintenance of Structures	252	17,465		
71	(553) Maintenance of Generating and Electric Plant	32,226	26,504		
72	(554) Maintenance of Miscellaneous Other Power Generation Plant	10,992	4,690		
73	TOTAL Maintenance (Enter Total of lines 69 thru 72)	90,001	127,834		
74	TOTAL Power Production Expenses-Other Power (Enter Tot of 67 & 73)	2,656,564	2,387,822		
75	E. Other Power Supply Expenses				
76	(555) Purchased Power	58,130,171	61,881,060		
77	(556) System Control and Load Dispatching	642,318	651,013		
78	(557) Other Expenses				
79	TOTAL Other Power Supply Exp (Enter Total of lines 76 thru 78)	58,772,489	62,532,073		
80	TOTAL Power Production Expenses (Total of lines 21, 41, 59, 74 & 79)	64,048,745	69,118,682		
81	2. TRANSMISSION EXPENSES				
82	Operation				
83	(560) Operation Supervision and Engineering				
84	(561) Load Dispatching				
85	(561.1) Load Dispatch-Reliability				
86	(561.2) Load Dispatch-Monitor and Operate Transmission System				
87	(561.3) Load Dispatch-Transmission Service and Scheduling				
88	(561.4) Scheduling, System Control and Dispatch Services	184,791	110,501		
89	(561.5) Reliability, Planning and Standards Development				
90	(561.6) Transmission Service Studies				
91	(561.7) Generation Interconnection Studies				
92	(561.8) Reliability, Planning and Standards Development Services	11,099	10,955		
93	(562) Station Expenses				
94	(563) Overhead Lines Expenses				
95	(564) Underground Lines Expenses				
96	(565) Transmission of Electricity by Others	6,900,527	6,262,161		
97	(566) Miscellaneous Transmission Expenses				
98	(567) Rents				
99	TOTAL Operation (Enter Total of lines 83 thru 98)	7,096,417	6,383,617		
100	Maintenance				
101	(568) Maintenance Supervision and Engineering				
102	(569) Maintenance of Structures				
103	(569.1) Maintenance of Computer Hardware				
104	(569.2) Maintenance of Computer Software				
105	(569.3) Maintenance of Communication Equipment				
106	(569.4) Maintenance of Miscellaneous Regional Transmission Plant				
107	(570) Maintenance of Station Equipment				
108	(571) Maintenance of Overhead Lines				
109	(572) Maintenance of Underground Lines				
110	(573) Maintenance of Miscellaneous Transmission Plant				
111	TOTAL Maintenance (Total of lines 101 thru 110)				
112	TOTAL Transmission Expenses (Total of lines 99 and 111)	7,096,417	6,383,617		

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)				
If the amount for previous year is not derived from previously reported figures, explain in footnote.				
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)	
113	3. REGIONAL MARKET EXPENSES			
114	Operation			
115	(575.1) Operation Supervision			
116	(575.2) Day-Ahead and Real-Time Market Facilitation			
117	(575.3) Transmission Rights Market Facilitation			
118	(575.4) Capacity Market Facilitation			
119	(575.5) Ancillary Services Market Facilitation			
120	(575.6) Market Monitoring and Compliance			
121	(575.7) Market Facilitation, Monitoring and Compliance Services	137,191	115,703	
122	(575.8) Rents			
123	Total Operation (Lines 115 thru 122)	137,191	115,703	
124	Maintenance			
125	(576.1) Maintenance of Structures and Improvements			
126	(576.2) Maintenance of Computer Hardware			
127	(576.3) Maintenance of Computer Software			
128	(576.4) Maintenance of Communication Equipment			
129	(576.5) Maintenance of Miscellaneous Market Operation Plant			
130	Total Maintenance (Lines 125 thru 129)			
131	TOTAL Regional Transmission and Market Op Expns (Total 123 and 130)	137,191	115,703	
132	4. DISTRIBUTION EXPENSES			
133	Operation			
134	(580) Operation Supervision and Engineering	471,123	463,811	
135	(581) Load Dispatching	447,380	332,473	
136	(582) Station Expenses	678,151	549,902	
137	(583) Overhead Line Expenses	162,831	311,156	
138	(584) Underground Line Expenses	5,046	-51,486	
139	(585) Street Lighting and Signal System Expenses	80,853	48,391	
140	(586) Meter Expenses	435,294	369,978	
141	(587) Customer Installations Expenses	2,990	11,097	
142	(588) Miscellaneous Expenses	2,416,816	2,389,045	
143	(589) Rents	60,090	56,068	
144	TOTAL Operation (Enter Total of lines 134 thru 143)	4,760,574	4,480,435	
145	Maintenance			
146	(590) Maintenance Supervision and Engineering	175,972	165,473	
147	(591) Maintenance of Structures	46,517	28,493	
148	(592) Maintenance of Station Equipment	558,053	526,068	
149	(593) Maintenance of Overhead Lines	4,865,246	4,524,917	
150	(594) Maintenance of Underground Lines	356,895	342,687	
151	(595) Maintenance of Line Transformers	80,172	55,864	
152	(596) Maintenance of Street Lighting and Signal Systems	97,666	169,035	
153	(597) Maintenance of Meters	20,266	30,038	
154	(598) Maintenance of Miscellaneous Distribution Plant	8,633	15,818	
155	TOTAL Maintenance (Total of lines 146 thru 154)	6,209,420	5,858,393	
156	TOTAL Distribution Expenses (Total of lines 144 and 155)	10,969,994	10,338,828	
157	5. CUSTOMER ACCOUNTS EXPENSES			
158	Operation			
159	(901) Supervision	41,790	35,205	
160	(902) Meter Reading Expenses	726,057	783,852	
161	(903) Customer Records and Collection Expenses	2,375,302	1,891,385	
162	(904) Uncollectible Accounts	667,131	537,515	
163	(905) Miscellaneous Customer Accounts Expenses	149,325	151,460	
164	TOTAL Customer Accounts Expenses (Total of lines 159 thru 163)	3,959,605	3,399,417	

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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
NUMBER OF ELECTRIC DEPARTMENT EMPLOYEES			
<p>1. The data on number of employees should be reported for the payroll period ending nearest to October 31, or any payroll period ending 60 days before or after October 31.</p> <p>2. If the respondent's payroll for the reporting period includes any special construction personnel, include such employees on line 3, and show the number of such special construction employees in a footnote.</p>		<p>3. The number of employees assignable to the electric department from joint functions of combination utilities may be determined by estimate, on the basis of employee equivalents. Show the estimated number of equivalent employees attributed to the electric department from joint functions.</p>	
1. Payroll Period Ended (Date)			12/26/2009
2. Total Regular Full-Time Employees			146
3. Total Part-Time and Temporary Employees			0
4. Total Employees			146

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Upper Peninsula Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) 04/19/2010	2009/Q4
FOOTNOTE DATA			

Schedule Page: 320 Line No.: 76 Column: b

Includes \$3,098,488 for FERC Order 668-A.

Schedule Page: 320 Line No.: 76 Column: c

Includes \$2,334,681 for FERC Order 668A.

Schedule Page: 320 Line No.: 88 Column: b

Account 561.4 (561.BA) includes \$60,103 of expenses incurred related to Balancing Authority functions performed in connection with membership in the Midwest ISO (MISO). This amount is eligible for recovery through MISO's filing ER06-27-000, dated October 4, 2005.

Schedule Page: 320 Line No.: 88 Column: c

Account 561.4 (561.BA) includes \$55,024 of expenses incurred related to Balancing Authority functions performed in connection with membership in the Midwest ISO (MISO). This amount is eligible for recover through MISO's filing ER06-27-000, dated October 4, 2005.

Schedule Page: 320 Line No.: 121 Column: b

Included in this account are Balancing Authority charges of \$131,433.

Schedule Page: 320 Line No.: 121 Column: c

Included in this account are Balancing Authority charges of \$104,856.

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4			
PURCHASED POWER (Account 555) (Including power exchanges)						
<p>1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.</p> <p>2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.</p> <p>3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:</p> <p>RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.</p> <p>LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.</p> <p>IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.</p> <p>LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.</p> <p>IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.</p> <p>OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.</p>						
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	City of Escanaba	OS	29			
2	New Page	OS				
3	ATC/MISO	OS				
4	Parallel Generation	OS				
5	White Pine Negotiated Capacity	LF				
6	White Pine General Purpose	OS				
7	WUMS Refund					
8	Wisconsin Public Service W2 Interrupt	RQ				
9	Wisconsin Public Service RS 74 MBR	RQ				
10	Wisconsin Public Service Emergency	OS				
11	Wisconsin Public Service Del Pt Adj.					
12	Smirfitt Stone	OS				
13						
14						
	Total					

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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PURCHASED POWER(Account 555) (Continued)
(Including power exchanges)

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

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

MegaWatt Hours Purchased (g)	POWER EXCHANGES		COST/SETTLEMENT OF POWER				Line No.
	MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	Demand Charges (\$) (j)	Energy Charges (\$) (k)	Other Charges (\$) (l)	Total (j+k+l) of Settlement (\$) (m)	
1,656				143,922		143,922	1
237				12,905		12,905	2
251,063				7,924,664		7,924,664	3
1				135		135	4
			5,329,800			5,329,800	5
48,889				2,542,228		2,542,228	6
					-425,630	-425,630	7
277,688			6,788,877	6,926,580	-308,151	13,407,306	8
569,400			16,332,514	12,744,839	10,296	29,087,649	9
				-937		-937	10
				27,851		27,851	11
3,667				80,278		80,278	12
							13
							14
1,152,601			28,451,191	30,402,465	-723,485	58,130,171	

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report 2009/Q4
Upper Peninsula Power Company			
FOOTNOTE DATA			

Schedule Page: 326 Line No.: 3 Column: g

Purchases have been reported in accordance with FERC Order 668 which requires transactions for real-time and day-ahead Region Transmission Organization administered energy markets to be separately reported for each hour. The total purchases when the MISO purchases and sales are netted on an hourly basis are 158,348.

Schedule Page: 326 Line No.: 3 Column: k

Purchases have been reported in accordance with FERC Order 668 which requires transactions for real-time and day-ahead Region Transmission Organization administered energy markets to be separately reported for each hour. The total purchases when the MISO purchases and sales are netted on an hourly basis are \$4,826,176.

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report 12/31/09		
SALES TO RAILROADS AND RAILWAYS AND INTERDEPARTMENTAL SALES (Accounts 446, 448)					
1. Report particulars concerning sales included in Accounts 446 and 448. 2. For Sales to Railroads and Railways, Account 446, give name of railroad or railway in addition to other required information. If contract covers several points of delivery and small amounts of electricity are delivered at			each point, such sales may be grouped. 3. For Interdepartmental Sales, Account 448, give name of other department and basis of charge to other department in addition to other required information. 4. Designate associated companies. 5. Provide subheading and total for each account.		
Line No.	Item (a)	Point of Delivery (b)	Kilowatt-hours (c)	Revenue (d)	Revenue per kwh (in cents) (e)
1	None				
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					

RENT FROM ELECTRICITY PROPERTY AND INTERDEPARTMENTAL RENTS (Accounts 454, 455)			
1. Report particulars concerning rents received included in Accounts 454 and 455. 2. Minor rents may be grouped by classes. 3. If rents are included which were arrived at under an arrangement for apportioning expenses of a joint facility, whereby the amount included in this account		represents profit or return on property, depreciation and taxes, give particulars and the basis of apportionment of such charges to Accounts 454 and 455. 4. Designate is lessee is an associated company. 5. Provide a subheading and total for each account.	
Line No.	Name of Lessee or Department (a)	Description of Property (b)	Amount of Revenue for Year (c)
16			
17	Land Rent	Hydro land	7,500
18	Pole Contact Rent	Distribution system	178,896
19			186,396
20			
21			
22			
23			
24			
25			
26			
27			
28			
29			

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A resubmission		Date of Report (Mo, Da, Yr) 04/30/10	Year of Report 12/31/09
SALES OF WATER AND WATER POWER (Account 453)					
1. Report below the information called for concerning revenues derived during the year from sales to others of water or water power. 2. In column (c) show the name of the power			development of the respondent supplying the water or water power sold. 3. Designate associated companies.		
Line No.	Name of Purchaser (a)	Purpose for Which Water Was Used (b)	Power Plant Development Supplying Water or Water Power (c)	Amount of Revenue for Year (e)	
1	None				
2					
3					
4					
5					
6					
7					
8					
9					
10	TOTAL			0	

MISCELLANEOUS SERVICE REVENUES AND OTHER ELECTRIC REVENUES (Accounts 451, 456)		
1. Report particulars concerning miscellaneous service revenues and other electric revenues derived from electric utility operations during year. Report separately in this schedule the total revenues from operation of fish and wildlife and recreation facilities, regardless of whether such facilities are operated by		company or by contract concessionaires. Provide a subheading and total for each account. For Account 456, list first revenues realized through Research and Development ventures, see Account 456. 2. Designate associated companies. 3. Minor items may be grouped by classes.
Line No.	Name of Company and Description of Service (a)	Amount of Revenue for Year (b)
11		
12	Miscellaneous Service Revenue (Acct 451)	
13	Service Charges	42,105
14		
15	Other Electric Revenue (Acct 456)	
16	Wholesale Distribution Service	647,728
17	Maintenance on Customer Facilities	115,455
18	Non Service Revenue	1,347,085
19		2,110,268
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30	TOTAL	2,152,373

Name of Respondent Upper Peninsula Power Company			This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/19/2010		Year/Period of Report End of 2009/Q4	
TRANSMISSION OF ELECTRICITY BY OTHERS (Account 565) (Including transactions referred to as "wheeling")								
<p>1. Report all transmission, i.e. wheeling or electricity provided by other electric utilities, cooperatives, municipalities, other public authorities, qualifying facilities, and others for the quarter.</p> <p>2. In column (a) report each company or public authority that provided transmission service. Provide the full name of the company, abbreviate if necessary, but do not truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation with the transmission service provider. Use additional columns as necessary to report all companies or public authorities that provided transmission service for the quarter reported.</p> <p>3. In column (b) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNS - Firm Network Transmission Service for Self, LFP - Long-Term Firm Point-to-Point Transmission Reservations. OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point-to-Point Transmission Reservations, NF - Non-Firm Transmission Service, and OS - Other Transmission Service. See General Instructions for definitions of statistical classifications.</p> <p>4. Report in column (c) and (d) the total megawatt hours received and delivered by the provider of the transmission service.</p> <p>5. Report in column (e), (f) and (g) expenses as shown on bills or vouchers rendered to the respondent. In column (e) report the demand charges and in column (f) energy charges related to the amount of energy transferred. On column (g) report the total of all other charges on bills or vouchers rendered to the respondent, including any out of period adjustments. Explain in a footnote all components of the amount shown in column (g). Report in column (h) the total charge shown on bills rendered to the respondent. If no monetary settlement was made, enter zero in column (h). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.</p> <p>6. Enter "TOTAL" in column (a) as the last line.</p> <p>7. Footnote entries and provide explanations following all required data.</p>								
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	TRANSFER OF ENERGY		EXPENSES FOR TRANSMISSION OF ELECTRICITY BY OTHERS			
			Megawatt-hours Received (c)	Megawatt-hours Delivered (d)	Demand Charges (\$) (e)	Energy Charges (\$) (f)	Other Charges (\$) (g)	Total Cost of Transmission (\$) (h)
1	Received Power from:							
2								
3	Midwest ISO Network	FNS	1,132,605	1,132,605	743,189			743,189
4	American Transmission	OS			6,156,605			6,156,605
5	PJM	LFP					733	733
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
	TOTAL		1,132,605	1,132,605	6,899,794		733	6,900,527

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
MISCELLANEOUS GENERAL EXPENSES (Account 930.2) (ELECTRIC)					
Line No.	Description (a)				Amount (b)
1	Industry Association Dues				88,462
2	Nuclear Power Research Expenses				
3	Other Experimental and General Research Expenses				
4	Pub & Dist Info to Stkhldrs...expn servicing outstanding Securities				22,092
5	Oth Expn >=5,000 show purpose, recipient, amount. Group if < \$5,000				
6	Michigan Chamber				5,202
7	Integrus Business Support, LLC charges to UPPCO				
8	Cost of Capital and Depreciation				722,577
9	Allocated Labor & Benefits from IBS				75,501
10	Miscellaneous Items under \$5,000				6,136
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46	TOTAL				919,970

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Account 403, 404, 405) (Except amortization of acquisition adjustments)			
<p>1. Report in section A for the year the amounts for : (b) Depreciation Expense (Account 403; (c) Depreciation Expense for Asset Retirement Costs (Account 403.1; (d) Amortization of Limited-Term Electric Plant (Account 404); and (e) Amortization of Other Electric Plant (Account 405).</p> <p>2. Report in Section 8 the rates used to compute amortization charges for electric plant (Accounts 404 and 405). State the basis used to compute charges and whether any changes have been made in the basis or rates used from the preceding report year.</p> <p>3. Report all available information called for in Section C every fifth year beginning with report year 1971, reporting annually only changes to columns (c) through (g) from the complete report of the preceding year.</p> <p>Unless composite depreciation accounting for total depreciable plant is followed, list numerically in column (a) each plant subaccount, account or functional classification, as appropriate, to which a rate is applied. Identify at the bottom of Section C the type of plant included in any sub-account used.</p> <p>In column (b) report all depreciable plant balances to which rates are applied showing subtotals by functional Classifications and showing composite total. Indicate at the bottom of section C the manner in which column balances are obtained. If average balances, state the method of averaging used.</p> <p>For columns (c), (d), and (e) report available information for each plant subaccount, account or functional classification Listed in column (a). If plant mortality studies are prepared to assist in estimating average service Lives, show in column (f) the type mortality curve selected as most appropriate for the account and in column (g), if available, the weighted average remaining life of surviving plant. If composite depreciation accounting is used, report available information called for in columns (b) through (g) on this basis.</p> <p>4. If provisions for depreciation were made during the year in addition to depreciation provided by application of reported rates, state at the bottom of section C the amounts and nature of the provisions and the plant items to which related.</p>			

A. Summary of Depreciation and Amortization Charges						
Line No.	Functional Classification (a)	Depreciation Expense (Account 403) (b)	Depreciation Expense for Asset Retirement Costs (Account 403.1) (c)	Amortization of Limited Term Electric Plant (Account 404) (d)	Amortization of Other Electric Plant (Acc 405) (e)	Total (f)
1	Intangible Plant			186,914		186,914
2	Steam Production Plant					
3	Nuclear Production Plant					
4	Hydraulic Production Plant-Conventional	1,344,259				1,344,259
5	Hydraulic Production Plant-Pumped Storage					
6	Other Production Plant	105,633				105,633
7	Transmission Plant					
8	Distribution Plant	3,796,651				3,796,651
9	Regional Transmission and Market Operation					
10	General Plant	612,846				612,846
11	Common Plant-Electric					
12	TOTAL	5,859,389		186,914		6,046,303

B. Basis for Amortization Charges						

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report 2009/Q4
Upper Peninsula Power Company			
FOOTNOTE DATA			

Schedule Page: 336 Line No.: 1 Column: d

The functional breakdown of Amortization of Limited Term Electric Plant (Account 404) is as follows:

Hydro Production	\$186,816
Distribution	1,065
General	1,033
Total Amortization	\$186,914

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
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PARTICULARS CONCERNING CERTAIN INCOME DEDUCTIONS AND INTEREST CHARGES ACCOUNTS		
<p>Report the information specified below, in the order given, for the respective income deduction and interest charges accounts. Provide a subheading for each account and a total for the account. Additional columns may be added if deemed appropriate with respect to any account.</p> <p>(a) <i>Miscellaneous Amortization</i> (Account 425)-Describe the nature of items included in this account, the contra account charged, the total of amortization charges for the year, and the period of amortization.</p> <p>(b) <i>Miscellaneous Income Deductions</i>-- Report the nature, payee, and amount of other income deductions for the year as required by Accounts 426.1, Donations; 426.2, Life Insurance; 426.3, Penalties; 426.4, Expenditures for Certain Civic, Political and Related</p> <p>Activities; and 426.5, Other Deductions, of the Uniform System of Accounts. Amounts of less than 5% of each account total for the year (or \$1,000, whichever is greater) may be <u>grouped by classes within the above accounts.</u></p> <p>(c) <i>Interest on Debt to Associated Companies</i> (Account 430) -- For each associated company to which interest on debt was incurred during the year, indicate the amount and interest rate respectively for (a) advances on notes, (b) advances on open account, (c) notes payable, (d) accounts payable, and (e) other debt, and total interest. Explain the nature of other debt on which interest was incurred during the year.</p> <p>(d) <i>Other Interest Expense</i> (Account 431) -- Report particulars (details) including the amount and interest rate for other interest charges incurred during the year.</p>		
Line No.	Item (a)	Amount (b)
1	Miscellaneous Amortization (425)	0
2		
3	Donations (426.1)	
4	Bay Cliff Health Camp	1,600
5	Blue Key National Honor Society	1,250
6	Copper Country United Way	1,074
7	Hancock Public Schools	2,000
8	Minnesota Public Radio	1,560
9	Ontonagon County Historical Society	2,000
10	Ontonagon County Veterans Assn.	1,000
11	Republic Community Services	1,170
12	Salvation Army	2,536
13	St Vincent DePaul Society	12,191
14	United Way of Delta County	2,100
15	UP Education Legislative Summit	1,000
16	Upper Peninsula State Fair	1,025
17	US National Ski Hall of Fame	1,400
18	WNMU Public TV	1,638
19	Items Under \$1,000	34,715
20		68,259
21		
22	Life Insurance (426.2)	0
23		
24	Penalties (426.3)	
25	Tax Penalties	876
26	Michigan Dept. of Environmental Quality	(34,000)
27	Other	198
28		(32,926)
29		
30	Expenses for Certain Civil, Political and Related Activities (426.4)	
31	Memberships	10,003
32	Labor Expense	5,691
33		15,694
34		
35		
36		

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
PARTICULARS CONCERNING CERTAIN INCOME DEDUCTIONS AND INTEREST CHARGES ACCOUNTS			
<p>Report the information specified below, in the order given, for the respective income deduction and interest charges accounts. Provide a subheading for each account and a total for the account. Additional columns may be added if deemed appropriate with respect to any account.</p> <p>(a) <i>Miscellaneous Amortization</i> (Account 425)-Describe the nature of items included in this account, the contra account charged, the total of amortization charges for the year, and the period of amortization.</p> <p>(b) <i>Miscellaneous Income Deductions</i> -- Report the nature, payee, and amount of other income deductions for the year as required by Accounts 426.1, Donations; 426.2, Life Insurance; 426.3, Penalties; 426.4, Expenditures for Certain Civic, Political and Related</p>		<p>Activities; and 426.5, Other Deductions, of the Uniform System of Accounts. Amounts of less than 5% of each account total for the year (or \$1,000, whichever is greater) may be <u>grouped by classes within the above accounts.</u></p> <p>(c) <i>Interest on Debt to Associated Companies</i> (Account 430) -- For each associated company to which interest on debt was incurred during the year, indicate the amount and interest rate respectively for (a) advances on notes, (b) advances on open account, (c) notes payable, (d) accounts payable, and (e) other debt, and total interest. Explain the nature of other debt on which interest was incurred during the year.</p> <p>(d) <i>Other Interest Expense</i> (Account 431) -- Report particulars (details) including the amount and interest rate for other interest charges incurred during the year.</p>	
Line No.	Item (a)	Amount (b)	
1	Other Deductions (426.5)		
2	Confidential Litigation Settlement	3,173,805	
3	Unrealized Loss Fuel Options	3,498	
4		3,177,303	
5			
6	Interest on Debt to Associated Companies (430)	1,849,632	
7			
8	Other Interest Expense (431)		
9	Other Interest Expense	35,291	
10	Customer Deposits	33,002	
11	Tax Adjustments	121	
12		68,414	
13			
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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 4/30/2010	Year of Report December 31, 2009
EXPENDITURES FOR CERTAIN CIVIC, POLITICAL AND RELATED ACTIVITIES (Account 426.4)			
<p>1. Report below all expenditures incurred by the respondent during the year for the purpose of influencing public opinion with respect to the election or appointment of public officials, referenda, legislation or ordinances (either with respect to the possible adoption of new referenda, legislation or ordinances or repeal or modification of existing referenda, legislation or ordinances); approval, modification, or revocation of franchises; or for the purpose of influencing the decisions of public officials which are accounted for as Other Income Deductions, Expenditures for Certain Civic, Political and Related Activities, Account 426.4.</p> <p>2. Advertising expenditures in this Account shall be classified according to subheadings, as follows: (a) radio, television, and motion picture advertising; (b) newspaper, magazine, and pamphlet advertising; (c) letters or inserts in customer's bills; (d) inserts in reports to stockholders; (e) newspaper and magazine editorial services; and (f) other advertising.</p> <p>3. Expenditures within the definition of paragraph (1), other than advertising shall be reported according to captions or descriptions clearly indicating the nature and purpose of the activity.</p> <p>4. If respondent has not incurred any expenditures contemplated by the instruction of Account 426.4, so state.</p> <p>5. Minor amount may be grouped by classes if the number of items so grouped is shown.</p> <p>NOTE: The classification of expenses as nonoperating and their inclusion in this amount is for accounting purposes. It does not preclude Commission consideration of proof to the contrary for ratemaking or other purposes.</p>			
Line No.	Item (a)	Amount (b)	
1		\$	
2	State Lobbying Activities		
3	Memberships	980	
4	Labor & Expenses	2,260	
5			
6	Federal Lobbying Activities		
7	Memberships	9,023	
8	Professional Services	3,431	
9			
10			
11		15,694	
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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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REGULATORY COMMISSION EXPENSES

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

Line No.	Description (Furnish name of regulatory commission or body the docket or case number and a description of the case) (a)	Assessed by Regulatory Commission (b)	Expenses of Utility (c)	Total Expense for Current Year (b) + (c) (d)	Deferred in Account 182.3 at Beginning of Year (e)
1	Federal Energy Regulatory Commission	52,411	162,524	214,935	
2	Michigan Public Service Commission	165,208	64,494	229,702	
3	Public Service Commission of Wisconsin		3,884	3,884	
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46	TOTAL	217,619	230,902	448,521	

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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REGULATORY COMMISSION EXPENSES (Continued)

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

EXPENSES INCURRED DURING YEAR				AMORTIZED DURING YEAR			
CURRENTLY CHARGED TO			Deferred to Account 182.3 (i)	Contra Account (j)	Amount (k)	Deferred in Account 182.3 End of Year (l)	Line No.
Department (f)	Account No. (g)	Amount (h)					
	928	162,524					1
	928	64,494					2
	928	3,884					3
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		230,902					46

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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DISTRIBUTION OF SALARIES AND WAGES

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

Line No.	Classification (a)	Direct Payroll Distribution (b)	Allocation of Payroll charged for Clearing Accounts (c)	Total (d)
1	Electric			
2	Operation			
3	Production	734,149		
4	Transmission			
5	Regional Market			
6	Distribution	2,983,969		
7	Customer Accounts	702,091		
8	Customer Service and Informational	194,757		
9	Sales			
10	Administrative and General	424,697		
11	TOTAL Operation (Enter Total of lines 3 thru 10)	5,039,663		
12	Maintenance			
13	Production	197,064		
14	Transmission			
15	Regional Market			
16	Distribution	2,215,069		
17	Administrative and General			
18	TOTAL Maintenance (Total of lines 13 thru 17)	2,412,133		
19	Total Operation and Maintenance			
20	Production (Enter Total of lines 3 and 13)	931,213		
21	Transmission (Enter Total of lines 4 and 14)			
22	Regional Market (Enter Total of Lines 5 and 15)			
23	Distribution (Enter Total of lines 6 and 16)	5,199,038		
24	Customer Accounts (Transcribe from line 7)	702,091		
25	Customer Service and Informational (Transcribe from line 8)	194,757		
26	Sales (Transcribe from line 9)			
27	Administrative and General (Enter Total of lines 10 and 17)	424,697		
28	TOTAL Oper. and Maint. (Total of lines 20 thru 27)	7,451,796	132,737	7,584,533
29	Gas			
30	Operation			
31	Production-Manufactured Gas			
32	Production-Nat. Gas (Including Expl. and Dev.)			
33	Other Gas Supply			
34	Storage, LNG Terminaling and Processing			
35	Transmission			
36	Distribution			
37	Customer Accounts			
38	Customer Service and Informational			
39	Sales			
40	Administrative and General			
41	TOTAL Operation (Enter Total of lines 31 thru 40)			
42	Maintenance			
43	Production-Manufactured Gas			
44	Production-Natural Gas (Including Exploration and Development)			
45	Other Gas Supply			
46	Storage, LNG Terminaling and Processing			
47	Transmission			

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DISTRIBUTION OF SALARIES AND WAGES (Continued)

Line No.	Classification (a)	Direct Payroll Distribution (b)	Allocation of Payroll charged for Clearing Accounts (c)	Total (d)
48	Distribution			
49	Administrative and General			
50	TOTAL Maint. (Enter Total of lines 43 thru 49)			
51	Total Operation and Maintenance			
52	Production-Manufactured Gas (Enter Total of lines 31 and 43)			
53	Production-Natural Gas (Including Expl. and Dev.) (Total lines 32,			
54	Other Gas Supply (Enter Total of lines 33 and 45)			
55	Storage, LNG Terminaling and Processing (Total of lines 31 thru			
56	Transmission (Lines 35 and 47)			
57	Distribution (Lines 36 and 48)			
58	Customer Accounts (Line 37)			
59	Customer Service and Informational (Line 38)			
60	Sales (Line 39)			
61	Administrative and General (Lines 40 and 49)			
62	TOTAL Operation and Maint. (Total of lines 52 thru 61)			
63	Other Utility Departments			
64	Operation and Maintenance			
65	TOTAL All Utility Dept. (Total of lines 28, 62, and 64)	7,451,796	132,737	7,584,533
66	Utility Plant			
67	Construction (By Utility Departments)			
68	Electric Plant	1,306,837	41,468	1,348,305
69	Gas Plant			
70	Other (provide details in footnote):			
71	TOTAL Construction (Total of lines 68 thru 70)	1,306,837	41,468	1,348,305
72	Plant Removal (By Utility Departments)			
73	Electric Plant			
74	Gas Plant			
75	Other (provide details in footnote):			
76	TOTAL Plant Removal (Total of lines 73 thru 75)			
77	Other Accounts (Specify, provide details in footnote):	2,610,647	23,357	2,634,004
78	Billed to Subsidiaries	31,782	-72,224	-40,442
79	Clearing	125,338	-125,338	
80				
81				
82				
83				
84				
85				
86				
87				
88				
89				
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91				
92				
93				
94				
95	TOTAL Other Accounts	2,767,767	-174,205	2,593,562
96	TOTAL SALARIES AND WAGES	11,526,400		11,526,400

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009	
CHARGES FOR OUTSIDE PROFESSIONAL AND OTHER CONSULTATIVE SERVICES				
<p>1. Report the information specified below for all charges made during the year included in any account (including plant accounts) for outside consultative and other professional services. (These services include rate, management, construction, engineering research, financial, valuation, legal, accounting, purchasing, advertising, labor relations, and public relations, rendered the respondent under written or oral arrangement, for which aggregate payments were made during the year to any corporation, partnership, organization of any kind, or individual (other than for services as an employee or for payments made for medical and related services) amounting to more than \$25,000, including payments for legislative services, except those which should be reported in Account</p>		<p>426.4, Expenditures for Certain civic, Political and Related Activities.) (a) Name and address of person or organization rendering services, (b) description of services received during year and project or case to which services relate, (c) basis of charges, (d) total charges for the year, detailing utility department and account charged.</p> <p>2. For any services which are of a continuing nature, give the date and term of contract and date of Commission authorization, if contract received Commission approval.</p> <p>3. Designate with an asterisk associated companies.</p>		
Line No.	Name / Address	Service	Account #	Amount
1	Alliance Consulting Group	Consulting	923	38,411
2	1410 Avenue K, Ste. 1105-B			
3	Plano, TX			
4				
5	Arborchem Products Co.	Line Clearing	593	32,695
6	Div. of Asplundh			
7	943 Nixon Drive			
8	Mechanicsburg, PA			
9				
10	Asplundh Tree Expert Co.	Line Clearing	417, 593	2,063,195
11	5907 Municipal Street			
12	Schofield, WI			
13				
14	Bruder Gentile & Marcoux LLP	Legal	923, 928	107,780
15	1701 Pennsylvania Ave, NW, Ste. 900			
16	Washington, DC			
17				
18	Capital Tempfunds, Inc.	Temporary Staffing	107, 143, 417, 535, 546, 923	27,728
19	Stafflogix Corp.			
20	P. O. Box 60839			
21	Charlotte, NC			
22				
23	Collins & Baker Engineering	Consulting	535, 539, 543, 546	84,494
24	1409 East Blvd., Ste. 101-A			
25	Charlotte, NC			
26				
27	Deloitte & Touche LLP	Audit	923	57,126
28	111 South Wacker Drive			
29	Chicago, IL			
30				
31	Exclusive Use Express Ltd.	Transportation Services	163, 923	41,978
32	820 Coronis Way			
33	Green Bay, WI			
34				
35				

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CHARGES FOR OUTSIDE PROFESSIONAL AND OTHER CONSULTATIVE SERVICES				
<p>1. Report the information specified below for all charges made during the year included in any account (including plant accounts) for outside consultative and other professional services. (These services include rate, management, construction, engineering research, financial, valuation, legal, accounting, purchasing, advertising, labor relations, and public relations, rendered the respondent under written or oral arrangement, for which aggregate payments were made during the year to any corporation, partnership, organization of any kind, or individual (other than for services as an employee or for payments made for medical and related services) amounting to more than \$25,000, including payments for legislative services, except those which should be reported in Account</p>		<p>426.4, Expenditures for Certain civic, Political and Related Activities.) (a) Name and address of person or organization rendering services, (b) description of services received during year and project or case to which services relate, (c) basis of charges, (d) total charges for the year, detailing utility department and account charged.</p> <p>2. For any services which are of a continuing nature, give the date and term of contract and date of Commission authorization, if contract received Commission approval.</p> <p>3. Designate with an asterisk associated companies.</p>		
Line No.	Name / Address	Service	Account #	Amount
1	Foley & Lardner	Legal	107, 121, 143, 154, 421, 426, 535, 539,	1,347,167
2	777 East Wisconsin Avenue		543, 556, 921, 923, 925, 928	
3	Milwaukee, WI			
4				
5	Garan Lucow Miller	Legal	923, 925	26,444
6	1000 Woodbridge Street			
7	Detroit, MI			
8				
9	H2O in Motion, Inc.	Consulting	107, 143, 539	28,084
10	P. O. Box 127			
11	Escañaba, MI			
12				
13	Karcz Pole Inspection LLC	Pole Inspections	593	123,958
14	N1655 Laney Road			
15	Seymour, WI			
16				
17	L&H Utility Contractors, Inc.	Construction	107, 584, 594	403,823
18	P. O. Box 2037			
19	Kingsford, MI			
20				
21	Miller Canfield Paddock & Stone PLC	Legal	107, 143, 923, 928	177,594
22	P. O. Drawer 640348			
23	Detroit, MI			
24				
25	SM&P Utility Resources, Inc.	Cable Locating	584	74,288
26	Suite 200			
27	13085 Hamilton Crossing Boulevard			
28	Carmel, IN			
29				
30	Stafflogix	Temporary Staffing	107, 184, 417, 535, 537, 539, 541, 543,	87,170
31	Wells Fargo Business Credit, Inc.		546, 588, 591, 923	
32	P. O. Box 60839			
33	Charlotte, NC			
34				
35				

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CHARGES FOR OUTSIDE PROFESSIONAL AND OTHER CONSULTATIVE SERVICES

1. Report the information specified below for all charges made during the year included in any account (including plant accounts) for outside consultative and other professional services. (These services include rate, management, construction, engineering research, financial, valuation, legal, accounting, purchasing, advertising, labor relations, and public relations, rendered the respondent under written or oral arrangement, for which aggregate payments were made during the year to any corporation, partnership, organization of any kind, or individual (other than for services as an employee or for payments made for medical and related services) amounting to more than \$25,000, including payments for legislative services, except those which should be reported in Account

426.4, Expenditures for Certain civic, Political and Related Activities.)
 (a) Name and address of person or organization rendering services,
 (b) description of services received during year and project or case to which services relate,
 (c) basis of charges,
 (d) total charges for the year, detailing utility department and account charged.

2. For any services which are of a continuing nature, give the date and term of contract and date of Commission authorization, if contract received Commission approval.

3. Designate with an asterisk associated companies.

Line No.	Name / Address	Service	Account #	Amount
1	Steigerwaldt Land Services, Inc.	Consulting	535, 546, 921, 923	26,451
2	856 North 4th Street			
3	Tomahawk, WI			
4				
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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report December 31, 2009			
SUMMARY OF COSTS BILLED TO ASSOCIATED COMPANIES						
1. In column (a) report the name of the associated company. 2. In column (b) describe the affiliation (percentage ownership, etc.). 3. In column (c) describe the nature of the goods and services provided (administrative and general expenses, dividends declared, etc.). 4. In columns (d) and (e) report the amount classified to operating income and the account(s) in which reported.						
Line No.	Company (a)	Affiliation (b)	Description: Nature of Goods and Services (c)	Account Number (d)	Amount Classified to Operating Income (e)	
1	Michigan Gas Utilities Corporation	Under Common Control	Labor & Labor Loadings	920	2,550	
2			Invoices & Expenses	921,928,931	5,197	
3			Other Direct Costs	408, 920	2,399	
4			Long Term Incentive	920	2,870	
5						
6						
7	Penvest, Inc.	Under Common Control	Legal Expenses	626	1,160	
8						
9						
10	Integritys Business Support, LLC	Under Common Control	Derivative Instruments			
11			Invoices & Expenses	921	721	
12			Other Direct Costs	920,921	2,856	
13						
14						
15	Wisconsin Public Service Corporation	Under Common Control	Labor & Labor Loadings	various	23,585	
16			Invoices & Expenses	various	11,056	
17			Materials & Supplies	various	2,776	
18			Relocation Expense	580	414	
19			Long Term Incentive	921	28	
20			Other Direct Costs	various	24,932	
21			Purchase Power	555	42,890	
22			Renewable En. Credit	555	157,250	
23						
24						
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30						
TOTAL					280,684	

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SUMMARY OF COSTS BILLED TO ASSOCIATED COMPANIES (Continued)						
<p>5. In columns (f) and (g) report the amount classified to non-operating income and the account(s) in which reported.</p> <p>6. In columns (h) and (i) report the amount classified to the balance sheet and the account(s) in which reported.</p> <p>7. In column (j) report the total.</p> <p>8. In column (k) indicate the pricing method (cost, per contract terms, etc.)</p>						
Account Number (f)	Amount Classified to Non-Operating Income (g)	Account Number (h)	Amount Classified to Balance Sheet (i)	Total (j)	Pricing Method (k)	Line No.
				2,550	(1)	1
				5,197	(1)	2
				2,399	(1)	3
				2,870	(4)	4
				13,016		5
						6
				1,160	(1)	7
				1,160		8
						9
		146	24,938	24,938	(4)	10
				721	"(1)	11
				2,856	(1)	12
				28,515		13
						14
		107, 146. 234	17,011	40,596	(1)	15
		154, 184	38,871	49,927	(4)	16
		Various	8,915	11,691	(1)	17
				414	(4)	18
				28	(4)	19
				24,932	(1)	20
		234	71,848	114,727	(1)	21
				157,250	(2)	22
				399,565		23
						24
						25
						26
						27
						28
						29
						30
	0		161,583	884,512		

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report 12/31/09	
SUMMARY OF COSTS BILLED FROM ASSOCIATED COMPANIES					
1. In column (a) report the name of the associated company.			services provided (administrative and general expenses, dividends declared, etc.).		
2. In column (b) describe the affiliation (percentage ownership, etc.).			4. In columns (d) and (e) report the amount classified to operating income and the account(s) in which reported.		
3. In column (c) describe the nature of the goods and					
Line No.	Company (a)	Affiliation (b)	Description: Nature of Goods and Services (c)	Account Number (d)	Amount Classified to Operating Income (e)
1	Wisconsin Public Service Corporation	Under Common Control	Labor & Labor Loadings		
2			Benefits		
3			Materials & Supplies		
4			Invoices & Expenses		
5			Other Direct Costs		
6			Purchased Power	555	42,494,018
7			Purchased Power DPA	555	25,091
8			Long Term Incentive	920	3,738
9			Annual Incentive	920	4,283
10			Stock Options	920	1,883
11			Restricted Stock	920	16,584
12					
13					
14	Wisconsin River Power Company	Under Common Control	Invoices & Expenses	Various	1,430
15					
16					
17	Integrus Energy Group, Inc.	Parent Company	Invoices & Expenses	Various	16,213
18			Long Term Incentive	920	3,222
19			Restricted Stock	920	49,372
20			Other Direct Costs	Various	16,632
21					
22					
23	WPS Westwood Generation, LLC	Under Common Control	Invoices & Expenses		
24					
25					
26	The Peoples Gas Light & Coke Company	Under Common Control	Restricted Stock	920	17
27			Invoices & Expenses	426, 921, 588, 903	294
28					
29					
30					
TOTAL					42,632,777

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report 12/31/09			
SUMMARY OF COSTS BILLED TO ASSOCIATED COMPANIES (Continued)						
<p>5. In columns (f) and (g) report the amount classified to non-operating income and the account(s) in which reported.</p> <p>6. In columns (h) and (i) report the amount classified to the balance sheet and the account(s) in which reported.</p> <p>7. In column (j) report the total.</p> <p>8. In column (k) indicate the pricing method (cost, per contract terms, etc.)</p>						
Account Number (f)	Amount Classified to Non-Operating Income (g)	Account Number (h)	Amount Classified to Balance Sheet (i)	Total (j)	Pricing Method (k)	Line No.
				2,750,186	(1)	1
				1,593,402	(1)	2
				713,078	(1)	3
				3,356,370	(4)	4
				2,539,310	(2)	5
				42,494,018	(3)	6
				25,091	(3)	7
				3,738	(4)	8
				4,283	(4)	9
				1,883	(4)	10
				16,584	(4)	11
				53,497,943		12
						13
				1,430	(4)	14
				1,430		15
						16
		236,253	11,271	27,484	(4)	17
				3,222	(4)	18
				49,372	(4)	19
		236	175,032	191,664	(1) & (4)	20
				271,742		21
						22
		232	552	552	(4)	23
				552		24
						25
				17	(4)	26
		107,184	227	521	(4)	27
				538		28
						29
						30
	0		187,082	107,544,410		

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/30/10	Year of Report 12/31/09
SUMMARY OF COSTS BILLED FROM ASSOCIATED COMPANIES					
<p>1. In column (a) report the name of the associated company.</p> <p>2. In column (b) describe the affiliation (percentage ownership, etc.).</p> <p>3. In column (c) describe the nature of the goods and services provided (administrative and general expenses, dividends declared, etc.).</p> <p>4. In columns (d) and (e) report the amount classified to operating income and the account(s) in which reported.</p>					
Line No.	Company (a)	Affiliation (b)	Description: Nature of Goods and Services (c)	Account Number (d)	Amount Classified to Operating Income (e)
1	Minnesota Energy Resources Corporation	Under Common Control	Restricted Stock	920	9
2					
3					
4	Michigan Gas Utilities Corporation	Under Common Control	Invoices & Expenses	535,546,928,930, 921,923	9,801
5					
6					
7	Peoples Energy Corporation	Under Common Control	Invoices & Expenses	930	1,060
8					
9					
10	Integrus Business Support, LLC	Under Common Control	Labor & Labor Loadings	Various	1,668,135
11			Invoices & Expenses	Various	8,991,553
12			Annual Incentive	Various	16,858
13			Long Term Incentive	Various	24,499
14			Options Expense	Various	10,544
15			Derivatives		
16			Depreciation & Cost of Capital	930	630,271
17			Costs to Achieve	920	403,643
18			Allocated Costs	Various	4,620,223
19			Usage Based	Various	41,881
20			Other Costs	Various	1,499,444
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
TOTAL					17,917,921

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report 12/31/09
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SUMMARY OF COSTS BILLED TO ASSOCIATED COMPANIES (Continued)						
5. In columns (f) and (g) report the amount classified to non-operating income and the account(s) in which reported.				7. In column (j) report the total.		
6. In columns (h) and (i) report the amount classified to the balance sheet and the account(s) in which reported.				8. In column (k) indicate the pricing method (cost, per contract terms, etc.)		
Account Number (f)	Amount Classified to Non-Operating Income (g)	Account Number (h)	Amount Classified to Balance Sheet (i)	Total (j)	Pricing Method (k)	Line No.
				9	(4)	1
				9		2
						3
		184	(532)	9,269	(4)	4
				9,269		5
						6
				1,060	(4)	7
				1,060		8
						9
		Various	417,034	2,085,169		10
		Various	1,586,745	10,578,298		11
				16,858		12
				24,499		13
				10,544		14
		234	41,468	41,468		15
				630,271		16
				403,643		17
				4,620,223		18
				41,881		19
				1,449,444		20
				19,902,298		21
						22
						23
						24
						25
						26
						27
						28
						29
						30
	0		2,044,715	39,825,272		

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
ELECTRIC ENERGY ACCOUNT					
Report below the information called for concerning the disposition of electric energy generated, purchased, exchanged and wheeled during the year.					
Line No.	Item (a)	MegaWatt Hours (b)	Line No.	Item (a)	MegaWatt Hours (b)
1	SOURCES OF ENERGY		21	DISPOSITION OF ENERGY	
2	Generation (Excluding Station Use):		22	Sales to Ultimate Consumers (Including Interdepartmental Sales)	836,151
3	Steam		23	Requirements Sales for Resale (See instruction 4, page 311.)	143,635
4	Nuclear		24	Non-Requirements Sales for Resale (See instruction 4, page 311.)	210,419
5	Hydro-Conventional	64,818	25	Energy Furnished Without Charge	
6	Hydro-Pumped Storage		26	Energy Used by the Company (Electric Dept Only, Excluding Station Use)	3,274
7	Other	7,901	27	Total Energy Losses	31,841
8	Less Energy for Pumping		28	TOTAL (Enter Total of Lines 22 Through 27) (MUST EQUAL LINE 20)	1,225,320
9	Net Generation (Enter Total of lines 3 through 8)	72,719			
10	Purchases	1,152,601			
11	Power Exchanges:				
12	Received				
13	Delivered				
14	Net Exchanges (Line 12 minus line 13)				
15	Transmission For Other (Wheeling)				
16	Received				
17	Delivered				
18	Net Transmission for Other (Line 16 minus line 17)				
19	Transmission By Others Losses				
20	TOTAL (Enter Total of lines 9, 10, 14, 18 and 19)	1,225,320			

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4	
MONTHLY PEAKS AND OUTPUT						
<p>1. Report the monthly peak load and energy output. If the respondent has two or more power which are not physically integrated, furnish the required information for each non- integrated system.</p> <p>2. Report in column (b) by month the system's output in Megawatt hours for each month.</p> <p>3. Report in column (c) by month the non-requirements sales for resale. Include in the monthly amounts any energy losses associated with the sales.</p> <p>4. Report in column (d) by month the system's monthly maximum megawatt load (60 minute integration) associated with the system.</p> <p>5. Report in column (e) and (f) the specified information for each monthly peak load reported in column (d).</p>						
NAME OF SYSTEM: Integrated System						
Line No.	Month (a)	Total Monthly Energy (b)	Monthly Non-Requirements Sales for Resale & Associated Losses (c)	MONTHLY PEAK		
				Megawatts (See Instr. 4) (d)	Day of Month (e)	Hour (f)
29	January	107,822	9,113	133	15	1800
30	February	100,436	7,984	126	4	1900
31	March	114,691	10,952	123	2	900
32	April	106,971	22,588	104	6	1100
33	May	99,270	11,496	102	27	900
34	June	89,278	9,552	136	24	1400
35	July	105,143	922	139	27	1400
36	August	103,330	765	128	13	1500
37	September	95,727	6,817	114	8	1400
38	October	102,455	21,749	113	12	2000
39	November	101,541	12,309	115	30	1800
40	December	98,656	5,340	136	16	1900
41	TOTAL	1,225,320	119,587			

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report 2009/Q4
Upper Peninsula Power Company			
FOOTNOTE DATA			

Schedule Page: 401 Line No.: 10 Column: b

Purchases have been reported in accordance with FERC Order 668 which requires transactions for real-time and day-ahead Region Transmission Organization administered energy markets to be separately reported for each hour. The total purchases when the MISO purchases and sales are netted on an hourly basis are 1,059,885.

Schedule Page: 401 Line No.: 24 Column: b

Non-requirement Sales for Resale have been reported in accordance with FERC Order 668 which requires transactions for the real-time and day-ahead Regional Transmission Organization administered energy markets to be separately reported for each hour. The total sales when the MISO purchases and sales are netted on an hourly basis are 117,704.

Schedule Page: 401 Line No.: 29 Column: Sys

Integrated System:

	12 months
	<u>Total KW</u>
Total monthly UPPCO Customers Non Coincident Peak Load at Substation Level	3,330,387
Total monthly UPPCO Customers Non Coincident Peak Load at Primary Feeder Level	2,847,796

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)

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

Line No.	Item (a)	Plant Name: Portage (b)	Plant Name: Gladstone (c)
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear)	Gas Turbine	Gas Turbine
2	Type of Constr (Conventional, Outdoor, Boiler, etc)	Conventional	Conventional
3	Year Originally Constructed	1973	1975
4	Year Last Unit was Installed	1975	1987
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)	22.60	22.60
6	Net Peak Demand on Plant - MW (60 minutes)	0	0
7	Plant Hours Connected to Load	852	0
8	Net Continuous Plant Capability (Megawatts)	0	0
9	When Not Limited by Condenser Water	0	0
10	When Limited by Condenser Water	0	0
11	Average Number of Employees	2	1
12	Net Generation, Exclusive of Plant Use - KWh	8121920	0
13	Cost of Plant: Land and Land Rights	7353	55663
14	Structures and Improvements	102916	110212
15	Equipment Costs	3402044	2278375
16	Asset Retirement Costs	0	0
17	Total Cost	3512313	2444250
18	Cost per KW of Installed Capacity (line 17/5) Including	155.4121	108.1527
19	Production Expenses: Oper, Supv, & Engr	82818	6556
20	Fuel	2379676	36906
21	Coolants and Water (Nuclear Plants Only)	0	0
22	Steam Expenses	0	0
23	Steam From Other Sources	0	0
24	Steam Transferred (Cr)	0	0
25	Electric Expenses	0	0
26	Misc Steam (or Nuclear) Power Expenses	0	0
27	Rents	0	0
28	Allowances	0	0
29	Maintenance Supervision and Engineering	11287	35243
30	Maintenance of Structures	0	252
31	Maintenance of Boiler (or reactor) Plant	0	0
32	Maintenance of Electric Plant	79423	24400
33	Maintenance of Misc Steam (or Nuclear) Plant	0	0
34	Total Production Expenses	2553204	103357
35	Expenses per Net KWh	0.3144	0.0000
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)		
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)		
38	Quantity (Units) of Fuel Burned	26740 0 0	391 0 0
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	138493 0 0	138200 0 0
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	0.000 0.000 0.000	0.000 0.000 0.000
41	Average Cost of Fuel per Unit Burned	0.000 0.000 0.000	0.000 0.000 0.000
42	Average Cost of Fuel Burned per Million BTU	0.000 0.000 0.000	0.000 0.000 0.000
43	Average Cost of Fuel Burned per KWh Net Gen	0.000 0.000 0.000	0.000 0.000 0.000
44	Average BTU per KWh Net Generation	0.000 0.000 0.000	0.000 0.000 0.000

Name of Respondent Upper Peninsula Power Company		This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants)					
1. Large plants are hydro plants of 10,000 Kw or more of installed capacity (name plate ratings) 2. If any plant is leased, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, indicate such facts in a footnote. If licensed project, give project number. 3. If net peak demand for 60 minutes is not available, give that which is available specifying period. 4. If a group of employees attends more than one generating plant, report on line 11 the approximate average number of employees assignable to each plant.					
Line No.	Item (a)	FERC Licensed Project No. 1864 Plant Name: Victoria (b)	FERC Licensed Project No. 0 Plant Name: (c)		
1	Kind of Plant (Run-of-River or Storage)	Storage			
2	Plant Construction type (Conventional or Outdoor)	Conventional			
3	Year Originally Constructed	1930			
4	Year Last Unit was Installed	1930			
5	Total installed cap (Gen name plate Rating in MW)	12.00	0.00		
6	Net Peak Demand on Plant-Megawatts (60 minutes)	11	0		
7	Plant Hours Connect to Load	6,039	0		
8	Net Plant Capability (in megawatts)				
9	(a) Under Most Favorable Oper Conditions	13	0		
10	(b) Under the Most Adverse Oper Conditions	6	0		
11	Average Number of Employees	4	0		
12	Net Generation, Exclusive of Plant Use - Kwh	44,590,240	0		
13	Cost of Plant				
14	Land and Land Rights	514,903	0		
15	Structures and Improvements	425,125	0		
16	Reservoirs, Dams, and Waterways	17,459,526	0		
17	Equipment Costs	2,658,222	0		
18	Roads, Railroads, and Bridges	307,025	0		
19	Asset Retirement Costs	0	0		
20	TOTAL cost (Total of 14 thru 19)	21,364,801	0		
21	Cost per KW of Installed Capacity (line 20 / 5)	1,780.4001	0.0000		
22	Production Expenses				
23	Operation Supervision and Engineering	216,573	0		
24	Water for Power	0	0		
25	Hydraulic Expenses	235,179	0		
26	Electric Expenses	41,631	0		
27	Misc Hydraulic Power Generation Expenses	240,728	0		
28	Rents	0	0		
29	Maintenance Supervision and Engineering	27,453	0		
30	Maintenance of Structures	0	0		
31	Maintenance of Reservoirs, Dams, and Waterways	100,771	0		
32	Maintenance of Electric Plant	141,553	0		
33	Maintenance of Misc Hydraulic Plant	4,368	0		
34	Total Production Expenses (total 23 thru 33)	1,008,256	0		
35	Expenses per net KWh	0.0226	0.0000		

Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)

5. The items under Cost of Plant represent accounts or combinations of accounts prescribed by the Uniform System of Accounts. Production Expenses do not include Purchased Power, System control and Load Dispatching, and Other Expenses classified as "Other Power Supply Expenses."

6. Report as a separate plant any plant equipped with combinations of steam, hydro, internal combustion engine, or gas turbine equipment.

FERC Licensed Project No. 0 Plant Name: (d)	FERC Licensed Project No. 0 Plant Name: (e)	FERC Licensed Project No. 0 Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
			8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
			13
0	0	0	14
0	0	0	15
0	0	0	16
0	0	0	17
0	0	0	18
0	0	0	19
0	0	0	20
0.0000	0.0000	0.0000	21
			22
0	0	0	23
0	0	0	24
0	0	0	25
0	0	0	26
0	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
0	0	0	32
0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35

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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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GENERATING PLANT STATISTICS (Small Plants)

1. Small generating plants are steam plants of, less than 25,000 Kw; internal combustion and gas turbine-plants, conventional hydro plants and pumped storage plants of less than 10,000 Kw installed capacity (name plate rating). 2. Designate any plant leased from others, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, and give a concise statement of the facts in a footnote. If licensed project, give project number in footnote.

Line No.	Name of Plant (a)	Year Orig. Const. (b)	Installed Capacity Name Plate Rating (In MW) (c)	Net Peak Demand MW (60 min.) (d)	Net Generation Excluding Plant Use (e)	Cost of Plant (f)
1	HYDRO:					
2	Prickett	1931	2.20	2.2	5,578	2,690,863
3	Hoist*	1925	4.40	3.0	9,533	16,104,448
4	McClure	1919	8.00	8.6		3,428,474
5	AuTrain	1910	0.90	1.0	5,128	44,889
6	Cataract	1929	2.00	1.3	-11	6,465
7						
8						
9	* Includes Silver Lake					
10						
11						
12						
13						
14						
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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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GENERATING PLANT STATISTICS (Small Plants) (Continued)

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

Plant Cost (Incl Asset Retire. Costs) Per MW (g)	Operation Exc'l. Fuel (h)	Production Expenses		Kind of Fuel (k)	Fuel Costs (in cents (per Million Btu) (l)	Line No.
		Fuel (i)	Maintenance (j)			
						1
200,935	202,525		132,143			2
364,733	217,477		470,530			3
257,913	94,030		135,613			4
246,805	117,168		88,896			5
128,678	71,092		42,136			6
						7
						8
						9
						10
						11
						12
						13
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Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report 2009/Q4
Upper Peninsula Power Company			
FOOTNOTE DATA			

Schedule Page: 410 Line No.: 3 Column: h

Includes Silver Lake.

Schedule Page: 410 Line No.: 3 Column: j

Includes Silver Lake.

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/30/10		Year of Report 12/31/09	
CHANGES MADE OR SCHEDULED TO BE MADE IN GENERATING PLANT CAPACITIES Give below the information called for concerning changes in electric generating plant capacities during the year.							
A. Generating Plants or Units Dismantled, Remove from Service, Sold, or Leased to Others During Year 1. State in column (b) whether dismantled, removed from service, sold, or leased to another. Plants removed from service include those not maintained for regular or emergency service. 2. In column (f), give date dismantled, removed from service, sold, or leased to another. Designate complete plants as such.							
Line No.	Name of Plant (a)	Disposition (b)	Installed Capacity (in megawatts)			Date (f)	If Sold or Leased, Give Name and Address of Purchaser or Lessee (g)
			Hydro (c)	Steam (d)	(Other) (e)		
1							
2							
3							
4							
5							
6							
7							
B. Generating Units Scheduled for or Undergoing Major Modifications							
Line No.	Name of Plant (a)	Character of Modification (b)	Installed Plant Capacity After Modification (in MW) (c)	Estimated Dates of Construction			
				Start (d)	Completion (e)		
8	McClure	Penstock Rebuild	8.4	Sep-09	Dec-11		
9	Cataract	Penstock Rebuild	1.2	Sep-09	Dec-11		
10							
11							
12							
13							
14							
C. New Generating Plants Scheduled for or Under Construction							
Line No.	Plant Name & Location (a)	TYPE (Hydro, pumped storage, steam, internal comb., gas-turbine, nuclear, etc. (b)	Installed Capacity (in megawatts)		Estimated Dates of Construction		
			Initial (c)	Ultimate (d)	Start (e)	Completion (f)	
15							
16							
17							
18							
19							
20							
21							
D. New Units in Existing Plants Scheduled for or Under Construction							
Line No.	Plant Name & Location (a)	TYPE (Hydro, pumped storage, steam, internal comb., gas-turbine, nuclear, etc. (b)	Unit (c)	Size of Unit (in megawatts) (d)	Estimated Dates of Construction		
					Start (e)	Completion (f)	
22							
23							
24							
25							
26							
27							
28							

Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/30/10		Year of Report 12/31/09	
HYDROELECTRIC GENERATING PLANTS							
1. Report on this page Hydro plants of 10,000 Kw (name plate rating) or more of installed capacity. 2. Report the information called for concerning generating plants and equipment at year end. Show associated prime movers and generators on the same line. 3. Exclude from this schedule, plant, the book cost of which is included in Account 121, <i>Nonutility Property</i> , 4. Designate any plant or portion thereof for which				the responsibility is not the sole owner. If such property is leased from another company, give name of lessor, date and term of lease, and annual rent. For any generating plant, other than a leased plant, or portion thereof, for which the respondent is not the sole owner but which respondent operates of shares in the operation of, furnish a succinct statement explaining the arrangement and giving particulars			
Line No.	Name of Plant (a)	Location (b)	Name of Stream (c)	Water Wheels <i>(In column (e), indicate whether horizontal or vertical. Also indicate type of runner-Francis (F), fixed propeller (FP), automatically adjustable propeller (AP), Impulse (I). Designate reversible type of units by appropriate footnote)</i>			
				Attended or Unattended (d)	Type of Unit (e)	Year Installed (f)	Gross Static Head with Pond Full (g)
1	Victoria	Rockland MI	Ontonagon	Unattended	Vertical	1930	215
2							
3							
4							
5							
6							
7							
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Name of Respondent Upper Peninsula Power Company			This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/30/10		Year of Report 12/31/09			
HYDROELECTRIC GENERATING PLANTS (Continued)										
(details) as to such matters as percent ownership by respondent, name of co-owner, basis of sharing output, expenses, or revenues, and how expenses and/or revenues are accounted for and accounts affected. Specify if lessor, co-owner, or other party is an associated company. 5. Designate any plant or portion thereof leased to another company, and give name of lessee, date and					term of lease and annual rent, and how determined. Specify whether lessee is an associated company. 6. Designate any plant or equipment owned, not operated, and not leased to another company. If such plant or equipment was not operated within the past year, explain whether it has been retired in the books of account or what disposition of the plant or equipment and its book cost are contemplated.					
Water Wheels (Continued)			Generators						Total Installed Generating Capacity (Name Plate Ratings in megawatts) (q)	Line No.
Design Head (h)	RPM (i)	Maximum Hp. Capacity of Unit at Design Head (j)	Year Installed (k)	Voltage (l)	Phase (m)	Fre- quency or d.c. (n)	Name Plate Rating of Unit (in MW) (o)	No. of Units in Plant (p)		
210	300	9000	1930	11500	3	60	6	2	12	1
										2
										3
										4
										5
										6
										7
										8
										9
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Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/30/10		Year of Report 12/31/09	
INTERNAL-COMBUSTION ENGINE AND GAS-TURBINE GENERATING PLANTS							
1. Include on this page internal-combustion engine and gas-turbine plants of 10,000 kilowatts and more. 2. Report the information called for concerning plants and equipment at end of year. Show associated prime movers and generators on the same line. 3. Exclude from this page, plant, the book cost of which is included in Account 121, <i>Nonutility Property</i> .				4. Designate any plants or portion thereof for which the respondent is not the sole owner. If such property is leased from another company, give name of lessor, date and term of lease, and annual rent. For any generating plant other than a leased plant, or portion thereof, for which the respondent is not the sole owner but which the respondent operates or shares in the			
Line No.	Name of Plant (a)	Location of Plant (b)	Prime Movers <i>In Column (e), indicate basic cycle for gas-turbine as open or closed; indicate basic cycle for internal-combustion as 2 or 4.</i>				
			Internal-Combustion or Gas-Turbine (c)	Year Installed (d)	Cycle (e)	Belted or Direct Connected (f)	
1	Portage Generating	South Range MI	Gas Turbine	1973	Open	Direct	
2							
3	Gladstone Generating	Gladstone MI	Gas Turbine	1987	Open	Direct	
4							
5							
6							
7							
8							
9							
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12							
13							
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Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) 04/30/10		Year of Report 12/31/09		
INTERNAL-COMBUSTION ENGINE AND GAS-TURBINE GENERATING PLANTS (Continued)								
operation of, furnish a succinct statement explaining the arrangement and giving particulars (details) as to such matters as percent of ownership by respondent, name of co-owner, basis of sharing output, expenses or revenues, and how expenses and/or revenues are accounted for and accounts affected. Specify if lessor, co-owner, or other party is an associated company.				term of lease and annual rent and how determined. Specify whether lessee is an associated company.				
5. Designate any plant or portion thereof leased to another company and give name of lessee, date and				6. Designate any plant or equipment owned, not operated, and not leased to another company. If such plant or equipment was not operated within the past year, explain whether it has been retired in the books of account or what disposition of the plant or equipment and its book cost are contemplated.				
Prime Movers (Continued)		Generators					Total Installed Generating Capacity	Line No.
Rated Hp of Unit (g)	Year Installed (h)	Voltage (i)	Phase (j)	Frequency of d.c. (k)	Name Plate Rating of Unit (In MW) (l)	No. of Units in Plant (m)	(Name Plate Ratings in Mw) (n)	
31900	1973	12500	3	60	22.6	1	22.6	1
31900	1987	12500	3	60	22.6	1	22.6	2
								3
								4
								5
								6
								7
								8
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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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SUBSTATIONS

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

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVA)		
			Primary (c)	Secondary (d)	Tertiary (e)
1	Freeman's Sub, Neg Twsp	Distribution	138.00	34.00	
2	Gladstone Sub, Gladstone	Distribution	12.50	69.00	
3					
4	Masonville, Mason Twsp*	Distribution	69.00	34.00	
5	McClure Pft, Ishp	Distribution	2.40	34.00	
6	Moblie Sub, Ishp	Distribution	138.00	69.00	
7	Portage Generating, Adams Twsp	Distribution	69.00	12.50	
8	Barnum Sub, Ishp	Distribution	34.00	12.50	
9	Barnum Sub. Ishp	Distribution	69.00	12.50	
10	Delta Sub, Wells Twsp	Distribution	69.00	12.50	
11	Elevation St, Hancock*	Distribution	69.00	12.50	
12	Sawyer AFB	Distribution	69.00	12.50	
13	Henry Street Sub, Hurontown*	Distribution	69.00	12.50	
14	Lake Mine, Greenland Twsp*	Distribution	69.00	7.20	
15	L'Anse Dist, L'Anse*	Distribution	69.00	12.50	
16	Lincoln Ave Sub, Iron River	Distribution	69.00	12.50	
17	M-38 Sub, Baraga Twsp*	Distribution	69.00	12.50	
18	Negaunee City, Neg *	Distribution	34.00	4.16	
19	Ontonagon Sub, Ont*	Distribution	69.00	12.50	
20	Munising Sub., City of Munising	Distribution	67.00	12.50	
21	Toiv Sub, Elm River Twsp*	Distribution	69.00	12.50	
22	Victoria, Rockland Twsp	Distribution	69.00	12.50	
23	Osceola Sub, Laurium *	Distribution	69.00	12.50	
24					
25					
26	24 Subs Under 10,000 KVA	Distribution			
27	Total		1460.90	438.86	
28					
29					
30	* Substations serving customers with				
31	energy for resale.				
32					
33					
34					
35					
36					
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Name of Respondent Upper Peninsula Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/19/2010	Year/Period of Report End of 2009/Q4
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SUBSTATIONS (Continued)

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

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

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	
25	1	1				1
37	1					2
						3
15	1					4
10	2					5
		1				6
37	1					7
12	2					8
12	1					9
14	1	1				10
24	2					11
11	2					12
11	1					13
1	1					14
28	2					15
32	2					16
6	1					17
6	3	1				18
7	1					19
12	1					20
1	1					21
20	2					22
45	2					23
						24
						25
103	32	25				26
469	63	29				27
						28
						29
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Name of Respondent Upper Peninsula Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) 04/30/10	Year of Report 12/31/09
ELECTRIC DISTRIBUTION METERS AND LINE TRANSFORMERS				
1. Report below the information called for concerning distribution watt-hour metes and line transformers. 2. Include watt-hour demand distribution meters, but not external demand meters. 3. Show in a footnote the number of distribution watt-hour meters or line transformers held by the respondent under lease from others, jointly owned with others, or held otherwise than by reason of sole ownership by the respondent. If 500 or more meters		or line transformers are held under a lease, give name of lessor, date and period of lease, and annual rent. If 500 or more moteres or line transformers are held other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of accounting for expenses between the parties, and state amounts and accounts affected in respondent's book of account. Specify in each case whether lessor, co-owner, or other party is an associated company.		
Line No.	Item (a)	Number of Watt-Hours Meters (b)	LINE TRANSFORMERS	
			Number (c)	Total Capacity (In Mva) (d)
1	Number at Beginning of Year	65,503	23,403	664
2	Additions During Year			
3	Purchases	1,057	331	11
4	Associated with Utility Plant Acquired			
5	TOTAL Additions (Enter Total of lines 3 and 4)	1,057	331	11
6	Reduction During Year			
7	Retirements	2,211	267	4
8	Associated with Utility Plant Sold		9	1
9	TOTAL Additions (Enter Total of lines 7 and 8)	2,211	276	5
10	Number at End of Year (Lines 1+ 5 - 9)	64,349	23,458	670
11	In Stock	2,487	781	60
12	Locked Meters on Customers' Premises			
13	Inactive Transformers on System			
14	In Customers' Use	61,862	22,677	610
15	In Companys' Use			
16	Total End of Year (Enter Total of lines 11 to 15. This line should equal line 10)	64,349	23,458	670

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