

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 10-Q/A  
AMENDMENT NO. 2

(Mark One)

Quarterly Report Pursuant to Section 13 or 15(d) of the Securities  
Exchange Act of 1934

For the quarterly period ended JUNE 30, 1996

or

Transition Report Pursuant to Section 13 or 15(d) of the Securities  
Exchange Act of 1934

Commission File No. 1-3548

MINNESOTA POWER & LIGHT COMPANY  
A Minnesota Corporation  
IRS Employer Identification No. 41-0418150  
30 West Superior Street  
Duluth, Minnesota 55802  
Telephone - (218) 722-2641

Indicate by check mark whether the registrant (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 and (2) has been subject to such filing  
requirements for the past 90 days.

Yes                No  
      ---                    ---

Common Stock, no par value,  
31,935,547 shares outstanding  
as of July 31, 1996

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

This Amendment No. 2 to Minnesota Power & Light Company's (Company) Quarterly Report on Form 10-Q (Form 10-Q) for the quarter ended June 30, 1996 is being filed to restate the Company's financial data schedule for the six months ended June 30, 1996. The Company's Form 10-Q for the quarter ended June 30, 1997 reflected a reclassification made on the Company's Consolidated Statement of Cash Flows to exclude income from equity investments - net of dividends received from operating activities. This Amendment No. 2 includes only the restated financial data schedule. The following tag has been restated:

[CASH-FLOW-OPERATIONS] (293)

(a) Exhibits

27 - Financial Data Schedule

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Minnesota Power & Light Company

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(Registrant)

September 16, 1997

D. G. Gartzke

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D. G. Gartzke  
Senior Vice President - Finance  
and Chief Financial Officer

September 16, 1997

Mark A. Schober

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Mark A. Schober  
Controller

EXHIBIT INDEX

Exhibit 27 - Financial Data Schedule

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THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM MINNESOTA POWER'S CONSOLIDATED BALANCE SHEET, STATEMENT OF INCOME, AND STATEMENT OF CASH FLOW FOR THE PERIOD ENDED JUNE 30, 1996, AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.

		1,000
6-MOS		
	DEC-31-1996	
	JAN-01-1996	
	JUN-30-1996	
	PER-BOOK	
1,118,422		
367,313		
	376,581	
108,881		
	136,834	
	2,108,031	
		384,286
	0	
	277,744	
591,747		
	75,000	
		31,492
	653,039	
	89,330	
	0	
0		
70,060		
	0	
	0	
		0
527,080		
2,108,031		
	411,178	
	15,077	
	339,347	
	367,864	
	49,923	
	4,898	
61,652		
	28,517	
		33,135
	1,434	
31,701		
	29,685	
	0	
	(293)	
		1.10
		1.10

Includes \$6,609,000 of Income from Equity Investments and \$1,711,000 for Distribution on Redeemable Preferred Securities of Subsidiary.