HAWAIIAN ELECTRIC CO INC
Form 10-Q
May 04, 2007
Table of Contents

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 10-Q

x **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**
For the quarterly period ended March 31, 2007

OR

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

Exact Name of Registrant as Specified in Its Charter	Commission File Number	I.R.S. Employer Identification No.
HAWAIIAN ELECTRIC INDUSTRIES, INC.	**1-8503**	**99-0208097**
and Principal Subsidiary		
HAWAIIAN ELECTRIC COMPANY, INC.	**1-4955**	**99-0040500**

State of Hawaii

(State or other jurisdiction of incorporation or organization)

900 Richards Street, Honolulu, Hawaii 96813

(Address of principal executive offices and zip code)

Hawaiian Electric Industries, Inc. ----- (808) 543-5662

Hawaiian Electric Company, Inc. ------- (808) 543-7771

(Registrant s telephone number, including area code)

Not applicable

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether Registrant Hawaiian Electric Industries, Inc. (1) has 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 registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes x No ¨

Indicate by check mark whether Registrant Hawaiian Electric Company, Inc. (1) has 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 registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes x No ¨

Indicate by check mark whether Registrant Hawaiian Electric Industries, Inc. is a large accelerated filer, an accelerated filer, or a non-accelerated filer (as defined in Rule 12b-2 of the Exchange Act).

Large accelerated filer x Accelerated filer ¨ Non-accelerated filer ¨

Indicate by check mark whether Registrant Hawaiian Electric Company, Inc. is a large accelerated filer, an accelerated filer, or a non-accelerated filer (as defined in Rule 12b-2 of the Exchange Act).

Large accelerated filer ¨ Accelerated filer ¨ Non-accelerated filer x

Indicate by check mark whether Registrant Hawaiian Electric Industries, Inc. is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ¨ No x

Indicate by check mark whether Registrant Hawaiian Electric Company, Inc. is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ¨ No x

APPLICABLE ONLY TO CORPORATE ISSUERS:

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

Class of Common Stock	**Outstanding May 1, 2007**
Hawaiian Electric Industries, Inc. (Without Par Value)	81,962,551 Shares
Hawaiian Electric Company, Inc. ($6-2/3 Par Value)	12,805,843 Shares (not publicly traded)

Table of Contents

Hawaiian Electric Industries, Inc. and Subsidiaries

Hawaiian Electric Company, Inc. and Subsidiaries

Form 10-Q Quarter ended March 31, 2007

INDEX

		Page No.
Glossary of Terms		ii
Forward-Looking Statements		iv

PART I. FINANCIAL INFORMATION

Item 1.	Financial Statements	
	Hawaiian Electric Industries, Inc. and Subsidiaries	
	Consolidated Statements of Income (unaudited) - three months ended March 31, 2007 and 2006	1
	Consolidated Balance Sheets (unaudited) - March 31, 2007 and December 31, 2006	2
	Consolidated Statements of Changes in Stockholders Equity (unaudited) - three months ended March 31, 2007 and 2006	3
	Consolidated Statements of Cash Flows (unaudited) - three months ended March 31, 2007 and 2006	4
	Notes to Consolidated Financial Statements (unaudited)	5
	Hawaiian Electric Company, Inc. and Subsidiaries	
	Consolidated Statements of Income (unaudited) - three months ended March 31, 2007 and 2006	15
	Consolidated Balance Sheets (unaudited) - March 31, 2007 and December 31, 2006	16
	Consolidated Statements of Changes in Stockholder s Equity (unaudited) - three months ended March 31, 2007 and 2006	17
	Consolidated Statements of Cash Flows (unaudited) - three months ended March 31, 2007 and 2006	18
	Notes to Consolidated Financial Statements (unaudited)	19
Item 2.	Management s Discussion and Analysis of Financial Condition and Results of Operations	36
	HEI Consolidated	36
	Electric Utilities	40
	Bank	57
Item 3.	Quantitative and Qualitative Disclosures About Market Risk	61
Item 4.	Controls and Procedures	62

PART II. OTHER INFORMATION

Item 1.	Legal Proceedings	62
Item 1A.	Risk Factors	63
Item 2.	Unregistered Sales of Equity Securities and Use of Proceeds	63
Item 5.	Other Information	63
Item 6.	Exhibits	64
Signatures		65

Table of Contents

Hawaiian Electric Industries, Inc. and Subsidiaries

Hawaiian Electric Company, Inc. and Subsidiaries

Form 10-Q Quarter ended March 31, 2007

GLOSSARY OF TERMS

Terms	Definitions
AFUDC	Allowance for funds used during construction
AOCI	Accumulated other comprehensive income
ASB	American Savings Bank, F.S.B., a wholly-owned subsidiary of HEI Diversified, Inc. and parent company of American Savings Investment Services Corp. (and its subsidiary, Bishop Insurance Agency of Hawaii, Inc.) and AdCommunications, Inc.
CHP	Combined heat and power
Company	Hawaiian Electric Industries, Inc. and its direct and indirect subsidiaries, including, without limitation, Hawaiian Electric Company, Inc., Hawaii Electric Light Company, Inc., Maui Electric Company, Limited, HECO Capital Trust III (unconsolidated subsidiary), Renewable Hawaii, Inc., HEI Diversified, Inc., American Savings Bank, F.S.B. and its subsidiaries, Pacific Energy Conservation Services, Inc., HEI Properties, Inc., HEI Investments, Inc., Hycap Management, Inc. (in dissolution), Hawaiian Electric Industries Capital Trust II (unconsolidated subsidiary), Hawaiian Electric Industries Capital Trust III (unconsolidated subsidiary) and The Old Oahu Tug Service, Inc. Former subsidiaries include HEIPC (discontinued operations, dissolved in 2006) and its dissolved subsidiaries.
Consumer Advocate	Division of Consumer Advocacy, Department of Commerce and Consumer Affairs of the State of Hawaii
D&O	Decision and order
DG	Distributed generation
DOD	Department of Defense federal
DOH	Department of Health of the State of Hawaii
DRIP	HEI Dividend Reinvestment and Stock Purchase Plan
DSM	Demand-side management
EPA	Environmental Protection Agency federal
Exchange Act	Securities Exchange Act of 1934
FASB	Financial Accounting Standards Board
Federal	U.S. Government
FHLB	Federal Home Loan Bank
FIN	Financial Accounting Standards Board Interpretation No.
GAAP	U.S. generally accepted accounting principles
HECO	Hawaiian Electric Company, Inc., an electric utility subsidiary of Hawaiian Electric Industries, Inc. and parent company of Maui Electric Company, Limited, Hawaii Electric Light Company, Inc., HECO Capital Trust III (unconsolidated subsidiary) and Renewable Hawaii, Inc.

Table of Contents

GLOSSARY OF TERMS, continued

Terms	Definitions
HEI	Hawaiian Electric Industries, Inc., direct parent company of Hawaiian Electric Company, Inc., HEI Diversified, Inc., Pacific Energy Conservation Services, Inc., HEI Properties, Inc., HEI Investments, Inc., Hycap Management, Inc. (in dissolution), Hawaiian Electric Industries Capital Trust II (unconsolidated subsidiary), Hawaiian Electric Industries Capital Trust III (unconsolidated subsidiary) and The Old Oahu Tug Service, Inc. Former subsidiaries include HEI Power Corp. (discontinued operations, dissolved in 2006).
HEIDI	HEI Diversified, Inc., a wholly owned subsidiary of Hawaiian Electric Industries, Inc. and the parent company of American Savings Bank, F.S.B.
HEIII	HEI Investments, Inc. (formerly HEI Investment Corp.), a subsidiary of HEI Power Corp.
HEIPC	HEI Power Corp., a formerly wholly owned subsidiary of Hawaiian Electric Industries, Inc., and the former parent company of numerous subsidiaries, the majority of which were dissolved or otherwise wound up since 2002, pursuant to a formal plan to exit the international power business (formerly engaged in by HEIPC and its subsidiaries) adopted by the HEI Board of Directors in October 2001. HEIPC was dissolved in December 2006.
HEIRSP	Hawaiian Electric Industries Retirement Savings Plan
HELCO	Hawaii Electric Light Company, Inc., an electric utility subsidiary of Hawaiian Electric Company, Inc.
HPOWER	City and County of Honolulu with respect to a power purchase agreement for a refuse-fired plant
IPP	Independent power producer
IRP	Integrated resource plan
KWH	Kilowatthour
MECO	Maui Electric Company, Limited, an electric utility subsidiary of Hawaiian Electric Company, Inc.
MW	Megawatt/s (as applicable)
NII	Net interest income
NPV	Net portfolio value
PPA	Power purchase agreement
PRPs	Potentially responsible parties
PUC	Public Utilities Commission of the State of Hawaii
RHI	Renewable Hawaii, Inc., a wholly owned subsidiary of Hawaiian Electric Company, Inc.
ROACE	Return on average common equity
ROR	Return on average rate base
SEC	Securities and Exchange Commission
See	Means the referenced material is incorporated by reference
SFAS	Statement of Financial Accounting Standards
SOIP	1987 Stock Option and Incentive Plan, as amended
SOX	Sarbanes-Oxley Act of 2002
SPRBs	Special Purpose Revenue Bonds
TOOTS	The Old Oahu Tug Service, a wholly owned subsidiary of Hawaiian Electric Industries, Inc.
VIE	Variable interest entity

Table of Contents

FORWARD-LOOKING STATEMENTS

This report and other presentations made by Hawaiian Electric Industries, Inc. (HEI) and Hawaiian Electric Company, Inc. (HECO) and their subsidiaries contain forward-looking statements, which include statements that are predictive in nature, depend upon or refer to future events or conditions, and usually include words such as expects, anticipates, intends, plans, believes, predicts, estimates or similar expressions. In addition, any statements concerning future financial performance, ongoing business strategies or prospects and possible future actions are also forward-looking statements. Forward-looking statements are based on current expectations and projections about future events and are subject to risks, uncertainties and the accuracy of assumptions concerning HEI and its subsidiaries (collectively, the Company), the performance of the industries in which they do business and economic and market factors, among other things. **These forward-looking statements are not guarantees of future performance.**

Risks, uncertainties and other important factors that could cause actual results to differ materially from those in forward-looking statements and from historical results include, but are not limited to, the following:

- the effects of international, national and local economic conditions, including the state of the Hawaii tourist and construction industries, the strength or weakness of the Hawaii and continental U.S. real estate markets (including the fair value of collateral underlying loans and mortgage-related securities) and decisions concerning the extent of the presence of the federal government and military in Hawaii;

- the effects of weather and natural disasters, such as hurricanes, earthquakes, tsunamis and the potential effects of global warming;

- global developments, including the effects of terrorist acts, the war on terrorism, continuing U.S. presence in Iraq and Afghanistan, potential conflict or crisis with North Korea and in the Middle East, North Korea s and Iran s nuclear activities and potential avian flu pandemic;

- the timing and extent of changes in interest rates and the shape of the yield curve;

- the risks inherent in changes in the value of and market for securities available for sale and pension and other retirement plan assets;

- changes in assumptions used to calculate retirement benefits costs and changes in funding requirements;

- increasing competition in the electric utility and banking industries (e.g., increased self-generation of electricity may have an adverse impact on HECO s revenues and increased price competition for deposits, or an outflow of deposits to alternative investments, may have an adverse impact on American Savings Bank, F.S.B. s (ASB s) cost of funds);

- capacity and supply constraints or difficulties, especially if generating units (utility-owned or independent power producer (IPP)-owned) fail or measures such as demand-side management (DSM), distributed generation (DG), combined heat and power (CHP) or other firm capacity supply-side resources fall short of achieving their forecasted benefits or are otherwise insufficient to reduce or meet peak demand;

- increased risk to generation reliability as generation peak reserve margins on Oahu continue to be strained;

fuel oil price changes, performance by suppliers of their fuel oil delivery obligations and the continued availability to the electric utilities of their energy cost adjustment clauses (ECACs);

the ability of IPPs to deliver the firm capacity anticipated in their power purchase agreements (PPAs);

the ability of the electric utilities to negotiate, periodically, favorable fuel supply and collective bargaining agreements;

new technological developments that could affect the operations and prospects of HEI and its subsidiaries (including HECO and its subsidiaries and ASB and its subsidiaries) or their competitors;

federal, state and international governmental and regulatory actions, such as changes in laws, rules and regulations applicable to HEI, HECO, ASB and their subsidiaries (including changes in taxation, environmental laws and regulations, the potential regulation of greenhouse gas emissions and governmental fees and assessments); decisions by the Public Utilities Commission of the State of Hawaii (PUC) in rate cases (including decisions on ECACs) and other proceedings and by other agencies and courts on land use, environmental and other permitting issues; required corrective actions, restrictions and penalties (that may arise, for example, with respect to environmental conditions, renewable portfolio standards (RPS), capital adequacy and business practices);

increasing operations and maintenance expenses for the electric utilities and the possibility of more frequent rate cases;

the risks associated with the geographic concentration of HEI s businesses;

the effects of changes in accounting principles applicable to HEI, HECO, ASB and their subsidiaries, including the adoption of new accounting principles (such as the effects of Statement of Financial Accounting Standards (SFAS) No. 158 regarding employers accounting for defined benefit pension and other postretirement plans), continued regulatory accounting under SFAS No. 71, Accounting for the Effects of Certain Types of Regulation, and the possible effects of applying Financial Accounting Standards Board (FASB) Interpretation No. (FIN) 46R, Consolidation of Variable Interest Entities, and Emerging Issues Task Force Issue No. 01-8, Determining Whether an Arrangement Contains a Lease, to PPAs with independent power producers;

the effects of changes by securities rating agencies in their ratings of the securities of HEI and HECO and the results of financing efforts;

faster than expected loan prepayments that can cause an acceleration of the amortization of premiums on loans and investments and the impairment of mortgage servicing rights of ASB;

changes in ASB s loan portfolio credit profile and asset quality which may increase or decrease the required level of allowance for loan losses;

changes in ASB s deposit cost or mix which may have an adverse impact on ASB s cost of funds;

the final outcome of tax positions taken by HEI, HECO, ASB and their subsidiaries;

the ability of consolidated HEI to generate capital gains and utilize capital loss carryforwards on future tax returns;

- the risks of suffering losses and incurring liabilities that are uninsured; and

- other risks or uncertainties described elsewhere in this report and in other periodic reports (e.g., Item 1A. Risk Factors in the Company s Annual Report on Form 10-K) previously and subsequently filed by HEI and/or HECO with the Securities and Exchange Commission (SEC).

Forward-looking statements speak only as of the date of the report, presentation or filing in which they are made. Except to the extent required by the federal securities laws, HEI, HECO, ASB and their subsidiaries undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Table of Contents

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements

Hawaiian Electric Industries, Inc. and Subsidiaries

Consolidated Statements of Income (unaudited)

Three months ended March 31 (in thousands, except per share amounts and ratio of earnings to fixed charges)	2007	2006
Revenues		
Electric utility	$ 447,678	$ 475,056
Bank	104,460	100,004
Other	1,885	(98)
	554,023	574,962
Expenses		
Electric utility	434,686	429,476
Bank	86,032	72,989
Other	4,764	3,346
	525,482	505,811
Operating income (loss)		
Electric utility	12,992	45,580
Bank	18,428	27,015
Other	(2,879)	(3,444)
	28,541	69,151
Interest expense other than on deposit liabilities and other bank borrowings	(20,511)	(19,117)
Allowance for borrowed funds used during construction	598	702
Preferred stock dividends of subsidiaries	(473)	(473)
Allowance for equity funds used during construction	1,232	1,548
Income before income taxes	9,387	51,811
Income taxes	2,623	19,474
Net income	$ 6,764	$ 32,337
Basic earnings per common share	$ 0.08	$ 0.40
Diluted earnings per common share	$ 0.08	$ 0.40
Dividends per common share	$ 0.31	$ 0.31
Weighted-average number of common shares outstanding	81,448	80,981
Dilutive effect of stock-based compensation	265	382
Adjusted weighted-average shares	81,713	81,363

Ratio of earnings to fixed charges (SEC method)		
Excluding interest on ASB deposits	1.22	2.33
Including interest on ASB deposits	1.14	1.95

See accompanying Notes to Consolidated Financial Statements for HEI.

Table of Contents

Hawaiian Electric Industries, Inc. and Subsidiaries

Consolidated Balance Sheets (unaudited)

(dollars in thousands)	March 31, 2007	December 31, 2006
Assets		
Cash and equivalents	$ 156,093	$ 177,630
Federal funds sold	84,804	79,671
Accounts receivable and unbilled revenues, net	220,894	248,639
Available-for-sale investment and mortgage-related securities	2,405,250	2,367,427
Investment in stock of Federal Home Loan Bank of Seattle, at cost	97,764	97,764
Loans receivable, net	3,816,387	3,780,461
Property, plant and equipment, net of accumulated depreciation of $1,675,912 and $1,651,088	2,641,227	2,647,490
Regulatory assets	117,078	112,349
Other	296,434	292,638
Goodwill and other intangibles, net	86,645	87,140
	$ 9,922,576	$ 9,891,209
Liabilities and stockholders equity		
Liabilities		
Accounts payable	$ 172,554	$ 165,505
Deposit liabilities	4,577,073	4,575,548
Short-term borrowings other than bank	123,414	176,272
Other bank borrowings	1,590,563	1,568,585
Long-term debt, net other than bank	1,225,144	1,133,185
Deferred income taxes	96,374	106,780
Regulatory liabilities	245,440	240,619
Contributions in aid of construction	277,499	276,728
Other	483,654	518,454
	8,791,715	8,761,676
Minority interests		
Preferred stock of subsidiaries - not subject to mandatory redemption	34,293	34,293
Stockholders equity		
Preferred stock, no par value, authorized 10,000,000 shares; issued: none		
Common stock, no par value, authorized 200,000,000 shares; issued and outstanding: 81,823,550 shares and 81,461,409 shares	1,036,249	1,028,101
Retained earnings	223,946	242,667
Accumulated other comprehensive loss, net of tax benefits	(163,627)	(175,528)
	1,096,568	1,095,240
	$ 9,922,576	$ 9,891,209

See accompanying Notes to Consolidated Financial Statements for HEI.

2

Table of Contents

Hawaiian Electric Industries, Inc. and Subsidiaries

Consolidated Statements of Changes in Stockholders Equity (unaudited)

	Common stock			Accumulated other	
			Retained	comprehensive	
(in thousands, except per share amounts)	**Shares**	**Amount**	**earnings**	**loss**	**Total**
Balance, December 31, 2006	**81,461**	**$ 1,028,101**	**$ 242,667**	**$ (175,528)**	**$ 1,095,240**
Comprehensive income:					
Net income			6,764		6,764
Net unrealized gains on securities arising during the period, net of taxes of $6,406				9,701	9,701
Defined benefit pension plans - amortization of net loss, prior service cost and transition obligation included in net periodic pension cost, net of taxes of $1,400				2,200	2,200
Comprehensive income			6,764	11,901	18,665
Adjustment to initially apply FIN 48			(228)		(228)
Issuance of common stock, net	363	8,148			8,148
Common stock dividends ($0.31 per share)			(25,257)		(25,257)
Balance, March 31, 2007	**81,824**	**$ 1,036,249**	**$ 223,946**	**$ (163,627)**	**$ 1,096,568**
Balance, December 31, 2005	**80,983**	**$ 1,018,966**	**$ 235,394**	**$ (37,730)**	**$ 1,216,630**
Comprehensive income:					
Net income			32,337		32,337
Net unrealized losses on securities arising during the period, net of tax benefits of $8,890				(13,466)	(13,466)
Minimum pension liability adjustment, net of tax benefits of $30				(48)	(48)
Comprehensive income (loss)			32,337	(13,514)	18,823
Issuance of common stock, net	77	1,195			1,195
Common stock dividends ($0.31 per share)			(25,126)		(25,126)
Balance, March 31, 2006	**81,060**	**$ 1,020,161**	**$ 242,605**	**$ (51,244)**	**$ 1,211,522**

See accompanying Notes to Consolidated Financial Statements for HEI.

3

Table of Contents

Hawaiian Electric Industries, Inc. and Subsidiaries

Consolidated Statements of Cash Flows (unaudited)

Three months ended March 31 (in thousands)	2007	2006
Cash flows from operating activities		
Net income	$ 6,764	$ 32,337
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation of property, plant and equipment	36,856	35,261
Other amortization	2,680	2,196
Writedown of utility plant	11,701	
Deferred income taxes	(5,908)	(2,839)
Allowance for equity funds used during construction	(1,232)	(1,548)
Excess tax benefits from share-based payment arrangements	(233)	(316)
Changes in assets and liabilities, net of effects from the disposal of businesses		
Decrease in accounts receivable and unbilled revenues, net	27,745	20,702
Decrease in federal tax deposit		30,000
Increase in accounts payable	7,049	516
Decrease in taxes accrued	(34,828)	(36,217)
Changes in other assets and liabilities	307	(8,780)
Net cash provided by operating activities	**50,901**	**71,312**
Cash flows from investing activities		
Available-for-sale investment and mortgage-related securities purchased	(132,195)	(125,000)
Principal repayments on available-for-sale mortgage-related securities	108,556	121,632
Net increase in loans held for investment	(41,232)	(58,078)
Net proceeds from sale of investments	2,536	
Capital expenditures	(35,521)	(45,317)
Contributions in aid of construction	2,495	6,623
Other	1	1,177
Net cash used in investing activities	**(95,360)**	**(98,963)**
Cash flows from financing activities		
Net increase in deposit liabilities	1,525	52,980
Net increase (decrease) in short-term borrowings with original maturities of three months or less	(65,866)	40,826
Proceeds from short-term borrowings with original maturities of greater than three months	13,008	
Net increase in retail repurchase agreements	23,370	7,864
Proceeds from other bank borrowings	238,988	206,490
Repayments of other bank borrowings	(238,813)	(214,300)
Proceeds from issuance of long-term debt	215,679	
Repayment of long-term debt	(126,000)	(10,000)
Excess tax benefits from share-based payment arrangements	233	316
Net proceeds from issuance of common stock	2,411	103
Common stock dividends	(20,166)	(25,112)
Decrease in cash overdraft	(11,280)	(6,460)
Other	(5,034)	(347)
Net cash provided by financing activities	**28,055**	**52,360**
Cash flows from discontinued operations-net cash provided by operating activities		**6,958**

Net increase (decrease) in cash and equivalents and federal funds sold	(16,404)	31,667
Cash and equivalents and federal funds sold, beginning of period	257,301	208,947
Cash and equivalents and federal funds sold, end of period	**$ 240,897**	**$ 240,614**

See accompanying Notes to Consolidated Financial Statements for HEI.

Table of Contents

Hawaiian Electric Industries, Inc. and Subsidiaries

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Unaudited)

(1) Basis of presentation

The accompanying unaudited consolidated financial statements have been prepared in conformity with U.S. generally accepted accounting principles (GAAP) for interim financial information, the instructions to SEC Form 10-Q and Article 10 of Regulation S X. Accordingly, they do not include all of the information and footnotes required by GAAP for complete financial statements. In preparing the financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the balance sheet and the reported amounts of revenues and expenses for the period. Actual results could differ significantly from those estimates. The accompanying unaudited consolidated financial statements should be read in conjunction with the audited consolidated financial statements and the notes thereto included in HEI s Form 10-K for the year ended December 31, 2006.

In the opinion of HEI s management, the accompanying unaudited consolidated financial statements contain all material adjustments required by GAAP to present fairly the Company s financial position as of March 31, 2007 and December 31, 2006 and the results of its operations and cash flows for the three months ended March 31, 2007 and 2006. All such adjustments are of a normal recurring nature, unless otherwise disclosed in this Form 10 Q or other referenced material. Results of operations for interim periods are not necessarily indicative of results for the full year. When required, certain reclassifications are made to the prior period s consolidated financial statements to conform to the current presentation.

(2) Segment financial information

(in thousands)	Electric Utility	Bank	Other	Total
Three months ended March 31, 2007				
Revenues from external customers	$ 447,608	$ 104,460	$ 1,955	$ 554,023
Intersegment revenues (eliminations)	70		(70)	
Revenues	447,678	104,460	1,885	554,023
Profit (loss)*	140	18,399	(9,152)	9,387
Income taxes (benefit)	(313)	6,803	(3,867)	2,623
Net income (loss)	453	11,596	(5,285)	6,764
Assets (at March 31, 2007, including net assets of discontinued operations)	3,050,554	6,845,576	26,446	9,922,576
Three months ended March 31, 2006				
Revenues from external customers	$ 474,986	$ 100,004	$ (28)	$ 574,962
Intersegment revenues (eliminations)	70		(70)	
Revenues	475,056	100,004	(98)	574,962
Profit (loss)*	34,097	27,015	(9,301)	51,811
Income taxes (benefit)	13,109	10,188	(3,823)	19,474
Net income (loss)	20,988	16,827	(5,478)	32,337
Assets (at March 31, 2006, including net assets of discontinued operations)	3,076,673	6,864,915	38,120	9,979,708

* Income (loss) before income taxes.

Intercompany electric sales of consolidated HECO to the bank and other segments are not eliminated because those segments would need to purchase electricity from another source if it were not provided by consolidated HECO, the profit on such sales is nominal and the elimination of electric sales revenues and expenses could distort segment operating income and net income.

Bank fees that ASB charges the electric utility and other segments are not eliminated because those segments would pay fees to another financial institution if they were to bank with another institution, the profit on such fees is nominal and the elimination of bank fee income and expenses could distort segment operating income and net income.

Table of Contents

(3) Electric utility subsidiary

For HECO s consolidated financial information, including its commitments and contingencies, see pages 15 through 35.

(4) Bank subsidiary

Selected financial information

American Savings Bank, F.S.B. and Subsidiaries

Consolidated Statements of Income Data (unaudited)

Three months ended March 31 (in thousands)	2007	2006
Interest and dividend income		
Interest and fees on loans	$ 60,281	$ 55,153
Interest and dividends on investment and mortgage-related securities	28,165	30,077
	88,446	85,230
Interest expense		
Interest on deposit liabilities	20,738	15,393
Interest on other borrowings	18,406	17,162
	39,144	32,555
Net interest income	49,302	52,675
Provision for loan losses		
Net interest income after provision for loan losses	49,302	52,675
Noninterest income		
Fees from other financial services	6,501	6,440
Fee income on deposit liabilities	6,055	4,189
Fee income on other financial products	2,012	2,437
Other income	1,446	1,708
	16,014	14,774
Noninterest expense		
Compensation and employee benefits	18,396	17,837
Occupancy	4,948	4,463
Equipment	3,478	3,496
Services	8,358	3,717
Data processing	2,557	2,460
Other expense	9,180	8,461
	46,917	40,434
Income before income taxes	18,399	27,015
Income taxes	6,803	10,188

Net income for common stock	$ 11,596	$ 16,827

6

Table of Contents

American Savings Bank, F.S.B. and Subsidiaries

Consolidated Balance Sheet Data (unaudited)

(in thousands)	March 31, 2007	December 31, 2006
Assets		
Cash and equivalents	$ 141,975	$ 172,370
Federal funds sold	84,804	79,671
Available-for-sale investment and mortgage-related securities	2,405,250	2,367,427
Investment in stock of Federal Home Loan Bank of Seattle, at cost	97,764	97,764
Loans receivable, net	3,816,387	3,780,461
Other	212,751	223,666
Goodwill and other intangibles, net	86,645	87,140
	$ 6,845,576	$ 6,808,499
Liabilities and stockholder s equity		
Deposit liabilities noninterest-bearing	$ 654,538	$ 648,915
Deposit liabilities interest-bearing	3,922,535	3,926,633
Other borrowings	1,590,563	1,568,585
Other	105,650	104,470
	6,273,286	6,248,603
Common stock	323,649	323,154
Retained earnings	282,108	280,046
Accumulated other comprehensive loss, net of tax benefits	(33,467)	(43,304)
	572,290	559,896
	$ 6,845,576	$ 6,808,499

Other borrowings consisted of securities sold under agreements to repurchase and advances from the Federal Home Loan Bank (FHLB) of Seattle of $811 million and $780 million, respectively, as of March 31, 2007 and $730 million and $839 million, respectively, as of December 31, 2006.

As of March 31, 2007, ASB had commitments to borrowers for undisbursed loan funds, loan commitments and unused lines and letters of credit of $1.1 billion.

(5) Retirement benefits

For the first quarter of 2007, HECO paid $0.3 million and ASB paid $0.9 million in contributions to their respective retirement benefit plans, compared to $2.7 million and $0.8 million, respectively, in the first quarter of 2006. The Company s current estimate of contributions to its retirement benefit plans in 2007 is $17.0 million (including $13.4 million by HECO, $3.5 million by ASB and $0.1 million by HEI), compared to contributions of $12.9 million in 2006. In addition, the Company expects to pay directly $1.7 million of benefits in 2007 compared to $1.2 million paid in 2006.

The components of net periodic benefit cost were as follows:

Three months ended March 31 (in thousands)	Pension benefits 2007	Pension benefits 2006	Other benefits 2007	Other benefits 2006
Service cost	$ 7,753	$ 8,091	$ 1,231	$ 1,271
Interest cost	14,420	13,476	2,860	2,732
Expected return on plan assets	(17,102)	(17,753)	(2,298)	(2,466)
Amortization of unrecognized transition obligation	1	1	785	784
Amortization of prior service cost (gain)	(49)	(156)	3	3
Recognized actuarial loss	2,855	3,111		224
Net periodic benefit cost	$ 7,878	$ 6,770	$ 2,581	$ 2,548

Of the net periodic benefit costs, the Company recorded expense of $8 million and $7 million in the first quarters of 2007 and 2006, respectively, and charged the remaining amounts primarily to electric utility plant.

Also, see Note 4, Retirement benefits, of HECO s Notes to Consolidated Financial Statements.

(6) Share-based compensation

Under the 1987 Stock Option and Incentive Plan, as amended (SOIP), HEI may issue an aggregate of 9.3 million shares of common stock (4,900,783 shares available for issuance under outstanding and future grants and awards as of March 31, 2007) to officers and key employees as incentive stock options, nonqualified stock options (NQSOs), restricted stock, stock appreciation rights (SARs), stock payments or dividend equivalents. HEI has issued new shares for NQSOs, restricted stock, SARs and dividend equivalents under the SOIP. All information presented has been adjusted for the 2-for-1 stock split in June 2004.

For the NQSOs and SARs, the exercise price of each NQSO or SAR generally equaled the fair market value of HEI s stock on or near the date of grant. NQSOs, SARs and related dividend equivalents issued in the form of stock awarded prior to and through 2004 generally become exercisable in installments of 25% each year for four years, and expire if not exercised ten years from the date of the grant. The 2005 SARs awards, which have a ten year exercise life, generally become exercisable at the end of four years (i.e., cliff vesting) with the related dividend equivalents issued in the form of stock on an annual basis. Accelerated vesting is provided in the event of a change-in-control or upon retirement. NQSOs and SARs compensation expense has been recognized in accordance with the fair value-based measurement method of accounting. The estimated fair value of each NQSO and SAR grant was calculated on the date of grant using a Binomial Option Pricing Model.

Restricted stock grants generally become unrestricted three to five years after the date of grant and restricted stock compensation expense has been recognized in accordance with the fair value-based measurement method of accounting.

The Company recorded share-based compensation expense in the first quarters of 2007 and 2006 of $0.3 million and $0.6 million, respectively. The Company recorded related income tax benefit (including a valuation allowance due to limits on the deductibility of executive compensation) on share-based compensation expense in the first quarters of 2007 and 2006 of $0.1 million and $0.2 million, respectively. The Company has not capitalized any share-based compensation cost. For all share-based compensation, the estimated forfeiture rate is 1.4%.

Nonqualified stock options

Information about HEI s NQSOs is summarized as follows:

March 31, 2007		Outstanding			Exercisable		
Year of grant	**Range of exercise prices**	**Number of options**	**Weighted-average remaining contractual life**	**Weighted-average exercise price**	**Number of options**	**Weighted-average remaining contractual life**	**Weighted-average exercise price**
1998	$ 20.50	6,000	1.1	$ 20.50	6,000	1.1	$ 20.50
1999	17.61 - 17.63	65,000	2.3	17.62	65,000	2.3	17.62
2000	14.74	52,000	3.1	14.74	52,000	3.1	14.74
2001	17.96	89,000	4.0	17.96	89,000	4.0	17.96
2002	21.68	134,000	4.9	21.68	134,000	4.9	21.68
2003	20.49	294,500	6.0	20.49	217,000	6.0	20.49
	$ 14.74 21.68	640,500	4.8	$ 19.63	563,000	4.7	$ 19.51

As of December 31, 2006, NQSOs outstanding totaled 660,000, with a weighted-average exercise price of $19.68. As of March 31, 2007, NQSO shares outstanding and NQSO exercisable had an aggregate intrinsic value (including dividend equivalents) of $6.7 million and $6.1 million, respectively.

Table of Contents

NQSO activity and statistics are summarized as follows:

Three months ended March 31 ($ in thousands, except prices)	2007	2006
Shares granted		
Shares forfeited		
Shares expired		
Shares vested	1,500	
Aggregate fair value of vested shares	$ 7	
Shares exercised	19,500	6,000
Weighted-average exercise price	$ 21.47	$ 17.31
Cash received from exercise	$ 419	$ 104
Intrinsic value of shares exercised [1]	$ 142	$ 109
Tax benefit realized for the deduction of exercises	$ 55	$ 42
Dividend equivalent shares distributed under Section 409A	21,892	40,309
Weighted-average Section 409A distribution price	$ 26.15	$ 26.24
Intrinsic value of shares distributed under Section 409A	$ 572	$ 1,058
Tax benefit realized for Section 409A distributions	$ 223	$ 412

[1] Intrinsic value is the amount by which the fair market value of the underlying stock and the related dividend equivalents exceeds the exercise price of the option.

As of March 31, 2007, there was $0.02 million of total unrecognized compensation cost related to nonvested NQSOs and that cost is expected to be recognized in April 2007.

Stock appreciation rights

Information about HEI s SARs is summarized as follows:

March 31, 2007		Outstanding			Exercisable		
Year of grant	Range of exercise prices	Number of shares underlying SARs	Weighted-average remaining contractual life	Weighted-average exercise price	Number of shares underlying SARs	Weighted-average remaining contractual life	Weighted-average exercise price
2004	$ 26.02	325,000	4.9	$ 26.02	235,000	4.1	$ 26.02
2005	26.18	550,000	6.3	26.18	166,000	2.2	26.18
	$ 26.02 26.18	875,000	5.8	$ 26.12	401,000	3.3	$ 26.09

As of December 31, 2006, the shares underlying SARs outstanding totaled 879,000, with a weighted-average exercise price of $26.12. As of March 31, 2007, the SARs outstanding and the SARs exercisable had an aggregate intrinsic value (including dividend equivalents) of $0.6 million and $0.2 million, respectively.

Table of Contents

SARs activity and statistics are summarized as follows:

Three months ended March 31 ($ in thousands, except prices)	2007	2006
Shares granted		
Shares forfeited		
Shares expired		
Shares vested	6,000	
Aggregate fair value of vested shares	$ 36	
Shares exercised	4,000	
Weighted-average exercise price	$ 26.18	
Cash received from exercise		
Intrinsic value of shares exercised [1]	$ 3	
Tax benefit realized for the deduction of exercises	$ 1	
Dividend equivalent shares distributed under Section 409A	23,760	21,173
Weighted-average Section 409A distribution price	$ 26.15	$ 26.24
Intrinsic value of shares distributed under Section 409A	$ 621	$ 556
Tax benefit realized for Section 409A distributions	$ 242	$ 216

[1] Intrinsic value is the amount by which the fair market value of the underlying stock and the related dividend equivalents exceeds the exercise price of the option.

As of March 31, 2007, there was $0.9 million of total unrecognized compensation cost related to SARs and that cost is expected to be recognized over a weighted average period of 1.9 years.

Section 409A modification

As a result of the changes enacted in Section 409A of the Internal Revenue Code of 1986, as amended (Section 409A), for the three months ended March 31, 2007 and 2006 a total of 45,652 and 61,482 dividend equivalent shares for NQSO and SAR grants were distributed to SOIP participants, respectively. Section 409A, which amended the rules on deferred compensation, required the Company to change the way certain affected dividend equivalents are paid in order to avoid significant adverse tax consequences to the SOIP participants. Generally dividend equivalents subject to Section 409A will be paid within 2 $^{1}/_{2}$ months after the end of the calendar year. Upon retirement, an SOIP participant may elect to take distributions of dividend equivalents subject to Section 409A at the time of retirement or at the end of the calendar year.

Restricted stock

As of December 31, 2006, restricted stock shares outstanding totaled 91,800, with a weighted-average grant date fair value of $25.68. As of March 31, 2007, restricted stock shares outstanding totaled 100,500, with a weighted-average grant date fair value of $25.81. The grant date fair value of a grant of a restricted stock share is the closing price of HEI common stock on the date of grant.

During the first quarter of 2007, 8,700 shares of restricted stock with a grant date fair market value of $0.2 million were granted. No shares of restricted stock vested and no restricted stock shares were forfeited. During the first quarter of 2006, no restricted stock shares were granted, vested or forfeited. The tax benefit realized for the tax deductions from restricted stock dividends were immaterial for the first quarters of 2007 and 2006.

As of March 31, 2007, there was $1.6 million of total unrecognized compensation cost related to nonvested restricted stock. The cost is expected to be recognized over a weighted-average period of 2.7 years.

In April 2007, 57,700 shares of restricted stock were granted to officers and key employees with a grant date fair market value of $1.5 million.

(7) Commitments and contingencies

See Note 4, Bank subsidiary, above and Note 5, Commitments and contingencies, of HECO s Notes to Consolidated Financial Statements.

Table of Contents

(8) Cash flows
Supplemental disclosures of cash flow information

For the three months ended March 31, 2007 and 2006, the Company paid interest to non-affiliates amounting to $56 million and $39 million, respectively.

For the three months ended March 31, 2007 and 2006, the Company paid income taxes amounting to $3 million and $2 million, respectively.

Supplemental disclosures of noncash activities

Noncash increases in common stock for director and officer compensatory plans of the Company were $0.5 million and $0.8 million for the three months ended March 31, 2007 and 2006, respectively.

Under the HEI Dividend Reinvestment and Stock Purchase Plan (DRIP), common stock dividends reinvested by shareholders in HEI common stock in noncash transactions amounted to $5 million and nil for the three months ended March 31, 2007 and 2006, respectively. From March 23, 2004 to March 5, 2007, HEI satisfied the requirements of the HEI DRIP and the Hawaiian Electric Industries Retirement Savings Plan (HEIRSP) by acquiring for cash its common shares through open market purchases rather than the issuance of additional shares. On March 6, 2007, it began satisfying those requirements by the issuance of additional shares.

(9) Recent accounting pronouncements and interpretations
Accounting for certain hybrid financial instruments

In March 2006, the FASB issued SFAS No. 155, Accounting for Certain Hybrid Financial Instruments, which amends SFAS No. 133, Accounting for Derivative Instruments and Hedging Activities, and SFAS No. 140, Accounting for Transfers and Servicing of Financial Assets and Extinguishments of Liabilities. SFAS No. 155 permits fair value remeasurement for any hybrid financial instrument that contains an embedded derivative that otherwise would require bifurcation, establishes a requirement to evaluate interests in securitized financial assets to identify interests that are freestanding derivatives or that are hybrid financial instruments that contain an embedded derivative requiring bifurcation, and clarifies that concentrations of credit risk in the form of subordination are not embedded derivatives. The Company adopted SFAS No. 155 on January 1, 2007, as required, and the adoption had no impact on the Company s results of operations, financial condition or liquidity.

Accounting for servicing of financial assets

In March 2006, the FASB issued SFAS No. 156, Accounting for Servicing of Financial Assets. This statement amends SFAS No. 140, Accounting for Transfers and Servicing of Financial Assets and Extinguishments of Liabilities. SFAS No. 156 requires an entity to recognize, in certain situations, a servicing asset or servicing liability when it undertakes an obligation to service a financial asset, requires all separately recognized servicing assets and liabilities to be initially measured at fair value (if practicable), permits alternative subsequent measurement methods for each class of servicing assets and liabilities, permits a limited one-time reclassification of available-for-sale securities to trading securities at adoption, requires separate presentation of servicing assets and liabilities subsequently measured at fair value in the balance sheet and requires additional disclosures. The Company adopted SFAS No. 156 on January 1, 2007, as required, continuing to use the amortization method, and the adoption had no impact on the Company s results of operations, financial condition or liquidity.

Accounting for uncertainty in income taxes

In June 2006, the FASB issued FIN 48, Accounting for Uncertainty in Income Taxes, an interpretation of FASB Statement No. 109. This interpretation prescribes a more-likely-than-not recognition threshold and measurement attribute (the largest amount of benefit that is greater than 50% likely of being realized upon ultimate resolution with tax authorities) for the financial statement recognition and measurement of an income tax position taken or expected to be taken in a tax return. This interpretation also provides guidance on derecognition, classification, interest and penalties, accounting in interim periods, disclosure and transition. FIN 48 is effective for fiscal years beginning after December 15, 2006, and, accordingly, the Company adopted FIN 48 in the first quarter of 2007. The impact to the Company was a reclassification of certain deferred tax

liabilities to a liability for tax uncertainties and a charge of $0.2 million to retained earnings as of January 1, 2007 for the cumulative effect of adoption of FIN 48. Also see Note 10.

Cash flows relating to income taxes generated by a leveraged lease transaction

In July 2006, the FASB issued FASB Staff Position (FSP) No. 13-2, Accounting for a Change or Projected Change in the Timing of Cash Flows Relating to Income Taxes Generated by a Leveraged Lease Transaction, which requires a recalculation of the rate of return and the allocation of income to positive investment years from the inception of the lease if there is a change or projected change in the timing of cash flows relating to income taxes generated by the leveraged lease. The amounts comprising the net leveraged lease investment would be adjusted to the recalculated amounts, and the change in the net investment would be recognized as a gain or loss in the year in which the projected cash flows and/or assumptions change. FSP No. 13-2 is effective for fiscal years beginning after December 15, 2006. The Company adopted FSP No. 13-2 on January 1, 2007 and the adoption had no impact on the Company s results of operations, financial condition or liquidity.

Fair value measurements

In September 2006, the FASB issued SFAS No. 157, Fair Value Measurements, which defines fair value, establishes a framework for measuring fair value under GAAP and expands disclosures about fair value measurements. SFAS No. 157 applies to fair value measurements that are already required or permitted under existing accounting pronouncements with some exceptions. SFAS No. 157 retains the exchange price notion in defining fair value and clarifies that the exchange price is the price that would be received to sell an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability. It emphasizes that fair value is a market-based, not an entity-specific, measurement based upon the assumptions that market participants would use in pricing an asset or liability. As a basis for considering assumptions in fair value measurements, SFAS No. 157 establishes a hierarchy that gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). SFAS No. 157 expands disclosures about the use of fair value, including disclosure of the level within the hierarchy in which the fair value measurements fall and the effect of the measurements on earnings (or changes in net assets) for the period. SFAS No. 157 must be adopted by the first quarter of the fiscal year beginning after November 15, 2007. The Company plans to adopt SFAS No. 157 on January 1, 2008. Management has not yet determined what impact, if any, the adoption of SFAS No. 157 will have on the Company s financial statements.

Planned major maintenance activities

In September 2006, the FASB issued FASB Staff Position (FSP) AUG AIR-1, Accounting for Planned Major Maintenance Activities, which eliminates the accrue-in-advance method of accounting for planned major maintenance activities. As a result of the elimination, three methods are currently permitted: (1) direct expensing, (2) built-in overhaul, and (3) deferral. FSP AUG AIR-1 must be adopted by the first fiscal year beginning after December 15, 2006. The Company adopted FSP AUG AIR-1 on January 1, 2007 and the adoption had no impact on the Company s results of operations, financial condition or liquidity because the Company has used and continues to use the direct expensing method.

The fair value option for financial assets and financial liabilities

In February 2007, the FASB issued SFAS No. 159, The Fair Value Option for Financial Assets and Financial Liabilities, Including an amendment of FASB Statement No. 115. SFAS No. 159 permits entities to choose to measure many financial instruments and certain other items at fair value, which should improve financial reporting by providing entities with the opportunity to mitigate volatility in reported earnings caused by measuring related assets and liabilities differently without having to apply complex hedge accounting provisions. SFAS No. 159 must be adopted by January 1, 2008. The Company plans to adopt SFAS No. 159 on January 1, 2008. Management has not yet determined what impact, if any, the adoption of SFAS No. 159 will have on the Company s financial statements.

Table of Contents

(10) Income taxes

In general, prior to January 1, 2007, the Company (except for ASB) recorded known interest and penalties on income taxes in Interest expense other than bank (in Interest and other charges in HECO s consolidated statements of income) and ASB recorded known interest and penalties on income taxes in Expenses Bank (in Other expense in ASB s consolidated statements of income). Since the adoption of FIN 48, the electric utilities and ASB record all (potential and known) interest and penalties on income taxes in Interest and other charges and Other expense, respectively, but the Company records such amounts in Interest expense other than on deposit liabilities and other bank borrowings. For the first quarter of 2006, interest accrued on income taxes was insignificant. For the first quarter of 2007, $0.3 million of interest on income taxes was reflected in Interest expense other than on deposit liabilities and bank borrowings.

As of January 1, 2007, the total amount of accrued interest and penalties related to uncertain tax positions and recognized on the balance sheet was $1.6 million.

As of January 1, 2007, the total amount of unrecognized tax benefits was $11.3 million, and of this amount, $0.6 million, if recognized, would affect the Company s effective tax rate. Management concluded that it is reasonably possible that the unrecognized tax benefits will significantly decrease within the next 12 months due to the resolution of issues under examination by the Internal Revenue Service. Management cannot estimate the range of the reasonably possible change.

As of January 1, 2007, the tax years 2003 to 2006 remain subject to examination by the Internal Revenue Service and Department of Taxation of the State of Hawaii. HEIII, which owns leveraged lease investments in other states, is also subject to examination by those state tax authorities for tax years 2003 to 2006.

The Company s effective tax rate for the first quarter of 2007 was 28%, compared to an effective tax rate for the first quarter of 2006 of 38%. The lower effective tax rate was primarily due to the impact of state tax credits recognized against a smaller income tax expense base and the acceleration of the state tax credits associated with the write-off of a portion of CT-4 and CT-5 costs.

(11) Sale of shares in Hoku Scientific, Inc.

HEI Properties, Inc. (HEIPI) held shares of Hoku Scientific, Inc. (Hoku), a materials science company focused on clean energy technologies. Shares of Hoku began trading on the Nasdaq Stock Market on August 5, 2005 and since then HEIPI had classified its Hoku shares as trading securities, carried at fair value with changes in fair value recorded in earnings. HEIPI began selling Hoku stock in February 2006 when its lock-up agreement expired. In the first quarter of 2006, HEIPI recognized a $0.4 million loss (unrealized and realized, net of taxes) on its Hoku shares. As of December 31, 2006, HEIPI had carried its remaining investment in Hoku shares at $1.2 million. In January 2007, HEIPI sold its remaining Hoku shares for a net after-tax gain of $0.9 million.

(12) Credit agreement

Effective April 3, 2006, HEI entered into a revolving unsecured credit agreement establishing a line of credit facility of $100 million, with a letter of credit sub-facility, expiring on March 31, 2011, with a syndicate of eight financial institutions. Any draws on the facility bear interest, at the option of HEI, at either the Adjusted LIBO Rate plus 50 basis points or the greater of (a) the Prime Rate and (b) the sum of the Federal Funds Rate plus 50 basis points, as defined in the agreement. The annual fee is 10 basis points on the undrawn commitment amount. The agreement contains provisions for revised pricing in the event of a ratings change. For example, a ratings downgrade of HEI s Senior Debt Rating (e.g., from BBB/Baa2 to BBB-/Baa3 by S&P and Moody s, respectively) would result in a commitment fee increase of 2.5 basis points and an interest rate increase of 10 basis points on any drawn amounts. On the other hand, a ratings upgrade (e.g., from BBB/Baa2 to BBB+/Baa1) would result in a commitment fee decrease of 2 basis points and an interest rate decrease of 10 basis points on any drawn amounts. The agreement does not contain clauses that would affect access to the lines by reason of a ratings downgrade, nor does it have a broad material adverse change clause. However, the agreement does contain customary conditions which must be met in order to draw on it, such as the accuracy of certain of its representations at the time of a draw and compliance with its covenants (such as covenants preventing its subsidiaries from entering into agreements that restrict the ability of the subsidiaries to pay dividends to, or to repay borrowings from, HEI). In addition to customary defaults, HEI s

failure to maintain its financial ratio, as defined in the agreement, or meet other requirements will result in an event of default. For example, under the agreement, it is an event of default if HEI fails to maintain a nonconsolidated Capitalization Ratio (funded debt) of 50% or less (ratio of 27% as of March 31, 2007, as calculated under the agreement) and Consolidated Net Worth of $850 million (Net Worth of $1.3 billion as of March 31, 2007, as calculated under the agreement), if there is a Change in Control of HEI, if any event or condition occurs that results in any Material Indebtedness of HEI being subject to acceleration prior to its scheduled maturity, if any Material Subsidiary Indebtedness actually becomes due prior to its scheduled maturity, or if ASB fails to remain well capitalized and to maintain specified minimum capital ratios. HEI s syndicated credit facility is maintained to support the issuance of commercial paper, but may also be drawn to make investments in and advances to its subsidiaries, and for the Company s working capital and general corporate purposes. As of May 1, 2007, the $100 million credit facility remained undrawn.

See Note 10 of HECO s Notes to Consolidated Financial Statements for a discussion of HECO s credit facility.

Table of Contents

Hawaiian Electric Company, Inc. and Subsidiaries

Consolidated Statements of Income (unaudited)

Three months ended March 31 **(in thousands, except ratio of earnings to fixed charges)**	**2007**	**2006**
Operating revenues	$ 446,797	$ 473,971
Operating expenses		
Fuel oil	159,929	175,338
Purchased power	111,516	117,720
Other operation	47,193	42,019
Maintenance	27,336	17,052
Depreciation	34,267	32,533
Taxes, other than income taxes	42,547	44,523
Income taxes	4,506	13,224
	427,294	442,409
Operating income	19,503	31,562
Other income (loss)		
Allowance for equity funds used during construction	1,232	1,548
Other, net	(6,198)	909
	(4,966)	2,457
Income before interest and other charges	14,537	34,019
Interest and other charges		
Interest on long-term debt	11,496	10,778
Amortization of net bond premium and expense	546	543
Other interest charges	2,141	1,913
Allowance for borrowed funds used during construction	(598)	(702)
Preferred stock dividends of subsidiaries	229	229
	13,814	12,761
Income before preferred stock dividends of HECO	723	21,258
Preferred stock dividends of HECO	270	270
Net income for common stock	$ 453	$ 20,988
Ratio of earnings to fixed charges (SEC method)	.99	3.38

HEI owns all the common stock of HECO. Therefore, per share data with respect to shares of common stock of HECO are not meaningful.

See accompanying Notes to Consolidated Financial Statements for HECO.

Table of Contents

Hawaiian Electric Company, Inc. and Subsidiaries

Consolidated Balance Sheets (unaudited)

(in thousands, except par value)	March 31, 2007	December 31, 2006
Assets		
Utility plant, at cost		
Land	$ 35,288	$ 35,242
Plant and equipment	4,009,677	4,002,929
Less accumulated depreciation	(1,581,161)	(1,558,913)
Plant acquisition adjustment, net	80	93
Construction in progress	106,396	95,619
Net utility plant	2,570,280	2,574,970
Current assets		
Cash and equivalents	12,414	3,859
Customer accounts receivable, net	110,656	125,524
Accrued unbilled revenues, net	77,215	92,195
Other accounts receivable, net	7,173	4,423
Fuel oil stock, at average cost	66,715	64,312
Materials and supplies, at average cost	32,466	30,540
Other	9,274	9,695
Total current assets	315,913	330,548
Other long-term assets		
Regulatory assets	117,078	112,349
Unamortized debt expense	16,044	13,722
Other	31,239	31,545
Total other long-term assets	164,361	157,616
	$ 3,050,554	$ 3,063,134
Capitalization and liabilities		
Capitalization		
Common stock, $6 2/3 par value, authorized 50,000 shares; outstanding 12,806 shares	$ 85,387	$ 85,387
Premium on capital stock	299,214	299,214
Retained earnings	700,085	700,252
Accumulated other comprehensive loss, net of income tax benefits	(124,689)	(126,650)
Common stock equity	959,997	958,203
Cumulative preferred stock not subject to mandatory redemption	34,293	34,293
Long-term debt, net	858,144	766,185
Total capitalization	1,852,434	1,758,681
Current liabilities		
Short-term borrowings nonaffiliates	47,242	113,107
Accounts payable	100,037	102,512

Interest and preferred dividends payable	14,219	10,645
Taxes accrued	115,221	152,182
Other	33,286	43,120
Total current liabilities	310,005	421,566
Deferred credits and other liabilities		
Deferred income taxes	106,418	118,055
Regulatory liabilities	245,440	240,619
Unamortized tax credits	57,743	57,879
Other	201,015	189,606
Total deferred credits and other liabilities	610,616	606,159
Contributions in aid of construction	277,499	276,728
	$ 3,050,554	$ 3,063,134

See accompanying Notes to Consolidated Financial Statements for HECO.

Table of Contents

Hawaiian Electric Company, Inc. and Subsidiaries

Consolidated Statements of Changes in Stockholder s Equity (unaudited)

(in thousands, except per share amounts)	Common stock Shares	Common stock Amount	Premium on capital stock	Retained earnings	Accumulated other comprehensive loss	Total
Balance, December 31, 2006	**12,806**	**$ 85,387**	**$ 299,214**	**$ 700,252**	**$ (126,650)**	**$ 958,203**
Comprehensive income:						
Net income				453		453
Defined benefit pension plans - amortization of net loss, prior service cost and transition obligation included in net periodic pension cost, net of taxes of $1,268					1,961	1,961
Comprehensive income				453	1,961	2,414
Adjustment to initially apply FIN 48				(620)		(620)
Balance, March 31, 2007	**12,806**	**$ 85,387**	**$ 299,214**	**$ 700,085**	**$ (124,689)**	**$ 959,997**
Balance, December 31, 2005	**12,806**	**$ 85,387**	**$ 299,214**	**$ 654,686**	**$ (28)**	**$ 1,039,259**
Net income				20,988		20,988
Common stock dividends				(13,640)		(13,640)
Balance, March 31, 2006	**12,806**	**$ 85,387**	**$ 299,214**	**$ 662,034**	**$ (28)**	**$ 1,046,607**

See accompanying Notes to Consolidated Financial Statements for HECO.

Table of Contents

Hawaiian Electric Company, Inc. and Subsidiaries

Consolidated Statements of Cash Flows (unaudited)

Three months ended March 31 **(in thousands)**	**2007**	**2006**
Cash flows from operating activities		
Income before preferred stock dividends of HECO	$ 723	$ 21,258
Adjustments to reconcile income before preferred stock dividends of HECO to net cash provided by operating activities		
Depreciation of property, plant and equipment	34,267	32,533
Other amortization	1,306	1,678
Writedown of utility plant	11,701	
Deferred income taxes	(8,166)	(4,390)
Tax credits, net	583	1,229
Allowance for equity funds used during construction	(1,232)	(1,548)
Changes in assets and liabilities		
Decrease in accounts receivable	12,118	16,330
Decrease in accrued unbilled revenues	14,980	9,913
Increase in fuel oil stock	(2,403)	(7,833)
Increase in materials and supplies	(1,926)	(1,821)
Increase in regulatory assets	(1,603)	(1,119)
Decrease in accounts payable	(2,475)	(6,736)
Decrease in taxes accrued	(36,961)	(19,472)
Changes in other assets and liabilities	7,706	9,445
Net cash provided by operating activities	**28,618**	**49,467**
Cash flows from investing activities		
Capital expenditures	(34,822)	(43,079)
Contributions in aid of construction	2,495	6,623
Other		108
Net cash used in investing activities	**(32,327)**	**(36,348)**
Cash flows from financing activities		
Common stock dividends		(13,640)
Preferred stock dividends	(270)	(270)
Proceeds from issuance of long-term debt	215,679	
Repayment of long-term debt	(126,000)	
Net increase (decrease) in short-term borrowings from nonaffiliates and affiliate with original maturities of three months or less	(65,865)	8,992
Decrease in cash overdraft	(11,280)	(6,460)
Net cash provided by (used in) financing activities	**12,264**	**(11,378)**
Net increase in cash and equivalents	8,555	1,741
Cash and equivalents, beginning of period	3,859	143
Cash and equivalents, end of period	**$ 12,414**	**$ 1,884**

See accompanying Notes to Consolidated Financial Statements for HECO.

18

Hawaiian Electric Company, Inc. and Subsidiaries

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Unaudited)

(1) Basis of presentation

The accompanying unaudited consolidated financial statements have been prepared in conformity with GAAP for interim financial information, the instructions to SEC Form 10-Q and Article 10 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by GAAP for complete financial statements. In preparing the financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the balance sheet and the reported amounts of revenues and expenses for the period. Actual results could differ significantly from those estimates. The accompanying unaudited consolidated financial statements should be read in conjunction with the audited consolidated financial statements and the notes thereto incorporated by reference in HECO s Form 10-K for the year ended December 31, 2006.

In the opinion of HECO s management, the accompanying unaudited consolidated financial statements contain all material adjustments required by GAAP to present fairly the financial position of HECO and its subsidiaries as of March 31, 2007 and December 31, 2006 and the results of their operations and cash flows for the three months ended March 31, 2007 and 2006. All such adjustments are of a normal recurring nature, unless otherwise disclosed in this Form 10-Q or other referenced material. Results of operations for interim periods are not necessarily indicative of results for the full year. When required, certain reclassifications are made to the prior period s consolidated financial statements to conform to the current presentation.

(2) Unconsolidated variable interest entities

HECO Capital Trust III

HECO Capital Trust III (Trust III) was created and exists for the exclusive purposes of (i) issuing in March 2004 2,000,000 6.50% Cumulative Quarterly Income Preferred Securities, Series 2004 (2004 Trust Preferred Securities) ($50 million aggregate liquidation preference) to the public and trust common securities ($1.5 million aggregate liquidation preference) to HECO, (ii) investing the proceeds of these trust securities in 2004 Debentures issued by HECO in the principal amount of $31.5 million and issued by each of Hawaii Electric Light Company, Inc. (HELCO) and Maui Electric Company, Limited (MECO) in the respective principal amounts of $10 million, (iii) making distributions on the trust securities and (iv) engaging in only those other activities necessary or incidental thereto. The 2004 Trust Preferred Securities are mandatorily redeemable at the maturity of the underlying debt on March 18, 2034, which maturity may be extended to no later than March 18, 2053; and are redeemable at the issuer s option without premium beginning on March 18, 2009. The 2004 Debentures, together with the obligations of HECO, HELCO and MECO under an expense agreement and HECO s obligations under its trust guarantee and its guarantee of the obligations of HELCO and MECO under their respective debentures, are the sole assets of Trust III. Trust III has at all times been an unconsolidated subsidiary of HECO. Since HECO, as the common security holder, does not absorb the majority of the variability of Trust III, HECO is not the primary beneficiary and does not consolidate Trust III in accordance with FIN 46R, Consolidation of Variable Interest Entities. Trust III s balance sheets as of March 31, 2007 and December 31, 2006 each consisted of $51.5 million of 2004 Debentures; $50.0 million of 2004 Trust Preferred Securities; and $1.5 million of trust common securities. Trust III s income statements for three months ended March 31, 2007 and 2006 each consisted of $0.8 million of interest income received from the 2004 Debentures; $0.8 million of distributions to holders of the Trust Preferred Securities; and $25,000 of common dividends on the trust common securities to HECO. So long as the 2004 Trust Preferred Securities are outstanding, HECO is not entitled to receive any funds from Trust III other than pro rata distributions, subject to certain subordination provisions, on the trust common securities. In the event of a default by HECO in the performance of its obligations under the 2004 Debentures or under its Guarantees, or in the event HECO, HELCO or MECO elect to defer payment of interest on any of their respective 2004 Debentures, then HECO will be subject to a number of restrictions, including a prohibition on the payment of dividends on its common stock.

Table of Contents

Purchase power agreements

As of March 31, 2007, HECO and its subsidiaries had six PPAs for a total of 540 megawatts (MW) of firm capacity, and other PPAs with smaller independent power producers (IPPs) and Schedule Q providers that supplied as-available energy. Approximately 91% of the 540 MW of firm capacity is under PPAs, entered into before December 31, 2003, with AES Hawaii, Inc. (AES Hawaii), Kalaeloa Partners, L.P. (Kalaeloa), Hamakua Energy Partners, L.P. (HEP) and HPOWER. Purchases from all IPPs for the three months ended March 31, 2007 totaled $112 million, with purchases from AES Hawaii, Kalaeloa, HEP and HPOWER totaling $35 million, $35 million, $15 million and $8 million, respectively. The primary business activities of these IPPs are the generation and sale of power to HECO and its subsidiaries (and municipal waste disposal in the case of HPOWER). Current financial information about the size, including total assets and revenues, for many of these IPPs is not publicly available.

Under FIN 46R, an enterprise with an interest in a variable interest entity (VIE) or potential VIE created before December 31, 2003 (and not thereafter materially modified) is not required to apply FIN 46R to that entity if the enterprise is unable to obtain, after making an exhaustive effort, the necessary information.

HECO reviewed its significant PPAs and determined in 2004 that the IPPs had no contractual obligation to provide such information. In March 2004, HECO and its subsidiaries sent letters to all of their IPPs, except the Schedule Q providers, requesting the information that they need to determine the applicability of FIN 46R to the respective IPP, and subsequently contacted most of the IPPs to explain and repeat its request for information. (HECO and its subsidiaries excluded their Schedule Q providers from the scope of FIN 46R because their variable interest in the provider would not be significant to the utilities and they did not participate significantly in the design of the provider.) Some of the IPPs provided sufficient information for HECO to determine that the IPP was not a VIE, or was either a business or governmental organization (HPOWER) as defined under FIN 46R, and thus excluded from the scope of FIN 46R. Other IPPs, including the three largest, declined to provide the information necessary for HECO to determine the applicability of FIN 46R, and HECO was unable to apply FIN 46R to these IPPs.

As required under FIN 46R, HECO has continued after 2004 its efforts to obtain from the IPPs the information necessary to make the determinations required under FIN 46R. In January 2005, 2006 and 2007, HECO and its subsidiaries again sent letters to the IPPs that were not excluded from the scope of FIN 46R, requesting the information required to determine the applicability of FIN 46R to the respective IPP. All of these IPPs again declined to provide the necessary information, except that Kalaeloa (see below) and Kaheawa Wind Power, LLC (KWP) have now provided their information. Management has concluded that MECO does not have to consolidate KWP (which began selling power to MECO in June 2006 from its 30 MW windfarm) as MECO does not have a variable interest in KWP because the PPA does not require MECO to absorb variability of KWP.

If the requested information is ultimately received from the other IPPs, a possible outcome of future analysis is the consolidation of one or more of such IPPs in HECO s consolidated financial statements. The consolidation of any significant IPP could have a material effect on HECO s consolidated financial statements, including the recognition of a significant amount of assets and liabilities, and, if such a consolidated IPP were operating at a loss and had insufficient equity, the potential recognition of such losses. If HECO and its subsidiaries determine they are required to consolidate the financial statements of such an IPP and the consolidation has a material effect, HECO and its subsidiaries would retrospectively apply FIN 46R in accordance with SFAS No. 154, Accounting Changes and Error Corrections.

Kalaeloa Partners, L.P. In October 1988, HECO entered into a PPA with Kalaeloa, subsequently approved by the PUC, which provided that HECO would purchase 180 MW of firm capacity for a period of 25 years beginning in May 1991. In October 2004, HECO and Kalaeloa entered into amendments to the PPA, subsequently approved by the PUC, which together effectively increased the firm capacity from 180 MW to 208 MW. The energy payments that HECO makes to Kalaeloa include: 1) a fuel component, with a fuel price adjustment based on the cost of low sulfur fuel oil, 2) a fuel additives cost component and 3) a non-fuel component, with an adjustment based on changes in the Gross National Product Implicit Price Deflator. The capacity payments that HECO makes to Kalaeloa are fixed in accordance with the PPA.

Kalaeloa is a Delaware limited partnership formed on October 13, 1988 for the purpose of designing, constructing, owning and operating a 200 MW cogeneration facility on Oahu, which includes two 75 MW oil-fired

combustion turbines, two waste heat recovery steam generators, a 50 MW turbine generator and other electrical, mechanical and control equipment. The two combustion turbines were upgraded during 2004 resulting in an increase in the facility s nominal output rating to approximately 220 MW. Kalaeloa has a PPA with HECO (described above) and a steam delivery contract with another customer, the term of which coincides with the PPA. The facility has been certified by the Federal Energy Regulatory Commission as a Qualifying Facility under the Public Utility Regulatory Policies Act of 1978 (PURPA).

Pursuant to the provisions of FIN 46R, HECO is deemed to have a variable interest in Kalaeloa by reason of the provisions of HECO s PPA with Kalaeloa. However, management has concluded that HECO is not the primary beneficiary of Kalaeloa because HECO does not absorb the majority of Kalealoa s expected losses nor receive a majority of Kalaeloa s expected residual returns and, thus, HECO has not consolidated Kalaeloa in its consolidated financial statements. A significant factor affecting the level of expected losses HECO would absorb is the fact that HECO s exposure to fuel price variability is limited to the remaining term of the PPA as compared to the facility s remaining useful life. Although HECO absorbs fuel price variability for the remaining term of the PPA, the PPA does not currently expose HECO to losses as the fuel and fuel related energy payments under the PPA have been approved by the PUC for recovery from customers through base electric rates and through HECO s ECAC to the extent the fuel and fuel-related energy payments are not included in base energy rates.

Apollo Energy Corporation. In October 2004, HELCO and Apollo Energy Corporation (Apollo) executed a restated and amended PPA which enables Apollo to repower its 7 MW facility, and install additional capacity, for a total allowed capacity of 20.5 MW (targeted for commercial operation in the second quarter of 2007). In December 2005, Apollo assigned the PPA to a subsidiary, which voluntarily, unilaterally and irrevocably waived and relinquished its right and benefit under the PPA to collect the floor rate for the entire term of the PPA. Based on information available, management concluded that HELCO does not have to consolidate Apollo as HELCO does not have a variable interest in Apollo because the PPA does not require HELCO to absorb any variability of Apollo.

(3) Revenue taxes

HECO and its subsidiaries operating revenues include amounts for various revenue taxes. Revenue taxes are generally recorded as an expense in the period the related revenues are recognized. HECO and its subsidiaries payments to the taxing authorities are based on the prior year s revenues. For the three months ended March 31, 2007 and 2006, HECO and its subsidiaries included approximately $40 million and $42 million, respectively, of revenue taxes in operating revenues and in taxes, other than income taxes expense.

(4) Retirement benefits

For the first quarters of 2007 and 2006, HECO and its subsidiaries paid contributions of $0.3 million and $2.7 million, respectively, to their retirement benefit plans. HECO and its subsidiaries current estimate of contributions to their retirement benefit plans in 2007 is $13.4 million, compared to contributions of $9.8 million in 2006. In addition, HECO and its subsidiaries expect to pay directly $0.5 million of benefits in 2007 compared to $0.6 million paid in 2006.

The components of net periodic benefit cost were as follows:

Three months ended March 31 (in thousands)	Pension benefits 2007	Pension benefits 2006	Other benefits 2007	Other benefits 2006
Service cost	$ 6,331	$ 6,540	$ 1,200	$ 1,235
Interest cost	12,822	12,039	2,787	2,659
Expected return on plan assets	(15,224)	(15,932)	(2,257)	(2,427)
Amortization of unrecognized transition obligation		1	782	782
Amortization of prior service gain	(190)	(193)		
Recognized actuarial loss	2,616	2,714		213
Net periodic benefit cost	$ 6,355	$ 5,169	$ 2,512	$ 2,462

Of the net periodic benefit costs, HECO and its subsidiaries recorded expense of $7 million and $6 million in the first quarters of 2007 and 2006, respectively, and charged the remaining amounts primarily to electric utility plant.

21

Table of Contents

In an April 4, 2007 interim Decision and Order (D&O) in HELCO s 2006 test year rate case, the PUC approved on an interim basis the adoption of a pension tracking mechanism proposed by the Division of Consumer Advocacy, Department of Commerce and Consumer Affairs of the State of Hawaii (Consumer Advocate). The mechanism is intended to smooth the impact to ratepayers of potential fluctuations in pension costs, and generally would require HELCO to make contributions to the pension trust in the amount of the actuarially calculated net periodic pension cost that would be allowed without penalty by the tax laws. A similar tracking mechanism for postretirement benefits other than pensions was also approved on an interim basis. As a result of these approvals, which are subject to the PUC s final D&O, HELCO will reclassify, beginning April 5, 2007, to a regulatory asset the charge for retirement benefits that would otherwise be recorded in accumulated other comprehensive income (pursuant to SFAS No. 158, Employers Accounting for Defined Benefit Pension and Other Postretirement Plans).

(5) Commitments and contingencies

Interim increases

On September 27, 2005, the PUC issued an Interim D&O in HECO s 2005 test year rate case granting a general rate increase on Oahu of 4.36%, or $53.3 million (3.33%, or $41.1 million excluding the transfer of certain costs from a surcharge line item on electric bills into base electricity charges), which was implemented on September 28, 2005.

On April 4, 2007, the PUC issued an interim D&O in HELCO s 2006 test year rate case granting a general rate increase on the island of Hawaii of 7.58%, or $24.6 million, which was implemented on April 5, 2007.

As of March 31, 2007, HECO and its subsidiaries had recognized $91 million of revenues with respect to interim orders ($14 million related to interim orders regarding certain integrated resource planning costs and $77 million related to an interim order with respect to Oahu s general rate increase request based on a 2005 test year), which revenues are subject to refund, with interest, if and to the extent they exceed the amounts allowed in final orders.

Energy cost adjustment clauses.

On June 19, 2006, the PUC issued an order in HECO s pending rate case based on a 2005 test year, indicating that the record in the pending case has not been developed for the purpose of addressing the factors in Act 162, signed into law by the Governor of Hawaii on June 2, 2006. Act 162 states that any automatic fuel rate adjustment clause requested by a public utility in an application filed with the PUC shall be designed, as determined in the PUC s discretion, to (1) fairly share the risk of fuel cost changes between the public utility and its customers, (2) provide the public utility with sufficient incentive to reasonably manage or lower its fuel costs and encourage greater use of renewable energy, (3) allow the public utility to mitigate the risk of sudden or frequent fuel cost changes that cannot otherwise reasonably be mitigated through other commercially available means, such as through fuel hedging contracts, (4) preserve, to the extent reasonably possible, the public utility s financial integrity, and (5) minimize, to the extent reasonably possible, the public utility s need to apply for frequent applications for general rate increases to account for the changes to its fuel costs. While the PUC already reviewed the automatic fuel rate adjustment clause in rate cases, Act 162 required that these five specific factors be addressed in the record. The PUC s order requested the parties in the rate case proceeding to meet informally to determine a procedural schedule to address the issues relating to HECO s ECAC that are raised by Act 162. The parties in the rate case proceeding are HECO, the Division of Consumer Advocacy, Department of Commerce and Consumer Affairs of the State of Hawaii (Consumer Advocate), and the federal Department of Defense (DOD).

On June 30, 2006, HECO and the Consumer Advocate filed a stipulation requesting that the PUC not review the Act 162 ECAC issues in the pending rate case based on a 2005 test year since HECO s application was filed and the record in the proceeding was completed before Act 162 was signed into law, and the settlement agreement entered into by the parties in the rate case (subject to PUC approval) included a provision allowing the existing ECAC to be continued. On August 7, 2006, an amended stipulation was filed in substantially the same form as the June 30, 2006 stipulation, but also included the DOD. Management cannot predict whether the PUC will accept the disposition of the Act 162 issue proposed in the amended stipulation or, if not, the procedural steps or procedural schedule that will be adopted to address the issues that are raised by Act 162 or the timing of the PUC s issuance of a final D&O in HECO s pending 2005 test year rate case.

The ECAC provisions of Act 162 were reviewed in the HELCO rate case based on a 2006 test year and will be reviewed in the HECO and MECO rate cases based on 2007 test years. In the HELCO 2006 test year rate case, the filed testimony of the Consumer Advocate s consultant concluded that HELCO s ECAC provides a fair sharing of the risks of fuel cost changes between HELCO and its ratepayers in a manner that preserves the financial integrity of HELCO without the need for frequent rate filings. On April 4, 2007 the PUC issued an interim D&O in the HELCO 2006 test year rate case which reflected the continuation of HELCO s ECAC, consistent with a settlement agreement reached between HELCO and the Consumer Advocate.

Management cannot predict the ultimate effect of the required Act 162 analysis on the continuation of the electric utilities existing ECACs.

HELCO power situation

In 1991, HELCO began planning to meet increased electric generation demand forecast for 1994. It planned to install at its Keahole power plant two 20 MW combustion turbines (CT-4 and CT-5), followed by an 18 MW heat recovery steam generator (ST-7), at which time these units would be converted to a 56 MW (net) dual-train combined-cycle unit. In January 1994, the PUC approved expenditures for CT-4. In 1995, the PUC allowed HELCO to pursue construction of and commit expenditures for CT-5 and ST-7, but noted that such costs are not to be included in rate base until the project is installed and is used and useful for utility purposes. As a result of the final resolution of various proceedings, CT-4 and CT-5 became operational in mid-2004, there are no pending lawsuits involving the project, and work on ST-7 is proceeding. Noise mitigation equipment has been installed on CT-4 and CT-5 and additional noise mitigation work is ongoing to ensure compliance with the night-time noise standard applicable to the plant. Currently, HELCO can operate the generating units at Keahole as required to meet its system needs.

Settlement Agreement; ST-7 costs incurred. In 2003, the parties opposing the plant expansion project (other than Waimana Enterprises, Inc. (Waimana), which did not participate in the settlement discussions and opposed the settlement) entered into a settlement agreement with HELCO and several Hawaii regulatory agencies, intended in part to permit HELCO to complete CT-4 and CT-5 (Settlement Agreement). The Settlement Agreement required HELCO to undertake a number of actions including expediting efforts to obtain the permits and approvals necessary for installation of ST-7 with selective catalytic reduction emissions control equipment, assisting the Department of Hawaiian Home Lands in installing solar water heating in its housing projects, supporting the Keahole Defense Coalition s participation in certain PUC cases, and cooperating with neighbors and community groups (including a Hot Line service). Other than required payments to other parties to the settlement agreement, which were timely made, many of these actions are ongoing.

HELCO s plans for ST-7 are progressing. In November 2003, HELCO filed a boundary amendment petition (to reclassify the Keahole plant site from conservation land use to urban land use) with the State of Hawaii Land Use Commission, which boundary amendment was approved in October 2005. In May 2006, HELCO obtained the County of Hawaii rezoning to a General Industrial classification, and in June 2006, received approval for a covered source permit amendment to include selective catalytic reduction with the installation of ST-7. Management believes that any other required permits will be obtained and anticipates an in-service date for ST-7 in late 2009. HELCO has commenced engineering, design and certain construction work for ST-7. HELCO s current cost estimate for ST-7 is approximately $92 million, of which approximately $1.2 million has been incurred through March 31, 2007.

CT-4 and CT-5 costs incurred. HELCO s capitalized costs incurred in its efforts to put CT-4 and CT-5 into service and to support existing units (excluding costs for pre-air permit facilities) amounted to approximately $110 million. The $110 million of costs was reclassified from construction in progress to plant and equipment in 2004 ($103 million) and 2005 ($7 million) and depreciated beginning January 1, 2005 and 2006, respectively, and HELCO sought recovery of these costs as part of its 2006 test year rate case.

In March 2007, HELCO and the Consumer Advocate reached a settlement of the issues in the HELCO 2006 rate case proceeding, subject to PUC approval. Under the settlement, HELCO agreed to write-off approximately $12 million of plant-in-service costs, net of average accumulated depreciation, relating to CT-4 and CT-5, resulting in an after-tax charge to net income in the first quarter of 2007 of approximately $7 million (included in Other, net under Other income (loss) on HECO s consolidated statement of income).

In April 2007, the PUC issued an interim D&O granting HELCO a 7.58% increase in rates, which reflects the settlement agreement reached between HELCO and the Consumer Advocate, including the agreement to write-off a portion of CT-4 and CT-5 costs. However, the interim order does not commit the PUC to accept any of the amounts in the interim increase in its final order. If it becomes probable that the PUC, in its final order, will disallow additional costs incurred for CT-4 and CT-5 for rate-making purposes, HELCO will be required to record an additional write-off.

East Oahu Transmission Project (EOTP)

HECO transmits bulk power to the Honolulu/East Oahu area over two major transmission corridors (Northern and Southern). HECO had planned to construct a partial underground/partial overhead 138 kilovolt (kV) line from the Kamoku substation to the Pukele substation, which serves approximately 16% of Oahu s electrical load, including Waikiki, in order to close the gap between the Southern and Northern corridors and provide a third transmission line to the Pukele substation. However, in June 2002, an application for a permit which would have allowed construction in the originally planned route through conservation district lands was denied.

HECO continued to believe that the proposed reliability project (the East Oahu Transmission Project) was needed and, in December 2003, filed an application with the PUC requesting approval to commit funds (currently estimated at $63 million; see costs incurred below) for a revised EOTP using a 46 kV system. In March 2004, the PUC granted intervenor status to an environmental organization and three elected officials (collectively treated as one party), and a more limited participant status to four community organizations. The environmental review process for the revised EOTP was completed and the PUC issued a Finding of No Significant Impact in April 2005.

In written testimony filed in June 2005, the consultant for the Consumer Advocate contended that HECO should always have planned for a project using only the 46 kV system and recommended that HECO be required to expense the $12 million incurred prior to the denial in 2002 of the approval necessary for the partial underground/partial overhead 138 kV line, and the related allowance for funds used during construction (AFUDC) of $5 million. In rebuttal testimony filed in August 2005, HECO contested the consultant s recommendation, emphasizing that the originally proposed 138 kV line would have been a more comprehensive and robust solution to the transmission concerns the project addressed. The PUC held an evidentiary hearing on HECO s application in November 2005, and post-hearing briefing was completed in March 2006. Just prior to the November 2005 evidentiary hearing, the PUC approved that part of a stipulation between HECO and the Consumer Advocate providing that (i) this proceeding should determine whether HECO should be given approval to expend funds for the EOTP, but with the understanding that no part of the EOTP costs may be recovered from ratepayers unless and until the PUC grants HECO recovery in a rate case (which is consistent with other projects) and (ii) the issue as to whether the pre-2003 planning and permitting costs, and related AFUDC, should be included in the project costs is reserved to, and may be raised in, the next HECO rate case (or other proceeding) in which HECO seeks approval to recover the EOTP costs.

Subject to obtaining PUC approval and other construction permits, HECO plans to construct the revised project, none of which is in conservation district lands, in two phases. The first phase is currently projected to be completed in 2009, subject to the timing of PUC approval, and the completion date of the second phase is being evaluated.

As of March 31, 2007, the accumulated costs recorded for the EOTP amounted to $31 million, including (i) $12 million of planning and permitting costs incurred prior to 2003, (ii) $5 million of planning and permitting costs incurred after 2002 and (iii) $14 million for AFUDC. Management believes no adjustment to project costs is required as of March 31, 2007. However, if it becomes probable that the PUC will disallow some or all of the incurred costs for rate-making purposes, HECO may be required to write off a material portion or all of the project costs incurred in its efforts to put the project into service whether or not it is completed.

Environmental regulation

HEI and its subsidiaries are subject to environmental laws and regulations that regulate the operation of existing facilities, the construction and operation of new facilities and the proper cleanup and disposal of hazardous waste and toxic substances.

HECO, HELCO and MECO, like other utilities, periodically identify petroleum or other chemical releases into the environment associated with current operations and report and take action on these releases when and as required by applicable law and regulations. Except as otherwise disclosed herein, the Company believes the costs of

responding to its subsidiaries releases identified to date will not have a material adverse effect, individually or in the aggregate, on the Company s or consolidated HECO s financial statements.

Additionally, current environmental laws may require HEI and its subsidiaries to investigate whether releases from historical operations may have contributed to environmental impacts, and, where appropriate, respond to such releases, even if they were not inconsistent with law or standard industrial practices prevailing at the time when they occurred. Such releases may involve area-wide impacts contributed to by multiple potentially responsible parties.

Honolulu Harbor investigation. In 1995, the Department of Health of the State of Hawaii (DOH) issued letters indicating that it had identified a number of parties, including HECO, who appeared to be potentially responsible for historical subsurface petroleum contamination and/or operated their facilities upon petroleum-contaminated land at or near Honolulu Harbor in the Iwilei district of Honolulu. Certain of the identified parties formed a work group to determine the nature and extent of any contamination and appropriate response actions, as well as to identify additional potentially responsible parties (PRPs). The U.S. Environmental Protection Agency (EPA) became involved in the investigation in June 2000. Later in 2000, the DOH issued notices to additional PRPs. The parties in the work group and some of the new PRPs (collectively, the Participating Parties) entered into a joint defense agreement and signed a voluntary response agreement with the DOH. The Participating Parties agreed to fund investigative and remediation work using an interim cost allocation method (subject to a final allocation) and have organized a limited liability company to perform the work.

In 2001, management developed a preliminary estimate of HECO s share of costs for continuing investigative work, remedial activities and monitoring at the Iwilei Unit of approximately $1.1 million (which was expensed in 2001 and of which $0.8 million has been expended through March 31, 2007). Since 2001, subsurface investigation and assessment have been conducted and several preliminary oil removal tasks have been performed at the Iwilei Unit in accordance with notices of interest issued by the EPA and the DOH.

In 2003, HECO and other Participating Parties with active operations in the Iwilei area investigated their operations to evaluate whether their facilities were active sources of petroleum contamination in the area. HECO s investigation concluded that its facilities were not then releasing petroleum. Routine maintenance and inspections of HECO facilities since then confirm that they are not currently releasing petroleum.

During 2006 and the beginning of 2007, the PRPs developed analyses of various remedial alternatives for two of the four remedial subunits of the Iwilei Unit. The DOH will use the analyses to make a final determination of which remedial alternatives the PRPs will be required to implement. The DOH is scheduled to complete the final remediation determinations for all remedial subunits of the Iwilei Unit by the end of 2007 or first quarter of 2008. HECO management developed an estimate of HECO s share of the costs associated with implementing the PRP recommended remedial approaches for the two subunits covered by the analyses of approximately $1.2 million, (which was expensed in 2006).

As of March 31, 2007, the accrual (amounts expensed less amounts expended) related to the Honolulu Harbor investigation was $1.5 million. Because (1) the full scope of additional investigative work, remedial activities and monitoring remain to be determined, (2) the final cost allocation method among the PRPs has not yet been established and (3) management cannot estimate the costs to be incurred (if any) for the sites other than the Iwilei Unit (such as its Honolulu power plant, which is located in the Downtown unit of the Honolulu Harbor site), the cost estimate may be subject to significant change and additional material investigative and remedial costs may be incurred.

Regional Haze Rule amendments. In June 2005, the EPA finalized amendments to the July 1999 Regional Haze Rule that require emission controls known as best available retrofit technology (BART) for industrial facilities emitting air pollutants that reduce visibility in National Parks by causing or contributing to regional haze. States must develop BART implementation plans and schedules in accordance with the amended regional haze rule by December 2007. After Hawaii adopts its plan, HECO, HELCO and MECO will evaluate the plan s impacts, if any, on them. If any of the utilities generating units are ultimately required to install post-combustion control technologies to meet BART emission limits, the resulting capital and operations and maintenance costs could be significant.

Clean Water Act. Section 316(b) of the federal Clean Water Act requires that the EPA ensure that existing power plant cooling water intake structures reflect the best technology available for minimizing adverse environmental impacts. Effective September 9, 2004, the EPA issued a rule, which established location and technology-based design, construction and capacity standards for existing cooling water intake structures. These standards applied to HECO s Kahe, Waiau and Honolulu generating stations, unless the utility could demonstrate that at each facility implementation of these standards would result in costs either significantly higher than projected costs the EPA considered in establishing the standards for the facility (cost-cost test) or significantly greater than the benefits of meeting the standards (cost-benefit test). In either case, the EPA would then make a case-by-case determination of an appropriate performance standard. The regulation also would have allowed restoration of aquatic organism populations in lieu of meeting the standards. The rule required covered facilities to demonstrate compliance by March 2008. HECO had retained a consultant that was developing a cost effective compliance strategy and a preliminary assessment of technologies and operational measures under the rule.

On January 25, 2007, the U.S. Circuit Court for the Second Circuit issued a decision in Riverkeeper, Inc. v. EPA that remanded for further consideration and proceedings significant portions of the rule and found other portions of the rule to be impermissible. In particular, the court determined that restoration and the cost-benefit test were impermissible under the Clean Water Act. It also remanded the best technology available determination to permit the EPA to provide a reasoned explanation for its decision or a new determination. It remanded the cost-cost test for the EPA s further consideration based on the best technology available determination and to afford adequate notice. Although the EPA has not announced its plans, it has obtained an extension of time to request a rehearing or to file an appeal to the U.S. Supreme Court. If the decision stands, the Court of Appeals ruling reduces the compliance options available to HECO. In addition, the EPA has not issued a schedule for rulemaking, which would be necessary to comply with the court s decision. On March 20, 2007, the EPA announced it had suspended the rule pending appeal or additional rulemaking. In the announcement, the EPA provided guidance to federal and state permit writers that they should use their best professional judgment in determining permit conditions regarding cooling water intake requirements at existing power plants. Currently, this guidance does not affect the HECO facilities subject to the cooling water intake requirements because none of the facilities are subject to permit renewal until mid-2009. Due to the uncertainties raised by the court s decision as well as the need for further rulemaking by the EPA, management is unable to predict which compliance options, some of which could entail significant capital expenditures to implement, will be applicable to its facilities.

Collective bargaining agreements

As of March 31, 2007, approximately 58% of the electric utilities employees are members of the International Brotherhood of Electrical Workers, AFL-CIO, Local 1260, Unit 8, which is the only union representing employees of the Company. The current collective bargaining and benefit agreements cover a four-year term, from November 1, 2003 to October 31, 2007, and provided for non-compounded wage increases (3% on November 1, 2003; 1.5% on November 1, 2004, May 1, 2005, November 1, 2005 and May 1, 2006; and 3% on November 1, 2006). Negotiations for new agreements are expected to begin in the third quarter of 2007.

(6) Cash flows

Supplemental disclosures of cash flow information

For the three months ended March 31, 2007 and 2006, HECO and its subsidiaries paid interest amounting to $11.0 million and $7.6 million, respectively.

For the three months ended March 31, 2007 and 2006, HECO and its subsidiaries paid income taxes amounting to $5.5 million and $4.9 million, respectively.

Supplemental disclosure of noncash activities

The allowance for equity funds used during construction, which was charged to construction in progress as part of the cost of electric utility plant, amounted to $1.2 million and $1.5 million for the three months ended March 31, 2007 and 2006, respectively.

Table of Contents

(7) Recent accounting pronouncements and interpretations

For a discussion of recent accounting pronouncements and interpretations, see Note 9 of HEI s Notes to Consolidated Financial Statements.

(8) Income taxes

The electric utilities record interest and penalties on income taxes in Interest and other charges. Interest accrued on income taxes was insignificant in the first quarter of 2006 and $0.1 million in the first quarter of 2007.

As of January 1, 2007, the total amount of accrued interest and penalties related to uncertain tax positions and recognized on the balance sheet was $0.6 million.

As of January 1, 2007, the total amount of unrecognized tax benefits was $4.7 million, and of this amount, $0.2 million, if recognized, would affect the electric utilities effective tax rate. Management concluded that it is reasonably possible that the unrecognized tax benefits will significantly decrease within the next 12 months due to the resolution of issues under examination by the Internal Revenue Service. Management cannot estimate the range of the reasonably possible change.

As of January 1, 2007, the tax years 2003 to 2006 remain subject to examination by the Internal Revenue Service and Department of Taxation of the State of Hawaii.

The electric utilities had a $0.3 million tax benefit in the first quarter of 2007 (compared to an effective tax rate for the first quarter of 2006 of 38%), primarily due to the low pre-tax income and the impact of state tax credits, including the acceleration of the state tax credits associated with the write off of a portion of CT-4 and CT-5 costs.

(9) Reconciliation of electric utility operating income per HEI and HECO consolidated statements of income

Three months ended March 31 **(in thousands)**	**2007**	**2006**
Operating income from regulated and nonregulated activities before income taxes (per HEI consolidated statements of income)	$ 12,992	$ 45,580
Deduct:		
Income taxes on regulated activities	(4,506)	(13,224)
Revenues from nonregulated activities	(881)	(1,085)
Add:		
Expenses from nonregulated activities	11,898	291
Operating income from regulated activities after income taxes (per HECO consolidated statements of income)	$ 19,503	$ 31,562

(10) Credit agreement

Effective April 3, 2006, HECO entered into a revolving unsecured credit agreement establishing a line of credit facility of $175 million with a syndicate of eight financial institutions. The agreement was for an initial term expiring on March 29, 2007, but the term was subject to an automatic extension to March 31, 2011 upon approval by the PUC. In August 2006, HECO requested PUC approval to maintain the $175 million credit facility for five years. On March 14, 2007 the PUC issued a D&O approving HECO s request to maintain the credit facility for five years, to borrow under the credit facility with maturities in excess of 364 days, to use the proceeds from any borrowings with maturities in excess of 364 days to finance capital expenditures and/or to repay short-term or other borrowings used to finance or refinance capital expenditures and to use an expedited approval process to obtain PUC approval to increase the facility amount, renew the facility, refinance the facility or change other terms of the facility if such changes are required or desirable.

Any draws on the facility bear interest, at the option of HECO, at either the Adjusted LIBO Rate plus 40 basis points or the greater of (a) the Prime Rate and (b) the sum of the Federal Funds Rate plus 50 basis points, as defined in the agreement. The annual fee is 8 basis points on the undrawn commitment amount. The agreement contains provisions for revised pricing in the event of a ratings change. For example, a ratings downgrade of HECO s Senior Debt Rating (e.g., from BBB+/Baa1 to BBB/Baa2 by S&P and Moody s, respectively) would result in a commitment fee increase of 2 basis points and an interest rate increase of 10 basis points on any drawn amounts. On the other hand, a ratings upgrade (e.g., from BBB+/Baa1 to A-/A3) would result in a commitment fee decrease of 1 basis point and an interest rate decrease of 10 basis points on any drawn amounts. The agreement does not

contain clauses that would affect access to the lines by reason of a ratings downgrade, nor does it have a broad material adverse change clause. However, the agreement does contain customary conditions that must be met in order to draw on it, such as the accuracy of certain of its representations at the time of a draw and compliance with its covenants (such as covenants preventing its subsidiaries from entering into agreements that restrict the ability of the subsidiaries to pay dividends to, or to repay borrowings from, HECO, and restricting HECO s ability, as well as the ability of any of its subsidiaries, to guarantee indebtedness of the subsidiaries if such additional debt would cause the subsidiary s Consolidated Subsidiary Funded Debt to Capitalization Ratio to exceed 65% (ratios of 49% for HELCO and 43% for MECO as of March 31, 2007, as calculated under the agreement)). In addition to customary defaults, HECO s failure to maintain its financial ratios, as defined in its agreement, or meet other requirements will result in an event of default. For example, under the agreement, it is an event of default if HECO fails to maintain a Consolidated Capitalization Ratio (equity) of at least 35% (ratio of 54% as of March 31, 2007, as calculated under the agreement), if HECO fails to remain a wholly-owned subsidiary of HEI or if any event or condition occurs that results in any Material Indebtedness of HECO or any of its significant subsidiaries being subject to acceleration prior to its scheduled maturity. HECO s syndicated credit facility is maintained to support the issuance of commercial paper, but it may also be drawn for general corporate purposes and capital expenditures. As of May 1, 2007, the $175 million credit facility remained undrawn.

(11) Special Purpose Revenue Bonds (SPRBs)

On March 27, 2007, the Department of Budget and Finance of the State of Hawaii (the Department) issued (pursuant to a 2005 Legislative authorization), at par, Series 2007A SPRBs in the aggregate principal amount of $140 million, with a maturity of March 1, 2037 and a fixed coupon interest rate of 4.65%, and loaned the proceeds to HECO ($100 million), HELCO ($20 million) and MECO ($20 million). Payment of the principal and interest on the SPRBs are insured by a surety bond issued by Financial Guaranty Insurance Company. Proceeds will be used to finance capital expenditures, including reimbursements to the electric utilities for previously incurred capital expenditures which, in turn, will be used primarily to repay short-term borrowings. As of March 31, 2007, approximately $49 million of proceeds from the Series 2007A SPRBs had not yet been drawn and were held by the construction fund trustee. HECO s long-term debt will increase from time to time as these remaining proceeds are drawn down.

On March 27, 2007, the Department issued, at par, Refunding Series 2007B SPRBs in the aggregate principal amount of $125 million, with a maturity of May 1, 2026 and a fixed coupon interest rate of 4.60%, and loaned the proceeds to HECO ($62 million), HELCO ($8 million) and MECO ($55 million). Proceeds from the sale were applied, together with other funds provided by the electric utilities, to the redemption at par on May 1, 2007 of the $75 million aggregate principal amount of 6.20% Series 1996A SPRBs (which had an original maturity of May 1, 2026) and to the redemption at a 2% premium on April 27, 2007 of the $50 million aggregate principal amount of 5 7/8% Series 1996B SPRBs (which had an original maturity of December 1, 2026). Payment of the principal and interest on the refunding SPRBs are insured by a surety bond issued by Financial Guaranty Insurance Company.

(12) Consolidating financial information

HECO is not required to provide separate financial statements or other disclosures concerning HELCO and MECO to holders of the 2004 Debentures issued by HELCO and MECO to Trust III since all of their voting capital stock is owned, and their obligations with respect to these securities have been fully and unconditionally guaranteed, on a subordinated basis, by HECO. Consolidating information is provided below for these and other HECO subsidiaries for the periods ended and as of the dates indicated.

HECO also unconditionally guarantees HELCO s and MECO s obligations (a) to the State of Hawaii for the repayment of principal and interest on Special Purpose Revenue Bonds issued for the benefit of HELCO and MECO and (b) relating to the trust preferred securities of Trust III. Also, see Note 2. HECO is also obligated, after the satisfaction of its obligations on its own preferred stock, to make dividend, redemption and liquidation payments on HELCO s and MECO s preferred stock if the respective subsidiary is unable to make such payments.

Table of Contents

Hawaiian Electric Company, Inc. and Subsidiaries

Consolidating Statement of Income (unaudited)

Three months ended March 31, 2007

(in thousands)	HECO	HELCO	MECO	RHI	Reclassi-fications and elimina-tions	HECO consoli-dated
Operating revenues	$ 288,690	78,809	79,298			$ 446,797
Operating expenses						
Fuel oil	101,062	20,038	38,829			159,929
Purchased power	78,300	27,062	6,154			111,516
Other operation	33,485	7,166	6,542			47,193
Maintenance	16,378	5,568	5,390			27,336
Depreciation	19,739	7,524	7,004			34,267
Taxes, other than income taxes	27,702	7,363	7,482			42,547
Income taxes	1,970	538	1,998			4,506
	278,636	75,259	73,399			427,294
Operating income	10,054	3,550	5,899			19,503
Other income						
Allowance for equity funds used during construction	1,087	65	80			1,232
Equity in earnings of subsidiaries	(2,937)				2,937	
Other, net	1,485	(6,863)	6	(15)	(811)	(6,198)
	(365)	(6,798)	86	(15)	2,126	(4,966)
Income (loss) before interest and other charges	9,689	(3,248)	5,985	(15)	2,126	14,537
Interest and other charges						
Interest on long-term debt	7,125	1,857	2,514			11,496
Amortization of net bond premium and expense	348	99	99			546
Other interest charges	2,022	757	173		(811)	2,141
Allowance for borrowed funds used during construction	(529)	(31)	(38)			(598)
Preferred stock dividends of subsidiaries					229	229