

SEMPRA ENERGY

Form 10-Q

August 04, 2017

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

FORM 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT
TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF
1934
For the
quarterly June 30, 2017
period ended

or

TRANSITION REPORT PURSUANT
TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF
1934

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For
the
transition to
period
from

Commission File No.	Exact Name of Registrants as Specified in their Charters, Address and Telephone Number	States of Incorporation	I.R.S. Employer Identification Nos.	Former name, former address and former fiscal year, if changed since last report No change
1-14201	SEMPRA ENERGY 488 8 th Avenue San Diego, California 92101 (619) 696-2000	California	33-0732627	No change
1-03779	SAN DIEGO GAS & ELECTRIC COMPANY 8326 Century Park Court San Diego, California 92123 (619) 696-2000	California	95-1184800	No change
1-01402	SOUTHERN CALIFORNIA GAS COMPANY 555 West Fifth Street Los Angeles, California 90013 (213) 244-1200	California	95-1240705	No change

Indicate by check
mark whether the
registrants (1) have
filed all reports
required to be filed

by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days.

Yes No

1

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Sempra Yes <input checked="" type="checkbox"/> Energy	No
San Diego Gas Yes <input checked="" type="checkbox"/> &	No
Electric Company Southern California Yes <input checked="" type="checkbox"/> Gas	No
Company	

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of “large accelerated filer,” “accelerated filer,” “smaller reporting company,” and “emerging growth company” in Rule 12b-2 of the Exchange Act.

Large

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accelerated filer	Accelerated filer	Non-accelerated filer	Smaller reporting company	Emerging growth company
Sempra Energy [X]	[]	[]	[]	[]
San Diego Gas & Electric Company Southern California Gas Company	[]	[X]	[]	[]
Gas & Electric Company Southern California Gas Company	[]	[X]	[]	[]

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Sempra Energy San Diego Gas & Electric Company Southern California Gas Company	Yes	No
Gas & Electric Company Southern California Gas Company	Yes	No

Indicate by check mark whether the registrant is a shell company (as defined in Rule

12b-2 of the
Exchange Act).

Sempra
Energy ^{Yes} No X

San
Diego

Gas
& ^{Yes} No X

Electric
Company

Southern
California
Gas ^{Yes} No X

Company

Indicate the
number of shares
outstanding of each
of the issuers'
classes of common
stock, as of the
latest practicable
date.

Common stock
outstanding on July
28, 2017:

Sempra Energy 251,077,626 shares

San Diego Gas & Electric Company Wholly owned by Enova Corporation, which is wholly owned by Sempra Energy

Southern California Gas Company Wholly owned by Pacific Enterprises, which is wholly owned by Sempra Energy

SEMPRA ENERGY FORM 10-Q
 SAN DIEGO GAS & ELECTRIC COMPANY FORM 10-Q
 SOUTHERN CALIFORNIA GAS COMPANY FORM 10-Q
 TABLE OF CONTENTS

<u>Information Regarding Forward-Looking Statements</u>	<i>Page</i> 6
PART I – FINANCIAL INFORMATION	
Item 1. <u>Financial Statements</u>	8
Item 2. <u>Management’s Discussion and Analysis of Financial Condition and Results of Operations</u>	80
Item 3. <u>Quantitative and Qualitative Disclosures About Market Risk</u>	121
Item 4. <u>Controls and Procedures</u>	122
PART II – OTHER INFORMATION	
Item 1. <u>Legal Proceedings</u>	123
Item 1A. <u>Risk Factors</u>	123
Item 6. <u>Exhibits</u>	123
<u>Signatures</u>	125

This combined Form 10-Q is separately filed by Sempra Energy, San Diego Gas & Electric Company and Southern California Gas Company. Information contained herein relating to any individual company is filed by such company on its own behalf. Each company makes representations only as to itself and makes no other representation whatsoever as to any other company. You should read this report in its entirety as it pertains to each respective reporting company. No one section of the report deals with all aspects of the subject matter. Separate Part I – Item 1 sections are provided for each reporting company, except for the Notes to Condensed Consolidated Financial Statements. The Notes to Condensed Consolidated Financial Statements for all of the reporting companies are combined. All Items other than Part I – Item 1 are combined for the reporting companies.

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The following terms and abbreviations appearing in the text of this report have the meanings indicated below.

GLOSSARY

2016 GRC FD	final decision in the California Utilities' 2016 General Rate Case
AFUDC	allowance for funds used during construction
Annual Report	Annual Report on Form 10-K for the year ended December 31, 2016
AOCI	Accumulated Other Comprehensive Income (Loss)
ASU	Accounting Standards Update
Bay Gas	Bay Gas Storage Company, Ltd.
Bcf	billion cubic feet
Blade	Blade Energy Partners
CAISO	California Independent System Operator
California Utilities	San Diego Gas & Electric Company and Southern California Gas Company, collectively
Cameron LNG JV	Cameron LNG Holdings, LLC
CARB	California Air Resources Board
CCA	Community Choice Aggregation
CCM	cost of capital adjustment mechanism
CEC	California Energy Commission
CEQA	California Environmental Quality Act
CFCA	Core Fixed Cost Account
CFE	Comisión Federal de Electricidad (Federal Electricity Commission in Mexico)
Chilquinta Energía	Chilquinta Energía S.A. and its subsidiaries
COFECE	Comisión Federal de Competencia Económica (Mexican Competition Commission)
CPED	Consumer Protection and Enforcement Division
CPI	Consumer Price Index
CPUC	California Public Utilities Commission
CRE	Comisión Reguladora de Energía (Energy Regulatory Commission in Mexico)
CRR	congestion revenue right
DA	Direct Access
DEN	Ductos y Energéticos del Norte, S. de R.L. de C.V.
DOE	U.S. Department of Energy
DOGGR	California Department of Conservation's Division of Oil, Gas, and Geothermal Resources
DPH	Los Angeles County Department of Public Health
Ecogas	Ecogas México, S. de R.L. de C.V.
Edison	Southern California Edison Company
Eletrans	Eletrans S.A., Eletrans II S.A. and Eletrans III S.A., collectively
EnergySouth	EnergySouth Inc.
EPA	U.S. Environmental Protection Agency
EPC	engineering, procurement and construction
EPS	earnings per common share
ERRA	Energy Resource Recovery Account
FERC	Federal Energy Regulatory Commission
FTA	Free Trade Agreement
GCIM	Gas Cost Incentive Mechanism
GdC	Gasoductos de Chihuahua, S. de R.L. de C.V.
GHG	greenhouse gas
GRC	General Rate Case
HLBV	hypothetical liquidation at book value
HMRC	United Kingdom's Revenue and Customs Department
IEnova	Infraestructura Energética Nova, S.A.B. de C.V.
IEnova Pipelines	IEnova Pipelines, S. de R.L. de C.V.
IMG	Infraestructura Marina del Golfo
IRS	Internal Revenue Service
ISFSI	independent spent fuel storage installation
JP Morgan	J.P. Morgan Chase & Co.
kV	kilovolt
LA Storage	LA Storage, LLC

GLOSSARY (CONTINUED)

LNG	liquefied natural gas
LPG	liquid petroleum gas
Luz del Sur	Luz del Sur S.A.A. and its subsidiaries
MHI	Mitsubishi Heavy Industries, Ltd., Mitsubishi Nuclear Energy Systems, Inc., and Mitsubishi Heavy Industries America, Inc., collectively
Mississippi Hub	Mississippi Hub, LLC
MMBtu	million British thermal units (of natural gas)
Mobile Gas	Mobile Gas Service Corporation
Mtpa	million tonnes per annum
MW	megawatt
MWh	megawatt hour
NDT	Nuclear Decommissioning Trusts
NEIL	Nuclear Electric Insurance Limited
NEPA	National Environmental Policy Act
NRC	Nuclear Regulatory Commission
OCI	Other Comprehensive Income (Loss)
OII	Order Instituting Investigation
O&M	operation and maintenance expense
OMEC	Otay Mesa Energy Center
OMEC LLC	Otay Mesa Energy Center LLC
ORA	CPUC Office of Ratepayer Advocates
Otay Mesa VIE	OMEC LLC VIE
PEMEX	Petróleos Mexicanos (Mexican state-owned oil company)
PG&E	Pacific Gas and Electric Company
PHMSA	Pipeline and Hazardous Materials Safety Administration
PP&E	property, plant and equipment
PPA	power purchase agreement
PSEP	Pipeline Safety Enhancement Plan
RAMP	Risk Assessment Mitigation Phase
RBS	The Royal Bank of Scotland plc
RBS SEE	RBS Sempra Energy Europe
RBS Sempra Commodities	RBS Sempra Commodities LLP
Rockies Express	Rockies Express Pipeline LLC
ROE	return on equity
RSA	restricted stock award
RSU	restricted stock unit
SB	Senate Bill
SCAQMD	South Coast Air Quality Management District
SDCA	United States District Court for the Southern District of California
SDG&E	San Diego Gas & Electric Company
SEC	United States Securities and Exchange Commission
SEDATU	Secretaría de Desarrollo Agrario, Territorial y Urbano (Mexican agency in charge of agriculture, land and urban development)
SFP	secondary financial protection
SoCalGas	Southern California Gas Company
SONGS	San Onofre Nuclear Generating Station
SONGS OII	CPUC's Order Instituting Investigation into the SONGS Outage
TdM	Termoeléctrica de Mexicali
TransCanada	TransCanada Corporation
Tribunal	International Chamber of Commerce International Court of Arbitration Tribunal
TURN	The Utility Reform Network
U.S. GAAP	accounting principles generally accepted in the United States of America
Valero Energy	Valero Energy Corporation
VAT	value-added tax
Ventika	Ventika, S.A.P.I. de C.V. and Ventika II, S.A.P.I. de C.V., collectively
VIE	variable interest entity
Willmut Gas	Willmut Gas Company

INFORMATION REGARDING FORWARD-LOOKING STATEMENTS

We make statements in this report that are not historical fact and constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are based upon assumptions with respect to the future, involve risks and uncertainties, and are not guarantees of performance. These forward-looking statements represent our estimates and assumptions only as of the filing date of this report. We assume no obligation to update or revise any forward-looking statement as a result of new information, future events or other factors.

In this report, when we use words such as “believes,” “expects,” “anticipates,” “plans,” “estimates,” “projects,” “forecasts,” “contemplates,” “assumes,” “depends,” “should,” “could,” “would,” “will,” “confident,” “may,” “can,” “potential,” “possible,” “pursue,” “outlook,” “maintain,” or similar expressions, or when we discuss our guidance, strategy, plans, goals, opportunities, projections, initiatives, objectives or intentions, we are making forward-looking statements.

Factors, among others, that could cause our actual results and future actions to differ materially from those described in forward-looking statements include

actions and the timing of actions, including decisions, new regulations, and issuances of permits and other authorizations by the CPUC, DOE, DOGGR, FERC, EPA, PHMSA, DPH, states, cities and counties, and other regulatory and governmental bodies in the United States and other countries in which we operate; the timing and success of business development efforts and construction projects, including risks in obtaining or maintaining permits and other authorizations on a timely basis, risks in completing construction projects on schedule and on budget, and risks in obtaining the consent and participation of partners;

the resolution of civil and criminal litigation and regulatory investigations;

deviations from regulatory precedent or practice that result in a reallocation of benefits or burdens among shareholders and ratepayers; modifications of settlements; and delays in, or disallowance or denial of, regulatory agency authorizations to recover costs in rates from customers (including with respect to regulatory assets associated with the SONGS facility and 2007 wildfires) or regulatory agency approval for projects required to enhance safety and reliability;

the availability of electric power, natural gas and liquefied natural gas, and natural gas pipeline and storage capacity, including disruptions caused by failures in the transmission grid, moratoriums or limitations on the withdrawal or injection of natural gas from or into storage facilities, and equipment failures;

changes in energy markets; volatility in commodity prices; moves to reduce or eliminate reliance on natural gas; and the impact on the value of our investment in natural gas storage and related assets from low natural gas prices, low volatility of natural gas prices and the inability to procure favorable long-term contracts for storage services;

risks posed by actions of third parties who control the operations of our investments, and risks that our partners or counterparties will be unable or unwilling to fulfill their contractual commitments;

weather conditions, natural disasters, accidents, equipment failures, computer system outages, explosions, terrorist attacks and other events that disrupt our operations, damage our facilities and systems, cause the release of greenhouse gases, radioactive materials and harmful emissions, cause wildfires and subject us to third-party liability for property damage or personal injuries, fines and penalties, some of which may not be covered by insurance (including costs in excess of applicable policy limits) or may be disputed by insurers;

cybersecurity threats to the energy grid, storage and pipeline infrastructure, the information and systems used to operate our businesses and the confidentiality of our proprietary information and the personal information of our customers and employees;

capital markets and economic conditions, including the availability of credit and the liquidity of our investments; and fluctuations in inflation, interest and currency exchange rates and our ability to effectively hedge the risk of such fluctuations;

changes in the tax code as a result of potential federal tax reform, such as the elimination of the deduction for interest and non-deductibility of all, or a portion of, the cost of imported materials, equipment and commodities;

changes in foreign and domestic trade policies and laws, including border tariffs, revisions to favorable international trade agreements, and changes that make our exports less competitive or otherwise restrict our ability to export;

the ability to win competitively bid infrastructure projects against a number of strong and aggressive competitors;
expropriation of assets by foreign governments and title and other property disputes;
the impact on reliability of SDG&E's electric transmission and distribution system due to increased amount and variability of power supply from renewable energy sources;
the impact on competitive customer rates due to the growth in distributed and local power generation and the corresponding decrease in demand for power delivered through SDG&E's electric transmission and distribution system and from possible

6

departing retail load resulting from customers transferring to Direct Access and Community Choice Aggregation or other forms of distributed and local power generation and the potential risk of nonrecovery for stranded assets and contractual obligations; and

other uncertainties, some of which may be difficult to predict and are beyond our control.

We caution you not to rely unduly on any forward-looking statements. You should review and consider carefully the risks, uncertainties and other factors that affect our business as described herein and in our most recent Annual Report and other reports that we file with the SEC.

7

PART I – FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

SEMPRA ENERGY

CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

(Dollars in millions, except per share amounts)

	Three months ended June 30, 2017		Six months ended June 30, 2016(1)	
	(unaudited)			
REVENUES				
Utilities	\$2,197	\$1,994	\$4,895	\$4,436
Energy-related businesses	336	162	669	342
Total revenues	2,533	2,156	5,564	4,778
EXPENSES AND OTHER INCOME				
Utilities:				
Cost of electric fuel and purchased power	(553)	(561)	(1,080)	(1,076)
Cost of natural gas	(228)	(183)	(713)	(494)
Energy-related businesses:				
Cost of natural gas, electric fuel and purchased power	(62)	(62)	(129)	(118)
Other cost of sales	38	(226)	16	(261)
Operation and maintenance	(731)	(706)	(1,445)	(1,406)
Depreciation and amortization	(368)	(314)	(728)	(642)
Franchise fees and other taxes	(101)	(96)	(211)	(207)
Impairment losses	(71)	(21)	(71)	(22)
Equity earnings (losses), before income tax	18	14	21	(8)
Other income, net	91	23	260	72
Interest income	8	6	14	12
Interest expense	(159)	(142)	(328)	(285)
Income (loss) before income taxes and equity earnings (losses) of certain unconsolidated subsidiaries	415	(112)	1,170	343
Income tax (expense) benefit	(167)	106	(462)	(2)
Equity earnings (losses), net of income tax	—	33	(8)	50
Net income	248	27	700	391
Losses (earnings) attributable to noncontrolling interests	12	(10)	1	(21)
Preferred dividends of subsidiary	(1)	(1)	(1)	(1)
Earnings	\$259	\$16	\$700	\$369
Basic earnings per common share	\$1.03	\$0.06	\$2.79	\$1.48
Weighted-average number of shares outstanding, basic (thousands)	251,447	250,096	251,290	249,915
Diluted earnings per common share	\$1.03	\$0.06	\$2.77	\$1.47
Weighted-average number of shares outstanding, diluted (thousands)	252,822	252,036	252,609	251,775
Dividends declared per share of common stock	\$0.83	\$0.75	\$1.65	\$1.51

*(1) As adjusted for the adoption of ASU 2016-09 as of January 1, 2016.
See Notes to Condensed Consolidated Financial Statements.*

SEMPRA ENERGY
CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)

(Dollars in millions)

	Sempra Energy shareholders' equity				
	Pretax amount	Income tax (expense) benefit	Net-of-tax amount	Noncontrolling interests (after-tax)	Total
	Three months ended June 30, 2017 and 2016 (unaudited)				
2017:					
Net income (loss)	\$427	\$ (167)	\$ 260	\$ (12)	\$ 248
Other comprehensive income (loss):					
Foreign currency translation adjustments	3	—	3	2	5
Financial instruments	(43)	17	(26)	(4)	(30)
Pension and other postretirement benefits	2	(1)	1	—	1
Total other comprehensive loss	(38)	16	(22)	(2)	(24)
Comprehensive income (loss)	389	(151)	238	(14)	224
Preferred dividends of subsidiary	(1)	—	(1)	—	(1)
Comprehensive income (loss), after preferred dividends of subsidiary	\$388	\$ (151)	\$ 237	\$ (14)	\$ 223
2016:					
Net (loss) income	\$ (89)	\$ 106	\$ 17	\$ 10	\$ 27
Other comprehensive income (loss):					
Foreign currency translation adjustments	11	—	11	—	11
Financial instruments	(78)	35	(43)	1	(42)
Pension and other postretirement benefits	2	(1)	1	—	1
Total other comprehensive (loss) income	(65)	34	(31)	1	(30)
Comprehensive (loss) income	(154)	140	(14)	11	(3)
Preferred dividends of subsidiary	(1)	—	(1)	—	(1)
Comprehensive (loss) income, after preferred dividends of subsidiary	\$ (155)	\$ 140	\$ (15)	\$ 11	\$ (4)
	Six months ended June 30, 2017 and 2016 (unaudited)				
2017:					
Net income (loss)	\$1,163	\$ (462)	\$ 701	\$ (1)	\$ 700
Other comprehensive income (loss):					
Foreign currency translation adjustments	49	—	49	11	60
Financial instruments	(36)	14	(22)	(2)	(24)
Pension and other postretirement benefits	5	(2)	3	—	3
Total other comprehensive income	18	12	30	9	39
Comprehensive income	1,181	(450)	731	8	739
Preferred dividends of subsidiary	(1)	—	(1)	—	(1)
Comprehensive income, after preferred dividends of subsidiary	\$1,180	\$ (450)	\$ 730	\$ 8	\$ 738
2016(1):					
Net income	\$372	\$ (2)	\$ 370	\$ 21	\$ 391
Other comprehensive income (loss):					
Foreign currency translation adjustments	79	—	79	5	84
Financial instruments	(237)	110	(127)	(4)	(131)
Pension and other postretirement benefits	4	(2)	2	—	2

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Total other comprehensive (loss) income	(154)	108	(46)	1	(45)
Comprehensive income	218	106	324	22	346
Preferred dividends of subsidiary	(1)	—	(1)	—	(1)
Comprehensive income, after preferred dividends of subsidiary	\$217	\$106	\$323	\$22	\$345

(1) As adjusted for the adoption of ASU 2016-09 as of January 1, 2016.
See Notes to Condensed Consolidated Financial Statements.

SEMPRA ENERGY
CONDENSED CONSOLIDATED BALANCE SHEETS

(Dollars in millions)

	June 30, 2017	December 31, 2016(1)
	(unaudited)	
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 223	\$ 349
Restricted cash	70	66
Accounts receivable – trade, net	1,139	1,390
Accounts receivable – other, net	165	164
Due from unconsolidated affiliates	26	26
Income taxes receivable	110	43
Inventories	239	258
Regulatory balancing accounts – undercollected	261	259
Fixed-price contracts and other derivatives	186	83
Assets held for sale	109	201
Other	239	271
Total current assets	2,767	3,110
Other assets:		
Restricted cash	17	10
Due from unconsolidated affiliates	373	201
Regulatory assets	3,569	3,414
Nuclear decommissioning trusts	1,029	1,026
Investments	2,134	2,097
Goodwill	2,379	2,364
Other intangible assets	541	548
Dedicated assets in support of certain benefit plans	427	430
Insurance receivable for Aliso Canyon costs	554	606
Deferred income taxes	166	234
Sundry	859	815
Total other assets	12,048	11,745
Property, plant and equipment:		
Property, plant and equipment	45,704	43,624
Less accumulated depreciation and amortization	(11,143)	(10,693)
Property, plant and equipment, net (\$335 and \$354 at June 30, 2017 and December 31, 2016, respectively, related to VIE)	34,561	32,931
Total assets	\$ 49,376	\$ 47,786

(1) Derived from audited financial statements.

See Notes to Condensed Consolidated Financial Statements.

SEMPRA ENERGY
CONDENSED CONSOLIDATED BALANCE SHEETS (CONTINUED)

(Dollars in millions)

	June 30, 2017	December 31, 2016(1)
	(unaudited)	
LIABILITIES AND EQUITY		
Current liabilities:		
Short-term debt	\$ 1,826	\$ 1,779
Accounts payable – trade	1,054	1,346
Accounts payable – other	113	130
Due to unconsolidated affiliates	11	11
Dividends and interest payable	339	319
Accrued compensation and benefits	314	409
Regulatory balancing accounts – overcollected	204	122
Current portion of long-term debt	1,287	913
Fixed-price contracts and other derivatives	109	83
Customer deposits	158	158
Reserve for Aliso Canyon costs	63	53
Liabilities held for sale	47	47
Other	538	557
Total current liabilities	6,063	5,927
Long-term debt (\$289 and \$293 at June 30, 2017 and December 31, 2016, respectively, related to VIE)	15,000	14,429
Deferred credits and other liabilities:		
Customer advances for construction	146	152
Pension and other postretirement benefit plan obligations, net of plan assets	1,240	1,208
Deferred income taxes	4,191	3,745
Deferred investment tax credits	27	28
Regulatory liabilities arising from removal obligations	2,746	2,697
Asset retirement obligations	2,469	2,431
Fixed-price contracts and other derivatives	330	405
Deferred credits and other	1,559	1,523
Total deferred credits and other liabilities	12,708	12,189
Commitments and contingencies (Note 11)		
Equity:		
Preferred stock (50 million shares authorized; none issued)	—	—
Common stock (750 million shares authorized; 251 million and 250 million shares outstanding at June 30, 2017 and December 31, 2016, respectively; no par value)	3,046	2,982
Retained earnings	11,004	10,717
Accumulated other comprehensive income (loss)	(718)	(748)
Total Semptra Energy shareholders' equity	13,332	12,951
Preferred stock of subsidiary	20	20
Other noncontrolling interests	2,253	2,270
Total equity	15,605	15,241
Total liabilities and equity	\$ 49,376	\$ 47,786

(1) Derived from audited financial statements.

See Notes to Condensed Consolidated Financial Statements.

SEMPRA ENERGY
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(Dollars in millions)

	Six months ended June 30,	
	2017	2016(1)
	(unaudited)	
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income	\$700	\$391
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	728	642
Deferred income taxes and investment tax credits	411	(76)
Impairment losses	71	22
Equity earnings, net	(13)	(42)
Fixed-price contracts and other derivatives	(142)	41
Other	(19)	45
Net change in other working capital components	138	167
Insurance receivable for Aliso Canyon costs	52	(354)
Changes in other assets	(88)	(67)
Changes in other liabilities	51	147
Net cash provided by operating activities	1,889	916
CASH FLOWS FROM INVESTING ACTIVITIES		
Expenditures for property, plant and equipment	(1,802)	(2,006)
Expenditures for investments	(97)	(46)
Proceeds from sale of assets	4	443
Distributions from investments	18	12
Purchases of nuclear decommissioning and other trust assets	(823)	(206)
Proceeds from sales by nuclear decommissioning and other trusts	823	204
Increases in restricted cash	(194)	(32)
Decreases in restricted cash	185	44
Advances to unconsolidated affiliates	(183)	(9)
Repayments of advances to unconsolidated affiliates	2	9
Other	—	(6)
Net cash used in investing activities	(2,067)	(1,593)
CASH FLOWS FROM FINANCING ACTIVITIES		
Common dividends paid	(368)	(335)
Preferred dividends paid by subsidiary	(1)	(1)
Issuances of common stock	28	29
Repurchases of common stock	(14)	(54)
Issuances of debt (maturities greater than 90 days)	1,932	1,384
Payments on debt (maturities greater than 90 days)	(1,006)	(986)
(Decrease) increase in short-term debt, net	(493)	865
Net distributions to noncontrolling interests	(25)	(10)
Other	(9)	(10)
Net cash provided by financing activities	44	882
Effect of exchange rate changes on cash and cash equivalents	8	8
(Decrease) increase in cash and cash equivalents	(126)	213

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Cash and cash equivalents, January 1	349	403
Cash and cash equivalents, June 30	\$223	\$616

*(1) As adjusted for the adoption of ASU 2016-09 as of January 1, 2016.
See Notes to Condensed Consolidated Financial Statements.*

SEMPRA ENERGY
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (CONTINUED)

(Dollars in millions)

	Six months ended June 30, 2017 2016(1) (unaudited)	
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION		
Interest payments, net of amounts capitalized	\$301	\$ 279
Income tax payments, net of refunds	109	73
SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES		
Accrued capital expenditures	\$428	\$ 541
Increase in capital lease obligations for investment in property, plant and equipment	502	—
Equitization of note receivable due from unconsolidated affiliate	19	—
Common dividends issued in stock	27	27
Dividends declared but not paid	214	195

*(1) As adjusted for the adoption of ASU 2016-09 as of January 1, 2016.
See Notes to Condensed Consolidated Financial Statements.*

SAN DIEGO GAS & ELECTRIC COMPANY
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

(Dollars in millions)

	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016(1)
	(unaudited)			
Operating revenues				
Electric	\$946	\$897	\$1,821	\$1,740
Natural gas	112	95	294	243
Total operating revenues	1,058	992	2,115	1,983
Operating expenses				
Cost of electric fuel and purchased power	316	314	577	562
Cost of natural gas	38	25	103	64
Operation and maintenance	237	266	464	512
Depreciation and amortization	166	158	329	317
Franchise fees and other taxes	60	59	123	122
Total operating expenses	817	822	1,596	1,577
Operating income	241	170	519	406
Other income, net	15	13	33	27
Interest expense	(49)	(48)	(98)	(96)
Income before income taxes	207	135	454	337
Income tax expense	(54)	(48)	(144)	(113)
Net income	153	87	310	224
(Earnings) losses attributable to noncontrolling interest	(4)	13	(6)	12
Earnings attributable to common shares	\$149	\$100	\$304	\$236

(1) As adjusted for the adoption of ASU 2016-09 as of January 1, 2016.

See Notes to Condensed Consolidated Financial Statements.

SAN DIEGO GAS & ELECTRIC COMPANY
CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE
INCOME (LOSS)

(Dollars in millions)

	SDG&E shareholder's equity				
	Pretax amount	Income tax expense	Net-of-tax amount	Noncontrolling interest (after-tax)	Total
Three months ended June 30, 2017 and 2016 (unaudited)					
2017:					
Net income	\$ 203	\$ (54)	\$ 149	\$ 4	\$ 153
Other comprehensive income (loss):					
Financial instruments	—	—	—	1	1
Total other comprehensive income	—	—	—	1	1
Comprehensive income	\$ 203	\$ (54)	\$ 149	\$ 5	\$ 154
2016:					
Net income (loss)	\$ 148	\$ (48)	\$ 100	\$ (13)	\$ 87
Other comprehensive income (loss):					
Financial instruments	—	—	—	1	1
Total other comprehensive income	—	—	—	1	1
Comprehensive income (loss)	\$ 148	\$ (48)	\$ 100	\$ (12)	\$ 88
Six months ended June 30, 2017 and 2016 (unaudited)					
2017:					
Net income	\$ 448	\$ (144)	\$ 304	\$ 6	\$ 310
Other comprehensive income (loss):					
Financial instruments	—	—	—	4	4
Total other comprehensive income	—	—	—	4	4
Comprehensive income	\$ 448	\$ (144)	\$ 304	\$ 10	\$ 314
2016(1):					
Net income (loss)	\$ 349	\$ (113)	\$ 236	\$ (12)	\$ 224
Other comprehensive income (loss):					
Financial instruments	—	—	—	(1)	(1)
Total other comprehensive loss	—	—	—	(1)	(1)
Comprehensive income (loss)	\$ 349	\$ (113)	\$ 236	\$ (13)	\$ 223

(1) As adjusted for the adoption of ASU 2016-09 as of January 1, 2016.

See Notes to Condensed Consolidated Financial Statements.

SAN DIEGO GAS & ELECTRIC COMPANY
CONDENSED CONSOLIDATED BALANCE SHEETS

(Dollars in millions)

	June 30, 2017	December 31, 2016(1)
	(unaudited)	
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 12	\$ 8
Restricted cash	1	11
Accounts receivable – trade, net	368	354
Accounts receivable – other, net	20	17
Due from unconsolidated affiliates	2	4
Income taxes receivable	98	122
Inventories	89	80
Prepaid expenses	23	59
Regulatory balancing accounts – net undercollected	261	259
Regulatory assets	104	81
Fixed-price contracts and other derivatives	29	58
Other	19	19
Total current assets	1,026	1,072
Other assets:		
Restricted cash	13	1
Deferred income taxes recoverable in rates	1,059	1,014
Other regulatory assets	1,004	998
Nuclear decommissioning trusts	1,029	1,026
Sundry	362	358
Total other assets	3,467	3,397
Property, plant and equipment:		
Property, plant and equipment	18,996	17,844
Less accumulated depreciation and amortization	(4,781)	(4,594)
Property, plant and equipment, net (\$335 and \$354 at June 30, 2017 and December 31, 2016, respectively, related to VIE)	14,215	13,250
Total assets	\$ 18,708	\$ 17,719

(1) Derived from audited financial statements.

See Notes to Condensed Consolidated Financial Statements.

SAN DIEGO GAS & ELECTRIC COMPANY
CONDENSED CONSOLIDATED BALANCE SHEETS (CONTINUED)

(Dollars in millions)

	June 30, 2017	December 31, 2016(1)
	(unaudited)	
LIABILITIES AND EQUITY		
Current liabilities:		
Short-term debt	\$ 5	\$—
Accounts payable	433	460
Due to unconsolidated affiliates	26	15
Interest payable	41	40
Accrued compensation and benefits	77	121
Accrued franchise fees	37	43
Current portion of long-term debt	57	191
Asset retirement obligations	83	79
Fixed-price contracts and other derivatives	61	61
Customer deposits	77	76
Other	54	82
Total current liabilities	951	1,168
Long-term debt (\$289 and \$293 at June 30, 2017 and December 31, 2016, respectively, related to VIE)	5,523	4,658
Deferred credits and other liabilities:		
Customer advances for construction	52	52
Pension and other postretirement benefit plan obligations, net of plan assets	244	232
Deferred income taxes	2,980	2,829
Deferred investment tax credits	17	16
Regulatory liabilities arising from removal obligations	1,782	1,725
Asset retirement obligations	758	751
Fixed-price contracts and other derivatives	182	189
Deferred credits and other	415	421
Total deferred credits and other liabilities	6,430	6,215
Commitments and contingencies (Note 11)		
Equity:		
Preferred stock (45 million shares authorized; none issued)	—	—
Common stock (255 million shares authorized; 117 million shares outstanding; no par value)	1,338	1,338
Retained earnings	4,440	4,311
Accumulated other comprehensive income (loss)	(8) (8)
Total SDG&E shareholder's equity	5,770	5,641
Noncontrolling interest	34	37
Total equity	5,804	5,678
Total liabilities and equity	\$ 18,708	\$ 17,719

(1) Derived from audited financial statements.

See Notes to Condensed Consolidated Financial Statements.

SAN DIEGO GAS & ELECTRIC COMPANY
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(Dollars in millions)

	Six months ended June 30, 2017 2016(1) (unaudited)	
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income	\$310	\$224
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	329	317
Deferred income taxes and investment tax credits	98	19
Fixed-price contracts and other derivatives	(1)	(1)
Other	(20)	(21)
Net change in other working capital components	6	—
Changes in other assets	(49)	(39)
Changes in other liabilities	17	9
Net cash provided by operating activities	690	508
CASH FLOWS FROM INVESTING ACTIVITIES		
Expenditures for property, plant and equipment	(763)	(602)
Purchases of nuclear decommissioning trust assets	(823)	(203)
Proceeds from sales by nuclear decommissioning trusts	823	204
Increases in restricted cash	(20)	(21)
Decreases in restricted cash	18	24
Decrease (increase) in loans to affiliate, net	31	(172)
Net cash used in investing activities	(734)	(770)
CASH FLOWS FROM FINANCING ACTIVITIES		
Common dividends paid	(175)	—
Issuances of debt (maturities greater than 90 days)	398	498
Payments on debt (maturities greater than 90 days)	(163)	(128)
Increase (decrease) in short-term debt, net	5	(114)
Capital distributions made by VIE, net	(13)	(3)
Debt issuance costs	(4)	(3)
Net cash provided by financing activities	48	250
Increase (decrease) in cash and cash equivalents	4	(12)
Cash and cash equivalents, January 1	8	20
Cash and cash equivalents, June 30	\$12	\$8
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION		
Interest payments, net of amounts capitalized	\$94	\$92
Income tax payments, net	13	125
SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES		
Accrued capital expenditures	\$152	\$124
Increase in capital lease obligations for investment in property, plant and equipment	500	—
Dividends declared but not paid	—	175

(1) As adjusted for the adoption of ASU 2016-09 as of January 1, 2016.
See Notes to Condensed Consolidated Financial Statements.

SOUTHERN CALIFORNIA GAS COMPANY
CONDENSED STATEMENTS OF OPERATIONS

(Dollars in millions)

	Three months ended June 30, 2017		Six months ended June 30, 2016(1)	
	2017	2016	2017	2016(1)
	(unaudited)			
Operating revenues	\$770	\$617	\$2,011	\$1,650
Operating expenses				
Cost of natural gas	179	147	587	400
Operation and maintenance	336	318	689	644
Depreciation and amortization	126	112	252	234
Franchise fees and other taxes	34	30	73	67
Impairment losses	—	21	—	22
Total operating expenses	675	628	1,601	1,367
Operating income (loss)	95	(11)	410	283
Other income, net	9	6	20	16
Interest expense	(26)	(24)	(51)	(46)
Income (loss) before income taxes	78	(29)	379	253
Income tax (expense) benefit	(19)	29	(117)	(54)
Net income	59	—	262	199
Preferred dividend requirements	(1)	(1)	(1)	(1)
Earnings (losses) attributable to common shares	\$58	\$(1)	\$261	\$198

(1) As adjusted for the adoption of ASU 2016-09 as of January 1, 2016.

See Notes to Condensed Financial Statements.

SOUTHERN CALIFORNIA GAS COMPANY
CONDENSED STATEMENTS OF COMPREHENSIVE INCOME

(LOSS)

(Dollars in millions)

	Income		
	Pretax amount	tax (expense) benefit	Net-of-tax amount
	Three months ended June 30, 2017 and 2016 (unaudited)		
2017:			
Net income	\$78	\$ (19)	\$ 59
Other comprehensive income (loss):			
Pension and other postretirement benefits	1	—	1
Total other comprehensive income	1	—	1
Comprehensive income	\$79	\$ (19)	\$ 60
2016:			
Net loss/Comprehensive loss	\$(29)	\$ 29	\$ —
	Six months ended June 30, 2017 and 2016 (unaudited)		
2017:			
Net income	\$379	\$(117)	\$262
Other comprehensive income (loss):			
Pension and other postretirement benefits	1	—	1
Total other comprehensive income	1	—	1
Comprehensive income	\$380	\$(117)	\$263
2016(1):			
Net income/Comprehensive income	\$253	\$(54)	\$199

(1) As adjusted for the adoption of ASU 2016-09 as of January 1, 2016.

See Notes to Condensed Financial Statements.

SOUTHERN CALIFORNIA GAS COMPANY
CONDENSED BALANCE SHEETS

(Dollars in millions)

	June 30, 2017	December 31, 2016(1)
	(unaudited)	
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 38	\$ 12
Accounts receivable – trade, net	377	608
Accounts receivable – other, net	67	77
Due from unconsolidated affiliates	56	8
Income taxes receivable	6	2
Inventories	45	58
Regulatory assets	8	8
Other	48	63
Total current assets	645	836
Other assets:		
Regulatory assets arising from pension obligations	757	742
Other regulatory assets	679	589
Insurance receivable for Aliso Canyon costs	554	606
Sundry	439	399
Total other assets	2,429	2,336
Property, plant and equipment:		
Property, plant and equipment	15,889	15,344
Less accumulated depreciation and amortization	(5,220)	(5,092)
Property, plant and equipment, net	10,669	10,252
Total assets	\$ 13,743	\$ 13,424

(1) Derived from audited financial statements.

See Notes to Condensed Financial Statements.

SOUTHERN CALIFORNIA GAS COMPANY
CONDENSED BALANCE SHEETS (CONTINUED)

(Dollars in millions)

	June 30, 2017	December 31, 2016(1)
	(unaudited)	
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Short-term debt	\$—	\$62
Accounts payable – trade	330	481
Accounts payable – other	69	74
Due to unconsolidated affiliates	1	28
Accrued compensation and benefits	124	150
Regulatory balancing accounts – net overcollected	204	122
Current portion of long-term debt	501	—
Customer deposits	74	76
Reserve for Aliso Canyon costs	63	53
Other	205	195
Total current liabilities	1,571	1,241
Long-term debt	2,484	2,982
Deferred credits and other liabilities:		
Customer advances for construction	94	99
Pension obligation, net of plan assets	777	762
Deferred income taxes	1,875	1,709
Deferred investment tax credits	11	12
Regulatory liabilities arising from removal obligations	964	972
Asset retirement obligations	1,643	1,616
Deferred credits and other	552	521
Total deferred credits and other liabilities	5,916	5,691
Commitments and contingencies (Note 11)		
Shareholders' equity:		
Preferred stock (11 million shares authorized; 1 million shares outstanding)	22	22
Common stock (100 million shares authorized; 91 million shares outstanding; no par value)	866	866
Retained earnings	2,905	2,644
Accumulated other comprehensive income (loss)	(21)	(22)
Total shareholders' equity	3,772	3,510
Total liabilities and shareholders' equity	\$ 13,743	\$ 13,424

(1) Derived from audited financial statements.
See Notes to Condensed Financial Statements.

SOUTHERN CALIFORNIA GAS COMPANY
CONDENSED STATEMENTS OF CASH FLOWS

(Dollars in millions)

	Six months ended June 30, 2017 2016(1) (unaudited)	
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income	\$262	\$ 199
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	252	234
Deferred income taxes and investment tax credits	96	28
Impairment losses	—	22
Other	(13)	(15)
Net change in other working capital components	253	190
Insurance receivable for Aliso Canyon costs	52	(354)
Changes in other assets	(40)	(54)
Changes in other liabilities	(7)	12
Net cash provided by operating activities	855	262
CASH FLOWS FROM INVESTING ACTIVITIES		
Expenditures for property, plant and equipment	(682)	(650)
(Increase) decrease in loans to affiliate, net	(84)	50
Net cash used in investing activities	(766)	(600)
CASH FLOWS FROM FINANCING ACTIVITIES		
Preferred dividends paid	(1)	(1)
Issuances of long-term debt	—	499
Payments on long-term debt	—	(3)
Decrease in short-term debt, net	(62)	—
Debt issuance costs	—	(4)
Net cash (used in) provided by financing activities	(63)	491
Increase in cash and cash equivalents	26	153
Cash and cash equivalents, January 1	12	58
Cash and cash equivalents, June 30	\$38	\$ 211
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION		
Interest payments, net of amounts capitalized	\$49	\$ 43
Income tax payments, net	22	35
SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING ACTIVITY		
Accrued capital expenditures	\$155	\$ 140
<i>(1) As adjusted for the adoption of ASU 2016-09 as of January 1, 2016. See Notes to Condensed Financial Statements.</i>		

SEMPRA ENERGY AND SUBSIDIARIES

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1. GENERAL

PRINCIPLES OF CONSOLIDATION

Sempra Energy

Sempra Energy's Condensed Consolidated Financial Statements include the accounts of Sempra Energy, a California-based Fortune 500 energy-services holding company, and its consolidated subsidiaries and VIEs. Sempra Energy's operating units are

Sempra Utilities, which includes our SDG&E, SoCalGas and Sempra South American Utilities reportable segments; and

Sempra Infrastructure, which includes our Sempra Mexico, Sempra Renewables and Sempra LNG & Midstream reportable segments.

We refer to SDG&E and SoCalGas collectively as the California Utilities, which do not include our South American utilities or the utilities in our Sempra Infrastructure operating unit. Sempra Global is the holding company for most of our subsidiaries that are not subject to California utility regulation. All references in these Notes to "Sempra Utilities," "Sempra Infrastructure" and their respective reportable segments are not intended to refer to any legal entity with the same or similar name.

SDG&E

SDG&E's Condensed Consolidated Financial Statements include its accounts and the accounts of a VIE of which SDG&E is the primary beneficiary, as we discuss in Note 5 under "Variable Interest Entities." SDG&E's common stock is wholly owned by Enova Corporation, which is a wholly owned subsidiary of Sempra Energy.

SoCalGas

SoCalGas' common stock is wholly owned by Pacific Enterprises, which is a wholly owned subsidiary of Sempra Energy.

BASIS OF PRESENTATION

This is a combined report of Sempra Energy, SDG&E and SoCalGas. We provide separate information for SDG&E and SoCalGas as required. References in this report to "we," "our" and "Sempra Energy Consolidated" are to Sempra Energy and its consolidated entities, unless otherwise indicated by the context. We have eliminated intercompany accounts and transactions within the consolidated financial statements of each reporting entity.

Throughout this report, we refer to the following as Condensed Consolidated Financial Statements and Notes to Condensed Consolidated Financial Statements when discussed together or collectively:

the Condensed Consolidated Financial Statements and related Notes of Sempra Energy and its subsidiaries and VIEs; the Condensed Consolidated Financial Statements and related Notes of SDG&E and its VIE; and the Condensed Financial Statements and related Notes of SoCalGas.

We have prepared the Condensed Consolidated Financial Statements in conformity with U.S. GAAP and in accordance with the interim-period-reporting requirements of Form 10-Q. Results of operations for interim periods are not necessarily indicative of results for the entire year. We evaluated events and transactions that occurred after June 30, 2017 through the date the financial statements were issued and, in the opinion of management, the accompanying statements reflect all adjustments necessary for a fair presentation. These adjustments are only of a normal, recurring nature.

All December 31, 2016 balance sheet information in the Condensed Consolidated Financial Statements has been derived from our audited 2016 Consolidated Financial Statements in the Annual Report. Certain information and note disclosures normally included in annual financial statements prepared in accordance with U.S. GAAP have been condensed or omitted pursuant to the interim-period-reporting provisions of U.S. GAAP and the SEC.

We describe our significant accounting policies in Note 1 of the Notes to Consolidated Financial Statements in the Annual Report. We follow the same accounting policies for interim reporting purposes.

You should read the information in this Quarterly Report in conjunction with the Annual Report.

Regulated Operations

The California Utilities and Sempra Mexico's natural gas distribution utility, Ecogas, prepare their financial statements in accordance with the provisions of U.S. GAAP governing rate-regulated operations. We discuss these provisions and revenue recognition at our utilities in Note 1 of the Notes to Consolidated Financial Statements in the Annual Report. Sempra South American Utilities has controlling interests in two electric distribution utilities in South America, Chilquinta Energía in Chile and Luz del Sur in Peru. Revenues are based on tariffs that are set by government agencies in their respective countries based on an efficient model distribution company defined by those agencies. Because the tariffs are based on a model and are intended to cover the costs of the model company, but are not based on the costs of the specific utility and may not result in full cost recovery, these utilities do not meet the requirements necessary for, and therefore do not apply, regulatory accounting treatment under U.S. GAAP.

Our Sempra Mexico segment includes the operating companies of our subsidiary, IEnova. Certain business activities at IEnova are regulated by the CRE and meet the regulatory accounting requirements of U.S. GAAP. Pipeline projects currently under construction by IEnova that meet the regulatory accounting requirements of U.S. GAAP record the impact of AFUDC related to equity. We discuss AFUDC in Note 5 below and in Note 1 of the Notes to Consolidated Financial Statements in the Annual Report.

Sempra LNG & Midstream owned Mobile Gas in southwest Alabama and Willmut Gas in Mississippi until they were sold in September 2016, as we discuss in Note 3 of the Notes to Consolidated Financial Statements in the Annual Report. Mobile Gas and Willmut Gas also prepared their financial statements in accordance with U.S. GAAP provisions governing rate-regulated operations.

NOTE 2. NEW ACCOUNTING STANDARDS

We describe below recent pronouncements that have had or may have a significant effect on our financial condition, results of operations, cash flows or disclosures.

ASU 2014-09, "Revenue from Contracts with Customers," ASU 2015-14, "Deferral of the Effective Date," ASU 2016-08, "Principal versus Agent Considerations (Reporting Revenue Gross versus Net)," ASU 2016-10, "Identifying Performance Obligations and Licensing" and ASU 2016-12, "Narrow-Scope Improvements and Practical Expedients": ASU 2014-09 provides accounting guidance for the recognition of revenue from contracts with customers and affects all entities that enter into contracts to provide goods or services to their customers. The guidance also provides a model for the measurement and recognition of gains and losses on the sale of certain nonfinancial assets, such as property and equipment, including real estate. This guidance must be adopted using either a full retrospective approach for all periods presented in the period of adoption or a modified retrospective approach. Amending ASU 2014-09, ASU 2016-08 clarifies the implementation guidance on principal versus agent considerations, ASU 2016-10 clarifies the determination of whether a good or service is separately identifiable from other promises and revenue recognition related to licenses of intellectual property, and ASU 2016-12 provides guidance on transition, collectability, noncash consideration, and the presentation of sales and other similar taxes. ASU 2015-14 defers the effective date of ASU 2014-09 by one year for all entities and permits early adoption on a limited basis. For public entities, ASU 2014-09 is effective for fiscal years beginning after December 15, 2017, with early adoption permitted for fiscal years beginning after December 15, 2016, and is effective for interim periods in the year of adoption. We will adopt ASU 2014-09 on January 1, 2018 using the modified retrospective transition method and are currently evaluating the effect on our ongoing financial reporting. As part of our evaluation, we formed multiple working groups with oversight from a steering committee comprised of members from relevant Sempra Energy business units. We separated our various revenue streams into high-level categories, which served as the basis for accounting analysis and documentation of the impact of ASU 2014-09 on our revenue recognition. The majority of Sempra Energy's revenues result from electric and natural gas service to Sempra Utilities' customers. Sempra Energy does not anticipate that the ASUs will materially impact the amount and timing of consolidated revenues. However, we do anticipate changes to the presentation of revenues on our statements of operations and additional disclosures around the nature, amount, timing and uncertainty of our revenues and cash flows arising from contracts with customers. We continue to actively monitor outstanding issues currently being addressed by the American Institute of

Certified Public Accountants' Revenue Recognition Working Group and the Financial Accounting Standards Board's Transition Resource Group, since conclusions reached by these groups may impact our application of these ASUs.

ASU 2016-01, "Recognition and Measurement of Financial Assets and Financial Liabilities": In addition to the presentation and disclosure requirements for financial instruments, ASU 2016-01 requires entities to measure equity investments, other than those accounted for under the equity method, at fair value and recognize changes in fair value in net income. Entities will no longer be able to use the cost method of accounting for equity securities. However, for equity investments without readily determinable fair values

that do not qualify for the practical expedient to estimate fair value using net asset value per share, entities may elect a measurement alternative that will allow those investments to be recorded at cost, less impairment, and adjusted for subsequent observable price changes. Entities must record a cumulative-effect adjustment to the balance sheet as of the beginning of the first reporting period in which the standard is adopted, except for equity investments without readily determinable fair values, for which the guidance will be applied prospectively.

For public entities, ASU 2016-01 is effective for fiscal years beginning after December 15, 2017. We will adopt ASU 2016-01 on January 1, 2018 and do not expect it to materially affect our financial condition, results of operations or cash flows.

ASU 2016-02, “Leases”: ASU 2016-02 requires entities to include substantially all leases on the balance sheet by requiring the recognition of right-of-use assets and lease liabilities for all leases. Entities may elect to exclude from the balance sheet those leases with a maximum possible term of less than 12 months. For lessees, a lease is classified as finance or operating, and the asset and liability are initially measured at the present value of the lease payments. For lessors, accounting for leases is largely unchanged from previous provisions of U.S. GAAP, other than certain changes to align lessor accounting to specific changes made to lessee accounting and ASU 2014-09. ASU 2016-02 also requires new qualitative and quantitative disclosures for both lessees and lessors.

For public entities, ASU 2016-02 is effective for fiscal years beginning after December 15, 2018, with early adoption permitted, and is effective for interim periods in the year of adoption. The standard requires lessees and lessors to recognize and measure leases at the beginning of the earliest period presented using a modified retrospective approach. The modified retrospective approach includes optional practical expedients that may be elected, which would allow entities to continue to account for leases that commence before the effective date of the standard in accordance with previous U.S. GAAP unless the lease is modified, except for the lessee requirement to begin recognizing right-of-use assets and lease liabilities for all operating leases on the balance sheet at the reporting date. We are currently evaluating the effect of the standard on our ongoing financial reporting and plan to adopt the standard on January 1, 2019. As part of our evaluation, we formed a steering committee comprised of members from relevant Sempra Energy business units and are compiling our population of contracts. Based on our assessment to date, we have determined that we will elect the practical expedients available under the transition guidance described above. We continue to monitor outstanding issues currently being addressed by the Financial Accounting Standards Board, since conclusions it reaches may impact our application of this ASU.

ASU 2016-09, “Improvements to Employee Share-Based Payment Accounting”: ASU 2016-09 is intended to simplify several aspects of the accounting for employee share-based payment transactions. Under ASU 2016-09, excess tax benefits and tax deficiencies are required to be recorded in earnings, and the requirement to reclassify excess tax benefits and tax deficiencies from operating to financing activities on the statement of cash flows has been eliminated. ASU 2016-09 also allows entities to withhold taxes up to the maximum individual statutory tax rate without resulting in liability classification of the award and clarifies that cash payments made to taxing authorities in connection with withheld shares should be classified as financing activities in the statement of cash flows.

We early adopted the provisions of ASU 2016-09 during the three months ended September 30, 2016, with an effective date of January 1, 2016. The adoption did not impact the financial statements for the three months ended June 30, 2016, except as noted in the table below. The following financial statement line items for the six months ended June 30, 2016 were affected by the change in accounting principle:

IMPACT FROM ADOPTION OF ASU 2016-09

(Dollars in millions, except per share amounts)

	Six months ended June 30, 2016		
	As previously reported	Effect of adoption	As adjusted
Sempra Energy Consolidated:			
Condensed Consolidated Statement of Operations:			
Income tax expense	\$(36)	\$ 34	\$(2)
Net income	357	34	391
Earnings	335	34	369

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Basic earnings per common share	\$1.34	\$ 0.14	\$ 1.48
Diluted earnings per common share	\$1.33	\$ 0.14	\$ 1.47
Weighted-average number of shares outstanding, diluted (thousands)(1)	251,68689		251,775

Condensed Consolidated Statement of Comprehensive Income (Loss):

Net income	\$357	\$ 34	\$ 391
Comprehensive income	312	34	346
Comprehensive income, after preferred dividends of subsidiary	311	34	345

Condensed Consolidated Statement of Cash Flows:

Cash flows from operating activities:

Net income	\$357	\$34	\$391
Adjustments to reconcile net income to net cash provided by operating activities:			
Deferred income taxes and investment tax credits	(42)	(34)	(76)
Other(2)	11	34	45
Net cash provided by operating activities	882	34	916
Cash flows from financing activities:			
Tax benefit related to share-based compensation	34	(34)	—
Net cash provided by financing activities	916	(34)	882

SDG&E:

Condensed Consolidated Statement of Operations:

Income tax expense	\$(120)	\$7	\$(113)
Net income	217	7	224
Earnings attributable to common shares	229	7	236

Condensed Consolidated Statement of Comprehensive Income (Loss):

Net income	\$217	\$7	\$224
Comprehensive income	216	7	223

Condensed Consolidated Statement of Cash Flows:

Cash flows from operating activities:

Net income	\$217	\$7	\$224
Adjustments to reconcile net income to net cash provided by operating activities:			
Deferred income taxes and investment tax credits	26	(7)	19

SoCalGas:

Condensed Statement of Operations:

Income tax expense	\$(58)	\$4	\$(54)
Net income	195	4	199
Earnings attributable to common shares	194	4	198

Condensed Statement of Comprehensive Income (Loss):

Net income/Comprehensive income	\$195	\$4	\$199
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Condensed Statement of Cash Flows:

Cash flows from operating activities:

Net income	\$195	\$4	\$199
Adjustments to reconcile net income to net cash provided by operating activities:			
Deferred income taxes and investment tax credits	32	(4)	28

(1) For the three months ended June 30, 2016, we previously reported 251,938 shares; the effect of adoption of the ASU resulted in an "as adjusted" 252,036 shares.

(2) For the six months ended June 30, 2016, we previously reported \$33 million in Other, which was reduced to \$11 million, as \$22 million was reclassified to Impairment Losses to conform to current year presentation.

ASU 2016-13, "Measurement of Credit Losses on Financial Instruments": ASU 2016-13 changes how entities will measure credit losses for most financial assets and certain other instruments. The standard introduces an "expected credit loss" impairment model that requires immediate recognition of estimated credit losses expected to occur over the

remaining life of most financial assets measured at amortized cost, including trade and other receivables, loan commitments and financial guarantees. ASU 2016-13 also requires use of an allowance to record estimated credit losses on available-for-sale debt securities and expands disclosure requirements regarding an entity's assumptions, models and methods for estimating the credit losses.

For public entities, ASU 2016-13 is effective for fiscal years beginning after December 15, 2019, with early adoption permitted for fiscal years beginning after December 15, 2018. We are currently evaluating the effect of the standard on our ongoing financial reporting and have not yet selected the year in which we will adopt the standard.

ASU 2016-15, "Classification of Certain Cash Receipts and Cash Payments": ASU 2016-15 provides guidance on how certain cash receipts and cash payments are to be presented and classified in the statement of cash flows in order to reduce diversity in practice.

For public entities, ASU 2016-15 is effective for fiscal years beginning after December 15, 2017, with early adoption permitted, and is effective for interim periods in the year of adoption. An entity that elects early adoption must adopt all of the amendments in the same period. Entities must apply the guidance retrospectively to all periods presented, but may apply it prospectively if retrospective application would be impracticable. We plan to adopt the standard in the fourth quarter of 2017. If we had adopted ASU 2016-15 effective January 1, 2017, there would have been no impact to the Sempra Energy, SDG&E or SoCalGas Condensed Consolidated Statements of Cash Flows for the six months ended June 30, 2017, based on the timing of cash receipts and cash payments impacted by the ASU.

ASU 2016-18, “Restricted Cash”: ASU 2016-18 requires amounts described as restricted cash and restricted cash equivalents to be included with cash and cash equivalents when reconciling the beginning-of-period and end-of-period total amounts shown on the statement of cash flows. A reconciliation between the balance sheet and the statement of cash flows must be disclosed when the balance sheet includes more than one line item for cash, cash equivalents, restricted cash and restricted cash equivalents.

For public entities, ASU 2016-18 is effective for fiscal years beginning after December 15, 2017, and interim periods within those fiscal years, with early adoption permitted. We plan to adopt the standard in the fourth quarter of 2017. If we had adopted ASU 2016-18 effective January 1, 2017, cash and cash equivalents at the beginning of the period would have included restricted cash of \$76 million and \$12 million, and cash and cash equivalents at the end of the period would have included restricted cash of \$87 million and \$14 million in Sempra Energy’s and SDG&E’s Condensed Consolidated Statements of Cash Flows for the six months ended June 30, 2017, respectively.

ASU 2017-04, “Simplifying the Test for Goodwill Impairment”: ASU 2017-04 removes the second step of the goodwill impairment test, which requires a hypothetical purchase price allocation. An entity will be required to apply a one-step quantitative test and record the amount of goodwill impairment as the excess of a reporting unit’s carrying amount over its fair value, not to exceed the carrying amount of goodwill. For public entities, ASU 2017-04 is effective for annual or interim goodwill impairment tests in fiscal years beginning after December 15, 2019, with early adoption permitted. The amendments are to be applied on a prospective basis. We have not yet selected the year in which we will adopt the standard.

ASU 2017-05, “Clarifying the Scope of Asset Derecognition Guidance and Accounting for Partial Sales of Nonfinancial Assets”: ASU 2017-05 clarifies the scope of accounting for the derecognition or partial sale of nonfinancial assets to exclude all businesses and nonprofit activities. ASU 2017-05 also provides a definition for in-substance nonfinancial assets and additional guidance on partial sales of nonfinancial assets. For public entities, ASU 2017-05 is effective for annual reporting periods beginning after December 15, 2017, including interim periods within that reporting period, with early adoption permitted. Entities may apply a full retrospective or modified retrospective approach. Under a modified retrospective approach, entities are required to apply the guidance to any transactions that are not completed as of the adoption date. We will adopt the standard in conjunction with our adoption of ASU 2014-09 on January 1, 2018 using the modified retrospective transition method.

ASU 2017-07, “Improving the Presentation of Net Periodic Pension Cost and Net Periodic Postretirement Benefit Cost”: ASU 2017-07 requires the service cost component of net periodic benefit costs to be presented in the same income statement line item as other employee compensation costs arising from services rendered during the period and the other components of net periodic benefit costs to be presented separately outside of operating income. The guidance also allows only the service cost component to be eligible for capitalization. For public entities, ASU 2017-07 is effective for annual reporting periods beginning after December 15, 2017, with early adoption permitted as of the beginning of an annual period for which financial statements have not been issued or made available for issuance. Amendments are to be applied retrospectively for presentation of costs and prospectively for capitalization of service costs. The guidance allows a practical expedient that permits use of previously disclosed service costs and other costs from the pension and other postretirement benefit plan note in the comparative periods as appropriate estimates when retrospectively changing the presentation of these costs in the statements of operations. We are currently evaluating the effect of the standard on our ongoing financial reporting and will adopt the standard on January 1, 2018. Based on our assessment to date, we have determined that we will elect the practical expedient available under the transition guidance.

NOTE 3. ACQUISITION AND DIVESTITURE ACTIVITY

We consolidate assets acquired and liabilities assumed as of the purchase date and include earnings from acquisitions in consolidated earnings after the purchase date. We did not complete any acquisitions during the six months ended June 30, 2017 or 2016. At June 30, 2017, the purchase price allocations for the acquisitions of Ventika in December 2016 and IEnova Pipelines (formerly known as GdC) in September 2016 were preliminary and subject to completion. Adjustments to the fair value estimates may occur as various valuations and assessments are finalized, primarily related to tax assets, liabilities and other attributes.

ACQUISITION***Sempra Renewables***

On July 10, 2017, Sempra Renewables paid \$124 million in cash for an asset acquisition of a solar project located near Fresno, California, which is currently under construction. We expect to place the project into service in phases during the fourth quarter of 2017 and the first half of 2018 and, when fully constructed, it will be capable of producing up to 200 MW of solar power. The solar project is fully contracted under four long-term PPAs, with an average contract term of 18 years.

ASSETS HELD FOR SALE

We classify assets as held for sale when management approves and commits to a formal plan to actively market an asset for sale and we expect the sale to close within the next 12 months. Upon classifying an asset as held for sale, we record the asset at the lower of its carrying value or its estimated fair value reduced for selling costs.

Sempra Mexico***Termoeléctrica de Mexicali***

In February 2016, management approved a plan to market and sell Sempra Mexico's TdM, a 625-MW natural gas-fired power plant located in Mexicali, Baja California, Mexico, as we discuss in Note 3 of the Notes to Consolidated Financial Statements in the Annual Report. As a result, we stopped depreciating the plant and classified it as held for sale.

In connection with the sales process, Sempra Mexico received new market information indicating that the fair value of TdM at June 30, 2017 is lower than previously estimated. As a result, and after further analysis, Sempra Mexico further reduced the carrying value of TdM by recognizing a noncash impairment charge of \$71 million in the three months and six months ended June 30, 2017, recorded in Impairment Losses on Sempra Energy's Condensed Consolidated Statements of Operations. We discuss non-recurring fair value measures and the associated accounting impact on TdM in Note 8.

In connection with TdM's classification as held for sale, we recognized a \$3 million and \$8 million tax benefit for the three months and six months ended June 30, 2017, respectively, and \$3 million and \$32 million in tax expense for the three months and six months ended June 30, 2016, respectively, related to a deferred Mexican income tax liability related to the excess of carrying value over the tax basis. As the Mexican income tax on this outside basis difference is based on current carrying value, foreign exchange rates and inflation, such amount could change in future periods until the date of sale. We are actively pursuing the sale of TdM, which we expect to be completed in the second half of 2017.

At June 30, 2017, the carrying amounts of the major classes of assets and related liabilities held for sale associated with TdM are as follows:

ASSETS HELD FOR SALE AT JUNE 30, 2017*(Dollars in millions)*

	Termoeléctrica de Mexicali
Inventories	\$ 10
Other current assets	19
Property, plant and equipment, net	55
Other noncurrent assets	25
Total assets held for sale	\$ 109
Accounts payable	\$ 11
Other current liabilities	4
Asset retirement obligations	5
Other noncurrent liabilities	27
Total liabilities held for sale	\$ 47

DIVESTITURE

Sempra LNG & Midstream

Investment in Rockies Express Pipeline LLC

In March 2016, Sempra LNG & Midstream entered into an agreement to sell its 25-percent interest in Rockies Express for cash consideration of \$440 million, subject to adjustment at closing. The transaction closed in May 2016 for total cash proceeds of \$443 million.

At the date of the agreement, the carrying value of Sempra LNG & Midstream's investment in Rockies Express was \$484 million. Following the execution of the agreement, Sempra LNG & Midstream measured the fair value of its equity method investment at \$440 million, and recognized a \$44 million (\$27 million after-tax) impairment in Equity Earnings (Losses), Before Income Tax, on the Sempra Energy Condensed Consolidated Statement of Operations in the first quarter of 2016. We discuss non-recurring fair value measures and the associated accounting impact on our investment in Rockies Express in Note 10 of the Notes to Consolidated Financial Statements in the Annual Report.

NOTE 4. INVESTMENTS IN UNCONSOLIDATED ENTITIES

Sempra Energy uses the equity method to account for investments in affiliated companies over which we have the ability to exercise significant influence, but not control. We provide additional information concerning our equity method investments in Note 3 above and in Notes 3 and 4 of the Notes to Consolidated Financial Statements in the Annual Report.

SEMPRA SOUTH AMERICAN UTILITIES

In February 2017, Sempra South American Utilities recorded the equitization of its \$19 million note receivable due from Eletrans, resulting in an increase in its investment in this unconsolidated joint venture.

SEMPRA MEXICO

Sempra Mexico invested cash of \$72 million in its unconsolidated joint venture, IMG, in the six months ended June 30, 2017.

SEMPRA RENEWABLES

Sempra Renewables invested cash of \$18 million in its unconsolidated joint ventures in the six months ended June 30, 2016.

SEMPRA LNG & MIDSTREAM

Sempra LNG & Midstream capitalized \$24 million of interest during both the six months ended June 30, 2017 and 2016 related to its investment in Cameron LNG JV, which has not commenced planned principal operations. During the six months ended June 30, 2017, Sempra LNG & Midstream invested cash of \$1 million in this unconsolidated joint venture.

In May 2016, Sempra LNG & Midstream sold its 25-percent interest in Rockies Express, as we discuss in Note 3.

GUARANTEES

At June 30, 2017, we had outstanding guarantees aggregating a maximum of \$4.7 billion with an aggregate carrying value of \$44 million. We discuss these guarantees below and in Note 4 of the Notes to Consolidated Financial Statements in the Annual Report.

Sempra Mexico

IMG is a joint venture between a subsidiary of IEnova and a subsidiary of TransCanada. IEnova has an indirect 40-percent ownership interest and TransCanada has an indirect 60-percent ownership interest in IMG. IEnova and TransCanada have each provided guarantees to third parties associated with construction of IMG's Sur de Texas - Tuxpan natural gas marine pipeline. The aggregate amount of the obligations guaranteed by IEnova shall not exceed \$288 million and will terminate upon completion of all guaranteed obligations. IEnova expects the construction giving rise to these guarantees to be completed by the end of 2018.

NOTE 5. OTHER FINANCIAL DATA

INVENTORIES

The components of inventories by segment are as follows:

INVENTORY BALANCES

(Dollars in millions)

	Natural gas		Liquefied natural gas		Materials and supplies		Total	
	June 30, 2017	December 31, 2016	June 30, 2017	December 31, 2016	June 30, 2017	December 31, 2016	June 30, 2017	December 31, 2016
SDG&E	\$1	\$ 2	\$—	\$ —	\$88	\$ 78	\$89	\$ 80
SoCalGas(1)	—	11	—	—	45	47	45	58
Sempra South American Utilities	—	—	—	—	33	27	33	27
Sempra Mexico	—	—	12	6	2	1	14	7
Sempra Renewables	—	—	—	—	4	4	4	4
Sempra LNG & Midstream	51	79	3	3	—	—	54	82
Sempra Energy Consolidated	\$52	\$ 92	\$15	\$ 9	\$172	\$ 157	\$239	\$ 258

(1) At June 30, 2017 and December 31, 2016, SoCalGas' natural gas inventory for core customers is net of an inventory loss related to the Aliso Canyon natural gas leak, which we discuss in Note 11.

GREENHOUSE GAS ALLOWANCES

The Condensed Consolidated Balance Sheets include the following amounts associated with GHG allowances and obligations.

GHG ALLOWANCES AND OBLIGATIONS

(Dollars in millions)

	Sempra Energy Consolidated		SDG&E		SoCalGas	
	June 30, 2017	December 31, 2016	June 30, 2017	December 31, 2016	June 30, 2017	December 31, 2016
Assets:						
Other current assets	\$40	\$ 40	\$16	\$ 16	\$24	\$ 24
Sundry	334	295	190	182	140	109
Total assets	\$374	\$ 335	\$206	\$ 198	\$164	\$ 133
Liabilities:						
Other current liabilities	\$40	\$ 40	\$16	\$ 16	\$24	\$ 24
Deferred credits and other	202	171	88	72	111	96
Total liabilities	\$242	\$ 211	\$104	\$ 88	\$135	\$ 120

GOODWILL

We discuss goodwill in Note 1 of the Notes to Consolidated Financial Statements in the Annual Report. The increase in goodwill from \$2,364 million at December 31, 2016 to \$2,379 million at June 30, 2017 is due to foreign currency translation at Sempra South American Utilities. We record the offset of this fluctuation in OCI.

VARIABLE INTEREST ENTITIES

We consolidate a VIE if we are the primary beneficiary of the VIE. Our determination of whether we are the primary beneficiary is based on qualitative and quantitative analyses, which assess

- the purpose and design of the VIE;
- the nature of the VIE's risks and the risks we absorb;
- the power to direct activities that most significantly impact the economic performance of the VIE; and
- the obligation to absorb losses or right to receive benefits that could be significant to the VIE.

SDG&E

SDG&E's power procurement is subject to reliability requirements that may require SDG&E to enter into various power purchase arrangements which include variable interests. SDG&E evaluates the respective entities to determine if variable interests exist and, based on the qualitative and quantitative analyses described above, if SDG&E, and thereby Sempra Energy, is the primary beneficiary.

Tolling Agreements

SDG&E has agreements under which it purchases power generated by facilities for which it supplies all of the natural gas to fuel the power plant (i.e., tolling agreements). SDG&E's obligation to absorb natural gas costs may be a significant variable interest. In addition, SDG&E has the power to direct the dispatch of electricity generated by these facilities. Based upon our analysis, the ability to direct the dispatch of electricity may have the most significant impact on the economic performance of the entity owning the generating facility because of the associated exposure to the cost of natural gas, which fuels the plants, and the value of electricity produced. To the extent that SDG&E (1) is obligated to purchase and provide fuel to operate the facility, (2) has the power to direct the dispatch, and (3) purchases all of the output from the facility for a substantial portion of the facility's useful life, SDG&E may be the primary beneficiary of the entity owning the generating facility. SDG&E determines if it is the primary beneficiary in these cases based on a qualitative approach in which we consider the operational characteristics of the facility, including its expected power generation output relative to its capacity to generate and the financial structure of the entity, among other factors. If we determine that SDG&E is the primary beneficiary, SDG&E and Sempra Energy consolidate the entity that owns the facility as a VIE.

Otay Mesa VIE

SDG&E has an agreement to purchase power generated at OMEC, a 605-MW generating facility. In addition to tolling, the agreement provides SDG&E with the option to purchase OMEC at the end of the contract term in 2019, or upon earlier termination of the PPA, at a predetermined price subject to adjustments based on performance of the facility. If SDG&E does not exercise its option, under certain circumstances, it may be required to purchase the power plant for \$280 million, which we refer to as the put option.

The facility owner, OMEC LLC, is a VIE, which we refer to as Otay Mesa VIE, of which SDG&E is the primary beneficiary. SDG&E has no OMEC LLC voting rights, holds no equity in OMEC LLC and does not operate OMEC. In addition to the risks absorbed under the tolling agreement, SDG&E absorbs separately through the put option a significant portion of the risk that the value of Otay Mesa VIE could decline. Accordingly, SDG&E and Sempra Energy consolidate Otay Mesa VIE. Otay Mesa VIE's equity of \$34 million at June 30, 2017 and \$37 million at December 31, 2016 is included on the Condensed Consolidated Balance Sheets in Other Noncontrolling Interests for Sempra Energy and in Noncontrolling Interest for SDG&E.

OMEC LLC has a loan outstanding of \$300 million at June 30, 2017, the proceeds of which were used for the construction of OMEC. The loan is with third party lenders and is collateralized by OMEC's assets. SDG&E is not a party to the loan agreement and does not have any additional implicit or explicit financial responsibility to OMEC LLC. The loan fully matures in April 2019 and bears interest at rates varying with market rates. In addition, OMEC LLC has entered into interest rate swap agreements to moderate its exposure to interest rate changes. We provide additional information concerning the interest rate swaps in Note 7.

The Condensed Consolidated Statements of Operations of Sempra Energy and SDG&E include the following amounts associated with Otay Mesa VIE. The amounts are net of eliminations of transactions between SDG&E and Otay Mesa VIE. The captions in the table below correspond to SDG&E's Condensed Consolidated Statements of Operations.

32

AMOUNTS ASSOCIATED WITH OTAY MESA VIE*(Dollars in millions)*

	Three months ended June 30, 2017		Six months ended June 30, 2016	
Operating expenses				
Cost of electric fuel and purchased power	\$(21)	\$(17)	\$(39)	\$(34)
Operation and maintenance	5	15	9	19
Depreciation and amortization	7	10	14	17
Total operating expenses	(9)	8	(16)	2
Operating income (loss)	9	(8)	16	(2)
Interest expense	(5)	(5)	(10)	(10)
Income (loss) before income taxes/Net income (loss)	4	(13)	6	(12)
(Earnings) losses attributable to noncontrolling interest	(4)	13	(6)	12
Earnings attributable to common shares	\$—	\$—	\$—	\$—

SDG&E has determined that no contracts, other than the one relating to Otay Mesa VIE mentioned above, result in SDG&E being the primary beneficiary of a VIE at June 30, 2017. In addition to the tolling agreements described above, other variable interests involve various elements of fuel and power costs, and other components of cash flow expected to be paid to or received by our counterparties. In most of these cases, the expectation of variability is not substantial, and SDG&E generally does not have the power to direct activities that most significantly impact the economic performance of the other VIEs. In addition, SDG&E is not exposed to losses or gains as a result of these other VIEs, because all such variability would be recovered in rates. If our ongoing evaluation of these VIEs were to conclude that SDG&E becomes the primary beneficiary and consolidation by SDG&E becomes necessary, the effects could be significant to the financial position and liquidity of SDG&E and Sempra Energy. We provide additional information about PPAs with power plant facilities that are VIEs of which SDG&E is not the primary beneficiary in Note 11 below and in Note 15 of the Notes to Consolidated Financial Statements in the Annual Report.

We provide additional information regarding Otay Mesa VIE in Note 1 of the Notes to Consolidated Financial Statements in the Annual Report.

Sempra Renewables

Effective December 2016, certain of Sempra Renewables' wind and solar power generation projects are held by limited liability companies whose members are Sempra Renewables and financial institutions. The financial institutions are noncontrolling tax equity investors to which earnings, tax attributes and cash flows are allocated in accordance with the respective limited liability company agreements. These entities are VIEs and Sempra Energy is the primary beneficiary, generally due to Sempra Energy's power as the operator of the renewable energy projects to direct the activities that most significantly impact the economic performance of these VIEs.

As the primary beneficiary of these tax equity limited liability companies, we consolidate them. Sempra Energy's Condensed Consolidated Balance Sheets included \$912 million and \$926 million of PP&E, net, and equity of \$454 million and \$468 million included in Other Noncontrolling Interests at June 30, 2017 and December 31, 2016, respectively, associated with these entities. Sempra Energy's Condensed Consolidated Statements of Operations include the following amounts associated with the tax equity limited liability companies. The amounts are net of eliminations of transactions between Sempra Energy and these entities.

**AMOUNTS
ASSOCIATED
WITH TAX
EQUITY
ARRANGEMENTS**

(Dollars in millions)

	Three months ended June 30, 2017	Six months ended June 30, 2017
REVENUES		
Energy-related businesses	\$ 18	\$ 31
EXPENSES		
Operation and maintenance	(7)	(9)
Depreciation and amortization	(8)	(16)
Income before income taxes	3	6
Income tax expense	(4)	(6)
Net loss	(1)	—
Losses attributable to noncontrolling interests(1)	7	10
Earnings	\$ 6	\$ 10

Net income or loss attributable to the noncontrolling interests is
 (1) *computed using the HLBV method and is not based on ownership percentages.*

We provide additional information regarding the tax equity limited liability companies in Note 1 of the Notes to Consolidated Financial Statements in the Annual Report.

Sempra LNG & Midstream

Sempra Energy's equity method investment in Cameron LNG JV is considered to be a VIE principally due to contractual provisions that transfer certain risks to customers. Sempra Energy is not the primary beneficiary because we do not have the power to direct the most significant activities of Cameron LNG JV. We will continue to evaluate Cameron LNG JV for any changes that may impact our determination of the primary beneficiary. The carrying value of our investment in Cameron LNG JV, including amounts recognized in AOCI related to interest-rate cash flow hedges at Cameron LNG JV, was \$977 million at June 30, 2017 and \$997 million at December 31, 2016. Our maximum exposure to loss includes the carrying value of our investment and the guarantees discussed in Note 4 above and in Note 4 of the Notes to Consolidated Financial Statements in the Annual Report.

Other Variable Interest Entities

Sempra Energy's other businesses also enter into arrangements which could include variable interests. We evaluate these arrangements and applicable entities based on the qualitative and quantitative analyses described above. Certain of these entities are service companies that are VIEs. As the primary beneficiary of these service companies, we consolidate them; however, their financial statements are not material to the financial statements of Sempra Energy. In all other cases, we have determined that these contracts are not variable interests in a VIE and therefore are not subject to the U.S. GAAP requirements concerning the consolidation of VIEs.

PENSION AND OTHER POSTRETIREMENT BENEFITS

Net Periodic Benefit Cost

The following three tables provide the components of net periodic benefit cost:

NET PERIODIC BENEFIT COST – SEMPRA ENERGY

CONSOLIDATED

(Dollars in millions)

	Pension benefits		Other postretirement benefits	
	Three months ended June 30,			
	2017	2016	2017	2016
Service cost	\$29	\$27	\$5	\$6
Interest cost	37	40	11	11
Expected return on assets	(40)	(41)	(17)	(18)
Amortization of:				
Prior service cost	2	3	—	—
Actuarial loss	8	7	—	—
Regulatory adjustment	(29)	(28)	2	2
Total net periodic benefit cost	\$7	\$8	\$1	\$1

	Six months ended June 30,			
	2017	2016	2017	2016
Service cost	\$57	\$55	\$11	\$11
Interest cost	74	80	20	22
Expected return on assets	(80)	(83)	(33)	(35)
Amortization of:				
Prior service cost	5	6	—	—
Actuarial loss (gain)	16	13	(1)	—
Regulatory adjustment	(41)	(56)	4	4
Total net periodic benefit cost	\$31	\$15	\$1	\$2

NET PERIODIC BENEFIT COST – SDG&E*(Dollars in millions)*

	Pension benefits		Other postretirement benefits	
	Three months ended June 30,			
	2017	2016	2017	2016
Service cost	\$7	\$8	\$2	\$1
Interest cost	10	11	2	2
Expected return on assets	(13)	(13)	(4)	(2)
Amortization of:				
Prior service cost	1	1	1	1
Actuarial loss (gain)	2	2	—	(1)
Regulatory adjustment	(7)	(8)	(1)	(1)
Total net periodic benefit cost	\$—	\$1	\$—	\$—

	Six months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
Service cost	\$15	\$15	\$3	\$2
Interest cost	19	21	4	4
Expected return on assets	(24)	(25)	(7)	(5)
Amortization of:				
Prior service cost	1	1	2	2
Actuarial loss (gain)	4	5	—	(1)
Regulatory adjustment	(14)	(15)	(2)	(2)
Total net periodic benefit cost	\$1	\$2	\$—	\$—

NET PERIODIC BENEFIT COST – SOCALGAS*(Dollars in millions)*

	Pension benefits		Other postretirement benefits	
	Three months ended June 30,			
	2017	2016	2017	2016
Service cost	\$18	\$18	\$3	\$3
Interest cost	24	25	8	9
Expected return on assets	(25)	(27)	(13)	(14)
Amortization of:				
Prior service cost (credit)	2	2	—	(1)
Actuarial loss (gain)	4	2	(1)	—
Regulatory adjustment	(22)	(20)	3	3
Total net periodic benefit cost	\$1	\$—	\$—	\$—

	Six months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
Service cost	\$36	\$35	\$7	\$7
Interest cost	48	50	15	17
Expected return on assets	(51)	(52)	(26)	(28)
Amortization of:				
Prior service cost (credit)	4	4	(1)	(2)
Actuarial loss (gain)	8	5	(1)	—
Regulatory adjustment	(27)	(41)	6	6

Total net periodic benefit cost \$18 \$1 \$ — \$ —

Benefit Plan Contributions

The following table shows our year-to-date contributions to pension and other postretirement benefit plans and the amounts we expect to contribute in 2017:

BENEFIT PLAN CONTRIBUTIONS

(Dollars in millions)

	Sempra Energy Consolidated	SDG&E	SoCalGas
Contributions through June 30, 2017:			
Pension plans	\$ 28	\$ 2	\$ 17
Other postretirement benefit plans	1	—	—
Total expected contributions in 2017:			
Pension plans	\$ 174	\$ 32	\$ 90
Other postretirement benefit plans	8	4	1

RABBI TRUST

In support of its Supplemental Executive Retirement, Cash Balance Restoration and Deferred Compensation Plans, Sempra Energy maintains dedicated assets, including a Rabbi Trust and investments in life insurance contracts, which totaled \$427 million and \$430 million at June 30, 2017 and December 31, 2016, respectively.

EARNINGS PER SHARE

The following table provides EPS computations for the three months and six months ended June 30, 2017 and 2016. Basic EPS is calculated by dividing earnings attributable to common stock by the weighted-average number of common shares outstanding for the period. Diluted EPS includes the potential dilution of common stock equivalent shares that could occur if securities or other contracts to issue common stock were exercised or converted into common stock.

EARNINGS PER SHARE COMPUTATIONS

(Dollars in millions, except per share amounts; shares in thousands)

	Three months ended June 30,		Six months ended June 30,	
	2017	2016(1)	2017	2016(1)
Numerator:				
Earnings/Income attributable to common shares	\$259	\$ 16	\$700	\$ 369
Denominator:				
Weighted-average common shares outstanding for basic EPS(2)	251,442	250,096	251,290	249,915
Dilutive effect of stock options, RSAs and RSUs(3)	1,375	1,940	1,319	1,860
Weighted-average common shares outstanding for diluted EPS	252,822	252,036	252,609	251,775
EPS:				
Basic	\$1.03	\$ 0.06	\$2.79	\$ 1.48
Diluted	1.03	0.06	2.77	1.47

(1) As adjusted for the adoption of ASU 2016-09 as of January 1, 2016, as we discuss in Note 2.

Includes 608 and 568 average fully vested RSUs held in our Deferred Compensation Plan for the three months ended June 30, 2017 and 2016,

(2) respectively, and 604 and 562 for the six months ended June 30, 2017 and 2016, respectively. These fully vested RSUs are included in weighted-average common shares outstanding for basic EPS because there are no conditions under which the corresponding shares will not be issued.

Due to market fluctuations of both Sempra Energy stock and the comparative indices used to determine the vesting percentage of our total (3) shareholder return performance-based RSUs, which we discuss in Note 8 of the Notes to Consolidated Financial Statements in the Annual Report, dilutive RSUs may vary widely from period-to-period.

The potentially dilutive impact from stock options, RSAs and RSUs is calculated under the treasury stock method. Under this method, proceeds based on the exercise price and unearned compensation are assumed to be used to

repurchase shares on the open market at the average market price for the period, reducing the number of potential new shares to be issued and sometimes causing an antidilutive effect. The computation of diluted EPS for the three months ended June 30, 2017 and 2016 excludes 3,010 and 1,010 potentially dilutive shares, respectively, because to include them would be antidilutive for the period. The computation of diluted EPS

for the six months ended June 30, 2017 and 2016 excludes 3,010 and 2,408 such potentially dilutive shares, respectively. However, these shares could potentially dilute basic EPS in the future.

Pursuant to our Sempra Energy share-based compensation plans, Sempra Energy's Board of Directors granted 424,760 performance-based RSUs and 93,619 service-based RSUs during the six months ended June 30, 2017, primarily in January. During the six months ended June 30, 2017, IEnova granted 1,034,086 RSUs from the IEnova 2013 Long-Term Incentive Plan, under which awards are cash settled at vesting based on the price of IEnova common stock.

We discuss share-based compensation plans and related awards further in Note 8 of the Notes to Consolidated Financial Statements in the Annual Report.

CAPITALIZED FINANCING COSTS

Capitalized financing costs include capitalized interest costs and AFUDC related to both debt and equity financing of construction projects. We capitalize interest costs incurred to finance capital projects and interest on equity method investments that have not commenced planned principal operations.

Interest capitalized and AFUDC are as follows:

CAPITALIZED FINANCING COSTS

(Dollars in millions)

	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
Sempra Energy Consolidated	\$62	\$58	\$144	\$110
SDG&E	21	17	41	32
SoCalGas	15	14	30	27

COMPREHENSIVE INCOME

The following tables present the changes in AOCI by component and amounts reclassified out of AOCI to net income, excluding amounts attributable to noncontrolling interests:

CHANGES IN ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS) BY COMPONENT(1)

(Dollars in millions)

	Foreign currency translation adjustments	Financial instruments	Pension and other postretirement benefits	Total accumulated other comprehensive income (loss)
Three months ended June 30, 2017 and 2016				
Sempra Energy Consolidated:				
Balance as of March 31, 2017	\$ (481)	\$ (121)	\$ (94)	\$ (696)
OCI before reclassifications	3	(26)	—	(23)
Amounts reclassified from AOCI	—	—	1	1
Net OCI	3	(26)	1	(22)
Balance as of June 30, 2017	\$ (478)	\$ (147)	\$ (93)	\$ (718)
Balance as of March 31, 2016	\$ (514)	\$ (221)	\$ (86)	\$ (821)
OCI before reclassifications	11	(48)	—	(37)
Amounts reclassified from AOCI	—	5	1	6
Net OCI	11	(43)	1	(31)
Balance as of June 30, 2016	\$ (503)	\$ (264)	\$ (85)	\$ (852)
SDG&E:				
Balance as of March 31, 2017 and June 30, 2017			\$ (8)	\$ (8)
Balance as of March 31, 2016 and June 30, 2016			\$ (8)	\$ (8)
SoCalGas:				
Balance as of March 31, 2017	\$ (13)	\$ (9)	\$ (22)	\$ (22)
Amounts reclassified from AOCI	—	1	1	1
Net OCI	—	1	1	1
Balance as of June 30, 2017	\$ (13)	\$ (8)	\$ (21)	\$ (21)
Balance as of March 31, 2016 and June 30, 2016	\$ (14)	\$ (5)	\$ (19)	\$ (19)

(1) All amounts are net of income tax, if subject to tax, and exclude noncontrolling interests.

CHANGES IN ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS) BY COMPONENT(1)

(Dollars in millions)

Foreign currency translation adjustments	Financial instruments	Pension and other postretirement benefits	Total accumulated other comprehensive income (loss)
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Six months ended June 30, 2017 and 2016

Sempra Energy Consolidated:

Balance as of December 31, 2016	\$ (527)	\$ (125)	\$ (96)	\$ (748)
OCI before reclassifications	49	(28)	—	21
Amounts reclassified from AOCI	—	6	3	9
Net OCI	49	(22)	3	30
Balance as of June 30, 2017	\$ (478)	\$ (147)	\$ (93)	\$ (718)
Balance as of December 31, 2015	\$ (582)	\$ (137)	\$ (87)	\$ (806)
OCI before reclassifications	79	(130)	—	(51)
Amounts reclassified from AOCI	—	3	2	5
Net OCI	79	(127)	2	(46)
Balance as of June 30, 2016	\$ (503)	\$ (264)	\$ (85)	\$ (852)

SDG&E:

Balance as of December 31, 2016 and June 30, 2017			\$ (8)	\$ (8)
Balance as of December 31, 2015 and June 30, 2016			\$ (8)	\$ (8)

SoCalGas:

Balance as of December 31, 2016	\$ (13)	\$ (9)	\$ (22)
Amounts reclassified from AOCI	—	1	1
Net OCI	—	1	1
Balance as of June 30, 2017	\$ (13)	\$ (8)	\$ (21)
Balance as of December 31, 2015 and June 30, 2016	\$ (14)	\$ (5)	