

- HEATING AND COOLING PIPELINE
 WATER TRANSPORTATION COMPANIES

ANNUAL REPORT

OF

ISQ CoolCo, LLC

(Exact legal name of respondent)

If name was changed during year, show also the
previous name and date of change.

Website URL (where this filing is available for public viewing)

410 Park Avenue, #830, New York, NY 10022

(Address of principal business office at end of year)

TO THE PUBLIC UTILITIES COMMISSION OF OHIO



FOR THE

YEAR ENDED DECEMBER 31, 2015

Name, title, address, telephone and fax numbers (including area code) of the person to be contacted concerning this report.

Charlotte Soulard; Finance Manager; 53 State Street,

14th Floor / Boston, MA 02109; tel 617 849 6626

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1. The word "Respondent" in the following inquiries means the person, firm, association, or company in whose behalf the report is made.
2. The schedules and questions contained in this report were developed to be generally applicable to all heating and cooling, pipeline and water transportation companies. All instructions shall be followed and each question answered as fully and accurately as possible. Sufficient answer shall appear to show that no schedule, question, or line item has been overlooked. If a particular line item or schedule does not apply to the respondent, indicate this by answering "none", "-0-", or "not applicable", as appropriate, where it truly and completely states the fact.
3. If answers to an inquiry are given elsewhere in the report, incorporation of information by reference is sufficient.
4. Customary abbreviations may be used except that the exact name of the respondent shall be shown in full on the "Title Page" and in the "Verification" page.
5. Where the space provided is insufficient for the required data or it is necessary or desirable to insert additional statements or schedules, the insert pages shall show the number and title of the schedule to which it pertains, as well as the name of the respondent and the year covered, and shall be on 8 1/2" x 11" durable paper.
6. The information required with respect to any statement furnished is the minimum requirement. The respondent may add such further material information as is necessary to ensure that the required statements are not misleading.
7. All copies filed with the Commission must be legible and permanent. All entries shall be made in permanent ink or by a typewriter. Items of a reverse or contrary character shall be enclosed in parentheses, or indicated by a minus sign followed by the amount.
8. Amounts on any schedule (except as otherwise provided therein), may, at the option of the respondent, be rounded off to whole dollars provided that amounts are appropriately adjusted to agree with the rounded total.
9. The annual report shall be signed by a duly elected officer of the respondent and it shall be notarized.
10. The information required in this report, unless otherwise indicated, is to be reported for the entire company and not for the State of Ohio only.
11. Totals should be provided as indicated. The respondent shall ensure that schedule totals and subtotals are mathematically correct.
12. If a line item is supported by a detailed schedule elsewhere in this report, the respondent should ensure that the detailed schedule is completed and that the amounts on both schedules match.

1. Exact name of company making this report. ISQ CoolCo, LLC.
2. Date of organization July 29, 1997
3. Under the laws of what Government, State or Territory organized? If more than one, name all. ISQ CoolCo, LLC is a limited liability company formed under the laws of the State of Ohio.
4. If a consolidated or merged company, name all constituent and all merged companies.
On August 29, 1997 the former Cinergy Cooling Corp., an Ohio Corporation, was merged with and into Trigen0Cinergy Solutions of Cincinnati LLC, an Ohio limited liability company, with said LLC being the surviving company jointly owned 51% by Cinergy Solutions Holding Company, Inc. (a subsidiary of Cinergy Corp.) and 49% by Trigen Solutions, Inc. (a subsidiary of Trigen Energy Corp.). Cinergy Solutions Holding Company, Inc., purchased the membership interest of Trigen Solutions, Inc. in October 2003. On October 17, 2003, through a restatement of the Articles of Organization, the name of Trigen-Cinergy Solutions of Cincinnati, LLC was changed to Cinergy Solutions of Cincinnati, LLC. On June 16, 2006, through an amendment of the Articles of Organization, the name of Cinergy Solutions of Cincinnati, LLC was changed to DEGS of Cincinnati, LLC. On October 5, 2012, the name was changed from DEGS of Cincinnati, LCL to DTE CoolCo, LLC. On June 2, 2014, ISQ CoolCo LLC (Parent) purchased DTE CoolCo, LLC and on August 8, 2014, through an amendment of the Articles of Organization, the name of DTE CoolCo, LLC was changed to ISQ CoolCo, LLC.
5. Date and authority for each consolidation and each merger.
June 5, 1997 Finding and Order in Case No. 97-445-CC-AIS; October 17, 2003 Filing date of name change with Secretary of State of Ohio; June 14, 2005 Name change approved in Case No. 05-634-CC-ACN. June 16, 2006 Filing date of name change with Secretary of State of Ohio; September 20, 2006 Name change approved in Case No. 06-1025-CC-CAN. Note, entity name changed to DTE CoolCo, LLC on October 5, 2012. Entity name change to ISQ CoolCo, LLC on August 22, 2014.
6. State whether respondent is a corporation, a joint stock association, a firm or partnership, or an individual.
Respondent is a limited liability company.
7. If a reorganized company, given name of original corporation, refer to laws under which it was organized, and state the occasion for the reorganization.
See Item 4 above.
8. State whether or not, the respondent during the year conducted any part of its business under a name, or names, other than shown, in response to inquiry No. 1. If so, give full particulars.
9. Where are the books and records of the company kept?
53 State Street, 14th Floor / Boston, MA 02109
10. Name below all classes of public service furnished by the respondent.
Respondent owns, operates and maintains a chilled water system in the downtown business district of Cincinnati, Ohio.

1. State whether respondent is a corporation, a joint stock association, a firm or partnership, or an individual.

Limited Liability Company

2. Date when operations began.

August 29, 1997 (See "History", page 2/item 4)

3. If a consolidated or merged company, give names of each such incident, date, and Commission authority. If a reorganized company, give name of original corporation.

August 29, 1997 (See "History", page 2/item 4)

4. If incorporated specify

.(a) Date of filing articles of incorporation, **N/A**

.(b) State in which incorporated, **N/A**

5. Commission Case Number granting operating authority and date issued.

97-445-CC-AIS 06/05/1997, Trigen-Cinergy Solutions of Cincinnati, LLC. Name change to Cinergy Solutions of Cincinnati, LLC filed with Secretary of State of Ohio on October 17, 2003; name change approved June 14, 2005 in Case No. 05-634-CC-CAN. Name change to DEGS of Cincinnati, LLC filed with Secretary of State of Ohio on June 16, 2006; name change approved September 20, 2006 in Case No. 06-1025-CC-CAN. Name change to DTE CoolCo, LLC filed with Secretary of State of Ohio on October 5, 2012. Name change to ISQ CoolCo, LLC filed with Secretary of State of Ohio on August 22, 2014.

6. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown Title Page; if so, give full particulars. **N/A**

7. Description of general service territory. **The downtown business district of Cincinnati, Ohio.**

8. List all affiliated companies with whom the respondent does business and their relationship to the respondent. If respondent is a partnership, provide this information for each partner. (Use separate page(s) if needed). State whether the affiliate is (a) a regulated public utility or, (b) a publicly held corporation. **N/A**

9. Did any corporation or corporations, telephone or other, hold control over the respondent at the close of the year? If control was so held, state: **No**

.a. The name and address of the controlling corporation or corporations.

.b. The form of control, whether sole or joint.

.c. The extent of control.

.d. Whether control was direct or indirect.

.e. If indirect, the name and address of the intermediary through which control was established.

10. Did any individual, association, or corporation hold control, as trustee, over the respondent at the close of the year? If control was so held, state: **No**

.a. The name and address of the trustee.

.b. The name and address of the beneficiary or beneficiaries for whom the trust was maintained, if available.

11. Did the respondent hold control over other corporations at the close of the year? If so, state: **No**
- .a. The name and address of corporation or corporations controlled.
 - .b. The form of control, whether sole or joint.
 - .c. Other parties, if any, to joint agreement for control.
 - .d. The extent of control.
 - .e. Whether control is direct or indirect.
 - .f. If indirect, the name and address of the intermediary through which control was established.

Report important changes of the types listed. Except as otherwise indicated data furnished should apply to the same period the report covers. Answers should be numbered in accordance with the inquiries and if "none" states the fact, it should be used. If information which answers an inquiry is given elsewhere in the report, incorporation of that information by reference will be sufficient.

1. 1. Issuances of Capital Stock or long term debt during the year: Identify the securities, date, consideration received and Commission authorization. N/A
2. 2. Changes in franchise rights. N/A
3. 3. Changes in ownership or control (shareholders holding 5% or more of outstanding stock). N/A
4. 4. Other important changes: Give brief particulars of each other important change which is not disclosed elsewhere in this report. N/A

Annual Report of Year Ended December 31, 2015 SCHEDULE: 3

VOTING POWERS AND ELECTIONS

1. In the schedule below, show the particulars called for concerning the stockholders of respondent who, at the date of the latest closing of the stock-book of respondent prior to the actual filing of this report, had the twenty highest voting powers of the respondent. If any such holder held in trust, attach a statement showing the beneficial owners. If the stock-book was not closed within the year, show twenty such stockholders as of the close of the year. In the space provided, show total shares and notes of all stockholders.

Line No.	Name and Address of Stockholders	No. of Shares Held	No. of Voting Shares	Other Vote Empowered Securities
1.	<u>N/A</u>			
2.				
3.				
4.				
5.				
6.				
7.				
8.				
9.				
10.				
11.				
12.				
13.				
14.				
15.				
16.				
17.				
18.				
19.				
20.				
	Total listed above			
	Total all stockholders			

DIRECTORS, PROPRIETORS, PARTNERS 1. Give the name of director or proprietor. (For partnerships identify each partner, identify which are general or limited partners, and show each partner's percent of interest.)

Line No.	Name and Address (City and State) (a)	Served Continuously From (b)	Term Expired or Current Term Will Expire (c)
1 2 3 4 5 6 7 8 9 10 11 12 13 14 15	ISQ CoolCo (Parent)		
<p>(For corporations, show the data requested; for other forms of business organizations, show names of individuals holding comparable positions.)</p> 16. Name of Chairman of the Board <u>N/A</u> 17. Name of Secretary of Board <u>N/A</u> 18. President <u>Thomas Lefebvre</u> 19. Vice President <u>N/A</u> 20. Secretary <u>N/A</u> 21. Treasurer <u>Thomas Lefebvre</u> 22. Controller <u>N/A</u>			

Annual Report of Year Ended December 31, 2015 SCHEDULE: 5

BALANCE SHEET				
Description	Page No.	Beginning Balance	Ending Balance	Increase o(Decrease) r
Current Assets				
Cash and Equivalents		\$742,832	\$1,103,934	\$361,102
Accounts Receivable-Net		\$265,804	\$280,291	\$14,487
Notes Receivable-Net		\$0	\$0	\$0
Other Current Assets		\$543,056	\$0	(\$543,056)
Totals		\$1,551,692	\$1,384,225	(\$167,467)
Noncurrent Assets				
Investments		\$0	\$0	\$0
Other Noncurrent Assets		\$8,129,937	\$7,629,840	(\$500,097)
Totals		\$8,129,937	\$7,629,840	(\$500,097)
Property, Plant and Equipment				
Property, Plant, and Equipment		\$14,838,047	\$16,381,107	\$1,543,060
Accumulated Depreciation & Amortization		(\$540,641)	(\$1,467,846)	(\$927,205)
Net Plant		\$14,297,406	\$14,913,261	\$615,855
TOTAL ASSETS		\$23,979,035	\$23,927,326	(\$51,709)
Current Liabilities				
Accounts and Notes Payable		\$27,677	\$116,798	\$89,121
Other Current & Accrued Liabilities		\$403,550	\$759,496	\$355,946

NOTES TO BALANCE SHEET

- (a) Presentation – The accompanying financial statements are prepared in accordance with the generally accepted accounting principles (GAAP).
- (b) Ending balances reflect the impact from fair market valuation and purchase price allocations resulting from the acquisition.
- (c) ISQ CoolCo, LLC is a disregarded entity for domestic income tax purposes and is not a taxpaying entity for federal or state income taxes.
- (d) PPE is recorded at the fair market value at the date of the acquisition of the assets during the current year.
- (e) Depreciation – ISQ CoolCo, LLC determines the provision for depreciation expense using the straight-line method. The depreciation rates are based on the estimated useful lives (the number of years we expect to be able to use the properties).

Annual Report of Year Ended December 31, 2015 SCHEDULE: 6

INCOME STATEMENT	
Description	Amount
Operating Income	
Operating Revenues	\$3,706,570
Uncollectible Revenues	\$0
Net Operating Revenues	\$3,706,570
Operating Expenses	\$2,582,710
Depreciation & Amortization	\$1,427,301
Taxes, Other than Income	\$193,335
Income Taxes	0
Total Operating Expenses	\$4,203,346
Net Operating Income	(\$496,776)
Other Income & Deductions	
Other Operating Income & Expense	\$0
Non-Operating Income & Expense	\$0
Non-Operating Taxes	\$0
Interest & Related Items	\$0
Extraordinary Items	\$0
Net Other Income & Deductions	\$0

NOTES TO INCOME STATEMENT

See notes (a), (b), (c) and (d) of the "Notes to the Balance Sheet."

Annual Report of Year Ended December 31, 2015 SCHEDULE: 8

SPECIAL FUNDS ACCOUNTS 125 & 128 (125)					
Name of Fund (a)	Balance First of Year (b)	AdditionsDed Principal Income (c) (d)		uctions	Balance End of Year
none					
TOTALS	\$	\$	\$	\$	\$

Annual Report of Year Ended December 31, 2015 SCHEDULE: 9

NOTES AND OTHER ACCOUNTS RECEIVABLE

Notes Receivable				*Other Accounts Receivable			
Name of Debtor	Amount at Close of Year			Name of Debtor	Amount at Close of Year		
none							
Total				Total			

ACCOUNTS RECEIVABLE FROM ASSOCIATED COMPANIES

Name of Debtor	Consideration Received	Amount at Close of Year		
none				
	Total			

*Show major items only. Minor items may be reported in one group.

Annual Report of Year Ended December 31, 2015 SCHEDULE: 10

CAPITAL STOCK 1. Respondent shall enter the class of stock and a description of any pertinent details such as differences in voting rights, preferences as to dividends or assets, pledges, etc. 2. Respondent shall provide the information specified in column headings (b) through (h) and note any other pertinent information at the bottom of this schedule.

Class and Description of Capital Stock (a)	Par or Stated Value Amount (b)	Number of Shares Authorized (c)	Amount of Stock Issued and Outstanding (d)	Additional Paid In Capital (e)	Total (Col. (d) & (e)) (f)	Number of Shares of Treasury Stock (g)	Amount in Treasury Stock Account (h)
N/A Member's equity	\$		\$	\$	\$		\$
TOTALS	\$		\$	\$	\$		\$

Annual Report of Year Ended December 31, 2015 SCHEDULE: 11

LONG-TERM DEBT 1. List in account number order in column (a) a description of the long-term obligation, including those maturing in the coming year. 2. In the remaining columns (b) - (i) respond shall furnish the appropriate data.

Description of Obligation (a)	Nominal Date of Issue (b)	Date of Maturity (c)	Interest Rate (d)	Original Amount of Debt (e)
none				

Annual Report of Year Ended December 31, 2015 SCHEDULE: 14

1. Provide separate schedules for each jurisdiction in which the respondent operates and for the overall operations of the respondent.
2. Under column (a) provide all subclasses of plant for which a separate depreciation rate is determined and a subtotal for each primary account.
3. Under columns (b) thru (d) provide the life, net salvage, and rate prescribed by the Commission.

(e)

*Composite rate for all depreciable accounts

*Composite rate for all plant accounts

Jurisdiction

Overall Operations

Classes and Subclasses of Depreciable Plant

Classes and Subclasses of Depreciable Plant				
Account Number and Title of Plant Accounts and its Subclasses	Life (Years)	Net Salvage (%)	Depreciation Rate (%)	Depreciation Reserve (%)
Air Handling Unit	8	0		
Chiller	7	0		
Cooling Tower	21	0		
Piping	28	0		
Plate and Frame Heat Exchangers	4	0		
Pumps	8	0		
Tanks	9	0		

Annual Report of Year Ended December 31, 2015 SCHEDULE: 15

STATEMENT OF RETAINED EARNINGS			
Account No.	Item	Page No.	Amount
N/A Member's equity	Balances-First of Year		
	Changes:		
	Balance Transferred from Income		
	Dividends Declared		
	Miscellaneous Debits to Retained Earnings		
	Miscellaneous Credits to Retained Earnings		
	Balance-End of Year		
	Notes to Statement of Retained Earnings:		

Annual Report of Year Ended December 31, 2015 SCHEDULE: 16

PARTNERSHIP CAPITAL STATEMENT (1)			
Account No.	Item	Page No.	Amount
	Partnership Capital-Beginning of Year		\$23,547,808
	Net Income (Loss) for Year		(\$496,776)
	Partners' Capital Contributions		
	Miscellaneous Credits		
	Total Credits		\$23,051,032
	Partners' Drawings		
	Prior Period Adjustment(s)		
	Miscellaneous Debits		
	Total Debits		0
	Partnership Capital-End of Year		\$23,051,032

(1) This statement should also be used by sole proprietors.

Annual Report of Year Ended December 31, 2015 SCHEDULE: 17

TAXES ACCRUED					
Explain items recorded in column (e). Any amounts included for other than current taxes should be explained by footnote.					
Kind of Tax (a)	Balance First of Year (b)	Amount Accrued During Year (c)	Payments During Year (d)	Other Items Dr. or (Cr.) (e)	Balance End of Year (f)
Franchise Taxes	\$45,958	\$193,335	(\$178,051)		\$61,242
Income Taxes (see Note of the "Notes to Balance Sheet" regarding income taxes)					
Total					
	\$45,958	\$193,335	(\$178,051)	\$0	\$61,242

Annual Report of Year Ended December 31, 2015 SCHEDULE: 20

STATEMENT OF INTRASTATE-GROSS EARNINGS (1)				
Line No.	Item	Amount		
		Total Company	Other Than Ohio Intrastate	Ohio Intrastate
1	Operating and Miscellaneous Revenue (Rent Revenue, Special Billings (revenue from work performed for others, rent revenue-nonoperating, return on regulated investment used to provide nonregulated products and services, etc.)	\$3,706,570		
2	Other Revenue, Dividend and Interest Income, Gains From Disposition of Property -Operating and Nonoperating, Other Operating or Nonoperating Gains (foreign currency exchange or transfer, extinguishment of debt, company's share of earnings of affiliated company accounted for on equity method, income from sinking and other funds, etc.)			
3	SUBTOTAL (1) + (2)	\$3,706,570		
4	Earnings or receipts from sales to other public utilities for resale	\$0	\$0	\$0
5	TOTAL (3) + (4)	\$3,706,570		
<p>(1) Intrastate means from one point in Ohio to another point in Ohio, or wholly within Ohio.</p>				

IN ORDER TO ENSURE THAT PUCO CORRESPONDENCE IS DIRECTED

**TO THE APPROPRIATE PERSON AT THE CORRECT ADDRESS, PLEASE
COMPLETE THE FOLLOWING.**

Name, Title, Address, and Phone Number of the Company's Contact Persons
to Receive Entries and Orders from the Docketing Division

Name: Charlotte Soulard
Title: Finance Manager
Address: 53 State Street, 14th Floor / Boston, MA 02109
Phone Number (Including Area Code): (617) 849-6626

Name, Title, Address, and Phone Number of Person to whom Invoice
should be Directed

Name: Charlotte Soulard
Title: Finance Manager
Address: 53 State Street, 14th Floor / Boston, MA 02109
Phone Number (Including Area Code): (617) 849-6626

Name and Address of the President

Name: Thomas Lefebvre
Title: President
Address: 410 Park Avenue, #830, New York, NY 10022
Phone Number (Including Area Code): (212) 339-5300

The foregoing report must be verified by the President or Chief Officer of the company. The oath required may be taken before any person authorized to administer an oath by the laws of the State in which the same is taken.

OATH

State of New York
County of New York

Thomas Lefebvre makes oath and says that

(Insert here the name of the affiant.)

he is President

(Insert here the official title of deponent)

of ISQ CoolCo, LLC

(Insert here the exact legal title or name of the respondent.)

that he has examined the foregoing report; that to the best of his knowledge, information, and belief, all statements of fact contained in the said report are true and the said report is a correct statement of the business and affairs of the above-named respondent in respect to each and every matter set forth therein during the period from and including January 1, 2015 to and including December 31, 2015.



(Signature of affiant.)

Subscribed and sworn to before me, a named, this 26th day of May, 2016. in and for the State and county My commission expires

October 21 2017.

(Signature of officer authorized to administer oaths.)

SEAMUS A. COFFEY
Notary Public, State of New York
No. 01G06291814
Qualified in New York County
Commission Expires October 21, 2017