XCEL ENERGY INC Form U-13-60 April 30, 2003

> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

> > FORM U-13-60

ANNUAL REPORT

FOR THE PERIOD

BEGINNING JANUARY 1, 2002 AND ENDING DECEMBER 31, 2002

TO THE

U.S. SECURITIES AND EXCHANGE COMMISSION

OF

XCEL ENERGY SERVICES INC. (Exact Name of Reporting Company)

A Subsidiary SERVICE COMPANY ("Mutual" or "Subsidiary")

Date of Incorporation April 2, 1997

State or Sovereign Power under which Incorporated or Organized: Delaware

Location of Principal Executive Offices of Reporting Company: Minneapolis, MN

Name, title, and address of officer to whom correspondence concerning this report should be addressed:

(Name)

David E. Ripka Vice President and Controller 800 Nicollet Mall Minneapol (Title)

(Address)

Name of Principal Holding Company Whose Subsidiaries are served by Reporting Company:

XCEL ENERGY INC.

INSTRUCTIONS FOR USE OF FORM U-13-60

- 1. TIME OF FILING. --Rule 94 provides that on or before the first day of May in each calendar year, each mutual service company and each subsidiary service company as to which the Commission shall have made a favorable finding pursuant to Rule 88, and every service company whose application for approval or declaration pursuant to Rule 88 is pending shall file with the Commission an annual report on Form U-13-60 and in accordance with the Instructions for that form.
- 2. NUMBER OF COPIES. --Each annual report shall be filed in duplicate. The company should prepare and retain at least one extra copy for itself in case correspondence with reference to the report becomes necessary.
- 3. PERIOD COVERED BY REPORT. --The first report filed by any company shall cover the period from the date the Uniform System of Accounts was required to be made effective as to that company under Rules 82 and 93 to the end of that calendar year. Subsequent reports should cover a calendar year.
- 4. REPORT FORMAT. --Reports shall be submitted on the forms prepared by the Commission. If the space provided on any sheet of such form is inadequate, additional sheets may be inserted of the same size as a sheet of the form or folded to each size.
- 5. MONEY AMOUNTS DISPLAYED. --All money amounts required to be shown in financial statements may be expressed in whole dollars, in thousands of dollars or in hundred thousands of dollars, as appropriate and subject to provisions of Regulation S-X (210.3-01(b)).
- 6. DEFICITS DISPLAYED. --Deficits and other like entries shall be indicated by the use of either brackets or a parenthesis with corresponding reference in footnotes. (Regulation S-X, 210.3-01(c))
- 7. MAJOR AMENDMENTS OR CORRECTIONS. —Any company desiring to amend or correct a major omission or error in a report after it has been filed with the Commission shall submit an amended report including only those pages, schedules, and entries that are to be amended or corrected. A cover letter shall be submitted requesting the Commission to incorporate the amended report changes and shall be signed by a duly authorized officer of the company.
- 8. DEFINITIONS. --Definitions contained in Instruction 01-8 to the Uniform System of Accounts for Mutual Service Companies and Subsidiary Service Companies, Public Utility Holding Company Act of 1935, as amended February 2, 1979 shall be applicable to words or terms used specifically within this Form U-13-60.
- 9. ORGANIZATION CHART. -- The service company shall submit with each annual report a copy of its current organization chart.
- 10. METHODS OF ALLOCATION. —The service company shall submit with each annual report a listing of the currently effective methods of allocation being used by the service company and on file with the Securities and Exchange Commission pursuant to the Public Utility Holding Company Act of 1935.
- 11. ANNUAL STATEMENT OF COMPENSATION FOR USE OF CAPITAL BILLED. —The service company shall submit with each annual report a copy of the annual statement supplied to each associate company in support of the amount of compensation for use of capital billed during the calendar year.

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LISTING OF SCHEDULES AND ANALYSIS OF ACCOUNTS

Description of Schedules and Accounts	Schedule or Account Number
Comparative Balance Sheets	Schedule I
Service Company Property	Schedule II
Accumulated Provision for Depreciation and Amortization of Service Company Property	Schedule III
Investments	Schedule IV
Accounts Receivable from Associate Companies	Schedule V
Fuel Stock Expenses Undistributed	Schedule VI
Stores Expense Undistributed	Schedule VII
Miscellaneous Current and Accrued Assets	Schedule VIII
Miscellaneous Deferred Debits	Schedule IX
Research, Development, or Demonstration Expenditures	Schedule X
Proprietary Capital	Schedule XI
Long-Term Debt	Schedule XII
Current and Accrued Liabilities	Schedule XIII
Notes to Financial Statements	Schedule XIV
Comparative Statement of Income	Schedule XV
Analysis of Billing - Associate Companies	Account 457
Analysis of Billing - Nonassociate Companies	Account 458
Analysis of Charges for Service - Associate and Nonassociate Companies	Schedule XVI
Schedule of Expense by Department or Service Function	Schedule XVII
Departmental Analysis of Salaries	Account 920
Outside Services Employed	Account 923
Employee Pensions and Benefits	Account 926
General Advertising Expenses	Account 930.1

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Description of Schedules and Accounts

Miscellaneous General Expenses

Account 930.2

Rents

Account 931

Taxes Other Than Income Taxes

Account 408

Donations

Account 426.1

Other Deductions

Account 426.5

Notes to Statements of Income

LISTING OF INSTRUCTIONAL FILING REQUIREMENTS

Organization Chart

Methods of Allocation

Annual Statement of Compensation for Use of Capital Billed

Signature Clause

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SCHEDULE I--COMPARATIVE BALANCE SHEET (thousands of dollars)

Give balance sheet of the Company as of December 31 of the current and prior year

ACCOUNT	ASSETS AND OTHER DEBITS		
	SERVICE COMPANY PROPERTY		
101	Service company property	(Schedule II)	\$
107	Construction work in progress	(Schedule II)	
	Total Property		
108	Less accumulated provision for depreciation and		
	amortization of service company property	(Schedule III)	
	Net Service Company Property		
	INVESTMENTS		
123	Investments in associate companies	(Schedule IV)	
124	Other investments	(Schedule IV)	
	Total Investments		
	CURRENT AND ACCRUED ASSETS		
131	Cash		
134	Special deposits		
135	Working funds		
136	Temporary cash investments	(Schedule IV)	
141	Notes receivable	,	
143	Accounts receivable		
144	Accumulated provision for uncollectable accounts		
146	Accounts receivable from associate companies	(Schedule V)	
152	Fuel stock expenses undistributed	(Schedule VI)	
154	Materials and supplies		
163	Stores expense undistributed	(Schedule VII)	
165	Prepayments		
174	Miscellaneous current and accrued assets	(Schedule VIII)	
	Total Current and Accrued Assets		
	DEFERRED DEBITS		
181	Unamortized debt expense		
184	Clearing accounts		
186	Miscellaneous deferred debits	(Schedule IX)	
188	Research, development, or demonstration expenditures	(Schedule X)	
190	Accumulated deferred income taxes	(
	Total Deferred Debits		

TOTAL ASSETS AND OTHER DEBITS

⁽¹⁾ Includes outstanding checks

ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

SCHEDULE I--COMPARATIVE BALANCE SHEET (thousands of dollars)

ACCOUNT	LIABILITIES AND PROPRIETARY CAPITAL		
	PROPRIETARY CAPITAL		
201	Common stock issued	(Schedule XI)	\$
211	Miscellaneous paid-in-capital	(Schedule XI)	Y
215	Appropriated retained earnings	(Schedule XI)	
216	Unappropriated retained earnings	(Schedule XI)	
	Total Proprietary Capital		
000	LONG-TERM DEBT	(2.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1	
223	Advances from associate companies	(Schedule XII)	
224	Other long-term debt	(Schedule XII)	
225	Unamortized premium on long-term debt		
226	Unamortized discount on long-term debt-debit		
	Total Long-Term Debt		
	CURRENT AND ACCRUED LIABILITIES		
231	Notes payable		
232	Accounts payable		
233	Notes payable to associate companies	(Schedule XIII)	
234	Accounts payable to associate companies	(Schedule XIII)	
236	Taxes accrued		
237	Interest accrued		
238	Dividends declared		
241	Tax collections payable		
242	Miscellaneous current and accrued liabilities	(Schedule XIII)	
	Total Current and Accrued Liabilities		
	DEFERRED CREDITS AND OTHER NON-CURRENT LIABILITIES		
228	Accumulated provision for pension and benefits		
253	Other deferred credits		
255	Accumulated deferred investment tax credits		
	Total Deferred Credits and Other Non-Current Liabilities		
283	ACCUMULATED DEFERRED INCOME TAXES		
	TOTAL LIABILITIES AND PROPRIETARY CAPITAL		\$

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For the Year Ended December 31, 2002

SCHEDULE II--SERVICE COMPANY PROPERTY (thousands of dollars)

	DESCRIPTION	BALANCE AT BEGINNING OF YEAR ADDITIONS		ADDITIONS		EMENTS R LES		
SERVICE	COMPANY PROPERTY							-
02117102								
Account								
301	Organization	\$		\$		\$		
303	Miscellaneous intangible plant							
304	Land and land rights							
305	Structures and improvements							
306	Leasehold improvements							
307	Equipment (2)							
308	Office furniture and equipment							
309	Automobiles, other vehicles and							
	related garage equipment							
310	Aircraft and airport equipment							
311	Other service company property (3)							
	SUB-TOTAL							
107	Construction work in progress (4)		13					
	TOTAL	\$	13	\$		\$		
		=====				=====		=

- (1) Provide an explanation of those changes considered material: None
- (2) Subaccounts are required for each class of equipment owned. The service company shall provide a listing by subaccount of equipment additions during the year and the balance at the close of the year: None
- (3) Describe other service company property: None
- (4) Describe construction work in progress: None

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For the Year Ended December 31, 2002

SCHEDULE III--ACCUMULATED PROVISION FOR DEPRECIATION
AND AMORTIZATION OF SERVICE COMPANY PROPERTY
(thousands of dollars)

DESCRIPT	TION 	BEGI	NCE AT NNING YEAR	ADDIT TO AC 40	COUNT	0	EMENTS R LES	OTHE CHANG (1)
Account								
301	Organization	\$		\$		\$		\$
303	Miscellaneous intangible plant							
304	Land and land rights							
305	Structures and improvements							
306	Leasehold improvements							
307	Equipment							
308	Office furniture and fixtures							
309	Automobiles, other vehicles and							
	related garage equipment							
310	Aircraft and airport equipment							
311	Other service company property							
	TOTAL	\$		Ş		Ş		Ş
		=====						

(1) Provide an explanation of those changes considered material: None

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For the Year Ended December 31, 2002

SCHEDULE IV--INVESTMENTS (thousands of dollars)

INSTRUCTIONS: Complete the following schedule concerning investments.

Under Account 124, "Other Investments", state each investment separately, with description, including the name of issuing company, number of shares or principal amount, etc.

Under Account 136, "Temporary Cash Investments", list each investment

separately.

ACCOUNT	ASSETS AND OTHER DEBITS	BEG	ANCE AT INNING YEAR
123	Investment in associate companies	\$	
124	Other investments: Pacific Life Insurance Co.; Key Man Life Insurance (1) US Bancorp; Rabbi Trust (1)		3,402 458
136	Temporary cash investments		
	TOTAL	\$	3,860
		=====	======

(1) Funding vehicles for deferred compensation liabilities

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SCHEDULE V--ACCOUNTS RECEIVABLE FROM ASSOCIATE COMPANIES (thousands of dollars)

INSTRUCTIONS: Complete the following schedule listing accounts receivable from each associate company. Where the service company has provided accommodation or convenience payments for associate companies, a separate listing of total payments for each associate company by subaccount should be provided.

DESCRI	PTION OF YEAR	
	BEGINNIN	G
	BALANCE A	ΑT

Account 146 -- Accounts Receivable from Associate Companies

Xcel Energy Inc.

\$ 6,9

Xcel Energy-Cadence Inc.

Cheyenne Light, Fuel and Power Company 1480 Welton, Inc. Public Service Company of Colorado P.S.R. Investments, Inc. e prime, inc Xcel Energy International Inc. PS Colorado Credit Corporation, a dissolved corporation WestGas InterState, Inc. Utility Engineering Corporation Quixx Corporation Southwestern Public Service Company Planergy International Inc. Xcel Energy Retail Holdings Inc. Xcel Energy Wyco Inc. Wyco Development LLC NRG Energy, Inc. Viking Gas Transmission Company Eloigne Company First Midwest Auto Park, Inc. (sold) United Power & Land Company Seren Innovations, Inc. Ultra Power Technologies, Inc. Black Mountain Gas Company Xcel Energy Products and Services Inc. Northern States Power Company (a Minnesota Corp.) (NSP-MN) Northern States Power Company (a Wisconsin Corp.) (NSP-WI) Xcel Energy-Centrus Inc. Reddy Kilowatt Corporation XERS Inc. NCE Communications, Inc. Xcel Energy Warkets Holdings Inc. Xcel Energy Ventures Inc. XEPS LLC (dissolved) e-prime Energy Marketing, Inc.	
	TOTAL \$

TAL \$ 120,536

2,210 533 14,929 60 82

> 816 74

(10 29 160 (3 51 120 35,829 3,907

> 1 728

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For the Year Ended December 31, 2002

SCHEDULE V--ACCOUNTS RECEIVABLE FROM ASSOCIATE COMPANIES (thousands of dollars)

INSTRUCTIONS: Complete the following schedule listing accounts receivable from each associate company. Where the service company has provided accommodation or convenience payments for associate companies, a separate listing of total payments for each associate company by subaccount should be provided.

Analysis of Convenience or Accommodation Payments: Public Service Company of Colorado Northern States Power Company (a Minnesota Corp.) (NSP-MN) Northern States Power Company (a Wisconsin Corp.) (NSP-WI) Southwestern Public Service Company Xcel Energy Inc. Cheyenne Light, Fuel and Power Company Eloigne Company Black Mountain Gas Company Seren Innovations, Inc. United Power & Land Company Viking Gas Transmission Company Xcel Energy Markets Holdings Inc. Xcel Energy Retail Holdings Inc. 1480 Welton, Inc. e prime, inc. Planergy International Inc. Utility Engineering Corporation WestGas InterState, Inc. NRG Energy, Inc. e-prime Energy Marketing, Inc. XERS Inc. NCE Communications, Inc.

TOTAL PAY

The majority of convenience payments relate to insurance, donations, employee benefits, postage, freight, printing, facility services, banking activity, legal services, strategic planning contracts, software, hardware and communications.

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For the Year Ended December 31, 2002

SCHEDULE VI--FUEL STOCK EXPENSES UNDISTRIBUTED (thousands of dollars)

INSTRUCTIONS: Report the amount of labor and expenses incurred with respect to fuel stock expenses during the year and indicate amount attributable to each associate company. Under the section headed "Summary" list below give an overall report of the fuel functions performed by the service company.

DESCRIPTION	LABOR		EXPENSE
Account 152 Fuel Stock Expenses Undistributed	\$	 	\$
TOTA	L \$	 ====	\$

Summary: None

SCHEDULE VII--STORES EXPENSE UNDISTRIBUTED

INSTRUCTIONS: Report the amount of labor and expenses incurred with respect to stores expenses during the year and indicate amount attributable to each associate company.

DESCRIPTION		LABOR	EXPENS	SE
Account 163 Stores Expenses Undistributed		\$	 \$	6
	TOTAL	\$	 \$	6

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For the Year Ended December 31, 2002

SCHEDULE VIII--MISCELLANEOUS CURRENT AND ACCRUED ASSETS (thousands of dollars)

INSTRUCTIONS: Provide detail of items in this account. Items less than \$10,000 may be grouped, showing the number of items in each group.

BALANCE BEGINNI OF YEA

Account 174 -- Miscellaneous Current and Accrued Assets

SCHEDULE IXMISCELLANEOUS DEFERRED DEBITS (thousands of dollars)			
INSTRUCTIONS: Provide detail of items in this account. Items less than \$10,000 may be grouped by class showing the number of items in each class.			
DESCRIPTION		BE O	LANCE GINNI F YEA
Account 186 Miscellaneous Deferred Debits Prepaid pension		\$	22
	TOTAL		22 ====
SCHEDULE XRESEARCH, DEVELOPMENT OR DEMONSTRATION EXPENDITURES (thousands of dollars)			
INSTRUCTIONS: Provide a description of each material research, development, or demonstration project which incurred costs by the service corporation during the year.			
DESCRIPTION		BE O	LANCE GINNI F YEA
Account 188 Research, Development, or Demonstration Expenditures		\$	
	TOTAL		

\$

TOTAL \$ ======

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For the Year Ended December 31, 2002

SCHEDULE XI--PROPRIETARY CAPITAL (thousands of dollars, except per share data)

		NUMBER OF	PAR OR STATED VALUE PER SHARE		OUTSTANDING AT CLOSE OF PERIOD			
ACCOUNT NUMBER	CLASS OF STOCK	T SHARES			NUMBER OF SHARES		TOTAL AMOUNT	
201	Common Stock Issued	1,000	\$	0.01	1,000	\$		

INSTRUCTIONS: Classify amounts in each account with a brief explanation, disclosing the general nature of transactions which give rise to the amounts.

DESCRIPTION		AMOU	INT
Account 211 Miscellaneous Paid-In CapitalAccumulated Other Comprehensive Income:		\$	1
unrealized investments gains (losses)			(83)
Account 215 Appropriated Retained Earnings			
	TOTAL	\$	(82)

INSTRUCTIONS: Give particulars concerning net income or (loss) during the year, distinguishing between compensation for the use of capital owned or net loss remaining from servicing nonassociates per the General Instructions of the Uniform System of Accounts. For dividends paid during the year in cash or otherwise, provide rate percentage, amount of dividend, date declared and date paid.

		=====		====		=====	
	TOTAL	\$		\$		\$	
Retained Earnings		\$		\$		\$	
Account 216 Unappropriated							
DESCRIPTION		OF Y	EAR	OR	(LOSS)	PA	ID
		BEGIN	INING	NET	INCOME	DIVI	DENDS
		BALAN	ICE AT				

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For the Year Ended December 31, 2002

SCHEDULE XII--LONG-TERM DEBT (thousands of dollars)

INSTRUCTIONS: Advances from associate companies should be reported separately for advances on notes and advances on open accounts. Names of associate companies from which advances were received shall be shown under the class and series of obligation column. For Account 224 - Other long-term debt provide the name of creditor company or organization, terms of the obligation, date of maturity, interest rate, and the amount authorized and outstanding.

NAME OF CREDITOR	TERM OF OBLIGATION CLASS & SERIES OF OBLIGATION	DATE OF MATURITY	INTEREST RATE	DUNT DRIZED	BEGI	ANCE AT INNING YEAR	ADDITI
Account 223 - Advances From Associate Companies:				\$ 	\$		\$
Account 224 - Other Long-Term Debt:							
			TOTAL	\$ 	\$		\$

(1) Give an explanation of deductions: None

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For the Year Ended December 31, 2002

SCHEDULE XIII--CURRENT AND ACCRUED LIABILITIES (thousands of dollars)

INSTRUCTIONS: Provide balance of notes and accounts payable to each associate company. Give description and amount of miscellaneous current and accrued liabilities. Items less than \$10,000 may be grouped, showing the number of items in each group.

DESCRIPTION	В	BALAN BEGIN OF Y	NNI
Account 233 Notes Payable to Associate Companies Notes Payable - Xcel Energy Inc.	\$ 		10
TOTAL	\$	-===	10
Account 234 Accounts Payable to Associate Companies	\$		
TOTAL	\$		-==
Account 242 Miscellaneous Current and Accrued Liabilities Current Liability - Suspense Account (billed out in January 2003)	\$		
TOTAL	\$	-===	

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For the Year Ended December 31, 2002

SCHEDULE XIV - NOTES TO FINANCIAL STATEMENTS

INSTRUCTIONS: The space below is provided for important notes regarding the financial statements or any account thereof. Furnish particulars as to any significant contingent assets or liabilities existing at the end of the year. Notes relating to financial statements shown elsewhere in this report may be indicated here by reference.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

ORGANIZATION AND FINANCIAL STATEMENT PRESENTATION

Xcel Energy Services Inc. (XES or the Company) is a wholly owned subsidiary of Xcel Energy Inc. (Xcel Energy). XES is the service company for Xcel Energy and its subsidiaries and began its operations effective August 1, 2000. XES provides various administrative, management, environmental and other support services to Xcel Energy and its subsidiaries, at cost, pursuant to service agreements approved by the Securities and Exchange Commission (SEC) under the Public Utility Holding Company Act of 1935 (PUHCA), as amended. The majority of the services performed by XES for Xcel Energy and its subsidiaries are provided to Xcel Energy's four major operating utilities, Northern States Power Company, a Minnesota corporation (NSP-Minnesota), Northern States Power Company, a Wisconsin corporation (NSP-Wisconsin), Public Service Company of Colorado and Southwestern Public Service Company.

On August 18, 2000, New Century Energies, Inc. (NCE) and Northern States Power Company (NSP) merged and formed Xcel Energy. Each share of NCE common stock was exchanged for 1.55 shares of Xcel Energy common stock. NSP shares became Xcel Energy shares on a one-for-one basis. The merger was structured as a tax-free, stock-for-stock exchange for shareholders of both companies (except for fractional shares), and accounted for as a pooling-of-interests. Pursuant to the merger agreement, NCE was merged with and into NSP. NSP, as the surviving legal corporation, changed its name to Xcel Energy.

REGULATION

XES is subject to regulation by the SEC under the PUHCA. XES' accounting policies conform to accounting principles generally accepted in the United States of America. XES maintains its accounts in accordance with the Uniform System of Accounts Prescribed for Public Utilities and Licensees subject to the Provisions of the Federal Power Act promulgated by the Federal Energy Regulatory Commission.

USE OF ESTIMATES

The preparation of financial statements, in conformity with accounting principles generally accepted in the United States of America, 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 could differ from those estimates.

FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying amount of financial instruments approximates fair value. Fair values have been determined through information obtained from market sources and

management estimates.

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INCOME TAXES

The Company's operations are included in the consolidated Federal income tax return of Xcel Energy. The allocation of income tax consequences to the Company, including alternative minimum tax, is calculated under a parent company policy which provides that benefits or liabilities created by the Company, computed on a separate return basis, will be allocated to (and paid to or by) the Company to the extent the benefits are usable or additional liabilities are incurred in Xcel Energy's consolidated tax returns. Deferred taxes are provided on temporary differences between the financial accounting and tax bases of assets and liabilities using the tax rates that are in effect at the balance sheet date (see Note 6).

STOCK-BASED COMPENSATION

The Company uses the intrinsic value based method of accounting for its stock-based compensation plan.

2. COMMON STOCK

XES is authorized to issue 1,000 shares of Common Stock at a par value of one cent (\$0.01) per share. As of December 31, 2002, all shares of common stock were issued and held by Xcel Energy.

3. SHORT-TERM BORROWINGS

At December 31, 2002, Xcel Energy had \$400 million in credit facilities with several banks.

PERIOD BEGINNING	TERM	CREDIT LINE
November 2000	5 vears	\$ 400 million

The line of credit provides short-term financing in the form of bank loans and letters of credit. At Dec. 31, 2002, there were \$399 million of loans outstanding under the Xcel Energy line of credit. The borrowing rate under this line of credit is based on the applicable London Interbank Offered Rate (LIBOR) plus an applicable spread, a euro dollar rate margin and the amount of money borrowed.

The Board of Directors has authorized the Company to borrow directly from Xcel Energy. At December 31, intercompany borrowings outstanding and the weighted average interest rate were as follows (dollars in thousands):

	2002	2001
Intercompany borrowings	\$ 65,909	\$ 10,265
Weighted average interest rate	2.79%	2.74%

4. COMMITMENTS AND CONTINGENCIES

LEASING PROGRAMS

The Company made payments for leases of various facilities used in the normal course of business. The majority of the operating leases are under a leasing program that has initial noncancelable terms of one year, while the remaining leases have various terms. These leases may be renewed or replaced. No material restrictions exist in these leasing agreements concerning dividends, additional debt, or further leasing. Rental expense for the years ended December 31, 2002 and 2001 was approximately \$18.0 million and \$14.3 million, respectively.

Estimated future minimum lease payments at December 31, 2002 are as follows (thousands of dollars):

2003	\$ 15,449
2004	15,575
2005	15,611
2006	13,571
2007	9,786
All years thereafter	8,299

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TECHNOLOGY AGREEMENT

XES has a service agreement that extends through 2011 with International Business Machines Corporation (IBM) to manage most of XES's information technology systems and network infrastructure. This service agreement provides the Company with flexibility as to the amount, type and quality of service provided by IBM. The contract is cancelable at our option, although there are financial penalties for early termination. For the years ended December 31, 2002 and 2001, XES payments to IBM were approximately \$132 million and \$130 million, respectively. The contract also commits us to pay a minimal amount each year from 2002 through 2011.

5. BENEFIT PLANS AND OTHER POSTRETIREMENT BENEFITS

PENSIONS

The Company participates in various tax qualified noncontributory defined benefit pension plans, which cover substantially all Xcel Energy employees. At December 31, 2002, there were 14,445 Xcel Energy employees (including 2,965 Company employees) participating in these plans. Xcel Energy, as the plan sponsor, has overall responsibility for directly allocating such costs of each individual plan to each of the participating employers. The plans' actuary determined this allocation based on benefit obligations for active participants. Benefits are based on a combination of years of service, the employee's average pay and Social Security benefits.

Xcel Energy's policy is to fully fund into an external trust the actuarially determined pension costs recognized for ratemaking and financial reporting purposes, subject to the limitations of applicable employee benefit and tax laws. Plan assets principally consist of the common stock of public companies,

corporate bonds and U.S. government securities. The target range for the Plan's asset allocation is 75 to 80 percent with equity investments, 5 to 10 percent with fixed income investments, no cash investments and 10 to 15 percent with nontraditional investments (such as real estate and timber ventures). At December 31, 2002, the actual pension portfolio mix was 68 percent equity, 16 percent fixed income, 4 percent cash investments and 12 percent nontraditional investments.

Summary information of the actuarially computed benefit obligation, plan assets, funded status and prepaid pension asset for the Xcel Energy plans at December 31, 2002 and 2001, is presented in the following table (in thousands):

	2002		2001
Benefit obligation	\$	2,505,576 2,639,963	
Funded status: Plan assets exceed benefit obligations	\$	134,387	\$ 858,400
Xcel Energy prepaid pension asset	== \$ ==	466,229	\$ 378,825

The Company's net periodic pension credit for the years ended December 31, 2002 and 2001 was \$22,670,000 and \$15,903,000. Significant assumptions used by the Company's actuary in the determination of these amounts are presented in the following table:

	2002	2001
Significant assumptions:		
Discount rate for year-end valuation	6.75%	7.25%
Expected long-term increase in compensation level	4.00%	4.50%
Expected average long-term rate of return on assets	9.50%	9.50%

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DEFINED CONTRIBUTION PLANS

The Company participates in various defined contribution plans, which cover substantially all Xcel Energy employees. Total contributions to these plans by Xcel Energy were approximately \$23 million and \$29 million in 2002 and 2001, respectively.

Until May 6, 2002, Xcel Energy had a leveraged employee stock ownership plan (ESOP) that covered substantially all employees of the former NSP. Xcel Energy made contributions to this noncontributory, defined contribution plan to the extent it realized a tax savings from dividends paid on certain ESOP shares.

ESOP contributions had no material effect on Xcel Energy earnings because the contributions were essentially offset by the tax savings provided by the dividends paid on ESOP shares. Xcel Energy allocated leveraged ESOP shares to participants when it repaid ESOP loans with dividends on stock held by the ESOP.

In May 2002, the ESOP was terminated and its assets were combined into the Xcel Energy Retirement Savings 401(k) Plan. Starting with the 2003 plan year, the ESOP component of the 401(k) Plan will no longer be leveraged.

POSTRETIREMENT HEALTH CARE BENEFITS

The Company participates in various health and welfare plans administered by Xcel Energy. Xcel Energy has contributory health and welfare benefit plans that provide health care and death benefits to most Xcel Energy retirees. The NSP plan was terminated for nonbargaining employees retiring after 1998 and for bargaining employees after 1999. In conjunction with the 1993 adoption of Statement of Financial Accounting Standards No. 106 - "Employers' Accounting for Postretirement Benefits Other Than Pensions," Xcel Energy elected to amortize the unrecognized accumulated postretirement benefit obligation (APBO) on a straight-line basis over 20 years. Plan assets are held in external funding trusts and principally consist of investments in equity mutual funds, fixed income securities and cash equivalents.

Summary information of the actuarially computed benefit obligation, plan assets, funded status and accrued benefit cost for the Xcel Energy plans at December 31 is presented in the following table (in thousands):

	2002		2002 200	
Benefit obligation	\$	767,975 250,983	\$	687,455 242,803
Funded status: Plan obligations exceed assets	\$ ===	516 , 992	\$ ===	444,652
Xcel Energy accrued benefit liability recorded	\$	151 , 967	\$	137,140

The Company's net periodic postretirement benefit cost for the years ended December 31, 2002 and 2001 was \$2,692,000 and \$2,120,000, respectively. Significant assumptions used by the Company's actuary in the determination of these amounts are presented in the following table:

	2002	2001
Significant assumptions:		
Discount rate for year-end valuation	6.75%	7.25%
Expected average long-term rate of return on assets \dots	8.0-9.0%	9.0%

The assumed health care cost trend rate in 2002 is approximately 8 percent, decreasing gradually to 5.5 percent in 2007 and remaining level thereafter. A 1-percent increase in the assumed health care cost trend rate would increase the

Company's total accumulated benefit obligation by approximately \$4,518,000 and the service and interest cost components of net periodic postretirement benefit costs by approximately \$400,000. A 1-percent decrease in the assumed health care cost trend rate will decrease the Company's total accumulated benefit obligation by approximately \$3,720,000 and the service and interest cost components of net periodic postretirement benefit costs by approximately \$325,000.

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6. INCOME TAXES

The provision for income taxes for the years ended December 31, 2002 and 2001 consist of the following (in thousands of dollars):

	2002	2001
Current income taxes: Federal	\$ (2,834) (393)	
Total current income taxes	(3,227)	(4,019)
Deferred income taxes: Federal	1,319 183	3,792 430
Total deferred income taxes	1,502 	4,222
Total provision for income taxes	\$ (1,725) ======	\$ 203 ======

A reconciliation of the statutory U.S. income tax rate and the effective tax rates for the years ended December 31, 2002 and 2001 follows (dollars in thousands):

	20	002	-	2001
Tax computed at U.S. statutory rate on pre-tax accounting income	\$ (604)	35%	\$ 71	
Increase (decrease) in tax from:				
State income taxes, net of Federal income tax				
benefit	(136)	7	16	
Non-deductible business meals	110	(6)	116	
Stock options	(1,838)	107		
Lobbying expenses	709	(41)		
Other	34	(2)		

		========	====		===
Total income taxes	\$ (1,725)	100%	\$	203	

The tax effects of significant temporary differences representing deferred tax liabilities and assets are as follows (in thousands):

	2002			2001
Deferred income tax liabilities: Information systems charges Pension related costs Rent adjustments Incentive compensation Vacation liability		4,537 12,338 2,307 447	•	2,566
Total	\$	19,629	\$	10,992
Deferred income tax assets: Postretirement benefit costs Employee severance costs	\$	4,249 4,125	\$	
Vacation liability				39
Total	\$	8,374	\$	1,239
Net deferred income tax liability	•	11 , 255		9 , 753

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

SCHEDULE XV - COMPARATIVE STATEMENT OF INCOME (thousands of dollars)

ACCOUNT	DESCRIPTION	 URRENT YEAR	 PRIOR YEAR
457 458 421	INCOME Services rendered to associate companies Services rendered to nonassociate companies Miscellaneous income and loss	\$ 633 , 205 	\$ 663 , 190

	TOTAL INCOME	633,205	663 , 190
	EXPENSES		
920	Salaries and wages	219,445	182,460
921	Office supplies and expenses	419,257	
922	Administrative expenses transferred - credit	(174,628)	
923	Outside services employed	101,253	
924	Property insurance	141	(573
925	Injuries and damages	7,324	
926	Employee pensions and benefits	6,641	52,339
928	Regulatory commission expenses	(36)	
930.1	General advertising expenses	9,071	8,917
930.2	Miscellaneous general expenses	14,533	3,226
931	Rents	7,930	6,698
932	Maintenance of structures and equipment		
935	Maintenance of general plant		
	OTHER EXPENSES		
403	Depreciation and amortization expense		
408	Taxes other than income taxes	14,760	13,034
409	Income taxes	(3,226)	
410	Provision for deferred income taxes	1,502	4,222
411	Provision for deferred income taxes - credit	,	,
411.5	Investment tax credit		
416	Expense from merchandise jobbing and contract work		
417.1	Expenses of nonutility operations		
426.1	Donations	1,310	5,753
426.5	Other deductions	6,942	10,962
427	Interest on long-term debt		
430	Interest on debt to associate companies	1,345	2,310
431	Other interest expense	(359)	11
	TOTAL EXPENSE	633,205	663,190
	NET INCOME OR (LOSS)	\$	\$
			•

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

ANALYSIS OF BILLING

ASSOCIATE COMPANIES--ACCOUNT 457 (thousands of dollars)

NAME OF ASSOCIATE COMPANY	DIRECT COSTS ATE COMPANY CHARGED		CH 	DIRECT COSTS HARGED 	COMPENSATION FOR USE OF CAPITAL		
Public Service Company of Colorado	\$	158 , 506	\$	49 , 132	\$	723	\$

Southwestern Public Service Company	50,822	17,223	147
Cheyenne Light, Fuel and Power Company	2,042	862	17
1480 Welton, Inc.	30	444	
e prime, inc.	900	337	3
P.S.R. Investments, Inc.	224	67	
WestGas InterState, Inc.	20	4	
Utility Engineering Corporation	862	1,471	121
Xcel Energy Inc.	17,522	3,529	25
Xcel Energy International Inc.	424	69	1
Xcel Energy-Cadence Inc.	4		
Public Service Company of Colorado (Hayden)	254	1	
Planergy International Inc.	511	259	22
Xcel Energy-Centrus Inc.	1		1
Public Service Company of Colorado (Tri-State)	19		
Xcel Energy WYCO Inc.	67	22	
Xcel Energy Retail Holdings Inc.	81		1
NCE Communications, Inc.	6	9	
XERS Inc.	2,533	90	9
NSP-MN	224,932	47,735	207
NSP-WI	28,392	8,303	33
NRG Energy, Inc.	5,048	4,864	17
Viking Gas Transmission Company	473	338	2
Eloigne Company	68	70	
First Midwest Auto Park, Inc. (sold)	8	2	
Reddy Kilowatt Corporation	5	6	
United Power and Land Company	136	13	
Seren Innovations, Inc.	684	780	3
Ultra Power Technologies, Inc.	1		
Black Mountain Gas Company	134	143	1
Natrogas, Incorporated	9		6
Xcel Energy Ventures Inc.	1		1
Xcel Energy Wholesale Group Inc.	1		
XEPS, LLC (dissolved)		4	
Xcel Energy Transco Inc.	1,227	16	4
e-prime Energy Marketing, Inc.	114	5	1
e-prime Florida, Inc.	1		
TOTAL	\$ 496,062	\$ 135 , 798	\$ 1,345

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

ANALYSIS OF BILLING

NONASSOCIATE COMPANIES--ACCOUNT 458 (thousands of dollars)

INSTRUCTIONS: Provide a brief description of the services rendered to each nonassociate company:

NAME OF DIRECT INDIRECT COMPENSATION EXCESS TOTAL

	458-1	458-2	458-3		458-4	
COMPANY	CHARGED	CHARGED	OF CAPITAL	COST	DEFICIENCY	BILLED
NONASSOCIATE	COSTS	COSTS	FOR USE	TOTAL	OR	AMOUNT

None

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

SCHEDULE XVI--ANALYSIS OF CHARGES FOR SERVICE--ASSOCIATE AND NONASSOCIATE COMPANIES (thousands of dollars)

INSTRUCTIONS: Total cost of service will equal for associate and nonassociate companies the total amount billed under their separate analysis of billing schedules.

		ASSOCIATE COMPANY CHARGES				
ACCOUNT	DESCRIPTION OF ITEMS		INDIRECT COST	TOTAL		
920	Salaries and wages	\$ 184,653	\$ 34,792	\$ 219,445		
921	Office supplies and expenses		59 , 617			
922	Administrative expense transferred - credit					
923	Outside services employed		24,368			
924	Property insurance	137				
925	Injuries and damages	3,729	3 , 595	7,324		
926	Employee pensions and benefits	5,404	1,237	6,641		
928	Regulatory commission expense					
930.1	General advertising expenses	6,215	2,856	9,071		
930.2	Miscellaneous general expense	12,410	2,123	14,533		
931	Rents	6 , 930	1,000	7,930		
932	Maintenance of structures and equipment					
403	Depreciation and amortization expense					
408	Taxes other than income taxes	12,612	2,148	14,760		
409	Income taxes	(3,226)		(3,226)		
410	Provision for deferred income taxes	1,502		1,502		
411	Provision for deferred income taxes-credit					
411.5	Investment tax credit					
426.1	Donations	(1,710)	3,020	1,310		
426.5	Other deductions	5,700	1,242	6,942		
427	Interest on long-term debt					
431	Other interest expense		(359)	(359)		
	TOTAL EXPENSES	496,217	135,643	631,860		

	TOTAL COST OF SERVICE	\$ 497,562	\$ 135,643	\$ 633,205
430	Compensation for use of equity capital Interest on debt to associate companies	1,345		1,345

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

SCHEDULE XVII-SCHEDULE OF EXPENSE BY DEPARTMENT OR SERVICE FUNCTION (thousands of dollars)

INSTRUCTIONS: Indicate each department or service function. (See Instruction 01-3 General Structure of Accounting System: Uniform System of Accounts).

DEPA

ACCOUNT	DESCRIPTION OF ITEMS	TOTAL AMOUNT	OVERHEAD(1)	EXECUTIVE MGMT SRVS
000		010 445		0.055
920	Salaries and wages	219,445		2/2/3
921	Office supplies and expenses	419,257		726
922	Administrative expense transferred - credit			1 120
923	Outside services employed	101,253		1,432
924	Property insurance	141		
925	Injuries and damages	7,324		
926	Employee pensions and benefits	6,641		80
928	Regulatory commission expense	(36)		
930.1	General advertising expenses	9,071		
930.2	Miscellaneous general expense	14,533		2,343
931	Rents	7,930		
932	Maintenance of structures and equipment			
935	Maintenance of general plant			
403	Depreciation and amortization expense			
408	Taxes other than income taxes	14,760		153
409	Income taxes	(3,226)		
410	Provision for deferred income taxes	1,502		
411	Provision for deferred income taxes-credit			
411.5	Investment tax credit			
426.1	Donations	1,310		71
426.5	Other deductions	6,942		118
427	Interest on long-term debt			
430	Interest on debt to associate companies	1,345		
431	Other interest expense	(359)		
	TOTAL EXPENSES	\$ 633,205		\$ 7,198 =======

(1) Overhead costs are included in each Service Function's cost in Accounts 408, 920, 926

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

SCHEDULE XVII-SCHEDULE OF EXPENSE BY DEPARTMENT OR SERVICE FUNCTION (thousands of dollars)

INSTRUCTIONS: Indicate each department or service function. (See Instruction 01-3 General Structure of Accounting System: Uniform System of Accounts).

DEPARTMENT OR SERVICE

ACCOUNT	DESCRIPTION OF ITEMS	CLAIMS SERVICES	CORPORATE COMMUNICATIONS	CORP STRATEGY & BUS DEVELOP
920	Salaries and wages	765	3,272	3,546
921	Office supplies and expenses	144	3,777	6,483
922	Administrative expense transferred - credit			·
923	Outside services employed	86	1,937	2,747
924	Property insurance	3		
925	Injuries and damages			
926	Employee pensions and benefits	18	88	80
928	Regulatory commission expense			
930.1	General advertising expenses		8,678	
930.2	Miscellaneous general expense			
931	Rents		6	
932	Maintenance of structures and equipment			
935	Maintenance of general plant			
403	Depreciation and amortization expense			
408	Taxes other than income taxes	41	194	191
409	Income taxes			
410	Provision for deferred income taxes			
411	Provision for deferred income taxes-credit			
411.5	Investment tax credit			
426.1	Donations		350	
426.5	Other deductions		(50)	167
427	Interest on long-term debt			
430	Interest on debt to associate companies			
431	Other interest expense			
	TOTAL EXPENSES	\$ 1,057	\$ 18,252 =======	\$ 13,214 =======

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For the Year Ended December 31, 2002

SCHEDULE XVII-SCHEDULE OF EXPENSE BY DEPARTMENT OR SERVICE FUNCTION (thousands of dollars)

INSTRUCTIONS: Indicate each department or service function. (See Instruction 01-3 General Structure of Accounting System: Uniform System of Accounts).

DEPARTMENT OR SER

		FACILITIES		SUPPLY C
		ADMINISTRATIVE	SUPPLY	SPECIA
ACCOUNT	DESCRIPTION OF ITEMS	SERVICES	CHAIN	PROGRA
920	Salaries and wages	479	- ,	
921	Office supplies and expenses	1,047	37,123	
922	Administrative expense transferred - credit		(34 , 554)	(
923	Outside services employed	2,040	3,628	
924	Property insurance		1	
925	Injuries and damages	15		
926	Employee pensions and benefits	4	188	
928	Regulatory commission expense			
930.1	General advertising expenses	2		
930.2	Miscellaneous general expense			
931	Rents	360		
932	Maintenance of structures and equipment			
935	Maintenance of general plant			
403	Depreciation and amortization expense			
408	Taxes other than income taxes	15	392	
409	Income taxes			
410	Provision for deferred income taxes			
411	Provision for deferred income taxes-credit			
411.5	Investment tax credit			
426.1	Donations		66	
426.5	Other deductions		34	
427	Interest on long-term debt			
430	Interest on debt to associate companies			
431	Other interest expense			
	TOTAL EXPENSES	\$ 3,962	\$ 12,823	\$
		========	========	=======

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

SCHEDULE XVII-SCHEDULE OF EXPENSE BY DEPARTMENT OR SERVICE FUNCTION

(thousands of dollars)

DEPARTMENT OR SERVICE FUNCTION

INSTRUCTIONS: Indicate each department or service function. (See Instruction 01-3 General Structure of Accounting System: Uniform System of Accounts).

DEPARTMENT OR SERV

ACCOUNT	DESCRIPTION OF ITEMS	FINA	COUNTING NCIAL RPTG D TAXES	А	INESS UNIT CCOUNTING BUDGETING		AYMENT EPORTIN	
920	Salaries and wages		17 , 875		15,804		1,3	
921	Office supplies and expenses		16,061		47,844		1	
922	Administrative expense transferred - credit		(870)					
923	Outside services employed		4,292		6,210		4	
924	Property insurance		1		1			
925	Injuries and damages		(30)					
926	Employee pensions and benefits		370		428			
928	Regulatory commission expense							
930.1	General advertising expenses							
930.2	Miscellaneous general expense		11,757		6			
931	Rents		16		7			
932	Maintenance of structures and equipment							
935	Maintenance of general plant							
403	Depreciation and amortization expense							
408	Taxes other than income taxes		2,785		860			
409	Income taxes		(3,226)					
410	Provision for deferred income taxes		1,502					
411	Provision for deferred income taxes-credit							
411.5	Investment tax credit							
426.1	Donations		5		602			
426.5	Other deductions		4,168		1,191			
427	Interest on long-term debt							
430	Interest on debt to associate companies		1,345					
431	Other interest expense		(359)					
	TOTAL EXPENSES	\$	55 , 692	 \$	72,953	\$	2,1	
		====		===		===:		

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

SCHEDULE XVII-SCHEDULE OF EXPENSE BY DEPARTMENT OR SERVICE FUNCTION (thousands of dollars)

INSTRUCTIONS: Indicate each department or service function. (See Instruction 01-3 General Structure of Accounting System: Uniform System of Accounts).

				DEPA	RTMENT OR SE
ACCOUNT	DESCRIPTION OF ITEMS	REG	ATES & ULATION	ENGIN ENVIR	Y SUPPLY EERING & ONMENTAL
920	Salaries and wages		6 , 826		4,992
921	Office supplies and expenses		1,480		1,452
922	Administrative expense transferred - credit				
923	Outside services employed		404		1,771
924	Property insurance		1		7
925	Injuries and damages				
926	Employee pensions and benefits		182		111
928	Regulatory commission expense				2
930.1	General advertising expenses		28		
930.2	Miscellaneous general expense				67
931	Rents		19		10
932	Maintenance of structures and equipment				
935	Maintenance of general plant				
403	Depreciation and amortization expense				
408	Taxes other than income taxes		370		247
409	Income taxes				
410	Provision for deferred income taxes				
411	Provision for deferred income taxes-credit				
411.5	Investment tax credit				
426.1	Donations				5
426.5	Other deductions				1
427	Interest on long-term debt				
430	Interest on debt to associate companies				
431	Other interest expense				
	TOTAL EXPENSES	\$	9,310	\$	8,665

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

SCHEDULE XVII-SCHEDULE OF EXPENSE BY DEPARTMENT OR SERVICE FUNCTION (thousands of dollars)

INSTRUCTIONS: Indicate each department or service function. (See Instruction 01-3 General Structure of Accounting System: Uniform System of Accounts).

DEPARTMENT OR SERVI

ACCOUNT	DESCRIPTION OF ITEMS	FUEL PI	Y MARKETS ROCUREMENT	D	ENERGY ELIVERY ARKETING
920	Salaries and wages		3,086		1,404
921	Office supplies and expenses		835		918
922	Administrative expense transferred - credit				
923	Outside services employed		109		581
924	Property insurance				1
925	Injuries and damages				
926	Employee pensions and benefits		78		39
928	Regulatory commission expense				
30.1	General advertising expenses				
30.2	Miscellaneous general expense				
931	Rents		6		
932	Maintenance of structures and equipment				
935	Maintenance of general plant				
103	Depreciation and amortization expense				
108	Taxes other than income taxes		190		76
.09	Income taxes				
110	Provision for deferred income taxes				
111	Provision for deferred income taxes-credit				
11.5	Investment tax credit				
126.1	Donations				
26.5	Other deductions				
27	Interest on long-term debt				
30	Interest on debt to associate companies				
131	Other interest expense				
	TOTAL EXPENSES	\$	4,304	\$	3,019

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

SCHEDULE XVII-SCHEDULE OF EXPENSE BY DEPARTMENT OR SERVICE FUNCTION (thousands of dollars)

INSTRUCTIONS: Indicate each department or service function. (See Instruction 01-3 General Structure of Accounting System: Uniform System of Accounts).

DEPARTMENT OR SERVIC

ACCOUNT	DESCRIPTION OF ITEMS	MARKETING AND SALES	CUSTOMER SERVICE	INFORMATION TECHNOLOGY
920 921	Salaries and wages Office supplies and expenses	19,544 3,368	33,371 37,411	7,582 193,328

922	Administrative expense transferred - credit						(135,555)
923	Outside services employed		4,950		4,630		8,910
924	Property insurance		11		9		
925	Injuries and damages						
926	Employee pensions and benefits		612		1,225		186
928	Regulatory commission expense						
930.1	General advertising expenses		182		167		
930.2	Miscellaneous general expense		4				30
931	Rents		7		17		57
932	Maintenance of structures and equipment						
935	Maintenance of general plant						
403	Depreciation and amortization expense						
408	Taxes other than income taxes		1,173		2,192		416
409	Income taxes						
410	Provision for deferred income taxes						
411	Provision for deferred income taxes-credit						
411.5	Investment tax credit						
426.1	Donations		15		8		
426.5	Other deductions		3				
427	Interest on long-term debt						
430	Interest on debt to associate companies						
431	Other interest expense						
	TOTAL EXPENSES	\$	29 , 869	\$	79,030	\$	74,954
		===		===		===	

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

DEPARTMENTAL ANALYSIS OF SALARIES--ACCOUNT 920 (thousands of dollars)

DEPARTMENTAL SALARY EXPENSE

			INC	CLUDED IN	AMOUNT	S BILLED TO:
NAME OF DEPARTMENT OR SERVICE FUNCTION		TOTAL AMOUNT		PARENT COMPANY		THER OCIATES
Executive Management Services	\$	2,275	\$	326	\$	1,949
Internal Audit		1,717		40		1,677
Aviation Services		790				790
Government Affairs		1,698		30		1,668
Corporate and Employee Communications		3,272		71		3,201
Legal		4,468		278		4,190
Claims Services		765				765
Corporate Strategy and Business Development		3,546		205		3,341
Energy Supply Business Resources		13,893		44		13,849
Energy Markets Regulated Trading & Marketing		15,293		335		14,958
Energy Supply Engineering & Environmental		4,992		50		4,942

	=========	=========	=========
TOTAL	\$ 219,445	\$ 10,426	\$ 209,019
Receipts Processing	841		841
Business Unit Accounting and Budgeting	15,804	239	•
Finance & Treasury	2,748	115	•
Facilities Administrative Services	479	15	
Facilities & Real Estate	2,374	1	2,373
Marketing and Sales	19,544	7	19,537
Customer Service	33,371	2	33,369
Energy Delivery Marketing	1,404		1,404
Fleet	797		797
Energy Delivery Construction, Oper & Maint	14,381		14,381
Energy Delivery Engineering/Design	23,204		23,204
Accounting, Financial Reporting and Taxes	17,875	8,246	9,629
Rates and Regulation	6,826	4	6,822
Payroll	739	4	735
Human Resources	7,374	279	•
Payment & Reporting	1,389		1,389
Investor Relations	664	33	631
Supply Chain Special Programs	309		309
Supply Chain	5,945	13	5,932
Information Technology	7,582	82	7,500
Energy Markets Fuel Procurement	3,086	7	3,079

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For the Year Ended December 31, 2002

OUTSIDE SERVICES EMPLOYED--ACCOUNT 923 (thousands of dollars)

INSTRUCTIONS: Provide a breakdown of outside services employed. If the aggregate amounts paid to any one payee and included within one category is less than \$25,000, only the aggregate number and amount of all such payments included within the subaccounts need be shown. Provide a subtotal for each type of service.

FROM WHOM PURCHASED	SERVICES PROVIDED	RELATIONSHIP A'=ASSOCIATED "NA"=NONASSOCIATED
Legal Services		
Andrew M. Toft	Legal Services	NA
Baker Botts, LLP	Legal Services	NA
Briggs & Morgan	Legal Services	NA
Brooks & Jackson, Inc.	Legal Services	NA
Brownstein Hyatt Farber	Legal Services	NA
Burford & Ryburn, LLP	Legal Services	NA
Charles River Associates, Inc.	Legal Services	NA
Dewey Ballantine, LLP	Legal Services	NA
Donald Gary Howard	Legal Services	NA

Dorsey & Whitney, LLP	Legal Services	NA
Ducker Montgomery & Lewis PC	Legal Services	NA
Elzi Pringle & Gurr	Legal Services	NA
Faegre & Benson	Legal Services	NA
Fredrikson & Byron PA	Legal Services	NA
Friedlob Sanderson Raskin & Paulson	Legal Services	NA
Gibson, Ochsner & Adkins, LLP	Legal Services	NA
Gorsuch Kirgis LLC	Legal Services	NA
Gray, Plant, Mooty, Mooty	Legal Services	NA
Hinkle, Hensley, Shanor & Martin	Legal Services	NA
Hogan & Hartson, LLP	Legal Services	NA
Holland & Hart, LLP	Legal Services	NA
Holme, Roberts & Owen, LLP	Legal Services	NA
Hunton & Williams	Legal Services	NA
Jones, Day, Reavis & Pouge	Legal Services	NA
Kelly & Ryberg, S. C.	Legal Services	NA
Kirby A. Kennedy & Associates	Legal Services	NA
Landry & Ludewig, LLP	Legal Services	NA
LeBouf, Lamb, Greene & MacRae LLP	Legal Services	NA
Lindquist & Vennum	Legal Services	NA
Loomis, Ewert, Parsley & Davis	Legal Services	NA
McCarthy, Sweeney & Harkaway, PC	Legal Services	NA
McDermott, Will & Emery	Legal Services	NA
Merchant & Gould PC	Legal Services	NA
Messerli & Kramer Attorneys	Legal Services	NA
Michael, Best & Friedrich	Legal Services	NA
Morgan, Lewis & Bockius, LLP	Legal Services	NA
Ove Arup & Partners MA, Inc.	Legal Services	NA
Peterson, Farris, Doores & Jones	Legal Services	NA
Ramsey Action Program, Inc.	Legal Services	NA
Richard V. Huston, DVM	Legal Services	NA
Rider, Bennett, Egan & Arundel	Legal Services	NA
Robinson, Water & O'Dorisio	Legal Services	NA
Shaw Pittman, LLP	Legal Services	NA
Shenehon Company	Legal Services	NA
	-	

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

OUTSIDE SERVICES EMPLOYED--ACCOUNT 923 (thousands of dollars)

INSTRUCTIONS: Provide a breakdown of outside services employed. If the aggregate amounts paid to any one payee and included within one category is less than \$25,000, only the aggregate number and amount of all such payments included within the subaccounts need be shown. Provide a subtotal for each type of service.

SERVICES PROVIDED RELATIONS
A'=ASSOCIA
"NA"=NONASSOC

Skadden, Arps, Slate, Meagher & Flom	Legal Services	NA
Slover & Loftus	Legal Services	NA
Squire, Sanders & Dempsey	Legal Services	NA
Stone & Webster Consultants	Legal Services	NA
Thelen, Reid & Priest, LLP	Consulting/Outside Services	NA
Thompson, Hine & Flory, LLP	Legal Services	NA
Trivue	Legal Services	NA
White & Steele	Legal Services	NA
Winston & Strawn	Legal Services	NA
Other (234)	Various	

Total Legal Services

Auditing, Tax, Consulting and Accounting Services		
Arthur Andersen LLP	Auditing, Tax and Other Services	NA
Deloitte & Touche LLP	Auditing, Tax and Other Services	NA
Price Waterhouse Coopers	Auditing, Tax and Other Services	NA

Total Auditing, Tax, Consulting and Other Serv

Consulting/Outside Services		
ABB, Inc.	Consulting/Outside Services	NA
Acconite Corporation	Consulting/Outside Services	NA
Accountants on Call	Consulting/Outside Services	NA
Acme \$ of Ormond Beach, Inc.	Consulting/Outside Services	NA
Adecco Employment Service	Consulting/Outside Services	NA
ADP Investor Community Service	Consulting/Outside Services	NA
Affiliated Credit Services, Inc.	Consulting/Outside Services	NA
Ajilon Finance	Consulting/Outside Services	NA
Alan W. Burgess M.D.	Consulting/Outside Services	NA
All Bases Covered	Consulting/Outside Services	NA
Alliant Energy	Consulting/Outside Services	NA
Allied Interstate, Inc.	Consulting/Outside Services	NA
Alstom ESCA Corporation	Consulting/Outside Services	NA
Altech Environmental	Consulting/Outside Services	NA
Amarillo National Bank	Consulting/Outside Services	NA
American Civil Constructors	Consulting/Outside Services	NA
American Society For Quality	Consulting/Outside Services	NA
AOC	Consulting/Outside Services	NA
Applied Energy Group	Consulting/Outside Services	NA
Arthur T. Nakata	Consulting/Outside Services	NA
Arundel Street Consulting, Inc.	Consulting/Outside Services	NA
Ascential Software	Consulting/Outside Services	NA
Aspect Communications Corp.	Consulting/Outside Services	NA
Association of Electric	Consulting/Outside Services	NA
AT&T	Consulting/Outside Services	NA
Automation Solution, Inc.	Consulting/Outside Services	NA

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

OUTSIDE SERVICES EMPLOYED--ACCOUNT 923 (thousands of dollars)

FROM WHOM PURCHASED	SERVICES PROVIDED	RELATIONSHI A'=ASSOCIAT "NA"=NONASSOCI
AVI Systems	Consulting/Outside Services	NA
Barr Engineering	Consulting/Outside Services	NA
BB Solutions	Consulting/Outside Services	NA
Beacon Consulting Group, Inc.	Consulting/Outside Services	NA
Bearing Point	Consulting/Outside Services	NA
Belair Builders, Inc.	Consulting/Outside Services	NA
Benco Messenger Service, Inc.	Consulting/Outside Services	NA
Black & Veatch, Engineering-Architectural	Consulting/Outside Services	NA
Black Diamond	Consulting/Outside Services	NA
Boice Dunham Group	Consulting/Outside Services	NA
Bowe Systec, Inc.	Consulting/Outside Services	NA
Bowne of Minnesota	Consulting/Outside Services	NA
Brayden Automation Corp.	Consulting/Outside Services	NA
BST Project Costs	Consulting/Outside Services	NA
B.T. Construction, Inc.	Consulting/Outside Services	NA
Burns & McDonnell, Inc.	Consulting/Outside Services	NA
Business Wire Corp.	Consulting/Outside Services	NA
C. I. Technologies	Consulting/Outside Services	NA
C. Barela	Consulting/Outside Services	NA
C. V. Selman & Associates, Inc.	Consulting/Outside Services	NA
Campbell Services, Inc.	Consulting/Outside Services	NA
Capitol Advantage, Inc.	Consulting/Outside Services	NA
Carlson School of Management	Consulting/Outside Services	NA
Cedar Corporation	Consulting/Outside Services	NA
Central Minnesota Delivery	Consulting/Outside Services	NA
CH2M Hill, Inc.	Consulting/Outside Services	NA
Change Solutions, Inc.	Consulting/Outside Services	NA
Charan Associates, Inc.	Consulting/Outside Services	NA
Citigate Dewe Rogerson, Inc.	Consulting/Outside Services	NA
Coherent Solutions, Inc.	Consulting/Outside Services	NA
Collins Electrical Construction Co.	Consulting/Outside Services	NA
Colorado Springs Utilities	Consulting/Outside Services	NA
Colorado State University	Consulting/Outside Services	
Commonwealth Associates, Inc.	Consulting/Outside Services	
Community Action of Minneapolis	Consulting/Outside Services	NA
Compact Offer	Consulting/Outside Services	NA
Compucom Systems, Inc.	Consulting/Outside Services	NA
Computer Contract Consultant	Consulting/Outside Services	NA
Computer Systems & Software, Inc.	Consulting/Outside Services	NA
Comtec, Inc.	Consulting/Outside Services	NA
Concours Group	Consulting/Outside Services	NA
Contract Engineering Services, Inc.	Consulting/Outside Services	NA
Contrino Direct Marketing	Consulting/Outside Services	NA
Cook Systems International	Consulting/Outside Services	NA
John Jacomo Incolnacional	Jonibarding, Jacorae Dervices	1417

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For the Year Ended December 31, 2002

OUTSIDE SERVICES EMPLOYED--ACCOUNT 923 (thousands of dollars)

FROM WHOM PURCHASED	SERVICES PROVIDED	RELATIONSHI A'=ASSOCIAT "NA"=NONASSOCI
Copeland Trucking	Consulting/Outside Services	NA
Copyright Clearance Center	Consulting/Outside Services	NA
Curtis 1000	Consulting/Outside Services	NA
Custom Compliance Solutions	Consulting/Outside Services	NA
Dave Coil	Consulting/Outside Services	NA
DCP Consulting	Consulting/Outside Services	NA
DDI Consulting, Inc.	Consulting/Outside Services	NA
Decicion Analyst, Inc.	Consulting/Outside Services	NA
Dees Consultancy, Inc.	Consulting/Outside Services	NA
Dennhardt & Associates	Consulting/Outside Services	NA
Dennis & Company	Consulting/Outside Services	NA
Distributed Office Environment	Consulting/Outside Services	NA
Dolores Ann Harris	Consulting/Outside Services	NA
Dominion Construction Co.	Consulting/Outside Services	NA
Don Turner Consultants	Consulting/Outside Services	NA
Douglas Brandon	Consulting/Outside Services	NA
DRI-WEFA	Consulting/Outside Services	NA
DST Output, Inc.	Consulting/Outside Services	NA
Dstar	Consulting/Outside Services	NA
e prime, inc.	Consulting/Outside Services	A
Earth Tech, Inc.	Consulting/Outside Services	NA
Easi Document Integration	Consulting/Outside Services	NA
Eckhoff Services, Inc.	Consulting/Outside Services	NA
EDI Business Group, Inc.	Consulting/Outside Services	NA
Efficiency Engineering, Inc.	Consulting/Outside Services	NA
Eide Bailly LLP	Consulting/Outside Services	NA
Electric Software Products	Consulting/Outside Services	NA
Electrocon International, Inc.	Consulting/Outside Services	NA
Electronic Security Systems, Inc.	Consulting/Outside Services	NA
Elite Energy	Consulting/Outside Services	NA
Elmwood Solutions, Inc.	Consulting/Outside Services	NA
Eloquor Consulting, Inc.	Consulting/Outside Services	NA
Emergency Outfitters Inc.	Consulting/Outside Services	NA
Emergingsoft Corp.	Consulting/Outside Services	NA
Empirix, Inc.	Consulting/Outside Services	NA
Employee/Management Involvement Concept	Consulting/Outside Services	NA
Encomm Midwest	Consulting/Outside Services	NA
Energy Design Assistance Programs	Consulting/Outside Services	NA

Energy Packaging Solutions LLC	Consulting/Outside Services	NA
Engineering Repro Systems	Consulting/Outside Services	NA
Entegee Advance Possis	Consulting/Outside Services	NA
Entergy Services, Inc.	Consulting/Outside Services	NA
Envinta Corporation	Consulting/Outside Services	NA
EPRI	Consulting/Outside Services	NA
Equifax Credit Information Services	Consulting/Outside Services	NA

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OUTSIDE SERVICES EMPLOYED--ACCOUNT 923 (thousands of dollars)

		RELATIONSHI
	SERVICES	A'=ASSOCIAT
FROM WHOM PURCHASED	PROVIDED	"NA"=NONASSOCI
Erin Engineering & Research, Inc.	Consulting/Outside Servic	es NA
Eurasia Business Services	Consulting/Outside Servic	es NA
Evelyn Logan	Consulting/Outside Servic	es NA
Evergreen Caissons, Inc.	Consulting/Outside Servic	es NA
Executive Development Center	Consulting/Outside Servic	es NA
Express Personnel Services	Consulting/Outside Servic	es NA
Financial Engineering Associates	Consulting/Outside Servic	es NA
First Call Association	Consulting/Outside Servic	es NA
Flowserve	Consulting/Outside Servic	es NA
Ford Personnel Services, Inc.	Consulting/Outside Servic	es NA
Freelance Creative	Consulting/Outside Servic	es NA
GAB Robins	Consulting/Outside Servic	es NA
Gantz Wiley Research	Consulting/Outside Servic	es NA
GE Energy Management Service	Consulting/Outside Servic	es NA
GE Young & Company	Consulting/Outside Servic	es NA
Geduldig & Ferguson, Inc.	Consulting/Outside Servic	es NA
General Litho Services, Inc.	Consulting/Outside Servic	es NA
General Physics Corporation	Consulting/Outside Servic	es NA
GEO Digital Technologies, Inc.	Consulting/Outside Servic	es NA
GeoMatrix Consulting	Consulting/Outside Servic	es NA
GIGA Information Group	Consulting/Outside Servic	es NA
Global Atmospherics, Inc.	Consulting/Outside Servic	es NA
Gold Cross Courier Service, Inc.	Consulting/Outside Servic	es NA
Governmental Strategies, Inc.	Consulting/Outside Servic	es NA
Gradstaff, Inc.	Consulting/Outside Servic	es NA
Grant Online System	Consulting/Outside Servic	es NA
Great Southwestern Construction, Inc.	Consulting/Outside Servic	es NA
Greta Johnson	Consulting/Outside Servic	es NA
Gunther Douglas, Inc.	Consulting/Outside Servic	es NA

H. Zinder & Associates, Inc.	Consulting/Outside	Services	NA
Hanley-Wood Integrated	Consulting/Outside	Services	NA
Hayes Consulting Company, LLC	Consulting/Outside	Services	NA
Health Promotion Management, Inc.	Consulting/Outside	Services	NA
Healthone Clinic Services	Consulting/Outside	Services	NA
Helmer Printing, Inc.	Consulting/Outside	Services	NA
High Energy Group, Inc.	Consulting/Outside	Services	NA
Hoeft Appliance Center	Consulting/Outside	Services	NA
Holly D. Neel	Consulting/Outside	Services	NA
Honeywell	Consulting/Outside	Services	NA
Hospital Shared Services	Consulting/Outside	Services	NA
Hotchkiss, Inc.	Consulting/Outside	Services	NA
IBM	Consulting/Outside	Services	NA
Imcorp	Consulting/Outside	Services	NA
Indicon	Consulting/Outside	Services	NA

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

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OUTSIDE SERVICES EMPLOYED--ACCOUNT 923 (thousands of dollars)

FROM WHOM PURCHASED	SERVICES PROVIDED	RELATIONSHI A'=ASSOCIAT "NA"=NONASSOCI
Indus International	Consulting/Outside Services	NA
Information Handling Services	Consulting/Outside Services	NA
Insights Unlimited	Consulting/Outside Services	NA
Instrument Manufacturing Co.	Consulting/Outside Services	NA
IOS Capital	Consulting/Outside Services	NA
Iota Development Corporation	Consulting/Outside Services	NA
Iron Mountain Confidential	Consulting/Outside Services	NA
Iron Mountain Records Management	Consulting/Outside Services	NA
Jeane Thorne	Consulting/Outside Services	NA
Jefferson Wells	Consulting/Outside Services	NA
Johnston & Associates LLC	Consulting/Outside Services	NA
Julia Evans	Consulting/Outside Services	NA
Juran Institute, Inc.	Consulting/Outside Services	NA
Kathy Kriner	Consulting/Outside Services	NA
Keane, Inc.	Consulting/Outside Services	NA
Kelly Services, Inc.	Consulting/Outside Services	NA
Keltoi Consulting LLC	Consulting/Outside Services	NA
Kema Consulting, Inc.	Consulting/Outside Services	NA
Kim Michael Staudt	Consulting/Outside Services	NA

Consulting/Outside Services
Consulting/Outside Services

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NA NA NA NA

NA NA NA NA NA NA NA NA NA NA NA NA NA NA NA NA

NA NA

ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

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OUTSIDE SERVICES EMPLOYED--ACCOUNT 923 (thousands of dollars)

FROM WHOM PURCHASED	SERVICES PROVIDED	RELATIONSHI A'=ASSOCIAT "NA"=NONASSOCI
Michigan Technology University	Consulting/Outside Services	NA
MidAmerican Energy Company	Consulting/Outside Services	NA
Midwest ISO	Consulting/Outside Services	NA
Mile High Corporate Services	Consulting/Outside Services	NA
Mile High Properties, LLC	Consulting/Outside Services	NA
Miner & Miner	Consulting/Outside Services	NA
Minneapolis Consulting Group	Consulting/Outside Services	NA
Minnesota Wild	Consulting/Outside Services	NA
Minntertainment Company	Consulting/Outside Services	NA
Monique Lovato	Consulting/Outside Services	NA

Moody's Investor Service	Consulting/Outside Services
Morris Schriem	Consulting/Outside Services
Mueller Pipeliners, Inc.	Consulting/Outside Services
Munchiando Excavating	Consulting/Outside Services
Nantech Consulting	Consulting/Outside Services
National Barricade	Consulting/Outside Services
Nationwide Advertising Service	Consulting/Outside Services
Navigant Consulting, Inc.	Consulting/Outside Services
NETG	Consulting/Outside Services
New Energy Associates LLC	Consulting/Outside Services
New Harbor, Inc.	Consulting/Outside Services
New York Stock Exchange, Inc.	Consulting/Outside Services
Nexant, Inc.	Consulting/Outside Services
Northwest Electrical Systems	Consulting/Outside Services
Northwestern Travel Agency	Consulting/Outside Services
Northwrite, Inc.	Consulting/Outside Services
Occupational Medicine	Consulting/Outside Services
Office Team	Consulting/Outside Services
Opus 21 Management Solutions	Consulting/Outside Services
Oracular of Minnesota	Consulting/Outside Services
Otter Tail Power Company	Consulting/Outside Services
Output Technology Solutions	Consulting/Outside Services
PA Consulting Group	Consulting/Outside Services
Pace Analytical Services, Inc.	Consulting/Outside Services
Pacioli Companies	Consulting/Outside Services
Padilla, Speer Beardsley, Inc.	Consulting/Outside Services
Par Electrical Contractors	Consulting/Outside Services
Parson Group, LLC	Consulting/Outside Services
Partnership Continuum, Inc.	Consulting/Outside Services
People Soft USA	Consulting/Outside Services
Percite Information Technology	Consulting/Outside Services
Personnel Decisions International Corp.	Consulting/Outside Services
Pettigrew & Associates	Consulting/Outside Services
Pettus Construction LLC	Consulting/Outside Services
Pirelli Cables & Systems N. A.	Consulting/Outside Services

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

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OUTSIDE SERVICES EMPLOYED--ACCOUNT 923 (thousands of dollars)

INSTRUCTIONS: Provide a breakdown of outside services employed. If the aggregate amounts paid to any one payee and included within one category is less than \$25,000, only the aggregate number and amount of all such payments included within the subaccounts need be shown. Provide a subtotal for each type of service.

SERVICES PROVIDED RELATIONSHI
A'=ASSOCIAT
"NA"=NONASSOCI

NA NA NA NA

NA NA

FROM WHOM PURCHASED

PIRA Energy Group	Consulting/Outside	Services
Power Plan Consultants, Inc.	Consulting/Outside	Services
Power Technologies, Inc.	Consulting/Outside	Services
Powerhouse Rigging	Consulting/Outside	Services
Precision Resource Co.	Consulting/Outside	
Premier Personnel	Consulting/Outside	Services
Pro Staff Personnel Services	Consulting/Outside	Services
Prosource Technologies	Consulting/Outside	Services
Quantum Consulting & Placement	Consulting/Outside	Services
Rainier Technology, Inc.	Consulting/Outside	Services
Rapidigm, Inc.	Consulting/Outside	Services
Red Planet Consulting, Inc.	Consulting/Outside	Services
Reichman, Karten Sword, Inc.	Consulting/Outside	Services
Rellek Dev., Inc.	Consulting/Outside	Services
RER, Inc.	Consulting/Outside	Services
Resolution, Inc.	Consulting/Outside	Services
Resources Connection, Inc.	Consulting/Outside	Services
Reuters America, Inc.	Consulting/Outside	Services
RHI Management Resources	Consulting/Outside	Services
Richter Scale Productions, Inc.	Consulting/Outside	Services
Rick Souther Photography	Consulting/Outside	Services
Right Management Consulting, Inc.	Consulting/Outside	Services
RJ Services, Inc.	Consulting/Outside	Services
RM Software, Inc.	Consulting/Outside	Services
RNL Solutions	Consulting/Outside	Services
Robert Half	Consulting/Outside	Services
Robert Reents	Consulting/Outside	Services
Robins, Kaplan, Miller & Ciresi	Consulting/Outside	
Rocky Mountain Security	Consulting/Outside	Services
Ronald A. Jerich & Associates	Consulting/Outside	Services
RSM Enterprises	Consulting/Outside	
Russeth, Inc.	Consulting/Outside	
S G S Statistical Services LLC	Consulting/Outside	Services
S.A. Robotics	Consulting/Outside	Services
Safety Kleen Corporation	Consulting/Outside	Services
Sage Results, Inc.	Consulting/Outside	Services
Scott Madden & Associates	Consulting/Outside	Services
SDS Architects, Inc.	Consulting/Outside	
Security Solutions, LLC	Consulting/Outside	
Sedway Consulting, Inc.	Consulting/Outside	
Seever Courier Service	Consulting/Outside	Services
Shared Resource Management	Consulting/Outside	
Shareholder.Com	Consulting/Outside	
Sheldon J. Harris	Consulting/Outside	
Siemens	Consulting/Outside	
	5.	

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OUTSIDE SERVICES EMPLOYED--ACCOUNT 923 (thousands of dollars)

INSTRUCTIONS: Provide a breakdown of outside services employed. If the aggregate amounts paid to any one payee and included within one category is less than \$25,000, only the aggregate number and amount of all such payments included

NA

NA NA NA A NA

NA NA

within the subaccounts need be shown. Provide a subtotal for each type of service.

FROM WHOM PURCHASED	SERVICES PROVIDED		RELATIONSHI A'=ASSOCIAT "NA"=NONASSOCI
Siemens Building Technologies	Consulting/Outside	Services	NA
Siemens Power T&D, Inc.	Consulting/Outside		NA
Simpson Partnership Inc.	Consulting/Outside		NA
Sitrick & Co., Inc.	Consulting/Outside		NA
Smart Partners	Consulting/Outside		NA
Soft Link, Inc.	Consulting/Outside		NA
Soft Scape, Inc.	Consulting/Outside		NA
Software Architects, Inc.	Consulting/Outside		NA
Solutions Marketing Consulting	Consulting/Outside		NA
Somos, Inc.	Consulting/Outside		NA
Sopheon Corporation	Consulting/Outside		NA
Sprint Express, Inc.	Consulting/Outside		NA
Standard & Poor's Corp.	Consulting/Outside		NA
Staubach Company	Consulting/Outside		NA
Staubach Management Services	Consulting/Outside		NA
Stop Processing Center	Consulting/Outside		NA
Stratplans, Inc.	Consulting/Outside		NA NA
Summit Blue Consulting	Consulting/Outside		NA
Sungard Energy Systems, Inc.	Consulting/Outside		NA NA
Superior Seven Mile Creek Land	Consulting/Outside		NA NA
Superior Special Services, Inc.	Consulting/Outside		NA NA
Svingen Athens Russell, Et. Al.	Consulting/Outside		NA NA
Swanson Consulting Group	Consulting/Outside		NA NA
Synergetic Design	Consulting/Outside		NA NA
	Consulting/Outside		NA NA
Synova, Inc. TB Industries, Inc.			
·	Consulting/Outside		NA
Technology Resource Group, Inc.	Consulting/Outside		NA
TekSystems, Inc.	Consulting/Outside		NA
Tension Envelope	Consulting/Outside		NA
The Blackstone Group LP	Consulting/Outside		NA
The Gallup Group	Consulting/Outside		NA
The Marathon Group	Consulting/Outside		NA
The Maris Group	Consulting/Outside		NA
The Market Solutions Group	Consulting/Outside		NA
The Smith Free Group	Consulting/Outside		NA
The St. Paul Companies	Consulting/Outside		NA
The Westin Westminster	Consulting/Outside		NA
The Writers Group	Consulting/Outside		NA
Theobald & Associates	Consulting/Outside		NA
TMP Worldwide	Consulting/Outside		NA
Tony Kwilas	Consulting/Outside		NA
Top Echelon Contracting, Inc.	Consulting/Outside		NA
Towers Perrin	Consulting/Outside		NA
Trans Alarm	Consulting/Outside	Services	NA

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For the Year Ended December 31, 2002

OUTSIDE SERVICES EMPLOYED--ACCOUNT 923 (thousands of dollars)

INSTRUCTIONS: Provide a breakdown of outside services employed. If the aggregate amounts paid to any one payee and included within one category is less than \$25,000, only the aggregate number and amount of all such payments included within the subaccounts need be shown. Provide a subtotal for each type of service.

	CEDUTCEC	RELATIONSHI
EDOM WHOM DUDGUAGED	SERVICES	A'=ASSOCIAT
FROM WHOM PURCHASED	PROVIDED	"NA"=NONASSOCI
Transformer Disposal	Consulting/Outside Services	NA
TRC Mariah Associates, Inc.	Consulting/Outside Services	NA
Tri-State Generation & Transmission	Consulting/Outside Services	NA
Two Degrees	Consulting/Outside Services	NA
Ulteig Engineers, Inc.	Consulting/Outside Services	NA
UMS Group	Consulting/Outside Services	NA
United Accounts, Inc.	Consulting/Outside Services	NA
United Business Mail	Consulting/Outside Services	NA
United Parcel Service	Consulting/Outside Services	NA
Universal Field Services, Inc.	Consulting/Outside Services	NA
Universal Network Solutions	Consulting/Outside Services	NA
UP Tempo Consulting	Consulting/Outside Services	NA
Utilities International, Inc.	Consulting/Outside Services	NA
Utility Engineering	Consulting/Outside Services	A
Verifications, Inc.	Consulting/Outside Services	NA
Verint Systems, Inc.	Consulting/Outside Services	NA
Veritas Software Corporation	Consulting/Outside Services	NA
Visa	Consulting/Outside Services	NA
Visimetrix, Inc.	Consulting/Outside Services	NA
Vision Technologies, Inc.	Consulting/Outside Services	NA
Volt Services Group	Consulting/Outside Services	NA
Vonasek & Schieffer, Inc.	Consulting/Outside Services	NA
W. L. Hall Company	Consulting/Outside Services	NA
Wackenhut	Consulting/Outside Services	NA
Waltco, Inc.	Consulting/Outside Services	NA
Ware Consulting LLC	Consulting/Outside Services	NA
Waste Management	Consulting/Outside Services	NA
Waukesha Electric Systems, Inc.	Consulting/Outside Services	NA
Weatherdata, Inc.	Consulting/Outside Services	NA
Webmethods, Inc.	Consulting/Outside Services	NA
Wells Fargo Shareowner Service	Consulting/Outside Services	NA
Wenck Associates, Inc.	Consulting/Outside Services	NA
Western Area Power Associates	Consulting/Outside Services	NA
Wilbanks Corporation	Consulting/Outside Services	NA
Wilbanks Resources Corp.	Consulting/Outside Services	NA
Xerox	Consulting/Outside Services	NA
Yamamoto/Moss, Inc.	Consulting/Outside Services	NA
Z Systems	Consulting/Outside Services	NA
Zechman & Associates	Consulting/Outside Services	NA
Other (1291)	Various	NA
OCHOL (1271)	Valiono	11/7

Total Consulting/Outside Services

RELATIONSHI

TOTAL CONSULTING/OUTSIDE SERVICES EMPLOYED

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EMPLOYEE PENSION AND BENEFITS--ACCOUNT 926 (thousands of dollars)

INSTRUCTIONS: Provide a listing of each pension plan and benefit program provided by the service company. Such listing should be limited to \$25,000.

DESCRIPTION		AMOUNT	
Pensions		\$	(23,457) 16,882
Managed Health Care/Dental/Vision Employee Savings Plans (401K)			4,668
Supplemental Executive Retirement Plan			4,308
Post Retirement Health Care			2 , 692
Life Insurance			1,351
Benefit Wave Election			369
Post Employment Benefits			(172)
	TOTAL	\$	6,641
		===	

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

GENERAL ADVERTISING EXPENSE--ACCOUNT 930.1 (thousands of dollars)

INSTRUCTIONS: Provide a listing of the amount included in Account 930.1, "General Advertising Expenses", classifying the items according to the nature of the advertising and as defined in the account definition. If a particular class includes an amount in excess of \$3,000 applicable to a single payee, show separately the name of the payee and the aggregate amount applicable thereto.

DESCRIPTION	NAME OF PAYEE	AMOUNI

Ad Agency/Advertising/Printing	McClain Finlon Advertising Inc.	\$ 3,034
Advertising - Sponsorship	St. Paul Facilities Management	1,339
Advertising	Pepsi Center	1,110
Advertising	Xcel Energy Center	1,054
Advertising - Sponsorship	Minnesota Wild Hockey Club	940
Printing	Goldstein's	328
Advertising	Minntertainment Co.	250
Printing	Hotchkiss, Inc.	77
Printing	General Litho Services, Inc.	71
Advertising	Grand Excursion, Inc.	60
Advertising	TMP Worldwide	58
Advertising - Sponsorship	Penumbra Theatre Company	51
Advertising	Home Builders Association	42
Advertising	Texas Panhandle Heritage	40
Advertising	Saint Paul Festival & Heritage	37
Advertising	City of Sioux Falls	35
Advertising - Sponsorship	Downtown Denver Partnership, Inc.	33
Printing	Merit Printing	30
Advertising	Minneapolis Downtown Council	27
Advertising	Colorado Press Association	26
Advertising	Culture, Inc.	25
Advertising	Nexus Energy Software, Inc.	25
Advertising - Sponsorship	U.S. Hockey Hall of Fame	25
Advertising	St. Paul Area Chamber of Commerce	22
Advertising	Nationwide Advertising, Inc.	21
Advertising	Market Solutions Group	20
Advertising	Saint Paul Riverfront Corp	20
Printing	DST Output, Inc.	20
Advertising/Printing	Monique Lovato	16
Advertising	Griffin Communications, Inc.	13
Advertising	RTD Marketing Dept.	12
Advertising	St. Josephs Home For Children	10
Printing	Output Technology Solutions, Inc.	9
Advertising	Jonathon Treat	9
Advertising	Great Plains Institute	8
Advertising - Consulting	Stop Process Center	8
Advertising	Ordway Circle of Stars	8
Advertising	Plaza Research	7
Printing	Pyramid Print & Graphics	7
Printing	Park Printing	6
Advertising - Sponsorship	National Association of Investors	6

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For the Year Ended December 31, 2002

GENERAL ADVERTISING EXPENSE--ACCOUNT 930.1 (thousands of dollars)

INSTRUCTIONS: Provide a listing of the amount included in Account 930.1, "General Advertising Expenses", classifying the items according to the nature of the advertising and as defined in the account definition. If a particular class includes an amount in excess of \$3,000 applicable to a single payee, show separately the name of the payee and the aggregate amount applicable thereto.

DESCRIPTION	NAME OF PAYEE		AMOUNT
Advertising	Lubbock Rate Campaign		
Advertising	Casa De Esperanza		
Advertising	Como Zoo & Conservatory		
Advertising	Marshall Fields Symphony Ball		
Advertising	National Council of Jewish Women		
Advertising	The Childrens Theatre Co.		
Advertising	United Hospital Foundation		
Advertising	Denver Regional Council of Gov		
Advertising	Educational Development Specialists		
Advertising	Minority Business Entrepreneur		
Advertising	Insight Consulting		
Advertising	The Pines At Genesse, LLC		
Advertising	Peanuts on Parade		
Advertising	Denver Business Journal		
Advertising	Boys & Girls Club of the Twin Cities		
Advertising - Consulting	Japanese Society for Quality Control		
Miscellaneous Advertising	Various (94)		
inicocitamodae maverereng	. 411040 (31)		
		TOTAL	\$ 9,0

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

MISCELLANEOUS GENERAL EXPENSES--ACCOUNT 930.2 (thousands of dollars)

INSTRUCTIONS: Provide a listing of the amount included in Account 930.2, "Miscellaneous General Expenses" classifying such expenses according to their nature. Payments and expenses permitted by Section 321 (b)(2) of the Federal Election Campaign Act, as amended by Public Law 94-283 in 1976 (2 U.S.C. 441 (b)(2)) shall be separately classified.

DESCRIPTION		AMOUNT	
		-	
Utility Association Dues Board of Director Fees and Expenses Shared Asset costs (1) Shareholder Relations expenses		\$	1,424 2,315 10,786 8
	TOTAL	\$	14,533

(1) Costs for capital assets utilized by more than one affiliate company

RENTS--ACCOUNT 931 (thousands of dollars)

TYPE OF PROPERTY		7	AMOUNT
Rents - Office Space		\$	7,930
	TOTAL	\$	7,930

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

TAXES OTHER THAN INCOME TAXES--ACCOUNT 408 (thousands of dollars)

INSTRUCTIONS: Provide an analysis of Account 408 "Taxes Other Than Income Taxes". Separate the analysis into two groups: (1) other than U.S. Government taxes, and (2) U.S. Government taxes. Specify each of the various kinds of taxes and show the amounts thereof. Provide a subtotal for each class of tax.

KIND OF TAX		AMOUNT
Other Than U.S. Government Taxes: State Unemployment Taxes Franchise Tax - Texas, Kansas, Delaware, Ohio and New Mexico Other - various		\$ 751 222 89
	SUBTOTAL	1,062
U.S. Government Taxes: Social Security Taxes Federal Unemployment Taxes		13,499 199
	SUBTOTAL	13,698
	TOTAL	\$14,760 =====

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AMOUNT

ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

DONATIONS--ACCOUNT 426.1 (thousands of dollars)

INSTRUCTIONS: Provide a listing of the amount included in Account 426.1, "Donations", classifying such expenses by its purpose. The aggregate number and amount of all items of less than \$3,000 may be shown in lieu of details.

NAME OF RECIPIENT	PURPOSE OF DONATION
2002 Sponsorship NMBA Convention	Contribution to support community assistance
Asian Chamber of Commerce	Contribution to support community assistance
Business Social Awards	Contribution to support community assistance
CACI	Contribution to support community assistance
Center for New Americans	Contribution to support community assistance
City of Arvada; Arvada Center	Contribution to support community assistance
City of Milaca Fire Department	Contribution to support community assistance
Colorado Black Chamber of Commerce	Contribution to support community assistance
Colorado Business Hall of Fame	Contribution to support community assistance
Colorado Women's Chamber of Commerce	Contribution to support community assistance
CSG/Legislators Forum	Contribution to support community assistance
Denver Hispanic Chamber of Commerce	Contribution to support community assistance
Denver Metro Chamber Foundation	Contribution to support community assistance
DLCC Services Corporation LLC	Contribution to support community assistance
Downtown Denver Partnership Inc.	Contribution to support community assistance
Goldstein's	Contribution to support community assistance
Governor's Fishing Opener	Contribution to support community assistance
Greater Pueblo Chamber of Commerce	Contribution to support community assistance
MEDA	Contribution to support community assistance
Milestone Growth Fund, Inc.	Contribution to support community assistance
Minnesota Chamber of Commerce	Contribution to support community assistance
Minnesota Environmental Sciences	Contribution to support community assistance
Minnesota Property Tax Reform	Contribution to support community assistance
Minnesota Science Museum	Contribution to support community assistance
Minnesota State Society	Contribution to support community assistance
Minnesota Utilities Investors Group	Contribution to support community assistance
Minnesotans for a Fair Redistricting	Contribution to support community assistance
MN Rural Electrical Association	Contribution to support community assistance
National Minority Supplier Dev	Contribution to support community assistance
National Western Stock Show	Contribution to support community assistance
Options, Inc	Contribution to support community assistance
Panhandle Water Planning Group	Contribution to support community assistance
Public Affairs Council	Contribution to support community assistance
Rocky Mountain Minority	Contribution to support community assistance
St Paul Riverfront Corporation	Contribution to support community assistance
Swearing-In Account Ceremony	Contribution to support community assistance
Taste of Minnesota	Contribution to support community assistance
The Friends of St. Paul	Contribution to support community assistance
Urban League of Metro Denver	Contribution to support community assistance
US Chamber of Commerce	Contribution to support community assistance
Windustry Wind Energy	Contribution to support community assistance
Women's Foundation of Colorado	Contribution to support community assistance

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

For the Year Ended December 31, 2002

DONATIONS--ACCOUNT 426.1 (thousands of dollars)

INSTRUCTIONS: Provide a listing of the amount included in Account 426.1, "Donations", classifying such expenses by its purpose. The aggregate number and amount of all items of less than \$3,000 may be shown in lieu of details.

NAME OF RECIPIENT

PURPOSE OF DONATION

American Heart Association
National Jewish Med and Research
The Children's Hospital Foundation
Citzens Scholarship Foundation
Latin American Education Foundation
Mizel Center for Arts & Culture
University Film Society
Colorado Energy Assistance Foundation (CEAF)
United Way
Horton's Kids
Junior Achievement
On Wings of Hope; Kempe Children

The Delay Foundation for Kids

Contribution to support health
Contribution to support health
Contribution to support health
Contribution to support education
Contribution to support education
Contribution to support education
Contribution to support education
Contribution to support low income
Contribution to support United Way
Contribution to support young people

Other (134)

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For the Year Ended December 31, 2002

OTHER DEDUCTIONS--ACCOUNT 426.5 (thousands of dollars)

INSTRUCTIONS: Provide a listing of the amount include in Account 426.5, "Other Deductions", classifying such expenses according to their nature.

DESCRIPTION NAME OF PAYEE

Expenditures for Certain Civic,
Political & Related Activities

NRG Integration (billed to Holding Co.)

Life Insurance Premiums for Corporate Officers
and to fund non-qualified deferred
compensation program

Company employee, administrative costs for civic, political and related activities Various
Various

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ANNUAL REPORT OF XCEL ENERGY SERVICES, INC.

For the Year Ended December 31, 2002

SCHEDULE XVIII--NOTES TO STATEMENT OF INCOME

INSTRUCTIONS: The space below is provided for important notes regarding the statement of income or any account thereof. Furnish particulars as to any significant increases and services rendered or expenses incurred during the year. Notes related to financial statements shown elsewhere in this report may be indicated here by reference.

Account 920 - For 2002 this account includes compensation costs paid under the employee incentive plans previously reported in account 926.

Account 922 - Starting October 2001 with the conversion to the JD Edwards General Ledger system, costs for Aviation Services, Information Technology and Supply Chain Purchasing are initially recorded in income statement clearing accounts (408, 920-926) according to the nature of the cost. At month-end these costs are transferred to the balance sheet clearing accounts (184) and account 922 is credited.

Also see Notes to Financial Statements on pages 14-14d for additional Notes to Statement of Income.

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For the Year Ended December 31, 2002

ORGANIZATION CHART (SUMMARY LEVEL)

ORGANIZATION CHART

SERVICE FUNCTION

Chairman Executive Management Services President, CEO Executive Management Services Internal Audit Internal Audit Investor/Shareholder Services Investor Relations Corporate Strategy and Business Development Corp Strategy & Business Deve Financial and Support Services-CFO Accounting, Fin Reporting, Ta Accounting, Fin Reporting, Ta Accounting Payment & Reporting Accounts Pavable Finance and Treasury Finance and Treasury General Counsel Legal Claims Services Claims Services Regulatory and Governmental Affairs - Vice-President Rates and Regulation Regulatory Administration Rates and Regulation Government Affairs Government Affairs Shared Services - Chief Administration Officer Executive Management Services Human Resources Human Resources Communications Corporate and Employee Commun Supply Chain Supply Chain and S. Chain Spe Facilities and Real Estate Facilities and Real Estate Aviation Aviation Payroll Payroll Energy Markets - President Energy Mkts Reg Trading & Mkt Energy Mkts Reg Trading & Mkt Energy Markets Regulated Trading & Marketing Energy Markets Fuel Procureme Energy Markets Fuel Procurement Energy Markets - Vice-President/CFO Business Unit Acctg & Budgeti Energy Supply - President Business Unit Acctg & Budgeti Energy Supply Business Resources Business Unit Acctg & Budgeti Energy Supply Engineering & Environmental Energy Supply Engineering & E Delivery - President Business Unit Acctq & Budgeti Energy Delivery Asset Management Business Unit Acctg & Budgeti Energy Delivery Engineering/Design Energy Delivery Engineering/D Energy Delivery Construction, Oper & Maint Energy Delivery Constr, Oper Fleet Fleet Energy Delivery Marketing Energy Delivery Marketing Retail - President Business Unit Acctg & Budgeti Retail - Controller Business Unit Acctg & Budgeti Marketing and Sales Marketing and Sales Customer Service Customer Sales Receipts Processing Receipts Processing Information Technology - Vice-President/CIO Information Technology

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

METHODS OF ALLOCATION

Revenue Ratio - Based on the sum of the monthly revenue amounts for the prior year ending December 31, the numerator of which is for an applicable Operating Company or affiliate company and the denominator of which is for all applicable Operating Companies and affiliate companies. This ratio will be determined annually, or at such time as may be required due to significant changes.

Employee Ratio - Based on the number of employees at the end of the prior year ending December 31, the numerator of which is for an applicable Operating Company or affiliate company and the denominator of which is for all applicable

Operating Companies and affiliate companies. This ratio will be determined annually, or at such time as may be required due to significant changes.

Total Assets Ratio, with 15 Percent of Assets assigned to Xcel Energy Inc. - Based on the total assets as of December 31 for the prior year, the numerator of which is for an applicable Operating Company or affiliate company and the denominator of which is for all applicable Operating Companies and affiliate companies. Xcel Energy Inc. will be assigned fifteen percent of the total assets. This ratio will be determined annually, or at such time as may be required due to significant changes.

Total Assets Ratio - Based on the total assets as of December 31 for the prior year, the numerator of which is for an applicable Operating Company or affiliate company and the denominator of which is for all applicable Operating Companies and affiliate companies. This ratio will be determined annually, or at such time as may be required due to significant changes.

Square Footage Ratio - Based on the total square footage as of December 31 for the prior year, the numerator of which is for an applicable Operating Company or affiliate company and the denominator of which is for all applicable Operating Companies and affiliate companies. This ratio will be determined annually, or at such time as may be required due to significant changes.

Invoice Transaction Ratio - Based on the sum of the monthly number of invoice transactions processed for the prior year ending December 31, the numerator of which is for an applicable Operating Company or affiliate company and the denominator of which is for all applicable Operating Companies and affiliate companies. This ratio will be determined annually, or at such time as may be required due to significant changes.

Customer Bills Ratio - Based on the average of the monthly total number of customer bills issued during the prior year ending December 31, the numerator of which is for an applicable Operating Company or affiliate company and the denominator of which is for all applicable Operating Companies and affiliate companies. This ratio will be determined annually, or at such a time as may be required due to significant changes.

MWh Generation Ratio - Based on the sum of the monthly electric MWh generated during the prior year ending December 31, the numerator of which is for an applicable Operating Company and the denominator of which is for all applicable Operating Companies. This ratio will be determined annually, or at such time as may be required due to significant changes.

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

METHODS OF ALLOCATION

Total MWh Sales Ratio - Based on the sum of the monthly electric MWh hours sold during the prior year ending December 31, the numerator of which is for an applicable Operating Company and the denominator of which is for all applicable Operating Companies. This includes sales to ultimate customers, wholesale customers, and non-requirement sales for resale. This ratio will be determined annually, or at such time as may be required due to significant changes.

Customers Ratio - Based on the average of the monthly total electric customers

(and/or gas customers, or residential, business and large commercial and industrial customers where applicable) for the prior year ending December 31, the numerator of which is for an applicable Operating Company or affiliate company and the denominator of which is for all applicable Operating Companies and affiliate companies. This ratio will be determined annually, or at such time as may be required due to significant changes.

Labor Dollars Ratio - Based on the XES department (performing center) labor dollars charged to Operating companies and other affiliates for the month. The numerator of which is the labor dollars charged to an Operating Company or affiliate company and the denominator of which is for all Operating Companies and affiliate companies charged by the department for the month.

Delivery Services Gross Plant Ratio - Based on transmission and distribution gross plant for the Delivery Business unit, both electric and gas for the prior year ending December 31, the numerator of which is an applicable Operating Company and the denominator of which is for all applicable Operating Companies. This ratio will be determined annually, or at such time as may be required due to significant changes.

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ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

ANNUAL STATEMENT OF COMPENSATION FOR USE OF CAPITAL BILLED

For the Period Ended December 31, 2002

The following annual statement was supplied to each associate company in support of the amount of compensation for use of capital billed during 2002:

In accordance with Instruction 01-12 of the Securities and Exchange Commission's Uniform System of Accounts for Mutual Service Companies and Subsidiary Service Companies, Xcel Energy Services Inc. (XES) submits the following information on the billing of interest on borrowed funds to associated companies for the year 2002:

- A. Amount of interest billed to associate companies is contained on page 16, Analysis of Billing.
- B. Amount of interest XES pays Xcel Energy Inc. is based on Xcel Energy's weighted cost of debt adjusted for their commitment (facilities) fees. Interest is billed to associate companies based on each company's Accounts Receivable balance weighted with other significant Service Company assets in which the benefits can be directly assigned to specific companies. Companies with outstanding Accounts Receivable balances greater than 30 days and more than \$1,000 are charged a 1% penalty on the outstanding balance in addition to their monthly interest expense. The penalty amounts reduce the monthly interest amount allocated based on total Accounts Receivable balances.

ANNUAL REPORT OF XCEL ENERGY SERVICES INC.

SIGNATURE CLAUSE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935 and the rules and regulations of the Securities and Exchange Commission issued thereunder, the undersigned company has duly caused this report to be signed on its behalf by the undersigned officer thereunto duly authorized.

Date: April 30, 2003