



Writer's Direct Dial Number: (850) 521-1706
Writer's E-Mail Address: bkeating@gunster.com

March 27, 2024

VIA E-FILING

Mr. Adam Teitzman, Clerk
Office of the Commission Clerk
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

Re: Docket 20220218-GU -- Application for authorization to issue common stock, preferred stock, and secured and/or unsecured debt, and to enter into agreements for interest rate swap products, equity products and other financial derivatives in 2023, by Chesapeake Utilities Corporation.

Dear Mr. Teitzman:

Pursuant to the directions contained in Order No. PSC-2023-0100-FOF-GU (Docket No. 20220218-GU), and in accordance with Rule 25-8.009, Florida Administrative Code, please find attached the Consummation Report of Chesapeake Utilities Corporation regarding the issuance and sale of securities during the fiscal year ended December 31, 2023.

Thank you for your assistance in connection with this filing. If you have any questions whatsoever, please do not hesitate to let me know.

Sincerely,

Beth Keating
Gunster, Yoakley & Stewart, P.A.
215 South Monroe St., Suite 601
Tallahassee, FL 32301
(850) 521-1706



March 27, 2024

Mr. Adam Teitzman
Commission Clerk
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, FL 32399-0850

RE: Docket No. 20220218-GU: Application for authorization to issue common stock, preferred stock and secured and/or unsecured debt, and to enter into agreements for interest rate swap products, equity products and other financial derivatives in 2023, by Chesapeake Utilities Corporation. – CONSUMMATION REPORT

Dear Mr. Teitzman:

Chesapeake Utilities Corporation (Chesapeake or the Company) respectfully files this Consummation Report (original and three copies) on the issuance of securities for the fiscal year ended December 31, 2023 in compliance with Rule 25-8.009, Florida Administrative Code. This is a consolidated filing of Chesapeake Utilities Corporation and Florida Public Utilities Company. In satisfaction of the Consummation Report requirements, Chesapeake sets forth the following information:

1. On February 28, 2023, the Florida Public Service Commission (FPSC) issued Order No. PSC-2023-0100-FOF-GU, which authorized Chesapeake to issue up to 750,000 shares of common stock for the purpose of administering Chesapeake's Retirement Savings Plan, Stock and Incentive Compensation Plan, and Dividend Reinvestment and Stock Purchase Plan. The Order further approved the issuance by Chesapeake of up to \$650 million in secured and/or unsecured long-term debt for general purposes. The \$650 million in secured and/or unsecured debt may be initially issued through a bridge loan in the form of bank notes or some similar form of short-term obligations, for example, in support of and to fund acquisitions. The Order provides that the Company can issue short-term obligations in an amount not to exceed \$500 million in support of the bridge financing, which could be under a Revolving Credit Facility and subsequently refinanced as unsecured long-term debt with an estimated interest rate of up to 300 basis points above U.S. Treasury rates with an equivalent average life. In addition, the Order authorized Chesapeake to issue up to 3,000,000 shares of common stock or an equity-linked instrument equivalent in value, to permanently finance the Company's ongoing capital expenditures



program, as well as 5,000,000 shares of common stock to be used to finance the Company's ongoing acquisition program. Chesapeake was also authorized to issue up to 2,000,000 shares of Chesapeake preferred stock for possible acquisitions, financing transactions, and other general corporate purposes. Lastly, Chesapeake received authorization pursuant to the Order to enter into agreements for Interest Rate Swap Products in an amount, in the aggregate not to exceed \$400 million.

2. Chesapeake currently maintains a multi-tranche short-term borrowing facility with total capacity of \$375,000,000. The two tranches of the facility consist of a \$175,000,000 364-day short-term debt tranche and a \$200,000,000 five-year tranche both of which have three (3) one-year extension options. Each tranche of the facility also contains a \$100,000,000 accordion provision which gives the Company the ability to increase the size of the facility by \$200,000,000. The 364-day tranche of the credit facility expires in August 2024 and the five-year tranche expires in August 2026. Chesapeake may from time to time add additional lines of credit or term loans to meet short-term financing needs. As of December 31, 2023, \$179,852,560 was outstanding under the revolving credit agreement as short-term borrowing.

3. For the twelve-month period ended December 31, 2023, Chesapeake issued the following:
 - (a) **0** shares of common stock were issued for the purpose of administering Chesapeake's Retirement Savings Plan. Shares were purchased on the open market to fund the respective matching contributions.

 - (b) **55,323** shares of common stock were issued for the Stock and Incentive Compensation Plan.



(c) 0 shares of common stock were issued for the purpose of administering Chesapeake's Dividend Reinvestment and Direct Stock Purchase Plan (DRIP). Shares were purchased on the open market to fund the DRIP.

For the above three plans, the Company has the option of administering them by issuing new equity, issuing shares from reserves or purchasing shares on the open market.

(d) 0 shares of common stock were issued pursuant to the Company's At-the-Market (ATM) program under a prospectus dated June 30, 2020 and a prospectus supplement dated August 28, 2020. The ATM expired on June 30, 2023.

(e) 4,438,596 shares of common stock were issued pursuant to an overnight offering under a prospectus dated August 31, 2023 and a prospectus supplement dated November 9, 2023. These shares were issued in conjunction with the acquisition of Florida City Gas.

For the twelve-month period ended December 31, 2023, Chesapeake issued \$630,000,000 of unsecured long-term debt in the form of senior notes as follows:

Senior Note	Amount	Issuance Date
5.43% Notes Due March 14, 2038	\$ 80,000,000	March 14, 2023
6.39% Notes Due December 28, 2026	\$100,000,000	November 20, 2023
6.44% Notes Due December 28, 2027	\$100,000,000	November 20, 2023
6.45% Notes Due December 28, 2028	\$100,000,000	November 20, 2023
6.62% Notes Due December 28, 2030	\$100,000,000	November 20, 2023
6.71% Notes Due December 28, 2033	\$100,000,000	November 20, 2023
6.73% Notes Due December 28, 2038	\$ 50,000,000	November 20, 2023

Of the \$630 million of new long-term debt, \$550 million was issued in conjunction with the acquisition of Florida City Gas.



4. As part of the Florida City Gas acquisition, the Company secured a temporary bridge loan facility to utilize, as needed, to fund the transaction. No outstanding amounts were drawn as permanent financing was secured by the Company. The bridge loan facility was terminated prior to the consummation of the acquisition.
5. For the twelve-month period ended December 31, 2023, Chesapeake did not issue any preferred equity.
6. For the twelve-month period ended December 31, 2023, Chesapeake did not issue any Interest Rate Swap Products. In 2022 Chesapeake entered into SOFR fixed interest rate swaps with a notional amount of \$50,000,000 through September 2025, with pricing of 3.98 percent.
7. Schedules showing capitalization, pretax interest coverage and debt interest requirements as of December 31, 2023, are attached hereto as Exhibit A.

Except for those agreements provided as Exhibits to this document, copies of all Plans, Agreements, registration filings with the Securities and Exchange Commission and Orders of the Delaware Public Service Commission authorizing the issuance of the above securities have been previously filed with the FPSC under Docket Nos. 991631-GU, 080635-GU, 090487-GU, 100444-GU, 110304-GU and 20230127-GU and are hereby incorporated by reference.

8. A copy of Chesapeake's most current Form 10-K as filed with the Securities and Exchange Commission is attached hereto as Exhibit B.

We respectfully submit this Consummation Report on the issuance of securities by Chesapeake Utilities Corporation, Florida Public Service Commission Docket No. 20220218-GU, this 27th day of March 2024.



Sincerely,

CHESAPEAKE UTILITIES CORPORATION

Beth W. Cooper

Beth W. Cooper
Executive Vice President, Chief Financial Officer,
Treasurer and Assistant Corporate Secretary



CHESAPEAKE UTILITIES CORPORATION
Summary of Exhibits

<u>Exhibit Reference</u>	<u>Description</u>
Exhibit A	Schedules showing capitalization, pretax interest coverage and debt requirements as of December 31, 2023
Exhibit B	Form 10-K for the year ended December 31, 2023



CHESAPEAKE UTILITIES CORPORATION

Notes to Capitalization, Income and
Pretax Interest Coverage Schedules
Actual December 31, 2022 and Pro Forma after Issuance

The following adjustments have been made to capitalization:

1. Common Stock – Number of shares (4,493,919) times par value (\$0.4867 per share), with the shares issued for the following purposes:

- 55,323 shares for the Stock and Incentive Compensation Plan
- 0 shares under the Dividend Reinvestment and Direct Stock Purchase Plan.
- 0 shares under the Retirement Savings Plan
- 0 shares under the At-the-Market (ATM) program
- 4,438,596 shares issued pursuant to an overnight offering

2. Additional Paid in Capital – Total cash value less the associated Common Stock amount for the following issuances:

- 4,493,919 shares at \$82.74 per share on average

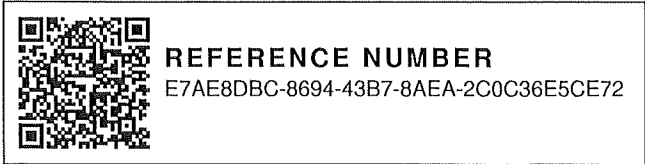
3. Long-Term Debt –

- \$80,000,000 – March 2023 at 5.43%
- \$100,000,000 – November 2023 at 6.39%
- \$100,000,000 – November 2023 at 6.44%
- \$100,000,000 – November 2023 at 6.45%
- \$100,000,000 – November 2023 at 6.62%
- \$100,000,000 – November 2023 at 6.71%
- \$50,000,000 – November 2023 at 6.73%

4. Short-Term Debt –

- Amount Authorized: \$500,000,000
- Amount Outstanding as of December 31, 2023: \$179,852,560

SIGNATURE CERTIFICATE



TRANSACTION DETAILS

Reference Number
E7AE8DBC-8694-43B7-8AEA-2C0C36E5CE72

Transaction Type
Signature Request

Sent At
03/26/2024 17:07 EDT

Executed At
03/26/2024 17:58 EDT

Identity Method
email

Distribution Method
email

Signed Checksum
5031aa450ddfb9746296cad3b1665d3faa0556af6b4550836224ced12bf6be5e

Signer Sequencing
Disabled

Document Passcode
Disabled

DOCUMENT DETAILS

Document Name
2023 Consummation Report - March 2024 Final

Filename
2023_Consummation_Report_-_March_2024_Final.pdf

Pages
7 pages

Content Type
application/pdf

File Size
147 KB

Original Checksum
f8788e690c3085790be126cfbbb3e84d7f69e952d60f52dd1651f183a56d6e7

SIGNERS

SIGNER

Name
Beth Cooper

Email
bcooper@chpk.com

Components
1

E-SIGNATURE

Status
signed

Multi-factor Digital Fingerprint Checksum
e928fa585e2117d42fc768722b74ba6cat2f6fc379ab9d4588fc1a7e48a87bad

IP Address
168.149.143.233

Device
Microsoft Edge via Windows

Typed Signature
Beth W. Cooper

Signature Reference ID
969334E9

EVENTS

Viewed At
03/26/2024 17:58 EDT

Identity Authenticated At
03/26/2024 17:58 EDT

Signed At
03/26/2024 17:58 EDT

AUDITS

TIMESTAMP

03/26/2024 17:07 EDT

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03/26/2024 17:58 EDT

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AUDIT

Lynette Harris (lyharris@chpk.com) created document '2023_Consummation_Report_-_March_2024_Final.pdf' on Microsoft Edge via Windows from 168.149.146.84.

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CHESAPEAKE UTILITIES CORPORATION
Capitalization Ratios Actual December 31, 2022 & Pro Forma after Issuance
UNAUDITED

TYPE OF CAPITAL	ACTUAL BEFORE ISSUANCE				PRO FORMA AFTER ISSUANCE			
	AMOUNT OUTSTANDING as of 12/31/2022	% OF TOTAL	2023 Changes excluding Long-term Financings	2023 Before PRO FORMA ADJUSTMENT	Financing PRO FORMA ADJUSTMENT	AMOUNT OUTSTANDING as of 12/31/2023	% OF TOTAL	
STOCKHOLDERS' EQUITY								
COMMON STOCK ⁽¹⁾	\$ 8,634,997	0.53%	\$ 333	\$ 8,635,330	\$ 2,187,190	\$ 10,822,520	0.41%	
PAID IN CAPITAL ⁽¹⁾	380,035,695	23.25%	(2,500,521)	377,535,174	371,820,522	749,355,696	28.48%	
RETAINED EARNINGS	445,508,892	27.25%	43,154,254	488,663,146	-	488,663,146	18.57%	
ACCUMULATED OTHER COMPREHENSIVE INCOME	(1,378,648)	-0.08%	(1,359,074)	(2,737,722)	-	(2,737,722)	-0.10%	
DEFERRED COMPENSATION OBLIGATION	7,060,473	0.43%	1,989,706	9,050,179	-	9,050,179	0.34%	
TREASURY STOCK	(7,060,473)	-0.43%	(1,989,706)	(9,050,179)	-	(9,050,179)	-0.34%	
PREFERRED STOCK	-	0.00%	-	-	-	-	0.00%	
TOTAL STOCKHOLDERS' EQUITY	\$ 832,800,936	50.94%	\$ 39,294,992	\$ 872,095,928	\$ 374,007,712	\$ 1,246,103,640	47.35%	
LONG-TERM DEBT								
SENIOR NOTES ⁽¹⁾⁽²⁾	578,388,844	35.38%	(21,313,896)	557,074,948	630,000,000	1,187,074,948	45.11%	
OTHER	-	0.00%	-	-	-	-	0.00%	
TOTAL LONG-TERM DEBT	\$ 578,388,844	35.38%	\$ (21,313,896)	\$ 557,074,948	\$ 630,000,000	\$ 1,187,074,948	45.11%	
TOTAL PERMANENT CAPITAL	\$ 1,411,189,780	86.32%	\$ 17,981,096	\$ 1,429,170,876	\$ 1,004,007,712	\$ 2,433,178,588	92.46%	
CURRENT PORTION OF LTD.	\$ 21,483,166	1.31%	\$ (2,978,011)	\$ 18,505,155	\$ -	\$ 18,505,155	0.70%	
SHORT-TERM DEBT								
SHORT-TERM DEBT ⁽¹⁾	\$ 202,156,862	12.37%	(22,304,302)	179,852,560	\$ -	\$ 179,852,560	6.83%	
SHORT-TERM DEBT	\$ 202,156,862	12.37%	(22,304,302)	\$ 179,852,560	\$ -	\$ 179,852,560	6.83%	
TOTAL CAPITALIZATION	\$ 1,634,829,808	100.00%	\$ (7,301,217)	\$ 1,627,528,591	\$ 1,004,007,712	\$ 2,631,536,303	100.00%	

(1) In 2023 Chesapeake issued 4,438,596 shares of common stock and \$550,000,000 of senior notes to finance the acquisition of Florida City Gas (FCG).

(2) New senior note issuances:
\$80,000,000 at 5.43%
\$100,000,000 at 6.39%
\$100,000,000 at 6.44%
\$100,000,000 at 6.45%
\$100,000,000 at 6.62%
\$100,000,000 at 6.71%
\$50,000,000 at 6.73%

CHESAPEAKE UTILITIES CORPORATION
Statement of Income and Pretax Interest Coverage
Actual December 31, 2022 & Pro Forma after Issuance

UNAUDITED

	Actual Before <u>Issuance</u>	2023 Changes excluding Long-term <u>Financings</u>	2023 Before PRO FORMA <u>ADJUSTMENT</u>	Pro Forma <u>Adjustment</u>	2023 Actual After <u>Issuance</u>
Statement of Income					
1 Operating revenues	\$680,703,576	(\$10,099,359)	\$670,604,217	\$0	\$670,604,217
2 Operating expenses before income taxes	537,770,468	(17,969,639)	519,800,829	0	519,800,829
3 Income taxes (including Deferrals)	<u>33,832,419</u>	<u>(4,865,841)</u>	<u>28,966,578</u>	<u>(888,735)</u>	<u>28,077,843</u>
4 Operating Income (1-(2+3))	109,100,689	12,736,121	121,836,810	888,735	122,725,545
5 Other Income, Net	<u>5,051,057</u>	<u>(3,615,116)</u>	<u>1,435,941</u>	<u>0</u>	<u>1,435,941</u>
6 Income Before Interest Charges (4+5)	114,151,746	9,121,005	123,272,751	888,735	124,161,486
7 Interest Charges (b)	<u>24,355,603</u>	<u>8,892,610</u>	<u>33,248,213</u>	<u>3,703,063</u>	<u>36,951,275</u>
8 Income from Continuing Operations (6-7)	\$89,796,143	\$228,396	\$90,024,539	(\$2,814,328)	\$87,210,211
9 Preferred stock dividends	\$0	\$0	\$0	\$0	\$0
10 Earnings available to common equity (8-9)	\$89,796,143	\$228,396	\$90,024,539	(\$2,814,328)	\$87,210,211
11 Pretax Interest Coverage ((3+6)/7)	6.08		4.58	N/A	4.12

	Amount	Months	Rate	Annualized Interest
New Issue Debt (3/14/2023)	\$ 80,000,000	9.5	5.43%	\$ 3,439,000
New Issue Debt (11/28/2023)	\$ 100,000,000	1.25	6.39%	\$ 665,625
New Issue Debt (11/28/2023)	\$ 100,000,000	1.25	6.44%	\$ 670,833
New Issue Debt (11/28/2023)	\$ 100,000,000	1.25	6.45%	\$ 671,875
New Issue Debt (11/28/2023)	\$ 100,000,000	1.25	6.62%	\$ 689,583
New Issue Debt (11/28/2023)	\$ 100,000,000	1.25	6.71%	\$ 698,958
New Issue Debt (11/28/2023)	\$ 50,000,000	1.25	6.73%	\$ 350,521
Short-Term Financing	\$ (80,000,000)	9.5	5.50%	\$ (3,483,333)
Total Interest Expense (Savings)				\$ 3,703,063

Tax Rate 24%

Income Taxes \$ 888,735