

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
LONGVIEW POWER, LLC, <u>et al.</u> , <sup>1</sup>	)	Case No. 13-12211 (BLS)
	)	
Debtors.	)	Jointly Administered
	)	

**LONGVIEW DEBTORS' MONTHLY  
OPERATING REPORT FOR THE PERIOD ENDING JANUARY 31, 2013**

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LONGVIEW DEBTORS' ADDRESS: 966 Crafts Run Road  
Maidsville, West Virginia 26541

DEBTORS' ATTORNEYS: Daniel J. DeFranceschi (No. 2732)  
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- and -

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Paul M. Basta, P.C. (admitted *pro hac vice*)  
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<sup>1</sup> The Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: (a) Longview Power, LLC (1860); and Longview Intermediate Holdings C, LLC (1008) (collectively, the "Longview Debtors"); and (b) Mepco Holdings, LLC (6654); Mepco Intermediate Holdings A, LLC (0502); Mepco Intermediate Holdings, LLC (4248); Mepco, LLC (3172); Coresco, LLC (6397); Dana Mining Company of Pennsylvania, LLC (8721); Dana Mining Company, LLC (4499); Mepco Conveyor, LLC (0477); Shannopin Materials LLC (1616); Border Energy, LLC (2798); and Alternate Energy, LLC (2428) (the foregoing excluding the Longview Debtors, collectively, the "Mepco Debtors"). The Longview Debtors' principal offices are located at 966 Crafts Run Road, Maidsville, West Virginia 26541. The Mepco Debtors' principal offices are located at 308 Dents Run Road, Morgantown, West Virginia 26501.

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REPORT PREPARER: Longview Power, LLC, *et al.*

## GENERAL NOTES:

The Monthly Operating Report includes activity for the following Debtors:

Debtor	Case Number
Longview Power, LLC	13-12211 (BLS)
Longview Intermediate Holdings C, LLC	13-12217 (BLS)

This Monthly Operating Report (“MOR”) has been prepared solely for the purpose of complying with the monthly reporting requirements applicable in these chapter 11 cases and is in a format acceptable to the United States Trustee. The financial information contained herein is limited in scope and covers a limited time period. Moreover, such information is preliminary and unaudited, and is not prepared in accordance with generally accepted accounting principles (“GAAP”) in the United States. In addition, the financial statements and supplemental information contained herein represent condensed combined information.

The unaudited consolidated financial statements have been derived from the books and records of the Debtors. This information, however, has not been subject to certain procedures that would typically be applied to financial information in accordance with GAAP, and upon application of such procedures the financial information could be subject to material change.

The financial information contained herein is presented on a preliminary and unaudited basis and remains subject to future adjustment.

The results of operations contained herein are not necessarily indicative of results which may be expected for any other period or for the full year and may not necessarily reflect the consolidated results of operations and financial position of the Debtors in the future.

The undersigned, having reviewed the attached report and being familiar with the Debtors' financial affairs, verifies, under penalty of perjury, that the information contained herein is complete, accurate and truthful to the best of my knowledge.

DATE: February 25, 2014

*/s/ James M. Grady*

James M. Grady

Deputy Chief Financial Officer

**UNITED STATES BANKRUPTCY COURT**  
**DISTRICT OF \_\_\_\_\_**

In re Longview Power LLC

Case No. 13-12211

Reporting Period: January-14

**MONTHLY OPERATING REPORT**

File with Court and submit copy to United States Trustee within 20 days after end of month.

Submit copy of report to any official committee appointed in the case.

<b>REQUIRED DOCUMENTS</b>	<b>Form No.</b>	<b>Document Attached</b>	<b>Explanation Attached</b>	<b>Affidavit/Supplement Attached</b>
Schedule of Cash Receipts and Disbursements	MOR-1			
Bank Reconciliation (or copies of debtor's bank reconciliations)	MOR-1a			
Schedule of Professional Fees Paid	MOR-1b			
Copies of bank statements				
Cash disbursements journals				
Statement of Operations	MOR-2			
Balance Sheet	MOR-3			
Status of Postpetition Taxes	MOR-4			
Copies of IRS Form 6123 or payment receipt				
Copies of tax returns filed during reporting period				
Summary of Unpaid Postpetition Debts	MOR-4			
Listing of aged accounts payable	MOR-4			
Accounts Receivable Reconciliation and Aging	MOR-5			
Debtor Questionnaire	MOR-5			

I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the attached documents are true and correct to the best of my knowledge and belief.

\_\_\_\_\_  
Signature of Debtor

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature of Authorized Individual\*

February 25, 2014  
Date

Mark A. Joensen  
Printed Name of Authorized Individual

Chief Financial Officer  
Title of Authorized Individual

\*Authorized individual must be an officer, director or shareholder if debtor is a corporation; a partner if debtor is a partnership; a manager or member if debtor is a limited liability company.

In re Longview Power LLC  
Debtor

Case No. 13-12211  
Reporting Period: January-14

**SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS**

Amounts reported should be per the debtor's books, not the bank statement. The beginning cash should be the ending cash from the prior month or, if this is the first report, the amount should be the balance on the date the petition was filed. The amounts reported in the "CURRENT MONTH - ACTUAL" column must equal the sum of the four bank account columns. The amounts reported in the "PROJECTED" columns should be taken from the SMALL BUSINESS INITIAL REPORT (FORM IR-1). Attach copies of the bank statements and the cash disbursements journal. The total disbursements listed in the disbursements journal must equal the total disbursements reported on this page. A bank reconciliation must be attached for each account. [See MOR-1 (CONT)]

	BANK ACCOUNTS				CURRENT MONTH		CUMULATIVE FILING TO DATE		
	Union Revenue	Union O&M	Union Construction	PNC Discretionary	Restricted Cash Accounts	ACTUAL	PROJECTED (FN 1)	ACTUAL	PROJECTED (FN 1)
CASH BEGINNING OF MONTH	18,078,866	0	0	4,296,271	8,166,630	30,541,768		19,963,062	
<b>RECEIPTS</b>									
CASH SALES				0		0		6,461	
ACCOUNTS RECEIVABLE	10,391,784			35,928		10,427,712		71,034,801	
LOANS AND ADVANCES - Scotiabank	0				17,000,000	17,000,000		26,836,243	
SALE OF ASSETS						0		0	
ACCOUNT INTEREST EARNED	125				46	170		1,439	
OVERPAYMENT REFUNDS				0		0		121,933	
OTHER (ATTACH LIST)						0		0	
TRANSFERS (FROM DIP ACCTS)		23,056,652		12,190,000		35,246,652		104,034,861	
						0		0	
<b>TOTAL RECEIPTS</b>	<b>10,391,908</b>	<b>23,056,652</b>	<b>0</b>	<b>12,225,928</b>	<b>17,000,046</b>	<b>62,674,534</b>	<b>0</b>	<b>202,035,738</b>	<b>0</b>
<b>DISBURSEMENTS</b>									
NET PAYROLL (to Genpower Services)		264,631		776,494		1,041,125		2,772,077	
PAYROLL TAXES (to Genpower Services)		168,792		0		168,792		952,375	
OTHER PAYROLL COSTS (to Genpower Services)		41,883		0		41,883		294,274	
PLANT PROCESS WATER (Dunkard)		403,030				403,030		2,063,030	
						0		0	
COAL (Mepco)		9,556,964				9,556,964		41,579,718	
ASH DISPOSAL (Coresco)		431,352				431,352		1,396,209	
						0		0	
EMPLOYEE HEALTH / LIFE				100,172		100,172		506,285	
PROPERTY / CASUALTY INSURANCE				187,396		187,396		1,156,695	
WARRANTY LITIGATION SUPPORT				964,611		964,611		3,316,413	
SECURED/ RENTAL/ LEASES				139,365		139,365		336,839	
DONATIONS				0		0		1,750	
OPERATING & MAINTENANCE				3,295,088		3,295,088		11,181,571	
ENERGY CAPACITY CHARGE		0				0		181,116	
TAXES				463		463		14,735	
BANKING FEES			0	266		266		1,252	
SCOTIABANK - DEBT ISSUANCE / LOAN FEES						0		3,198,238	
DUNKARD DEBT PAYDOWN						0		6,194,782	
PURCHASE GP SERVICES, DUNKARD BY LONGVIEW C				4,500,000		4,500,000		4,500,000	
APPALACHIAN STEWARDSHIP AGREEMENT				500,000		500,000		500,000	
TRANSFERS (TO DIP ACCTS)	23,056,652	12,190,000				35,246,652		104,034,861	
INTEREST - Scotiabank	116,250					116,250		128,271	
PROFESSIONAL FEES				2,910,871		2,910,871		4,066,207	
U.S. TRUSTEE FEES				30,316		30,316		40,400	
COURT COSTS						0		0	
						0		0	
<b>TOTAL DISBURSEMENTS</b>	<b>23,172,902</b>	<b>23,056,652</b>	<b>0</b>	<b>13,405,044</b>	<b>0</b>	<b>59,634,598</b>	<b>0</b>	<b>188,417,097</b>	<b>0</b>
<b>NET CASH FLOW</b>	<b>(12,780,993)</b>	<b>0</b>	<b>0</b>	<b>(1,179,116)</b>	<b>17,000,046</b>	<b>3,039,936</b>	<b>0</b>	<b>13,618,641</b>	<b>0</b>
(RECEIPTS LESS DISBURSEMENTS)									
<b>CASH - END OF MONTH</b>	<b>5,297,873</b>	<b>0</b>	<b>0</b>	<b>3,117,155</b>	<b>25,166,675</b>	<b>33,581,704</b>	<b>0</b>	<b>33,581,704</b>	<b>0</b>

ok

**THE FOLLOWING SECTION MUST BE COMPLETED**

DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES: (FROM CURRENT MONTH ACTUAL COLUMN)	
TOTAL DISBURSEMENTS	\$59,634,597.68
LESS: TRANSFERS TO DEBTOR IN POSSESSION ACCOUNTS	(\$35,246,651.69)
PLUS: ESTATE DISBURSEMENTS MADE BY OUTSIDE SOURCES (i.e. from escrow accounts)	\$
<b>TOTAL DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES</b>	<b>\$24,387,945.99</b>

FN1 - See attached for projected receipts and disbursements

In re \_\_\_\_\_ Longview Power LLC \_\_\_\_\_  
 Debtor

Case No. \_\_\_\_\_ 13-12211 \_\_\_\_\_  
 Reporting Period: \_\_\_\_\_ January-14

**BANK RECONCILIATIONS**

Continuation Sheet for MOR-1

A bank reconciliation must be included for each bank account. The debtor's bank reconciliation may be substituted for this page.

	Union Revenue	Union O&M	Union Construction	PNC Discretionary	Restricted Cash Accounts					
<b>BALANCE PER BOOKS</b>	<b>5,297,873.11</b>	<b>0.00</b>	<b>0.00</b>	<b>3,117,155.09</b>	<b>25,166,675.39</b>					
BANK BALANCE	5,297,873.11	0.00	0.00	3,519,688.14	25,166,675.39					
(+) DEPOSITS IN TRANSIT (ATTACH LIST)	0.00	0.00	0.00	0.00	0.00					
(-) OUTSTANDING CHECKS (ATTACH LIST)	0.00	0.00	0.00	(402,533.04)	0.00					
OTHER (ATTACH EXPLANATION)	0.00	0.00	0.00	(0.01)	0.00					
<b>ADJUSTED BANK BALANCE *</b>	<b>5,297,873.11</b>	<b>0.00</b>	<b>0.00</b>	<b>3,117,155.09</b>	<b>25,166,675.39</b>					
* Adjusted bank balance must equal balance per books	ok	ok	ok	ok	ok					
<b>DEPOSITS IN TRANSIT</b>	Date	Amount	Date	Amount	Date	Amount	Date	Amount	Date	Amount
<b>CHECKS OUTSTANDING</b>	Ck. #	Amount	Ch. #	Amount	Ck. #	Amount	Ck. #	Amount	Ck. #	Amount
ACF STANDBY SYSTEMS					6700	712.57				
AON PREMIUM FINANCE					6706	923.17				
CHECKFLUID					6719	297.23				
STAPLES CONTRACT & COMMERCIAL INCORPORATED					6771	353.38				
APPLIED INDUSTRIAL TECHNOLOGIES					6795	3,102.52				
CVW CONSULTANTS LLC					6805	4,368.49				
PARKERSTORE MORGANTOWN					6832	77.66				
STAPLES CONTRACT & COMMERCIAL INCORPORATED					6844	283.85				
CARDINAL SCALE					6866	289.40				
CATERPILLAR FINANCIAL SERVICES					6867	24,300.32				
CLYDE BERGEMAN POWER GROUP					6870	12,310.18				
DONLEY HOLDINGS LLC					6872	1,243.65				
ENERGY PIPING INCORPORATED					6874	1,957.26				
FLSMIDTH SALT LAKE CITY INCORPORATED					6877	15,644.03				
FORNEY CORPORATION					6879	11,835.60				
GIW INDUSTRIES INCORPORATED					6882	151.76				
HOWARD MARTEN COMPANY LTD					6887	100.00				
MOTION INDUSTRIES					6929	704.61				
STAPLES CONTRACT & COMMERCIAL INCORPORATED					6945	406.54				
SUNBELT RENTALS INCORPORATED					6948	7,817.00				
WORKFORCE WEST VIRGINIA					6961	413.27				
ADVANCED CONTROLS & DISTRIBUTION					6962	5,635.35				
BDL-PA PITTSBURGH					6963	19,623.39				
BW ROGERS COMPANY					6964	46,897.78				
C&D EQUIPMENT SALES LLC					6965	3,265.58				
CANON FINANCIAL SERVICES					6966	553.82				
CARDINAL SCALE					6967	289.40				
CHARLESTON VALVE AND FITTING COMPANY					6968	467.90				
CINTAS CORPORATION					6969	2,274.82				
CLAYTON ENGINEERING COMPANY					6970	396.53				
CLEVELAND BROTHERS					6971	135.71				
ENERGY PIPING INCORPORATED					6972	2,596.57				
FASTENAL INDUSTRIAL AND CONSTRUCTION SUPPLY					6973	7,781.30				
FLSMIDTH DORR-OLIVER EIMCO INCORPORATED					6974	2,272.00				
GAP POLLUTION & ENVIRONMENTAL CONTROL					6975	10,494.78				
GE MOBILE WATER INCORPORATED					6976	13,953.00				
GIW INDUSTRIES INCORPORATED					6977	879.68				
GRAINGER INDUSTRIAL SALES					6978	2,586.93				
GUTTMAN OIL					6979	26,572.71				
HACH COMPANY					6980	1,498.46				
HUNTINGTON STEEL & SUPPLY					6981	5,138.60				
INVISTA S.A.R.L.					6982	21,582.00				
JENKINS SERVICE					6983	1,099.05				
KAISER'S COFFEE AND CANDY INCORPORATED					6984	223.80				
KANAWHA SCALES & SYSTEMS INCORPORATED					6985	838.44				
MAID FOR TODAY					6986	10,833.66				
MATHESON TRI-GAS INCORPORATED					6987	2,652.28				
MCMASER CARR					6988	272.18				
METSO MINERALS					6989	3,240.00				
MOTION INDUSTRIES					6990	7,517.60				
NAVIGANT CONSULTING INCORPORATED					6991	1,725.00				
NEOMARK					6992	1,533.92				
PACE SHREDDING					6993	103.88				
PCM INDUSTRIAL SERVICES					6994	7,710.94				
PITNEY BOWES					6995	34.68				
PPC LUBRICANTS					6996	3,548.14				
PRECISION BLASTING INCORPORATED					6997	13,376.00				
PREISER SCIENTIFIC INCORPORATED					6998	117.00				
PREMIER SAFETY & SERVICE					6999	978.49				
PROENERGY CRAFTS INCORPORATED					7000	14,850.00				
SENTRY EQUIPMENT INCORPORATED					7001	864.00				
SHINE CLEANING SOLUTIONS					7002	333.00				
SIEMENS ENERGY INCORPORATED					7003	464.00				
SPARKSPREAD					7004	2,800.00				
STAPLES CONTRACT & COMMERCIAL INCORPORATED					7005	14.80				
STATE ELECTRIC					7006	1,286.46				
SUNBELT RENTALS INCORPORATED					7008	30,812.38				
TOTAL EQUIPMENT					7009	7,361.13				
TRANSCAT					7010	1,437.27				
UCC					7011	1,895.26				
UNIVAR USA INCORPORATED					7012	6,422.78				
VERIZON WIRELESS					7013	417.77				
VERSITECH					7014	1,047.71				
WARWOOD ARMATURE REPAIR COMPANY					7015	5,575.00				
WEDGEWOOD FAMILY PRACTICE					7016	1,045.00				
WEIR SLURRY GROUP C/O KISSICK ENGINEERING					7017	1,789.12				
WILSON WORKS					7018	6,121.50				
OTHER										
Reconciliation Adjustment								(0.01)		

In re Longview Power LLC  
Debtor

Case No. 13-12211  
Reporting Period: \_\_\_\_\_

January-14

Restructuring professionals; NOT litigation

**SCHEDULE OF PROFESSIONAL FEES AND EXPENSES PAID**

This schedule is to include all retained professional payments from case inception to current month.

Payee	Period Covered	Amount Approved	Payor	Check		Amount Paid		Year-To-Date	
				Number	Date	Fees	Expenses	Fees	Expenses
Donlin Recano & Company	August 2013	44,348.17	Longview Power	Wire	10/8/2013	40,358.85	3,989.32	0.00	0.00
Donlin Recano & Company	11/25/13 (bar not)	37,219.40	Longview Power	Wire	11/21/2013	0.00	37,219.40	0.00	0.00
Donlin Recano & Company	8/30/13-10/31/13	179,000.40	Longview Power	Wire	12/5/2013	139,092.20	39,908.20	0.00	0.00
Donlin Recano & Company	10/1-11/30/13	1,769.59	Longview Power	Wire	1/30/2014	1,542.40	227.19	180,993.45	81,344.11
Kirkland & Ellis LLP	8/30/13-9/30/13	654,063.84	Longview Power	Wire	1/2/2014	633,788.40	20,275.44	0.00	0.00
Kirkland & Ellis LLP	10/1-10/31/13	537,950.83	Longview Power	Wire	1/15/2014	507,248.21	30,702.62	1,141,036.61	50,978.06
Lazard Freres & Company	10/1-10/31/13	175,000.00	Longview Power	Wire	11/27/2013	140,000.00	0.00	0.00	0.00
Lazard Freres & Company	11/1-11/30/13	140,000.00	Longview Power	Wire	1/10/2014	140,000.00	0.00	0.00	0.00
Lazard Freres & Company	12/1-12/31/13	140,000.00	Longview Power	Wire	1/27/2014	140,000.00	0.00	420,000.00	0.00
Richards Layton & Finger	8/30/13-9/30/13	169,218.60	Longview Power	Wire	12/5/2013	154,422.40	14,796.20	0.00	0.00
Richards Layton & Finger	10/1-11/30/13	173,338.09	Longview Power	Wire	1/30/2014	161,460.80	11,877.29	315,883.20	26,673.49

In re Longview Power LLC Case No. 13-12211  
 Debtor Reporting Period: January-14

**STATEMENT OF OPERATIONS**  
 (Income Statement)

The Statement of Operations is to be prepared on an accrual basis. The accrual basis of accounting recognizes revenue when it is realized and expenses when they are incurred, regardless of when cash is actually received or paid.

**Note - see the attached for Longview Power (LVP p&L). There was no activity for Longview Intermediate Holdings C**

REVENUES	Month	Cumulative Filing to Date
Gross Revenues	\$	\$
Less: Returns and Allowances		
Net Revenue	\$	\$
<b>COST OF GOODS SOLD</b>		
Beginning Inventory		
Add: Purchases		
Add: Cost of Labor		
Add: Other Costs (attach schedule)		
Less: Ending Inventory		
Cost of Goods Sold		
Gross Profit		
<b>OPERATING EXPENSES</b>		
Advertising		
Auto and Truck Expense		
Bad Debts		
Contributions		
Employee Benefits Programs		
Insider Compensation*		
Insurance		
Management Fees/Bonuses		
Office Expense		
Pension & Profit-Sharing Plans		
Repairs and Maintenance		
Rent and Lease Expense		
Salaries/Commissions/Fees		
Supplies		
Taxes - Payroll		
Taxes - Real Estate		
Taxes - Other		
Travel and Entertainment		
Utilities		
Other (attach schedule)		
Total Operating Expenses Before Depreciation		
Depreciation/Depletion/Amortization		
Net Profit (Loss) Before Other Income & Expenses		
<b>OTHER INCOME AND EXPENSES</b>		
Other Income (attach schedule)		
Interest Expense		
Other Expense (attach schedule)		
Net Profit (Loss) Before Reorganization Items		
<b>REORGANIZATION ITEMS</b>		
Professional Fees		
U. S. Trustee Quarterly Fees		
Interest Earned on Accumulated Cash from Chapter 11 (see continuation sheet)		
Gain (Loss) from Sale of Equipment		
Other Reorganization Expenses (attach schedule)		
Total Reorganization Expenses		
Income Taxes		
Net Profit (Loss)	\$	\$

\*"Insider" is defined in 11 U.S.C. Section 101(31).



In re Longview Power LLC Case No. 13-12211  
 Debtor Reporting Period: \_\_\_\_\_ January-14

**STATEMENT OF OPERATIONS - continuation sheet**

**Note - see the attached Longview Power P&L; No activity for Longview Intermediate Holdings C**

BREAKDOWN OF "OTHER" CATEGORY	Month	Cumulative Filing to Date
<b>Other Costs</b>		
<b>Other Operational Expenses</b>		
<b>Other Income</b>		
<b>Other Expenses</b>		
<b>Other Reorganization Expenses</b>		

**Reorganization Items - Interest Earned on Accumulated Cash from Chapter 11:**  
 Interest earned on cash accumulated during the chapter 11 case, which would not have been earned but for the bankruptcy proceeding, should be reported as a reorganization item.

In re \_\_\_\_\_ Longview Power LLC \_\_\_\_\_  
Debtor

Case No. \_\_\_\_\_ 13-12211 \_\_\_\_\_  
Reporting Period: \_\_\_\_\_ January-14

**BALANCE SHEET**

The Balance Sheet is to be completed on an accrual basis only. Pre-petition liabilities must be classified separately from postpetition obligations.

**Note - see the attached Longview Power (LVP bal sht) and Longview Intermediate Holdings C (LV C bal sht)**

ASSETS	BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE ON PETITION DATE
<b>CURRENT ASSETS</b>		
Unrestricted Cash and Equivalents		
Restricted Cash and Cash Equivalents (see continuation sheet)		
Accounts Receivable (Net)		
Notes Receivable		
Inventories		
Prepaid Expenses		
Professional Retainers		
Other Current Assets (attach schedule)		
<b>TOTAL CURRENT ASSETS</b>	<b>\$0.00</b>	<b>\$0.00</b>
<b>PROPERTY AND EQUIPMENT</b>		
Real Property and Improvements		
Machinery and Equipment		
Furniture, Fixtures and Office Equipment		
Leasehold Improvements		
Vehicles		
Less Accumulated Depreciation		
<b>TOTAL PROPERTY &amp; EQUIPMENT</b>	<b>\$</b>	<b>\$</b>
<b>OTHER ASSETS</b>		
Loans to Insiders*		
Other Assets (attach schedule)		
<b>TOTAL OTHER ASSETS</b>	<b>\$</b>	<b>\$</b>
<b>TOTAL ASSETS</b>	<b>\$</b>	<b>\$</b>

LIABILITIES AND OWNER EQUITY	BOOK VALUE AT END OF CURRENT REPORTING MONTH	BOOK VALUE ON PETITION DATE
<b>LIABILITIES NOT SUBJECT TO COMPROMISE (Postpetition)</b>		
Accounts Payable		
Taxes Payable (refer to FORM MOR-4)		
Wages Payable		
Notes Payable		
Rent / Leases - Building/Equipment		
Secured Debt / Adequate Protection Payments		
Professional Fees		
Amounts Due to Insiders*		
Other Postpetition Liabilities (attach schedule)		
<b>TOTAL POSTPETITION LIABILITIES</b>	<b>\$</b>	<b>\$</b>
<b>LIABILITIES SUBJECT TO COMPROMISE (Pre-Petition)</b>		
Secured Debt		
Priority Debt		
Unsecured Debt		
<b>TOTAL PRE-PETITION LIABILITIES</b>	<b>\$</b>	<b>\$</b>
<b>TOTAL LIABILITIES</b>	<b>\$</b>	<b>\$</b>
<b>OWNER EQUITY</b>		
Capital Stock		
Additional Paid-In Capital		
Partners' Capital Account		
Owner's Equity Account		
Retained Earnings - Pre-Petition		
Retained Earnings - Postpetition		
Adjustments to Owner Equity (attach schedule)		
Postpetition Contributions (Distributions) (Draws) (attach schedule)		
<b>NET OWNER EQUITY</b>	<b>\$</b>	<b>\$</b>
<b>TOTAL LIABILITIES AND OWNERS' EQUITY</b>	<b>\$</b>	<b>\$</b>

\*"Insider" is defined in 11 U.S.C. Section 101(31).



In re Longview Power LLC  
Debtor

Case No. 13-12211  
Reporting Period: January-14

The beginning tax liability should be the ending liability from the prior month or, if this is the first report, the amount should be zero.  
Attach photocopies of IRS Form 6123 or payment receipt to verify payment or deposit of federal payroll taxes.  
Attach photocopies of any tax returns filed during the reporting period.

	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Date Paid	Check No. or EFT	Ending Tax Liability
<b>Federal</b>						
Withholding	0	0	0			0
FICA-Employee	0	0	0			0
FICA-Employer	0	0	0			0
Unemployment	0	0	0			0
Income	0	0	0			0
Other:	0	0	0			0
<b>Total Federal Taxes</b>	<b>0</b>	<b>0</b>	<b>0</b>			<b>0</b>
<b>State and Local</b>						
Withholding	0	0	0			0
Sales	0	0	0			0
Excise	0	0	0			0
Unemployment	0	0	0			0
Real Property	0	0	0			0
Personal Property	0	0	0			0
Other:	0	0	0			0
<b>Total State and Local</b>	<b>0</b>	<b>0</b>	<b>0</b>			<b>0</b>
<b>Total Taxes</b>	<b>0</b>	<b>0</b>	<b>0</b>			<b>0</b>

Employment related costs (wages, taxes, etc.) are paid by Genpower Services and invoiced to Longview Power as part of a management agreement

**SUMMARY OF UNPAID POSTPETITION DEBTS**

	Number of Days Past Due					Total
	Current	0-30	31-60	61-90	Over 90	
Accounts Payable	421,655.48	268,438.26	348,930.08	0.00	0.00	<b>1,039,023.82</b>
Wages Payable	0.00	0.00	0.00	0.00	0.00	<b>0.00</b>
Taxes Payable	0.00	0.00	0.00	0.00	0.00	<b>0.00</b>
Rent/Leases-Building	0.00	0.00	0.00	0.00	0.00	<b>0.00</b>
Rent/Leases-Equipment	0.00	0.00	0.00	0.00	0.00	<b>0.00</b>
Secured Debt/Adequate Protection Payments	0.00	0.00	0.00	0.00	0.00	<b>0.00</b>
Professional Fees	0.00	0.00	0.00	0.00	0.00	<b>0.00</b>
Amounts Due to Insiders*	0.00	0.00	0.00	0.00	0.00	<b>0.00</b>
Other:	0.00	0.00	0.00	0.00	0.00	<b>0.00</b>
Other:	0.00	0.00	0.00	0.00	0.00	<b>0.00</b>
<b>Total Postpetition Debts</b>	<b>421,655.48</b>	<b>268,438.26</b>	<b>348,930.08</b>	<b>0.00</b>	<b>0.00</b>	<b>1,039,023.82</b>

Explain how and when the Debtor intends to pay any past-due postpetition debts.

Past due amounts are awaiting court approval to pay professional fees.

Employment related costs (wages, taxes, etc.) are paid by Genpower Services and invoiced to Longview Power as part of a management agreement

No activity for Longview Intermediate Holdings C

\*"Insider" is defined in 11 U.S.C. Section 101(31).

In re Longview Power LLC  
Debtor

Case No. 13-12211  
Reporting Period: January-14

**ACCOUNTS RECEIVABLE RECONCILIATION AND AGING**

Accounts Receivable Reconciliation	Amount	
<b>Total Accounts Receivable at the beginning of the reporting period</b>	<b>6,883,677.82</b>	
+ Amounts billed during the period	24,895,266.72	
- Amounts collected during the period	(10,427,711.62)	
- Amounts written off / expensed	0.00	
<b>Total Accounts Receivable at the end of the reporting period</b>	<b>21,351,232.92</b>	
Accounts Receivable Aging	Amount	
0 - 30 days old	21,345,895.05	
31 - 60 days old	5,337.87	
61 - 90 days old	0.00	
91+ days old	0.00	
<b>Total Accounts Receivable</b>	<b>21,351,232.92</b>	
Amount considered uncollectible (Bad Debt)		
<b>Accounts Receivable (Net)</b>	<b>21,351,232.92</b>	

ok

**DEBTOR QUESTIONNAIRE**

Must be completed each month	Yes	No
1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below.		XX
2. Have any funds been disbursed from any account other than a debtor in possession account this reporting period? If yes, provide an explanation below.		XX
3. Have all postpetition tax returns been timely filed? If no, provide an explanation below.	XX	
4. Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation below.	XX	
5. Has any bank account been opened during the reporting period? If yes, provide documentation identifying the opened account(s). If an investment account has been opened provide the required documentation pursuant to the Delaware Local Rule 4001-3.	XX	

[1]

Notes:

[1] Scotiabank Synthetic L/C [restricted] account opened 1/6/14; Union bank accounts 6712077100 & 6712077101 opened as required by DIP Financing (zero balance, no transactions in January)

## **EXHIBITS**

## Longview Power

## Balance Sheet

	January 2014 Current Month	August 2013 Petition Date	Net Change	
<b>Assets</b>				
<b>Cash</b>				
10100	Main Account (Revenue)	5,297,873	1,601,717	3,696,156
10105	Deposit Account (Construction)	-	1	(1)
10110	Disbursement Account	3,117,155	4,000,879	(883,724)
10199	Cash -Clearing	-	-	-
	<b>Total Cash</b>	<b>8,415,028</b>	<b>5,602,597</b>	<b>2,812,431</b>
<b>Accounts Receivable</b>				
10300	Accounts Receivable	21,333,960	7,564,109	13,769,851
10398	Accounts Receivable - Other	17,273	767,524	(750,251)
	<b>Total Accounts Receivable</b>	<b>21,351,233</b>	<b>8,331,632</b>	<b>13,019,600</b>
<b>Inventories</b>				
10700	Coal Inventories	4,998,815	5,859,863	(861,048)
10705	Limestone Inventories	71,975	95,460	(23,485)
10720	Spare Parts Inventories	9,030,529	8,844,632	185,897
10799	Supplies Inventories - Other	-	-	-
	<b>Total Inventories</b>	<b>14,101,319</b>	<b>14,799,954</b>	<b>(698,636)</b>
<b>Prepaid Expenses</b>				
10900	Prepaid Expenses	586,787	223,641	363,146
10905	Deposits	25,166,675	14,360,466	10,806,210
10915	Prepaid Insurance	2,239,146	921,864	1,317,282
10925	Prepaid IT/Software Support	198,189	161,377	36,812
10930	Prepaid MCDA Lease	(8,333)	33,871	(42,204)
10935	Prepaid Engineering Support	8,022	28,335	(20,313)
10940	Professional Retainers	539,492	2,023,234	(1,483,741)
	<b>Total Prepaid Expenses</b>	<b>28,729,977</b>	<b>17,752,787</b>	<b>10,977,190</b>
<b>Debt Issuance Cost</b>				
11105	Debt Issuance Costs - Current	-	-	-
11305	Debt Issuance Costs - Noncurrent	21,267,032	18,689,089	2,577,944
	<b>Net Debt Issuance Cost</b>	<b>21,267,032</b>	<b>18,689,089</b>	<b>2,577,944</b>
<b>Property &amp; Equipment</b>				
11500	Land	15,590,377	15,590,377	-
11505	Land Improvements	51,905,265	51,905,265	-
11530	Furniture & Fixtures	948,113	948,113	-
11535	Machinery & Equipment	1,673,283,818	1,672,436,012	847,806
11540	Rolling Stock	742,501	742,501	-
11545	Capital Leases	1,454,420	1,454,420	-
11550	Computer Hardware and Software	3,026,562	3,026,562	-
11590	Construction in Process	1,684,078	3,634,423	(1,950,345)
	<b>Total Property &amp; Equipment</b>	<b>1,748,635,134</b>	<b>1,749,737,673</b>	<b>(1,102,539)</b>
11735	AD - Machinery & Equipment	(94,823,899)	(75,956,500)	(18,867,399)
11745	AD - Capital Leases	(661,549)	(573,859)	(87,690)
	<b>Net Property &amp; Equipment</b>	<b>1,653,149,686</b>	<b>1,673,207,315</b>	<b>(20,057,628)</b>
<b>Intangible Asset (SO2 Allowances)</b>				
11900	Intangible Assets	8,148,681	8,148,681	-
11905	Accumulated Amortization	(1,121,877)	(949,848)	(172,029)
	<b>Net Intangible</b>	<b>7,026,803</b>	<b>7,198,833</b>	<b>(172,029)</b>
	<b>Total Assets</b>	<b>1,754,041,079</b>	<b>1,745,582,206</b>	<b>8,458,873</b>

## Balance Sheet

			January 2014	August 2013	Net Change	
<b>Liabilities &amp; Equity</b>						
<b>Accounts Payable</b>						
20100	Accounts Payable	PRE	565,356	1,294,813	(729,457)	
20100	Accounts Payable	Post	1,039,024	-	1,039,024	
20105	Accounts Payable - Clearing	Post	338,896	(0)	338,896	
20199	Accounts Payable - Other	Post	6,622,000	-	6,622,000	
	<b>Total Accounts Payable</b>		<b>8,565,276</b>	<b>1,294,813</b>	<b>7,270,463</b>	
<b>Intercompany</b>						
20305	Interco - GenPower Services		275,849	(1,161,039)	1,436,888	
20310	Interco - Longview Intermediate Holdings C		(4,500,000)	-	(4,500,000)	
20355	Interco - Dunkard Creek		115,822	(211,198)	327,020	
20360	Interco - Mepco, LLC	PRE	13,591,698	13,591,698	-	
20360	Interco - Mepco, LLC	Post	6,194,163	-	6,194,163	
20365	Interco - Coresco	PRE	265,614	265,614	-	
20365	Interco - Coresco	Post	293,036	-	293,036	
	<b>Total Intercompany</b>		<b>16,236,182</b>	<b>12,485,075</b>	<b>3,751,107</b>	
<b>Accrued Expenses</b>						
20800	Accrued Expenses	Utilities	PRE	51,039	51,039	-
20800	Accrued Expenses	Op Fees	PRE	113,254	113,254	-
20800	Accrued Expenses	Audit	Post	175,989	175,989	-
20800	Accrued Expenses		Post	244,427	-	244,427
20805	Accrued Expenses - PILOT		Post	2,419,117	1,473,282	945,835
20810	Accrued Interest		PRE	4,738,615	4,738,615	-
20810	Accrued Interest		Post	340,863	-	340,863
21705	Accrued Property Tax - Personal		Post	282,374	174,435	107,939
	<b>Total Accrued Expenses</b>		<b>8,365,678</b>	<b>6,726,615</b>	<b>1,639,064</b>	
<b>Accrued Payroll Related</b>						
21000	Accrued Salaries & Wages		Post	252,280	-	252,280
21010	Accrued Bonus AIP / Completion		[1]	822,675	2,259,229	(1,436,554)
21012	Accrued Bonus EAF		[1]	-	-	-
21015	Accrued Vacation		Post	210,286	94,334	115,952
21020	Accrued Sick		Post	164,267	164,949	(682)
21030	Accrued Holiday		Post	12,000	43,493	(31,493)
21099	Accrued Payroll - Other		Post	-	4,911	(4,911)
21205	Accrued Retirement Plans		Post	20,148	(2,158)	22,306
21300	Accrued Alimony / Child Support		Post	-	-	-
21595	Accrued Employee & Employer Taxes		Post	19,299	(4,729)	24,029
	<b>Total Accrued Payroll Related</b>		<b>1,500,955</b>	<b>2,560,029</b>	<b>(1,059,074)</b>	
<b>Other Current Liabilities---</b>						
21900	Long Term Debt - Current		PRE	459,015,347	459,015,347	-
21902	Original Issue Discount - Current		Post	(672,811)	-	(672,811)
21905	Capital Lease Obligations - Current		Post	306,036	266,466	39,571
21920	Price Risk Management - Current		PRE	-	-	-
21925	Short Term Note Payable		Post	1,472,482	209,572	1,262,909
21930	Interest Rate Swap - Current		PRE	1,642,792	1,642,792	-
21999	Other Current Liabilities		PRE	114,312	114,312	-
	<b>Total Other Current Liabilities</b>		<b>461,878,158</b>	<b>461,248,489</b>	<b>629,669</b>	
<b>Non-Current Liabilities</b>						
22100	Long Term Debt - Noncurrent		PRE	505,341,830	473,341,830	32,000,000



Longview Power

**Balance Sheet**

		<b>January 2014</b>	<b>August 2013</b>	<b>Net Change</b>
22102	Original Issue Discount - Non Current	Post (553,200)	-	(553,200)
22105	Capital Lease - Noncurrent	Post 336,407	486,485	(150,078)
22120	Price Risk Management - Noncurrent	PRE 4,165,000	4,165,000	-
22130	Interest Rate Swap - Noncurrent	-	-	-
22140	Letter of Credit Obligations - Non Current	Post 77,500,000	-	77,500,000
22199	Other Non-current Liabilities	PRE 4,166,287	4,280,599	(114,312)
	<b>Total Other Non-Current Liabilities</b>	<b>590,956,324</b>	<b>482,273,914</b>	<b>108,682,410</b>

Longview Power

**Balance Sheet**

		January 2014	August 2013	Net Change
<b>Equity</b>				
30100	Capital Contributions	1,045,181,561	1,045,181,561	-
30105	Capital Distributions	-	-	-
30115	Other Comprehensive Income (Loss)	(130,464,207)	(131,917,955)	1,453,747
00000..399	Retained Earnings			
	PRE	(134,270,336)	(134,270,336)	-
	Post	(113,908,513)	-	(113,908,513)
	<b>Total Partner Equity</b>	<b>666,538,505</b>	<b>778,993,270</b>	<b>(112,454,766)</b>
	<b>Total Liabilities &amp; Equity</b>	<b>1,754,041,079</b>	<b>1,745,582,206</b>	<b>8,458,873</b>
	Check	-	-	<b>0</b>

**Longview Power**  
**Internal Income Statement**  
**January 2014**

	<b>Current Month</b>	<b>Cumulative Since Filing</b>
<b>Revenues</b>		
Energy	\$ 24,481,208	\$ 81,002,707
Capacity	554,421	2,590,988
Energy / Capacity Hedge	-	-
Ancillary Services	131,766	667,329
Other Revenues	8,841	34,452
<b>Total Revenues</b>	<b>\$ 25,176,235</b>	<b>\$ 84,295,475</b>
<b>Fuel Cost</b>		
Coal	\$ 8,992,598	\$ 51,129,184
Natural Gas	81,700	289,139
Back Feed Power	296,968	410,337
Other Fuel	-	-
<b>Material Cost</b>		
Limestone	350,172	2,128,750
Hydrated Lime	42,141	233,438
Ammonia	170,654	964,304
Chemicals	29,114	254,394
Water Cost (inc disposal, exc. Non-EBITDA)	316,404	2,238,602
Other Material Expense	813	35,372
Ash Disposal	293,036	1,689,245
<b>Total Fuel and Material Cost</b>	<b>\$ 10,573,599</b>	<b>\$ 59,372,765</b>
<b>Labor Costs</b>		
Regular Wages	\$ 540,176	\$ 2,858,733
Overtime Wages	121,130	385,846
Bonus	424,213	354,660
Paid Leave (Vac, Hol, Sick, etc.)	29,800	227,299
Other Salaries & Wages	-	6,375
Employee Benefits (Med, Retire, etc.)	145,220	587,195
Payroll Taxes	101,422	242,003
<b>Operating Supplies &amp; Maintenance</b>		
Supplies, Parts & Repairs	147,566	1,206,271
Outside Maintenance Services	243,092	2,368,426
Equipment Fuel	48,251	153,734
Equipment Rentals / Leases	(12,120)	165,719
Other Maintenance Costs	33,560	185,411
Contract Services	47,826	261,608

**Longview Power**  
**Internal Income Statement**  
**January 2014**

	<b>Current Month</b>	<b>Cumulative Since Filing</b>
Utilities	3,057	42,214
Freight Costs	20,448	60,635
Environmental	10,100	1,576
PILOT	199,561	988,039
Information Technology	57,240	269,312
Communications	(2,077)	38,969
Insurance	210,784	1,091,095
Professional Services	813,607	6,232,594
Office Expenses	5,923	29,595
Banking Fees	57,360	166,592
Property / Other Taxes	19,993	107,980
Travel & Entertainment	5,899	49,774
Other Operating Expenses	79,407	381,506
<b>Total Operating Costs</b>	<b>\$ 3,351,437</b>	<b>\$ 18,463,162</b>
<b>EBITDA</b>	<b>\$ 11,251,199</b>	<b>\$ 6,459,548</b>
Less: Dunkard Charges (non-EBITDA portion)	(153,031)	(84,275,419)
Less: Depreciation & Amortization	(3,854,423)	(19,257,265)
Less: Interest	(1,626,336)	(5,197,307)
Less: Restructuring Costs	(1,630,638)	(8,708,189)
Hedge MtM Gain <Loss>	-	-
Asset Disposal Gain <Loss>	-	(2,707,882)
Other Income <Expense>	-	(221,999)
<b>Net Income Before Tax</b>	<b>\$ 3,986,771</b>	<b>\$ (113,908,513)</b>
Check	-	<b>(0)</b>

## Longview Intermediate Holdings C

## Balance Sheet

<b>Assets</b>	<b>January 2014 Current Month</b>	<b>August 2013 Petition Date</b>	<b>Net Change</b>
<b>Non Current Assets</b>			
Investment in Sub - Mepco	170,584,878	170,584,878	-
Investment in Sub - Longview Power	994,069,155	994,069,155	-
<b>Net Intangible</b>	<b>1,164,654,033</b>	<b>1,164,654,033</b>	-
<b>Total Assets</b>	<b>1,164,654,033</b>	<b>1,164,654,033</b>	-
<b>Liabilities &amp; Equity</b>			
<b>Equity</b>			
Capital Contributions	1,167,568,185	1,167,568,185	-
Retained Earnings      Beginning	(2,914,152)	(2,914,152)	-
Net Income <Loss> YTD	-	-	-
<b>Total Partner Equity</b>	<b>1,164,654,033</b>	<b>1,164,654,033</b>	-
<b>Total Liabilities &amp; Equity</b>	<b>1,164,654,033</b>	<b>1,164,654,033</b>	-
Check	-	-	-

