

THE ENERGY LANDSCAPE IS CHANGING.
OUR CUSTOMERS HAVE **QUESTIONS...**

WE ANSWER

2015

CORPORATE PERFORMANCE REPORT



WGL

ENERGY ANSWERS.
ASK US.

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OUR CUSTOMERS HAVE QUESTIONS...





WE ANSWER

2015

CORPORATE PERFORMANCE REPORT





ENERGY IMPACTS **EVERYTHING** WE DO.

Energy is indispensable, and an integral part of our everyday lives. At WGL, we provide unique solutions that give our customers more insight and control of their energy use, turning it from a cost into a strategic asset. Our answers increase efficiencies, lower costs and make it easier for customers to manage complex energy markets.



We are in the midst of a rapidly evolving energy marketplace.

Undergoing its greatest changes since the energy crises of the 1970s, the energy landscape is being shaped by the convergence of three revolutions. The shale gas revolution has enhanced our energy supply with an abundance of this clean, reliable resource. The renewable energy revolution is yielding new ways to expand the energy market and to establish more efficient, sustainable solutions. And the technology revolution, impacting almost every industry, has increased the customer's ability to more accurately control their connection to energy and, combined with social media, is significantly altering customer relationships and expectations.

These three dynamics are creating new opportunities for companies nimble enough to capitalize on them. In fiscal year 2015, WGL proved it is effectively aligning its utility-based strengths with evolving customer needs and the rapidly changing energy landscape of this century. Our transformation lies in the creativity and innovation of our solutions, but is driven by our core expertise in the safe, reliable delivery of energy services. We are committed to an asset-based growth strategy designed to provide the best solutions for customers and predictable, steady returns for shareholders. Our integrated and collaborative energy company of the 21st century is built upon 167 successful years and a robust portfolio that we believe positions us for reliable long-term growth.

As we strengthen our core natural gas utility business through upgraded infrastructure and with projects and investments that link our service area to enormous gas reserves in neighboring states, WGL is delivering energy answers that also include electricity, solar power, wind energy, carbon offsets and distributed generation.

We believe we are superbly positioned to grow in a market in which natural gas will remain abundant for the foreseeable future and new technologies enable energy to become more predictable, reliable, responsive and secure. Our solutions fulfill environmental objectives, increase jobs and economic development, improve security and sustain the communities we serve.

We provide these energy answers through the collaborative and proven expertise of the companies that comprise WGL: Washington Gas, WGL Energy Services, WGL Energy Systems, WGL Midstream and Hampshire Gas.

Together, WGL Holdings' companies achieved record results in FY2015 with non-GAAP operating earnings of \$158.2 million, or \$3.16 per share, an 18 percent non-GAAP operating EPS increase over FY2014. We realized a nine percent compounded annual growth rate in non-GAAP earnings per share since 2011. WGL increased its annual dividend by nine cents in FY2015, a five percent increase over last year, to \$1.85 per share. This marks the 39th consecutive year that the company has increased the dividend on its common stock. Segment highlights include the following:

- Washington Gas added more than 12,700 active customer meters. Utility service was available to 99.8 percent of customers without interruption this year.
- WGL Energy Services reported record adjusted EBIT of \$68.5 million, an increase of \$57.8 million over the previous year. WGL Energy Systems reported strong adjusted EBIT of \$16.8 million in 2015, a 37 percent increase over last year.
- WGL Midstream secured an opportunity to invest approximately \$210 to \$245 million for an interest in the Mountain Valley Pipeline project, a 300-mile pipeline to supply abundant, affordable natural gas from the Marcellus and Utica shale formations.
- The company accelerated carbon emission reduction and is well ahead of pace to achieve its 2020 objectives through pipeline replacement, energy efficiency measures at our sites and increasing the number of vehicles in our fleet running on compressed natural gas.
- WGL significantly exceeded our supplier diversity objectives and was recognized by the Women's Forum of New York for the diversity of our Board of Directors.
- Our highly engaged employees and their families exceeded WGL's goal for total volunteer hours by more than 22 percent through support of a wide range of programs designed to strengthen education, health and the environment in WGL's communities.
- By all measures, including system maintenance and construction, pipeline integrity and personnel safety, we are proud to say we delivered a strong safety performance during a year that included record cold temperatures. The safe delivery of natural gas and other energy services remains our number one priority.

Infrastructure development and expansion remain critical to the success of our company and our investments reflect this focus. In FY2015, we invested \$327.4 million in our regulated utility and \$42.7 million in midstream pipeline projects. Utility investments drove higher net revenue through our accelerated replacement programs and by accommodating customer growth. In addition to installed meters, this year we expanded our utility growth strategy to include economic development initiatives such as natural gas infrastructure expansion and single-meter large throughput solutions.

Our FY2015 investments also underscore our commitment to diversify our portfolio with owned assets that provide relatively predictable revenue streams. We invested \$158.3 million in distributed generation in 2015, adding new solar energy and fuel cell projects to our portfolio and bringing our total capital investment in this strategic market to \$500 million. WGL's assets now consist of more than 150MW of distributed generation capacity across 120 projects installed or under construction. We plan to increase distributed generation capacity by 50 percent in FY2016.

Customers of all types and sizes—consumers, corporations, governments and campuses—are seeking solutions that incorporate multiple resources, and that are reliable and environmentally friendly. Our foundational strength in the safe and reliable delivery of natural gas combined with asset-based investments in the broader energy spectrum, enable WGL's most differentiated offering: [Distributed Impact™](#).

Distributed Impact draws from resources across the energy spectrum. The integration of and redundancy enabled by diverse energy resources feeding into one intelligent solution increases security and reliability while enabling better control of energy spend to support our customers' profitability, sustainability and environmental goals.

Distributed Impact has the potential to shape how entire communities are powered and to change the perception of energy from a cost to an asset. And, it is just one of the ways we are contributing to the communities we serve. We are also proud of a long-standing, high-impact commitment to volunteerism and philanthropy supported by our 1,500 employees who serve educational, health and environmental needs throughout our service territory.

Our FY2015 financial performance, and the company that WGL is today, are best understood through the strengths that guide our decisions and our customer and community interactions. On the pages that follow, we'll show you how we **lead, anticipate, innovate and listen**. These are some of the qualities that guide the transformation of our company to address a dynamic and rapidly changing energy industry. When you're looking for Energy Answers, Ask Us.

A handwritten signature in blue ink, appearing to read "Terry D. McCallister".

Terry D. McCallister
Chairman and Chief Executive Officer

A handwritten signature in blue ink, appearing to read "Adrian P. Chapman".

Adrian P. Chapman
President and Chief Operating Officer





Serving energy customers for

167 YEARS

WE LEAD

WGL has delivered safe and reliable natural gas service to residential, business and industrial customers for generations.

Safety and reliability remain our top priorities. In FY2015, we experienced record cold weather throughout the Washington Gas service territory, recording our highest single day send-out ever and seven of our all-time top 25 days of gas send-out. We are proud that the Washington Gas distribution system operated safely and continuously during these extreme conditions. The core of our business, natural gas, continues to keep communities warm throughout the winter months.

We are an industry leader in natural gas and an expert in managing energy infrastructure that safely and reliably moves supply to where it is needed most.





ENERGY ANSWERS

At WGL, we do more than provide energy. We pride ourselves on delivering beneficial energy answers. As the examples below demonstrate, we listen to the challenges of our customers and communities, and work in partnership with them to develop the right solution.

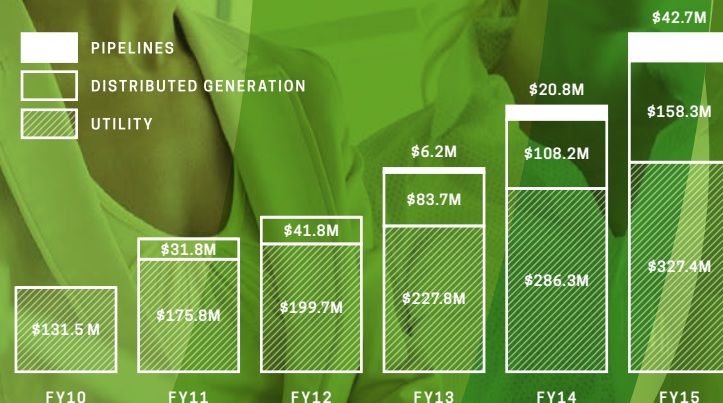
SYSTEM EXPANSION

Glen Echo, Maryland, is a small community on the Potomac River. Town leaders and residents expressed a desire for natural gas, but first needed to resolve unique infrastructure build-out challenges and secure certain regulatory approvals. Washington Gas worked with the Glen Echo mayor to convene community meetings with residents, utility representatives and government entities. With all issues resolved, Washington Gas committed to help residents access lower energy costs. As a result, more than 75 percent of the residents switched to natural gas and are now enjoying lower energy bills and a reliable energy resource.

MULTI-FAMILY DEVELOPMENT

Washington Gas identified an opportunity to help developers of multi-family housing projects in Maryland bring affordable, efficient natural gas to their residents. Builders were defaulting to electric-only homes due to the higher initial investments required for builders to install natural gas facilities in each unit. WGL worked with Maryland stakeholders and regulators to develop incentives to install natural gas meters to lower energy bills and reduce carbon emissions. The program went into effect in FY2015 and, as a result, the number of multi-family units with individually metered natural gas service in Maryland increased by 64 percent over the previous year. The innovative regulatory and public policy program is a win for customers, the environment and WGL shareholders.

Solutions like those delivered by Washington Gas for the Glen Echo community and multi-family market in Maryland demonstrate the fundamental value of natural gas as a clean energy source that fuels economic development and improves the standard of living. The safe, reliable delivery of this valuable resource is our core strength and we continue to invest in local distribution and transmission pipelines to expand its availability to more customers in the Washington Gas service territory and in other markets. We are dedicated to an effective regulatory strategy that drives accelerated pipe replacement while delivering earnings growth. We will invest more than \$1.9 billion over the next five years on natural gas system upgrades. Our five-year plan also includes \$757.9 million in WGL Midstream pipeline investments to meet the growing demand for affordable natural gas in the Northeast and mid-Atlantic regions.



\$528M

FY15 utility, distributed generation,
and pipeline investments

WE ANTICIPATE

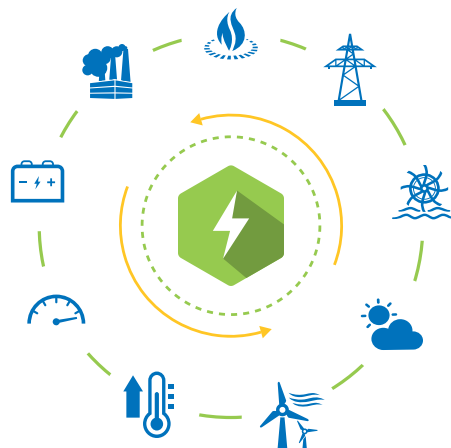
The future of WGL is the future of energy—diversified, innovative and expanding. From the revolutionary growth in natural gas supply to investments in distributed generation assets and midstream infrastructure projects, WGL's energy diversity benefits both consumers and shareholders. Our portfolio of energy products provides sustainable solutions for customers while offering investors more growth opportunities with mitigated risk. Just as a robust and diversified energy industry strengthens economic and national security, so too does a holistic energy approach provide multiple benefits for our customers and shareholders. WGL anticipates market dynamics and is ready with the right solution as customer needs evolve.



DISTRIBUTED IMPACT VISION

Distributed Impact draws from resources across the energy spectrum, including natural gas infrastructure, power and gas distribution, solar and wind power, and other resource combinations such as carbon offsets, storage and energy efficiency. While the term Distributed Impact is relatively new, the concept of distributed energy has been central to WGL's business strategy for years. For example, we expanded our relationship with The Catholic University of America, a long-standing natural gas customer, to include wind power and asset-owned solar power. The solar system we installed was the largest in the Washington, D.C., area at the time and was critical to meeting the university's sustainability goals. Our partnership with the U.S. General Services Administration (GSA) evolved in a similar way. An existing utility customer, this year we were selected by the GSA to deliver solar, wind and electricity to this large federal customer and its locations throughout the District of Columbia and Maryland.


With the market clearly signaling growing demand for distributed energy solutions that integrate traditional energy infrastructure and renewable energy sources, WGL formally launched Distributed Impact this year. Soon after, we were invited to submit a Distributed Impact proposal for The Parks at Walter Reed, a 66-acre, multi-use real estate development project in the District of Columbia. Selected in a competitive process, our solution is designed to



increase energy efficiency and reduce construction costs. The solution provides for onsite power as well as heating and cooling through secure and resilient central plants owned by WGL. Ancillary power and natural gas infrastructure services to meet incidental customer demands will also be provided by WGL. As part of the project, we will provide technical support to designers and developers, including recommendations for the most energy-efficient components to include in their new and renovated building designs, as well as microgrid specifications to ensure safe, reliable delivery of services.

WGL's selected solution for The Parks at Walter Reed is designed to harness natural gas as the primary source of fuel for its onsite generation, alongside renewable power options and energy storage systems which will mitigate fuel price volatility, provide long-term operational efficiency and deliver competitive energy rates to customers. The project is a clear reflection of our efforts in FY2015 to drive utility growth by extending natural gas infrastructure to support emerging eco-district/campus opportunities. The ability to increase energy efficiency and intelligently and reliably connect that demand with environmentally sustainable onsite generation distinguishes this as a Distributed Impact solution.



An aerial architectural rendering of a large urban development. The scene shows a mix of historic red-brick buildings and modern multi-story structures with green roofs. A prominent feature is a tall, slender, glass-enclosed tower. The area is interspersed with trees, streets with cars, and a bus. In the background, a dense forest is visible.

Rendering of The Parks at Walter Reed provided by Torti Gallas Urban Partners

73%

increase in overall WGL distributed
generation megawatt hours in 2015

WGL's FY2015 non-GAAP operating
earnings per share increased

18%

WE INNOVATE

WGL delivers innovative energy solutions to meet a diverse set of customer needs. With more than 1.4 million customers that include individual consumers, commercial enterprises, federal and state government agencies, and campuses, we understand the need for creative energy answers drawn from a portfolio that includes natural gas, electricity, distributed generation, green power and efficiency services.







POWERING BUSINESS

WGL collaborates closely with businesses and other organizations to develop customized solutions tailored to their unique energy needs. We believe that effective collaboration leads to sustained customer relationships that evolve and grow as the energy market changes.

INDIANA POWER & LIGHT AUTHORITY DEPARTMENT

Part of WGL's ability to generate 150,000 megawatt hours of power in the past year was a partnership with the Indiana Power & Light Authority Department. The solar system we developed in Indiana, one of the newer states in which WGL now operates, includes the provision of power to organizations such as the Indiana Airport Authority.

FUEL CELL PROJECT—SEVONE

WGL added a fourth fuel cell project in FY2015, a system for SevOne, a digital infrastructure management company. The 500 kW fuel cell, initiated in September and expected to be operational in FY2016, will provide SevOne's data center with reliability and energy security. If there is an interruption of service from the main grid, the fuel cell will continue to run, as will the SevOne data center.

WIRELESS NETWORK BACKUP

A major wireless communications service provider sought to bolster its cellular network resiliency in the event of a power outage. Washington Gas supported the installation of natural gas generators at hundreds of cell towers across the District of Columbia. The distributed generation system serves as critical backup in the event of an emergency, supporting public safety and national security.

POWERING GOVERNMENT

U.S. GENERAL SERVICES ADMINISTRATION

In FY2015, WGL Energy Services was awarded a major contract by the U.S. General Services Administration to provide power to the vast majority of federal government facilities in the District of Columbia and Maryland. The estimated electricity load over the term of the contract is 3.3 million megawatt hours provided from the WGL Energy Services portfolio of electricity, natural gas, solar and wind solutions.

ARCHITECT OF THE CAPITOL

A recently awarded energy efficiency system contract with the Architect of the Capitol (AoC) demonstrates the strong competitive position we have established by delivering high-value solutions that draw from the entire WGL portfolio. The AoC is responsible for the maintenance, operation, development and preservation of 17.4 million square feet of federal buildings, including ensuring these facilities meet current sustainability standards. A distribution customer served by Washington Gas and through the WGL Energy Services contract with the GSA, the AoC recently selected WGL Energy Systems to develop a 7.5MW natural gas co-generation system for its electricity and heating and cooling requirements. This innovative public-private solution will deliver significant energy efficiency benefits to the AoC and supports the federal government's sustainability goals by reducing its carbon footprint.

WASHINGTON, D.C., GOVERNMENT

WGL won the electricity service and supply contract awarded by the District of Columbia's Department of General Service in FY2015. This contract allows WGL to supply electricity to more than 700 city government accounts, providing approximately 400,000 megawatt hours of electricity to the city. This energy solution provides a flexible way to ensure that Washington, D.C., meets its renewable energy goals, as the electricity provided comes from a complete ecosystem of energy sources, including solar and wind.







WGL is on pace to achieve its 2020 target to
reduce greenhouse gas emissions by

70%

WE LISTEN

WGL understands our responsibility as a corporate citizen and environmental steward to improve our communities and sustain and protect our environment. At our LEED Gold-certified Washington Gas facility in Springfield, Virginia, approximately 40 percent of the building's base load electricity needs are supplied by a fuel cell. More than 30 percent of the building's materials are from recycled content. WGL's utility fleet reduced its carbon footprint by 25 percent. Based on progress since 2010, we expect to achieve the 70 percent reduction in greenhouse gas emissions from our fleet and facilities earlier than our 2020 target date. Through accelerated pipeline replacement initiatives, we are also on track to achieve an 18 percent reduction in emissions for every unit of natural gas delivered by 2020.



ENERGIZING COMMUNITIES

Our employees are dedicated to giving back to our communities in ways that extend beyond energy supply. In FY2015, WGL employees and their families volunteered more than 12,800 hours of their time to a variety of community service projects. WGL is consistently in the top 25 of the *Washington Business Journal's* annual corporate philanthropy ranking based on total number of employee volunteer hours.

JUNIOR ACHIEVEMENT

Washington Gas is a long-time supporter of Junior Achievement of Greater Washington and this year became a sponsor of JA Finance Park®, a financial literacy center committed to inspiring middle school students in Maryland to be financially capable. Washington Gas developed the energy education experience at JA Finance Park®, named the “YOU-tility Challenge,” which includes an interactive 3-D house and touch-screen game that help students better understand energy efficiency.

LIGHT THE NIGHT

WGL employees were the top corporate fundraisers for the 2015 National Capital Area's Light The Night Walk to benefit the Leukemia & Lymphoma Society (LLS). Company employees held creative fundraisers in 2015 that made us the first Light The Night corporate team in our region to surpass \$1 million in cumulative contributions to LLS.

WASHINGTON AREA FUEL FUND

Our signature philanthropic program, the Washington Area Fuel Fund (WAFF), pays for all types of fuel each winter to heat the homes of Washington, D.C., metropolitan area residents in need. The Salvation Army disburses funds through its 12 offices in the metropolitan region while Washington Gas funds administrative, promotional and fundraising expenses. Since 1983, WAFF has disbursed more than \$23 million to help more than 267,000 people stay warm in the winter.

DAY OF WEATHERIZATION

WGL's Day of Weatherization prepares homes of low-income and elderly residents for winter. Hundreds of employees, including company leadership, annually volunteer to weatherize scores of Washington, D.C., area homes. In 2015, solar power was installed in four homes as a new element to the Day of Weatherization, WGL's largest annual single-day employee volunteer event.







WE ARE WGL

Our progress in FY2015 demonstrates our ability to provide unique solutions in a complex energy market. We expect even greater success in the coming years as we lead in creative energy answers and continue to invest in owned infrastructure. WGL's strong performance in FY2015 would not have been possible without the hard work and collaboration of our skilled employees.



**Washington
Gas™**

A WGL Company

A regulated natural gas utility providing safe, reliable natural gas service to more than 1.1 million customers in the District of Columbia, Maryland and Virginia. Through Washington Gas, we have provided energy to residential, commercial and industrial customers for 167 years.



**WGL
Energy™**

A WGL Entity

WGL Energy delivers a full ecosystem of energy offerings, including natural gas, electricity, renewable energy, carbon reduction and energy efficiency provided by WGL Energy Services, Inc. and distributed generation from WGL Energy Systems, Inc.



**WGL
Midstream™**

A WGL Company

WGL Midstream specializes in the investment, management, development and optimization of natural gas storage and transportation projects. WGL Midstream's customers and counterparties include producers, utilities, LNG exporters, local distribution companies, power generators, wholesale energy suppliers, pipelines and storage facilities.



**Hampshire
Gas™**

A WGL Company

An owner and operator of interests in natural gas storage facilities in and around Hampshire County, West Virginia. Hampshire Gas provides exclusive storage services to Washington Gas.

**The WGL family of companies has Energy Answers.
Ask Us.**

FINANCIAL HIGHLIGHTS

Reconciliation of Non-GAAP Financial Measures (Unaudited)

The following table summarizes the reconciliation of adjusted EBIT to income before income taxes:

	Fiscal Year Ended September 30,	
(In thousands)	2015	2014
ADJUSTED EBIT		
Washington Gas and Hampshire	\$235,713	\$244,359
Retail energy-marketing	68,459	10,653
Commercial energy systems	16,803	12,258
Midstream energy services	(3,571)	5,144
Other activities ⁽¹⁾	(4,042)	(7,951)
Eliminations	(1,013)	(167)
TOTAL	\$312,349	\$264,296
Non-GAAP adjustments ⁽²⁾	(45,455)	(62,044)
Interest expense	50,511	37,738
INCOME BEFORE INCOME TAXES	\$216,383	\$164,514
Income tax expense	83,804	57,254
Dividends on Washington Gas preferred stock	1,320	1,320
NET INCOME APPLICABLE TO COMMON STOCK	\$131,259	\$105,940

The following table represents the reconciliation of operating earnings to net income applicable to common stock:

	Fiscal Year Ended September 30,	
(In thousands, except per share data)	2015	2014
Operating earnings	\$158,247	\$138,952
Non-GAAP adjustments ⁽²⁾	(45,455)	(62,044)
Income tax expense on non-GAAP adjustments	18,467	25,411
Regulatory asset—tax effect Medicare Part D	—	3,621
NET INCOME APPLICABLE TO COMMON STOCK	\$131,259	\$105,940
DILUTED AVERAGE COMMON SHARES OUTSTANDING	50,060	51,770
Operating earnings per share	\$ 3.16	\$ 2.68
Per share effect of non-GAAP adjustments	(0.54)	(0.63)
DILUTED EARNINGS PER AVERAGE COMMON SHARE	\$ 2.62	\$ 2.05

⁽¹⁾Activities and transactions that are not significant enough on a stand-alone basis to warrant treatment as an operating segment and that do not fit into one of our four operating segments.

⁽²⁾Fiscal year 2015 includes adjustments related to: (i) unrealized mark-to-market valuations on energy-related derivatives of \$(32.9) million (of which \$(20.7) million related to retail energy-marketing); a \$(4.1) million reclassification of distributed generation asset-related investment tax credits and \$(3.0) million of unrecovered government contracting costs related to commercial energy systems; an investment impairment of \$(5.6) million; and other adjustments of \$0.1 million. Fiscal year 2014 primarily includes adjustments related to unrealized mark-to-market valuations of \$(61.4) million (\$(66.2) million of which related to Washington Gas and \$3.4 million of which related to retail energy-marketing) and \$(0.6) of net other adjustments (including \$(5.4) million of aggregate adjustments relating to commercial energy systems).

COMPANY OFFICERS

COMPANY OFFICERS
(1) WGL Holdings, Inc.
(2) Washington Gas



Terry D. McCallister ^(1, 2)
Chairman of the Board and
Chief Executive Officer



Adrian P. Chapman ^(1, 2)
President and
Chief Operating Officer



Vincent L. Ammann, Jr. ^(1, 2)
Senior Vice President and
Chief Financial Officer



Gautam Chandra ^(1, 2)
Senior Vice President



William R. Ford ^(1, 2)
Vice President and
Chief Accounting Officer



Luanne S. Gutermuth ^(1, 2)
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Chief Human Resources Officer



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Vice President and
Chief Revenue Officer



Rick Moore ⁽¹⁾
Vice President,
Corporate Development



Leslie T. Thornton ^(1, 2)
Senior Vice President, General
Counsel and Corporate Secretary



Marcellous P. Frye, Jr. ⁽²⁾
Vice President



Anthony M. Nee ^(1, 2)
Vice President and Treasurer



Mark A. Lowe ⁽²⁾
Vice President



Roberta Willis Sims ⁽²⁾
Vice President



Douglas A. Staebler ⁽²⁾
Senior Vice President



Tracy L. Townsend ⁽²⁾
Vice President

BOARD OF DIRECTORS

COMMITTEE MEMBERSHIP

- (1) Executive
- (2) Audit
- (3) Human Resources
- (4) Governance



Terry D. McCallister⁽¹⁾
*Chairman of the Board and
Chief Executive Officer
WGL Holdings, Inc. and
Washington Gas*



Michael D. Barnes^(1,4)
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