IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:

LONGVIEW POWER, LLC, et al.,¹

Chapter 11

Case No. 13-12211 (BLS)

Debtors.

Jointly Administered

(212) 446-4800

LONGVIEW DEBTORS' MONTHLY OPERATING REPORT FOR THE PERIOD ENDING SEPTEMBER 30, 2014

LONGVIEW DEBTORS' ADDRESS: 966 Crafts Run Road Maidsville, West Virginia 26541 **DEBTORS' ATTORNEYS:** Daniel J. DeFranceschi (No. 2732) Paul N. Heath (No. 3704) Zachary I. Shapiro (No. 5103) Marisa A. Terranova (No. 5396) **RICHARDS, LAYTON & FINGER, P.A. One Rodney Square** 920 North King Street Wilmington, Delaware 19801 Telephone: (302) 651-7700 Facsimile: (302) 651-7701 - and -Richard M. Cieri (admitted *pro hac vice*) Paul M. Basta, P.C. (admitted pro hac vice) **KIRKLAND & ELLIS LLP** 601 Lexington Avenue New York, New York 10022-4611

Telephone:

¹ 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.

Facsimile: (212) 446-4900

- and -

Ryan Preston Dahl (admitted *pro hac vice*) **KIRKLAND & ELLIS LLP** 300 North LaSalle Chicago, Illinois 60654 Telephone: (312) 862-2000 Facsimile: (312) 862-2200

Longview Power, LLC, et al.

REPORT PREPARER:

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 ("<u>MOR</u>") 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 ("<u>GAAP</u>") 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: October 27, 2014

/s/ Mark A. Joensen

Mark A. Joensen Chief Financial Officer UNITED STATES BANKRUPTCY COURT DISTRICT OF

In re_____Longview Power LLC_____

Case No. Reporting Period:

Period: September-14

13-12211

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

| REQUIRED DOCUMENTS | Form No. | Document Attached | Explanation Attached | Affidavit/Supplement Attached |
|--|----------|----------------------|-------------------------|----------------------------------|
| 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 | | 1 | | |
| 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

Mark, A. Joensen

Printed Name of Authorized Individual

Date

Date

Signature of Joint Debtor uthor ized Individual* urc

Date

2014

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

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 (CON'T)]

In re

| | | BA | NK ACCOUI | N15 | Restricted | CURRENT | MONTH | CUMULATIVE F | LING TO DA |
|---|---------------|-------------------------|-----------------------|----------------------|------------------|-----------------|---|--------------|---------------------|
| | Union Revenue | Union O&M / Interest | Union Construction | PNC Discretionary | Cash Accounts | ACTUAL | PROJECTED (FN 1) | ACTUAL | PROJECTED (FN 1) |
| ASH BEGINNING OF MONTH | 12,212,286 | 0 | 0 | 2,778,250 | 23,166,876 | 38,157,413 | | 19,963,062 | |
| | | A 1993 | | | | | a alter a | 그에서 나는 것이? | |
| ECEIPTS | | 1. A. M. | 181 | 0.15 | | | | | 1 |
| CASH SALES | | | | | | 0 | | 6,461 | |
| ACCOUNTS RECEIVABLE | 15,849,350 | | | 30,713 | | 15,880,062 | | 189,548,822 | |
| OANS AND ADVANCES - Scotiabank | | | | | | 0 | | 39,836,243 | |
| ALE OF ASSETS | | | | | | 0 | (i) | 0 | |
| CCOUNT INTEREST EARNED | 121 | | | | 19 | 140 | | 2,573 | |
| VERPAYMENTS / REFUNDS | | | | | | 0 | | 1,757,856 | |
| THER (ATTACH LIST) | | | | | | 0 | | 0 | |
| TRANSFERS (FROM DIP ACCTS) | | 23,085,523 | | 8,300,000 | | 31,385,523 | | 355,022,387 | |
| NTERCO COST SHARING (MEPCO) | 4,101,470 | | | | | 4,101,470 | | 4,101,470 | |
| TOTAL RECEIPTS | 19,950,941 | 23,085,523 | 0 | 8,330,713 | 19 | 51,367,195 | 0 | 590,275,812 | |
| | | | | | | | | | |
| DISBURSEMENTS | 100 | | | | | | 11 A. | | 1.0 |
| NET PAYROLL (to Genpower Services) | | 0 | | 599,532 | | 599,532 | | 7,205,311 | _ |
| PAYROLL TAXES (to Genpower Services) | | 0 | | 292,508 | | 292,508 | | 3,124,631 | |
| OTHER PAYROLL COSTS (to Genpower Services) | | 0 | | 72,486 | | 72,486 | | 970,144 | |
| PLANT PROCESS WATER (Dunkard) | | 4,200,838 | | 0 | | 4,200,838 | | 15,903,868 | |
| ANAGEMENT FEES (to Genpower Services) | | | | 3,450 | | 3,450 | | 303,450 | |
| COAL (Mepco) | | 9,900,068 | | | | 9,900,068 | | 100,298,082 | |
| ASH DISPOSAL (Coresco) | _ | 185,047 | | | | 185,047 | | 2,829,093 | |
| | | | | | | 0 | | 0 | |
| EMPLOYEE HEALTH / LIFE | | | | 115,772 | | 115,772 | | 1,466,255 | |
| PROPERTY / CASUALTY INSURANCE | | 12,070 | | 186,473 | | 198,543 | | 2,736,132 | |
| WARRANTY LITIGATION SUPPORT | | | | 1,886,512 | | 1,886,512 | | 16,273,217 | |
| SECURED/ RENTAL/ LEASES | | | | 51,808 | | 51,808 | | 973,341 | |
| DONATIONS | | | | 600 | | 600 | | 18,450 | |
| OPERATING & MAINTENACE (incl capex) | 1 | | | 4,047,860 | | 4,047,860 | | 39,395,098 | |
| ENERGY CAPACITY CHARGE | | 0 | | | | 0 | | 181,116 | |
| TAXES | | | | 44,842 | | 44,842 | | 2,680,080 | |
| BANKING FEES | | | 0 | 10,022 | | 10,022 | | 149,777 | |
| SCOTIABANK - DEBT ISSUANCE / LOAN FEES | | | | | | 0 | | 3,198,238 | |
| DUNKARD DEBT PAYDOWN | | | | | | 0 | _ | 6,194,782 | |
| PURCHASE GP SERVICES, DUNKARD BY LONGVIEW C | | | | | | 0 | | 4,500,000 | |
| APPALACHIAN STEWARTSHIP AGREEMENT | | | | | | 0 | | 500,000 | |
| TRANSFERS (TO DIP ACCTS) | 23,085,523 | 8,300,000 | | | | 31,385,523 | | 335,022,387 | |
| NTEREST | 20,000,023 | 487,500 | | | | 487,500 | | 8.051.021 | |
| PROFESSIONAL FEES (FN-2) | | -07.000 | | 1,569,130 | | 1,569,130 | | 23,721,112 | |
| JS TRUSTEE FEES | | | | 0 | | 0 | | 70,725 | |
| COURT COSTS | | | | 0 | | 0 | | 0 | |
| CONT C0212 | | | | | | 0 | | 0 | |
| FOTAL DISBURSEMENTS | 23,085,523 | 23,085,523 | 0 | 8,880,994 | 0 | 55,052,040 | 0 | | |
| TOTAL DISBURGEMENTS | 1 20,000,023 | 20,000,020 | | 2,300,094 | | Contraction (M) | | | |
| NET CASH FLOW | (3,134,582) | 0 | 0 | (550,282) | 19 | (3,684,845) | 0 | 14,509,506 | |
| | | | | | | | | | |

THE FOLLOWING SECTION MUST BE COMPLETED

| TOTAL DISBURSEMENTS | \$55,052,039.63 |
|--|-------------------|
| LESS: TRANSFERS TO DEBTOR IN POSSESSION ACCOUNTS | (\$31,385,522.66) |
| PLUS: ESTATE DISBURSEMENTS MADE BY OUTSIDE SOURCES (i.e. from escrow accounts) | 5 |
| TOTAL DISBURSEMENTS FOR CALCULATING U.S. TRUSTEE QUARTERLY FEES | \$23,666,516.97 |

FN1 - See attached for projected receipts and disbursements

FN2 - Includes restructuring professional fee payments for both debtors and creditors. Schedule MOR-1b only includes debtor-side professional fee payments

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In re____Longview Power LLC_ Debtor Case No. _____13-12211_____ Reporting Period: _____ September-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.

| ALANCE PER BOOKS | Unio | n Revenue 9,077,704.41 | Unio | n O&M 0.00 | Union Co | onstruction 0.00 | PNC D | iscretionary 2,227,968.22 | Restricted | Cash Accounts 23,166,895. |
|--|------|---------------------------------------|-------|---------------|----------|---------------------|---------------------|------------------------------|------------|------------------------------|
| | | 9,077,680.20 | | 0.00 | | 0.00 | | 2,868,556.85 | | 23,166,895. |
| ANK BALANCE P) DEPOSITS IN TRANSIT (ATTACH LJST) | 14 | 0.00 | | 0.00 | _ | 0.00 | | 246.96 | | 0.0 |
|) OUTSTANDING CHECKS (ATTACH LIST) | | 0.00 | | 0.00 | | 0.00 | | (640,835.58) | | 0.0 |
| THER (ATTACH EXPLANATION) | | 24,21 | | 0.00 | | 0.00 | | (0.01) | | 0.0 |
| DJUSTED BANK BALANCE * | | 9,077,704.41 | | 0.00 | | 0.00 | | 2,227,968.22 | | 23,166,895. |
| Adjusted bank balance must equal | | | | | _ | | | | | |
| balance per books | 5 | | | | | | | | | |
| | | · · · · · · · · · · · · · · · · · · · | | | | | | | | |
| EPOSITS IN TRANSIT | Date | Amount | Date | Amount | Date | Amount | Date | Amount | Date | Amount |
| | | | | | 01.11 | | <u></u> | | Ch # | Arrount |
| HECKS OUTSTANDING | Ck # | Amount | Ch. # | Amount | Ck.# | Amount | Ck. # | Amount 120,52 | Ck. # | Amount |
| ECURE US | - | | | | | <u> </u> | 7610 9099 | 2,890.00 | | |
| MERICAN PLATING POWER LLC | | | | | | | 9099 | 70,000.00 | | |
| CF INTERNATIONAL | | | | | | | 9124 | 7,720,15 | | |
| ICK MAIHAK INCORPORATED | | | | | | | 9147 | 4,281.68 | | |
| IR TECHNOLOGIES | - | | | | | | 9170 | 130,390.88 | | |
| IRGAS SPECIALTY PRODUCTS INCORPORATED | | | | | | | 9171 | 2,184.00 | | |
| LSTOM POWER INCORPORATED | | | | | | | 9172 | 659.46 | | |
| PPLIED INDUSTRIAL TECHNOLOGIES | 10 | | | | | | 9173 | | | |
| PPLIED MAINTENANCE SUPPLIES & SOLUTIONS RGA CONTROLS C/O ELECTRO SWITCH CORPORATION | | | | | | | 9174 | 260.46 | | |
| UBREY HUNT | | | | | | | 9175 | | | |
| ANON FINANCIAL SERVICES | | | | | | | 9176 | | | |
| ED/MOSEBACH ELECTRIC SUPPLY | - | | | | | | 9177 | | | |
| ED/MOSEBACH ELECTRIC SUPPLY | | | | | | | 9178 | | | |
| IN TAS CORPORATION LAYTON ENGINEERING COMPANY | | | | | - | 1 | 9179 | | | |
| WM ENVIRONMENTAL | | 1 | | | | | 9181 | 745.00 | | |
| AVIS VISION | | | | | | | 9182 | | | |
| IAMOND POWER SPECIALTY COMPANY | | | | | | | 9183 | | | |
| OMINION HOPE | 1 | | | | | | 9184 | 64,427,38 | | |
| ONLEY HOLDINGS LLC | | | | | | | 9185 | 1,243.65 | | |
| D AND MARK LOCKSMITH | | | | | | | 9186 | 174.90 | | |
| NERGY PIPING INCORPORATED | 17 | | | | | | 9187 | 1,572.27 | | |
| PICOR SOFTWARE CORPORATION | 3 | 1 | | | | | 9188 | 742.00 | | |
| VOQUA WATER TECHNOLOGIES | 9 | | | | | | 9190 | | | |
| ASTENAL INDUSTRIAL AND CONSTRUCTION SUPPLY | 2 | | | | | | 9191 | 23,964.98 | | |
| CX PERFORMANCE | × | | | | | | 9192 | 5,794.17 | | |
| EDEX | 8 | | · | | | | 9193 | 213.10 | | |
| E BETZ INCORPORATED | 4 | | | | | | 9195 | | | |
| UTTMAN OIL | | | | | | | 9197 | | | |
| ACH COMPANY | W | | | | | | 9198 | | | |
| CE DATA | | | | | | | 9199 | | | |
| NFOR GLOBAL SOLUTIONS INCORPORATED | | | | | | | 9201 | 795.00 | | |
| NSIGHT SERVICES | | | | | | | 9202 | | | |
| ACKIE FLETCHER | | | | | | | 9203 | | | |
| AISER'S COFFEE AND CANDY INCORPORATED | | | | | | | 9204 | | | |
| LAUS METER AND PUMP INCORPORATED | .00 | | | | | | 9205 | | | |
| URZ INSTRUMENTS C/O ANDREWS INDUSTRIAL CONTROLS | 0 | | | | | | 9206 | | | |
| UBRICATION ENGINEERS INCORPORATED | | | | | | | 9208 | | | |
| ATHESON TRI-GAS INCORPORATED | | | | | | | 9209 | | | |
| ICMASTER CARR | | | - | | | | 9210 | | | |
| TECHANICAL DYNAMICS AND ANALYSIS LTD | - | | | | | | 9211 | | | |
| IERRILL COMMUNICATIONS LLC | | - | | | | | 9212 | | | |
| IETSO MINERALS | 2 | | | | | | <u>9213</u> 9214 | | | |
| ION POWER | | | | | | | 9214 | | | |
| IORRIS NICHOLS ARSHT AND TUNNELL LLP | | | | | | - | 9215 | | | |
| IOTION INDUSTRIES | | | | | | | 9216 | | | |
| IPW INDUSTRIAL SERVICES | 25 | | | | - | | 9217 | | | 1 |
| TIS ELEVATOR | | | | | | | 9210 | | | |
| VIVO USA, LLC | | | | | | | 9219 | | | |
| PC LUBRICANTS REISER SCIENTIFIC INCORPORATED | | | | | | 1 | 9221 | | | |
| | | | | | 7 | | 9222 | | | |
| ROENERGY CRAFTS INCORPORATED MB CONSULTING AND RESEARCH INCORPORATED | | | | 1 | - | | 9224 | | | |
| VM ENTERPRISE INCORPORATED | | | | | | | 9225 | | | |
| CHROCK FENCE COMPANY | | | | | | | 9226 | | | |
| COTT ELECTRIC COMPANY | | | | | 1 | | 9227 | | | |
| TAGGERS LANDSCAPING | | | | | | | 9228 | | | |
| UNBELT RENTALS INCORPORATED | | 1 | | | | | 9229 | | | |
| HE MACOMB GROUP/AKRON | | | | | | | 9230 | 4,724.33 | | |
| CC | | | | | | | 9231 | | | |
| NIVAR USA INCORPORATED | | | | | | | 9232 | | | |
| PS | | | | | | 11 | 9233 | 3 780.13 | | |
| PS FREIGHT | | | | | | | 9234 | | | |
| ERSITECH | | | | | | | 9235 | | | |
| /EST PENN POWER | | | | | | | 9236 | | | |
| ILLIAMS SCOTSMAN INCORPORATED | | | | | | | 9231 | 7 1,128.85 | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| THER | | | | | - | | 1 | | | |
| econciliation Adjustment | | 24.21 | | | | | | (0.01) | | |
| nknown ACH Deduction Being Researched by Bank | 11 | | | | - | | | | | |
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Debtor Restructuring professionals; NOT litigation

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

SCHEDULE OF PROFESSIONAL FEES AND EXPENSES PAID

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

| | | Amount | 1 10 2 20 | Ċ | Check | Amount Paid | t Paid | Year-To-Date | -Date |
|-------------------------|-------------------|--------------|----------------|--------|------------|-------------|-----------|--------------|------------|
| Раме | Period Covered | Approved | Payor | Number | Date | Fees | Expenses | Fees | Expenses |
| i ajoc | | | | | | | | | |
| Donlin Recano & Company | August 2013 | _ | Longview Power | Wire | 10/8/2013 | 40,358.85 | 3,989.32 | | |
| Donlin Recano & Company | 11/25/13 (bar not | 37,219.40 L | Longview Power | wire | 11/21/2013 | 00.0 | 37,219.40 | | |
| Donlin Recano & Company | 8/30/13-10/31/13 | 179,000.40 L | Longview Power | wire | 12/5/2013 | 139,092.20 | 39,908.20 | | |
| Donlin Recano & Company | 10/1-11/30/13 | _ | Longview Power | Wire | 1/30/2014 | 1,542.40 | 227.19 | | |
| Donlin Recano & Company | 12/1-12/31/13 | 27,335.67 L | Longview Power | Wire | 2/25/2014 | 15,343.60 | 11,992.07 | | |
| Donlin Recano & Company | 1/1/14-1/31/14 | | Longview Power | wire | 3/6/2014 | 64,438.21 | 11,764.11 | | |
| Donlin Recano & Company | 11/1/13-12/31/13 | | Longview Power | wire | 3/19/2014 | 226,370.92 | 62,648.63 | | |
| Donlin Recano & Company | 8/30/13-12/31/13 | 4,231.40 L | Longview Power | wire | 3/28/2014 | 4,231.40 | 00.00 | | |
| Donlin Recano & Company | 2/1/14-2/28/14 | 76,647.18 L | Longview Power | wire | 3/28/2014 | 60,304.16 | 16,343.02 | | |
| Donlin Recano & Company | 1/1/14-1/31/14 | | Longview Power | wire | 4/8/2014 | 7,362.16 | 969.11 | | |
| Donlin Recano & Company | 3/1/14-3/31/14 | _ | Longview Power | wire | 4/28/2014 | 51,957.36 | 11,383.68 | | |
| Donlin Recano & Company | 2/1/14-2/28/14 | | Longview Power | wire | 4/30/2014 | 2,576.96 | 142.52 | | |
| Donlin Recano & Company | 4/1/14-4/30/14 | 35,311.95 L | Longview Power | 8190 | 6/5/2014 | 31,016.04 | 4,295.91 | | |
| Donlin Recano & Company | 3/1/14-3/31/14 | | Longview Power | 8190 | 6/5/2014 | 556.32 | 29.58 | | |
| Donlin Recano & Company | 5/1/14-5/31/14 | 98,724.34 L | Longview Power | wire | 6/26/2014 | 77,404.19 | 21,320.15 | | |
| Donlin Recano & Company | 1/1/14-3/31/14 | 2,623.86 L | Longview Power | wire | 6/27/2014 | 2,623.86 | 00.00 | | |
| Donlin Recano & Company | 4/1/14-4/30/14 | | Longview Power | wire | 6/30/2014 | 367.36 | 2,863.29 | | |
| Donlin Recano & Company | 6/1/14-6/30/14 | 99,494.34 L | Longview Power | 8691 | 7/31/2014 | 79,490.93 | 20,003.41 | | |
| Donlin Recano & Company | 5/1/14-5/31/14 | _ | Longview Power | wire | 7/28/2014 | 4,151.44 | 61.30 | | |
| Donlin Recano & Company | 6/1/14-6/30/14 | 3,725.38 L | Longview Power | wire | 8/26/2014 | 3,615.12 | 110.26 | | |
| Donlin Recano & Company | 7/1/14-7/31/14 | _ | Longview Power | 8995 | 9/5/2014 | 54,990.56 | 12,182.67 | | |
| Donlin Recano & Company | 8/1/14-8/31/14 | _ | Longview Power | 9111 | 9/18/2014 | 37,123.28 | 6,459.19 | | |
| Donlin Recano & Company | 4/1/14-6/30/14 | 2,033.48 L | Longview Power | wire | 9/19/2014 | 2,033.48 | 0.00 | | |
| Donlin Recano & Company | 7/1/14-7/31/14 | 5,505.34 L | Longview Power | wire | 9/25/2014 | 5,440.48 | 64.86 | 912,391.28 | 263,977.87 |
| 1.1.2.2 | 8/30/13-9/30/13 | | Longview Power | Wire | 1/30/2014 | 26,651.34 | 00.00 | | |
| Ernst & Young | 10/1/13-10/31/13 | _ | Longview Power | Wire | 1/30/2014 | 211,380.38 | 0.00 | | |
| Ernst & Young | 11/1/13-12/31/13 | | Longview Power | wire | 3/14/2014 | 69,514.02 | 00.0 | | |
| Ernst & Young | 8/30/13-12/31/13 | 94,321.95 L | Longview Power | wire | 3/24/2014 | 94,321.95 | 0.00 | | |
| Ernst & Young | 1/1/14-1/31/14 | _ | Longview Power | Wire | 4/15/2014 | 154,671.06 | 0.00 | | |
| Ernst & Young | 2/1/14-2/28/14 | 278,720.62 | Longview Power | wire | 5/2/2014 | 275,559.40 | 3,161.22 | | |
| Ernst & Young | 3/1/14-3/31/14 | 555,726.17 L | Longview Power | wire | 6/17/2014 | 542,600.41 | 13,125.76 | | |
| Ernst & Young | 1/1/14-3/31/14 | _ | Longview Power | wire | 6/26/2014 | 243,207.72 | 00.0 | | |
| Ernst & Young | 4/1/14-4/30/14 | 469,170.32 L | Longview Power | wîre | 6/30/2014 | 464,165.62 | 5,004.70 | | |
| Ernst & Young | 5/1/14-5/31/14 | 119,664.00 L | Longview Power | wire | 8/20/2014 | 115,290.28 | 4,373.72 | | |
| Ernst & Young | 6/1/14-6/30/14 | 68,863.00 | Longview Power | wire | 9/9/2014 | 68,863.00 | 00.00 | | |
| | | | | | | | | | |

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FORM MOR-1b (04/07)

| Ernst & Young | 4/1/14-6/30/14 | 162.079.73 Lonaview Power | wire | 9/19/2014 | 162,079.73 | 0.00 | | |
|--------------------------|------------------|---------------------------|------|------------|------------|-----------|--------------|------------|
| Ernst & Young | 7/1/14-7/31/14 | 52,079.86 Longview Power | wire | 9/29/2014 | 52,079.86 | 0.00 | 2,480,384.77 | 25,665.40 |
| Kirkland & Ellis LLP | 8/30/13-9/30/13 | 654,063.84 Longview Power | Wire | 1/2/2014 | 633,788.40 | 20,275.44 | | |
| Kirkland & Ellis LLP | 10/1-10/31/13 | 537,950.83 Longview Power | Wire | 1/15/2014 | 507,248.21 | 30,702.62 | | |
| Kirkland & Ellis LLP | 11/1-11/30/13 | 948,019.70 Longview Power | Wire | 2/12/2014 | 929,355.20 | 18,664.50 | | |
| Kirkland & Ellis LLP | 12/1/13-12/31/13 | 693,630.15 Longview Power | wire | 3/6/2014 | 648,308.80 | 45,321.35 | | |
| Kirkland & Ellis LLP | 8/30/13-12/31/13 | 0 | wire | 3/28/2014 | 717,110.20 | 0.00 | | |
| Kirkland & Ellis LLP | 1/1/14-1/31/14 | 749,321.17 Longview Power | Wire | 4/7/2014 | 725,647.20 | 23,673.97 | | |
| Kirkland & Ellis LLP | 2/1/14-2/28/14 | 834,774.53 Longview Power | Wire | 4/30/2014 | 811,552.80 | 23,221.73 | | |
| Kirkland & Ellis LLP | 3/1/14-3/31/14 | 464,021.04 Longview Power | Wire | 6/11/2014 | 432,858.40 | 31,162.64 | | |
| Kirkland & Ellis LLP | 1/1/14-3/31/14 | 491,661.43 Longview Power | Wire | 6/26/2014 | 491,661.43 | 0.00 | | |
| Kirkland & Ellis LLP | 4/1/14-4/30/14 | 238,130.33 Longview Power | Wire | 7/1/2014 | 224,992.80 | 13,137.53 | | |
| Kirkland & Ellis LLP | 5/1/14-5/31/14 | 373,335.19 Longview Power | Wire | 7/28/2014 | 357,046.40 | 16,288.79 | | |
| Kirkland & Ellis LLP | 6/1/14-6/30/14 | 481,850.98 Longview Power | Wire | 8/26/2014 | 449,006.00 | 32,844.98 | | |
| Kirkland & Ellis LLP | 4/1/14-6/30/14 | 0 | Wire | 9/19/2014 | 257,761.30 | 00.00 | | |
| Kirkland & Ellis LLP | 7/1/14-7/31/14 | 400,430.52 Longview Power | Wire | 9/29/2014 | 376,689.20 | 23,741.32 | 7,563,026.34 | 279,034.87 |
| Lazard Freres & Company | 10/1/13-10/31/13 | 140,000.00 Longview Power | wire | 11/27/2013 | 140,000.00 | 00.0 | | |
| Lazard Freres & Company | 11/1-11/30/13 | 140,000.00 Longview Power | Wire | 1/10/2014 | 140,000.00 | 00.0 | | |
| Lazard Freres & Company | 12/1-12/31/13 | 140,000.00 Longview Power | Wire | 1/27/2014 | 140,000.00 | 00.00 | | |
| Lazard Freres & Company | 1/1-1/31/14 | 140,000.00 Longview Power | 7175 | 2/21/2014 | 140,000.00 | 00.00 | | |
| Lazard Freres & Company | 2/1/14-2/28/14 | 140,000.00 Longview Power | wire | 3/10/2014 | 140,000.00 | 00.00 | | |
| Lazard Freres & Company | 8/30/13-12/31/13 | 135,688.58 Longview Power | wire | 3/28/2014 | 140,000.00 | -4,311.42 | | |
| Lazard Freres & Company | 3/1/14-3/31/14 | 140,221.02 Longview Power | Wire | 4/10/2014 | 140,000.00 | 221.02 | | |
| Lazard Freres & Company | 4/1/14-4/30/14 | 140,000.00 Longview Power | wire | 5/12/2014 | 140,000.00 | 00.00 | | |
| Lazard Freres & Company | 5/1/14-5/30/14 | 140,000.00 Longview Power | wire | 6/16/2014 | 140,000.00 | 00.0 | | |
| Lazard Freres & Company | 9/1/13-9/30/13 | 140,000.00 Longview Power | wire | 6/26/2014 | 140,000.00 | 0.00 | | |
| Lazard Freres & Company | 1/1/14-3/31/14 | 105,000.00 Longview Power | wire | 6/27/2014 | 105,000.00 | 00.0 | | |
| Lazard Freres & Company | 6/1/14-6/30/14 | 140,000.00 Longview Power | wire | 8/6/2014 | 140,000.00 | 00.0 | | |
| Lazard Freres & Company | 7/1/14-7/31/14 | 140,291.76 Longview Power | wire | 8/21/2014 | 140,000.00 | 291.76 | | |
| Lazard Freres & Company | 4/1/14-6/30/14 | 105,000.00 Longview Power | wire | 9/19/2014 | 105,000.00 | 0.00 | 1,890,000.00 | -3,798.64 |
| Richards Layton Finger | 8/30/13-9/30/13 | 169,218.60 Longview Power | wire | 12/5/2013 | 154,422.40 | 14,796.20 | | |
| Richards Layton & Finger | 10/1-11/30/13 | 173,338.09 Longview Power | Wire | 1/30/2014 | 161,460.80 | 11,877.29 | | |
| Richards Layton & Finger | 12/1/13-12/31/13 | 75,499.43 Longview Power | wire | 3/10/2014 | 67,170.00 | 8,329.43 | | |
| Richards Layton & Finger | 8/30/13-12/31/13 | 95,763.30 Longview Power | wire | 3/28/2014 | 95,763.30 | 0.00 | | |
| Richards Layton & Finger | 1/1/14-1/31/14 | 67,019.41 Longview Power | Wire | 4/7/2014 | 62,744.40 | 4,275.01 | | |
| Richards Layton & Finger | 2/1/14-2/28/14 | 83,603.37 Longview Power | Wire | 4/30/2014 | 77,426.00 | 6,177.37 | | |
| Richards Layton & Finger | 3/1/14-3/31/14 | 68,809.60 Longview Power | 8244 | 6/5/2014 | 61,779.60 | 7,030.00 | | |
| Richards Layton & Finger | 4/1/14-4/30/14 | 31,615.38 Longview Power | Wire | 6/26/2014 | 30,530.40 | 1,084.98 | | |
| Richards Layton & Finger | 1/1/14-3/31/14 | 50,487.50 Longview Power | Wire | 6/27/2014 | 50,487.50 | 0.00 | | |
| Richards Layton & Finger | 5/1/14-5/31/14 | 57,987.88 Longview Power | Wire | 7/28/2014 | 54,873.20 | 3,114.68 | | |
| Richards Layton & Finger | 6/1/14-6/30/14 | 99,535.93 Longview Power | Wire | 8/26/2014 | 91,792.80 | 7,743.13 | | * |
| Richards Layton & Finger | 4/1/14-6/30/14 | 44,299.10 Longview Power | Wire | 9/19/2014 | 44,299.10 | 00.0 | | 1 |
| Richards Layton & Finger | 7/1/14-7/31/14 | 67,629.44 Longview Power | Wire | 9/15/2014 | 64,862.80 | 2,766.64 | 1,017,612.30 | 67,194.73 |
| | - C | | | | | | | |
| | | | | | | | | |

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FORM MOR-1b (04/07)

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Longview Power LLC In re Debtor

Case No. ____13-12211____ Reporting Period: _____September-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 |
|-----------------------|-------------------------------|----------------------------------|----------------|--------------|---------------------|----------------------------|
| Federal | | | | | | |
| 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 |
| Total Federal Taxes | 0 | 0 | 0 | | | 0 |
| State and Local | A CARLER AND A CARLER AND A | 1-2-2 | | | | |
| 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 |
| Total State and Local | 0 | 0 | 0 | | | 0 |
| Total Taxes | 0 | 0 | 0 | | | 0 |

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 D | Days Past Due | | |
|---|------------|------------|-------------|---------------|---------|------------|
| | Current | 0-30 | 31-60 | 61-90 | Over 90 | Total |
| Accounts Payable | 107,192.27 | 203,330.07 | -10,716.77 | 0.00 | -73.91 | 299,731.66 |
| Wages Payable | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Taxes Payable | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Rent/Leases-Building | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Rent/Leases-Equipment | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Secured Debt/Adequate Protection Payments | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Professional Fees | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Amounts Due to Insiders* | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Other: | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Other: | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Total Postpetition Debts | 107,192.27 | 203,330.07 | -10,716.77 | 0.00 | -73.91 | 299,731.66 |

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).

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In re Longview Power LLC Debtor

Case No. ___13-12211____ Reporting Period: ____ September-14

ACCOUNTS RECEIVABLE RECONCILIATION AND AGING

| Accounts Receivable Reconciliation | Amount |
|--|-----------------|
| Total Accounts Receivable at the beginning of the reporting period | 5,610,036.42 |
| + Amounts billed during the period | 16,410,157.12 |
| - Amounts collected during the period | (15,880,062.11) |
| - Amounts written off / expensed | 0.00 |
| Total Accounts Receivable at the end of the reporting period | 6,140,131.43 |
| Accounts Receivable Aging | Amount |
| 0 - 30 days old | 6,108,747.30 |
| 31 - 60 days old | 27,531.02 |
| 61 - 90 days old | 0.00 |
| 91+ days old | 3,853.11 |
| Total Accounts Receivable | 6,140,131.43 |
| Amount considered uncollectible (Bad Debt) | |
| Accounts Receivable (Net) | 6,140,131.43 |

DEBTOR QUESTIONNAIRE

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

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Balance Sheet

| | Assets | September 2014 Current Month | August 2013 Petition Date | Net Change |
|----------------|--|---------------------------------|--------------------------------------|-----------------------------------|
| | Cash | | | |
| 10100 | Main Account (Revenue) | 9,077,704 | 1,601,717 | 7,475,988 |
| 10105 | Deposit Account (Construction) | (B) | 1 | (1) |
| 10110 | Disbursement Account | 2,227,968 | 4,000,879 | (1,772,911) |
| 10199 | Cash -Clearing | 11 205 672 | 5,602,597 | 5,703,076 |
| | Total Cash | 11,305,673 | 5,002,597 | 5,705,070 |
| | Accounts Receivable | | | |
| 10300 | Accounts Receivable | 6,136,278 | 7,564,109 | (1,427,830) |
| 10398 | Accounts Receivable - Other | 3,853 | 767,524 | (763,671) |
| | Total Accounts Receivable | 6,140,131 | 8,331,632 | (2,191,501) |
| | Inventories | | | |
| 10700 | Coal Inventories | 6,712,479 | 5,859,863 | 852,617 |
| 10705 | Limestone Inventories | 92,040 | 95,460 | (3,420) |
| 10720 | Spare Parts Inventories | 9,165,553 | 8,844,632 | 320,921 |
| 10799 | Supplies Inventories - Other | | | 4 470 447 |
| | Total Inventories | 15,970,072 | 14,799,954 | 1,170,117 |
| | Prepaid Expenses | | | |
| 10900 | Prepaid Expenses | 227,017 | 223,641 | 3,375 |
| | 3: Deposits / Restricted Cash | 23,166,896 | 14,360,466 | 8,806,430 |
| 10915 | Prepaid Insurance | 604,111 | 921,864 | (317,753) |
| 10925 | Prepaid IT/Software Support | 149,799 25,000 | 161,377 33,871 | (11,578) (8,871) |
| 10930 10935 | Prepaid MCDA Lease Prepaid Engineering Support | 25,000 | 28,335 | (28,335) |
| 10935 | Professional Retainers | 513,571 | 2,023,234 | (1,509,663) |
| 10010 | Total Prepaid Expenses | 24,686,393 | 17,752,787 | 6,933,606 |
| | Debt Issuance Cost | | | |
| 11105 | Debt Issuance Costs - Current | 5,294,181 | - | 5,294,181 |
| 11305 | Debt Issuance Costs - Noncurrent | 3,109,035 | 18,689,089 | (15,580,054) |
| | Net Debt Issuance Cost | 8,403,216 | 18,689,089 | (10,285,872) |
| | Property & Equipment | | | |
| 11500 | Land | 15,590,377 | 15,590,377 | 2,43 |
| 11505 | Land Improvements | 52,038,035 | 51,905,265 | 132,770 |
| 11530 | Furniture & Fixtures | 948,113 | 948,113 | - |
| 11535 | Machinery & Equipment | 1,674,010,893 | 1,672,436,012 | 1,574,881 |
| 11540 | Rolling Stock | 768,979 | 742,501 | 26,477 |
| 11545 | Capital Leases | 1,454,420 | 1,454,420 | 00.540 |
| 11550 | Computer Hardware and Software | 3,050,103 | 3,026,562 | 23,540 |
| 11590 | Construction in Process | 11,902,359 | 3,634,423 | 8,267,936 |
| 44705 | Total Property & Equipment | 1,759,763,278 | 1,749,737,673 (75,956,500) | 10,025,605 (49,149,503) |
| 11735 11745 | AD - Machinery & Equipment AD - Capital Leases | (125,106,003) (800,065) | (75,956,500) | (226,206) |
| 11745 | Net Property & Equipment | 1,633,857,210 | 1,673,207,315 | (39,350,105) |
| | | | · · · | |
| 11000 | Intangible Asset (SO2 Allowances) Intangible Assets | 8,148,681 | 8,148,681 | - |
| 11900 11905 | Accumulated Amortization | (1,418,748) | (949,848) | (468,900) |
| 11300 | Net Intangible | 6,729,932 | 7,198,833 | (468,900) |
| | Total Assets | 4 707 000 007 | 1 745 500 000 | (20,400,570) |
| | Total Assets | 1,707,092,627 | 1,745,582,206 | (38,489,579) |

Liabilities & Equily -12211-BLS Doc 1552 Filed 10/27/14 Page 12 of 17

| | Accounts Payable | DDE | 000 700 | 1 059 100 | (700 457) |
|----------------|--|--------------|--------------------------|-----------------|--------------------------|
| 20100 | Accounts Payable | PRE | 928,703 | 1,658,160 | (729,457) 299,732 |
| 20100 | Accounts Payable | Post | 299,732 | - (0) | 561,400 |
| 20105 | Accounts Payable - Clearing | Post Post | 561,400 4,243,391 | (0) | 4,243,391 |
| 20199 | Accounts Payable - Other | PUSI | | 1 659 160 | 4,375,066 |
| | Total Accounts Payable | | 6,033,226 | 1,658,160 | 4,575,000 |
| | Intercompany | | | | |
| 20305 | Interco - GenPower Services | | 108,095 | (1,161,039) | 1,269,135 |
| 20310 | Interco - Longview Intermediate Holdings C | | (4,500,000) | 2 | (4,500,000) |
| 20355 | Interco - Dunkard Creek | | (82,056,969) | (211,198) | (81,845,771) |
| 20360 | Interco - Mepco, LLC | PRE | 13,591,698 | 13,591,698 | |
| 20360 | Interco - Mepco, LLC | Post | 8,209,211 | | 8,209,211 |
| 20365 | Interco - Coresco | PRE | 265,614 | 265,614 | |
| 20365 | Interco - Coresco | Post | 0 | | 0 |
| | Total Intercompany | | (64,382,349) | 12,485,075 | (76,867,425) |
| | Accrued Expenses | | | | |
| 20800 | Accrued Expenses Utilities | PRE | | :# | - |
| 20800 | Accrued Expenses Op Fees | Post | 113,254 | 113,254 | - |
| 20800 | Accrued Expenses Audit | Post | 175,989 | 175,989 | - |
| | | | 55,660 | 110,000 | 55,660 |
| 20800 | | Post Post | 1,721,045 | 1,473,282 | 247,763 |
| 20805 20810 | Accrued Expenses - PILOT Accrued Interest | PRE | 1,721,045 | 4,738,615 | (4,738,615) |
| 20810 | Accrued Interest | Post | 672,570 | -,750,015 | 672,570 |
| 20810 | Accrued Property Tax - Personal | Post | 219,779 | 174,435 | 45,344 |
| 21703 | Total Accrued Expenses | 1 030 | 2,958,298 | 6,675,576 | (3,717,278) |
| | | | | | |
| | Accrued Payroll Related | | | | ATA 474 |
| 21000 | Accrued Salaries & Wages | Post | 270,350 | | 270,350 |
| 21010 | Accrued Bonus AIP / Completion | [1] | 1,960,625 | 2,259,229 | (298,604) |
| 21012 | Accrued Bonus EAF | [1] | 98,730 | - | 98,730 |
| 21015 | Accrued Vacation | Post | 215,119 | 94,334 | 120,784 |
| 21020 | Accrued Sick | Post Post | 185,783 | 164,949 | 20,834 |
| 21030 21099 | Accrued Holiday Accrued Payroll - Other | Post | 44,144 | 43,493 4,911 | 651 (4,911) |
| 21099 | Accrued Retirement Plans | Post | 28,997 | (2,158) | 31,155 |
| 21205 | Accrued Alimony / Child Support | Post | 2,015 | (2,100) | 2,015 |
| 21595 | Accrued Employee & Employer Taxes | Post | 103,096 | (4,729) | 107,826 |
| 21000 | Total Accrued Payroll Related | | 2,908,859 | 2,560,029 | 348,830 |
| | | | | | |
| 24000 | Other Current Liabilities | DDE | 030 357 170 | 150 015 217 | 172 211 020 |
| 21900 | Long Term Debt - Current | PRE | 932,357,178 (672,811) | 459,015,347 | 473,341,830 (672,811) |
| 21902 | Original Issue Discount - Current Capital Lease Obligations - Current | Post Post | 279,135 | 266,466 | 12,669 |
| 21905 21920 | Price Risk Management - Current | PRE | - 279,135 | 200,400 | 12,009 |
| 21920 | Short Term Note Payable | Post | - | 209,572 | (209,572) |
| 21925 | Interest Rate Swap - Current | PRE | 1,642,792 | 1,642,792 | (200,012) |
| 21930 | Letter of Credit Obligation - Current | Post | 77,500,000 | 1,042,732 | 77,500,000 |
| 21940 | Other Current Liabilities | Post | 124,344 | 114,312 | 10,032 |
| Z 1000 | | 1 0 3 1 | 127,077 | 117,016 | 10,002 |

| | Non-Curren Cashila - 12211-BLS | Doc 1552 | Filed 10/27/14 | Page 13 of 17 | |
|---------|--|----------|----------------|------------------|---------------|
| 22100 | Long Term Debt - Noncurrent | PRE | 9 8 | 473,341,830 | (473,341,830) |
| 22100 | Long Term Debt - Noncurrent | Post | 65,000,000 | (H): | 65,000,000 |
| 22102 | Original Issue Discount - Non Current | Post | (104,660) | - | (104,660) |
| 22105 | Capital Lease - Noncurrent | Post | 182,899 | 486,485 | (303,587) |
| 22120 | Price Risk Management - Noncurrent | PRE | 4,165,000 | 4,165,000 | 1 |
| 22130 | Interest Rate Swap - Noncurrent | | | 3 4 8 | 1945 1 |
| 22140 | Letter of Credit Obligations - Non Current | Post | | 3 4 3 | |
| 22199 | Other Non-current Liabilities | Post | 4,156,255 | 4,280,599 | (124,344) |
| | Total Other Non-Current Liabilities | | 73,399,494 | 482,273,914 | (408,874,420) |
| | Equity | | | | |
| 30100 | Capital Contributions | | 1,045,181,561 | 1,045,181,561 | 3 4 5 |
| 30105 | Capital Distributions | | | 3 8 0 | (e) |
| 30115 | Other Comprehensive Income (Loss) | | (128,167,842) | (131,917,955) | 3,750,112 |
| 0000039 | 9 Retained Earnings | PRE | (134,582,644) | (134,582,644) | (a) |
| | Retained Earnings | Post | (107,486,613) | 0.00 | (107,486,613) |
| | Total Partner Equity | | 674,944,461 | 778,680,963 | (103,736,501) |
| | Total Liabilities & Equity | | 1,707,092,627 | 1,745,582,206 | (38,489,579) |
| | Check | | • | | (0) |

[1] Authorized to be paid per the Debtor's Employee Wages Motion

Internal Income Statement

September 2014

| | | Current Month | Cumulative Since Filing |
|--|----------|---|--|
| Revenues | | | |
| Energy | \$ | 13,830,432 | \$ 172,248,591 |
| Capacity | | 2,441,481 | 13,894,565 |
| Energy / Capacity Hedge | | 1 | 3 2 3 |
| Anciliary Services | | 131,766 | 1,721,453 |
| Other Revenues | | 40,794 | 318,311 |
| Total Revenues | \$ | 16,444,473 | \$ 188,182,919 |
| Fuel Cost | | | |
| Coal | \$ | 10,324,517 | \$ 107,805,227 |
| Natural Gas | | 87,209 | 1,052,063 |
| Back Feed Power | | 34,316 | 997,531 |
| Other Fuel | | 2.02 | 35 |
| Material Cost | | | |
| Limestone | | 529,308 | 4,449,892 |
| Hydrated Lime | | 39,589 | 449,499 |
| Ammonia | | 229,142 | 1,899,435 |
| Chemicals | | 58,924 | 600,685 |
| Water Cost (inc disposal, exc. Non-EBITE | 2 | 225,797 | 4,304,170 |
| Other Material Expense | | 32,000 | 200,457 |
| Ash Disposal | | 299,655 | 3,128,748 |
| Total Fuel and Material Cost | \$ | 11,860,457 | \$ 124,887,708 |
| Labor Costs Regular Wages Overtime Wages Bonus Paid Leave (Vac, Hol, Sick, etc.) Other Salaries & Wages | \$ | 563,099 58,743 223,916 29,800 (3,835) | \$ 7,644,049 932,619 2,352,591 470,810 (92,890) |
| Employee Benefits (Med, Retire, etc.) | | 115,633 36,803 | 1,562,494 585,003 |
| Payroll Taxes Operating Supplies & Maintenance | | | |
| Supplies, Parts & Repairs | | 207,461 | 3,202,597 |
| Outside Maintenance Services | | 262,233 | 7,229,443 |
| Equipment Fuel | | 14,662 | 257,870 |
| Equipment Rentals / Leases | | 35,148 | 578,190 |
| Other Maintenance Costs | | 27,327 | 501,476 |
| Contract Services | | 53,373 | 699,698 |
| Utilities | | 12,529 | 342,188 |
| Freight Costs | | 21,648 | 196,329 |
| Environmental | | 15,700 | 86,626 |
| PILOT | | 199,561 | 2,584,524 |
| Information Technology | | 51,149 | 718,655 |
| Communications | | 7,332 | 128,172 |
| Insurance | | 222,960 | 2,825,751 |
| Professional Services | | 1,646,753 | 20,168,575 |
| Office Expenses | | 11,254 | 82,081 |
| Banking Fees | | 54,550 | 604,141 |
| Property / Other Taxes | | 26,920 | 288,922 |
| Travel & Entertainment | | 15,288 | 169,334 |
| Other Operating Expenses | <u>.</u> | 82,485 | 900,138 |
| Total Operating Costs | \$ | 3,992,489 | \$ 55,019,387 |

Longview Powe Case 13-12211-BLS Doc 1552 Filed 10/27/14 Page 15 of 17

Internal Income Statement September 2014

| EBITDA | \$ 591,527 \$ | 8,275,824 |
|---|----------------------------|------------------------------|
| Less: Dunkard Charges (non-EBITDA portion) Less: Depreciation & Amortization | (4,270,683) (3,854,423) | (13,921,814) (50,092,652) |
| Less: Interest | (1,292,853) (709,901) | (14,725,548) (32,317,330) |
| Less: Restructuring Costs Hedge MtM Gain <loss></loss> | (709,901) | (4,485,046) |
| Asset Disposal Gain <loss> Other Income <expense></expense></loss> | | (4,485,048) (220,049) |
| Net Income Before Tax | \$ (9,536,334) \$ | (107,486,613) |

Case 13-12211- Reserved at a Foldingsiled 10/27/14 Page 16 of 17 Balance Sheet

| Assets | September 2014 Current Month | August 2013 Petition Date | Net Change |
|--|-----------------------------------|------------------------------|-------------------------------|
| Non Current Assets | | | |
| Investment in Sub - Mepco | 170,584,878 | 170,584,878 | (H) |
| Investment in Sub - Dunkard & GP Service | | 2 - | 4,500,000 |
| Investment in Sub - Longview Power | 994,069,155 | 994,069,155 | |
| Net Intangible | 1,169,154,033 | 1,164,654,033 | 4,500,000 |
| Total Assets | 1,169,154,033 | 1,164,654,033 | 4,500,000 |
| Liabilities & Equity | | | |
| Intercompany | 4,500,000 | <u> </u> | 4,500,000 |
| Intercompany Interco - Longview Power | 4,500,000 4,500,000 | <u> </u> | 4,500,000 4,500,000 |
| Intercompany Interco - Longview Power Total Intercompany | | | 1 |
| Intercompany Interco - Longview Power Total Intercompany Equity | | | 1 |
| Intercompany Interco - Longview Power Total Intercompany Equity Capital Contributions | 4,500,000 1,167,568,185 | | 1 |
| Intercompany Interco - Longview Power Total Intercompany Equity Capital Contributions Retained Earnings Beginning | 4,500,000 1,167,568,185 | | 1 |
| Intercompany Interco - Longview Power Total Intercompany Equity Capital Contributions | 4,500,000 1,167,568,185 | | 1 |

٠

Longview Power & Mepco Consolidated 13 Week DIP Budget

\$113,000,000 \$20,000,000

\$113,000,000 \$20,000,000

\$83,000,000 \$20,000,000

\$83,000,000 \$20,000,000

\$83,000,000 \$20,000,000

\$63,000,000 \$20,000,000

\$63,000,000 \$20,000,000

\$63,000,000 \$20,000,000

Consolidated Longview Mepco TWCF DIP Budget 061814 DRAFT xisx

Beginning balance is net of restructuring (eas paid in prior weeks. Longiblewinflowed in the consultated section are net of DIP Proceeds as they are included in the lower section in order to accurately display the Net Cash from operations vs. financing activities Excludes understand Geopower ending cash balances

Notes [1] Be [2] Lor [3] Ex

| Labor & Benefits Canida Evenditures | \$181,816 | \$1,790,235 | \$750,310 | \$1,845,193 | \$164,608 | \$1.767.855 |
|--|------------------------------|----------------------------|------------------------------|------------------------------|------------------------------|--------------------------------|
| Canital Exnenditures | | | 1000 | | | 4 |
| | 909,473 | 911,034 | 998,534 | 998,534 | 970,988 | 1,244,338 |
| Operating Supplies & Services | 277,087 | 277,087 | 352,087 | 276,562 | 349,461 | 226,292 |
| Contract Mining | 151,402 | 691,916 | 151,402 | 0 | 145,000 | |
| Purchase Coal | 0 | 0 | 0 | 0 | 0 | |
| Other Control of Contr | 2 205 617 | 1.130.773 | 1,861,946 | 2,298,375 | 1,945,060 | 898,365 |
| Total Expenses | \$3,725,395 | S4,801,046 | \$4,114,281 | \$5,418,664 | \$3,575,116 | \$4,136,850 |
| Net Cash Flow Before Restructuring | \$3,156,023 | \$2,383,663 | (\$3,979,165) | \$1,001,104 | \$1,872,579 | (\$4,136,850) |
| Restructuring Fees | 0 | 0 | (71,686) | (100,000) | 0 | |
| Ending Cash | \$33,481,453 | \$35,865,117 | \$31,814,265 | \$32,715,369 | \$34,587,948 | \$30,451,097 |
| Rolling Net Cash Flow net of DIP Proceeds Minimum Rolling Net Cash Flow (-10% or \$250k) | (4,634,599) (\$5,098,059) | 80,526 (\$169,474) | (3,788,714) (\$4,167,585) | \$2,561,524 \$2,305,462 | \$1,278,180 \$1,028,180 | (\$5,242,333) (\$5,766,567) |
| Cumulative Capital Expanditures Maximum Cumulative CapEx @ 110% | 23,361,065 \$25,697,172 | 24,272,100 \$26,699,309 | 25,270,634 \$27,797,697 | \$26,269,168 \$28,896,085 | \$27,240,156 \$29,964,172 | \$28,484,494 \$31,332,944 |
| Anficipated Bonding Expenditures Anticipated New Capital Leasing | \$ \$ | S S | \$0 \$ | \$ \$ | \$0 \$ | |
| Beginning Cash Balance1 | \$41,019,881 | \$42,436,575 | \$47,151,122 | \$42,293,233 | \$40,162,581 | \$40,387,707 |
| Longview | | | | | | |
| Inflows2 | \$4,042,132 | \$2,694,319 | \$2,223,434 | \$3,514,103 | \$3,523,450 | 1024,523,550 |
| Outflows Not Cash Flow fmm Ops I V | (\$1,348,476) | (\$3,882,377) | \$212,963 | (\$2,961,756) | (\$1,256,600) | \$1,010,147 |
| Mepco Inflows | \$6.881.418 | \$7,184.709 | \$135,116 | \$6,419,768 | \$5,447,694 | |
| Outlows | 3.725.395 | 4,801,046 | 4,114,251 | 5,418,664 | 3,575,116 | 4,136,850 |
| Net Cash Flow Mepco | \$3,156,023 | \$2,383,663 | (\$3,979,165) | \$1,001,104 | \$1,872,579 | (\$4,136,850) |
| Total Net Cash Flow before Rest. | \$1,807,547 | (\$1,498,714) | (53,786,203) | (\$1,960,652) | \$615,979 | (\$3,126,703) |
| Ending Cash Balance before Rest Fees | \$42,827,428 | \$40,937,861 | \$43,394,919 | \$40,332,581 | \$40,778,560 | \$37,261,003 |
| Bestructuring Fase Forecast | (390.853) | (1.776.739) | (1.101.686) | (170,000) | (390,853) | (1,040,750) |
| DIP Proceeds3 | | 8,000,000 | 03 | | Ň | 10,000,000 |
| Ending Cash Balance after Rest Fees3 | \$42,436,575 | \$47,161,122 | \$42,293,233 | \$40,162,581 | \$40,387,707 | \$46,220,253 |
| Dunkard Ending Cash Balance | 391,254 | 391,254 | 391,254 | 391,254 | 391,254 | 391,254 |
| Gennower Ending Cash Balance | 666.760 | 666,760 | 666,760 | 666,750 | 666,760 | 666,760 |
| Ending Cash Balance (incl. Dunkard and Gen Power) | \$43,494,590 | \$48,219,136 | \$43,351,247 | \$41,220,595 | \$41,445,721 | \$47,278,268 |
| DiP Balance | \$45,000,000 | \$53,000,000 | \$53,000,000 | \$53,000,000 | \$53,000,000 | \$63,000,000 |
| Synthetic LC Balance | \$20,000,000 | \$20,000,000 | \$20,000,000 | \$20°000'000 | 250'000'nnn | \$Z0,000,000 |

(\$4,890,743) (\$5,379,817) \$40,484,852 391,254 666,760 \$160,911 415,841 105,954 (\$2,284,475) \$299,760 1,901,528 0 (397,000) \$34,719,824 \$38,191,807 \$ \$ \$41,542,866 \$29,762,284 \$31,318,677 \$11,119,568 391,254 666,760 (\$5,944,491) (\$6,538,940) \$1,901,462 415,841 112,403 151,779 \$32,580,847 \$36,838,931 88 1,587,667 \$643,907 c (\$2,643,279) (7,501,400) \$30,674,770 \$12,177,582 \$4,813,059 **\$21,264,247** 391,254 666,760 (\$7,292,240) (\$8,021,464) \$521,820 415,841 112,403 611,210 (800,000) \$30,592,119 \$33,651,331 \$ \$ 1,224,255 \$1,866,227 (200,000) (\$2,583,187) \$29,008,543 \$4,751,756 \$22,322,261 (\$7,004,119) (\$7,704,531) \$24,647,434 391,254 666,760 \$28,603,392 \$31,463,731 \$2,413,011 415,841 112,403 944,036 \$3,885,292 \$ \$ (\$3,885,292) (1,076,750) \$32,893,835 8 \$20,573,439 \$25,705,448 **\$5,150,745** 391,254 666,760 (\$6,567,411) (\$7,224,152) \$172,937 870,092 258,656 151,779 (\$31,728) (330,853) \$26,719,005 \$29,390,906 \$ \$ 2,243,895 \$3,697,358 (\$1,291,464) \$32,925,553 \$6,208,759 \$3,665,630 (\$6,532,547) (\$7,185,801) (330,000) **\$6,773,062** 391,254 666,760 \$25,095,472 \$27,605,019 \$1,845,459 1,040,092 100,130 3 2 \$29,745,718 1,449,293 (\$3,991,028) \$7,614,819 \$3,179,845 \$7,831,076 (\$2,295,066) (2,380,000) **\$11,094,090** 391,254 666,760 (\$5,503,275) (\$6,053,602) \$784,703 1,040,092 349,461 891,215 \$23,471,939 \$25,819,133 \$ \$ 1,657,655 (\$590,379) (115,000) \$30,451,097 54,132,747 \$12,152,104 136,850) \$11,010,147 (1,040,750) **\$15,769,156** 391,254 666,760 (\$2,995,246) (\$3,294,770) \$21,848,405 \$24,033,246 \$1,767,855 1,244,338 226,292 0 898,365 136,850 0 8 8 20 \$16,827,170 \$34,587,948 (\$1,256,600) (390,853) (\$7,887,770) (\$8,676,547) \$20,225,470 \$22,248,018 \$ \$ \$164,608 970,988 349,461 145,000 **\$5,799,759** 391,254 666,760 \$32,715,369 \$6,857,773 \$5,447,694 1,481,979 1,162,447 56,475,858 (\$2,961,756) (70,000) \$1 845 193 998 534 276 562 0 57,447,212 391,254 666,760 (\$7,979,646) (\$8,777,611) \$19,063,023 \$20,969,326 \$ \$ \$31,814,265 \$6,419,758 \$8,505,226 \$0 265,764 582,261 1,162,447 \$2,010,471 \$212,963 (1,030,000) **\$10,478,968** 391,254 666,760 (3,876,139) (\$4,263,753) \$750,310 998,534 352,087 151,402 \$17,900,576 \$19,690,634 \$35,865,117 \$ \$ \$135,116 \$11,536,982 1,039,561 1,161,708 \$6,576,596 \$4,117,623 (1,776,739) (4,984,065) (\$5,482,471) \$1,790,235 911,034 277,087 691,916 **\$11,296,005** 391,254 666,760 \$16,738,129 \$18,411,942 \$ \$ \$33,481,453 \$12,354,019 \$7,184,709 628,510 849,860 55,390,607 (\$1,348,476) (4,889,490) (\$5,378,438) (390,853) **\$8,955,122** 391,254 666,760 \$181,816 909,473 277,087 151,402 \$15,576,421 \$17,134,064 \$ \$ \$30,325,431 56.881.418 \$10,013,136

MEPCO LLC

Beginning Cash Balance1

Revenues:

Ending Cash (incl. Dunkard and Genpower) Rolling Net Cash Flow net of DIP Proceeds Minimum Rolling Net Cash Flow (-10% or \$250k)

Dunkard Ending Cash Balance Genpower Ending Cash Balance

Cumulative Capital Expenditures Maximum Cumulative CapEx @ 110%

Anticipated Bonding Expenditures Anticipated New Capital Leasing

Net Cash Flow Before Restructuring

Restructuring Fees Ending LV Cash

Other Operating & Maintenance Capital Expenditures Total Expenses

Expenses: Coal & Ash Costs

Water

Revenues DIP Proceeds Total Receipts: Beginning LV Cash1

Prepared at the Request of Counsel Privileged and Confidential Attorney Work Product Week 13 Forecast 12/26/2014

Projected 13 wk Total

Week 12 Forecast 12/19/2014

Week 11 Forecast 12/12/2014

Week 10 Forecast 12/5/2014

Week 9 Forecast 11/28/2014

Week 8 Forecast 11/21/2014 \$11,094,090

\$11,119,568

\$24,647,434 \$3,274,164

\$6,773,062 \$3,274,164

\$3,274,164

\$3,477,154

\$3,523,450 \$3,523,450

\$3,523,450 10,000,000 \$13,523,450

53,523,450

\$3,523,450

\$3,514,103 \$3,514,103

\$2,223,434

\$2,694,318 8,000,000 \$10,694,319

\$4,042,132

54,042,132 \$3,912,237

\$11,296,005 \$2,223,434

\$8,955,122

\$10,694,450

Week 3 Forecast 10/17/2014

Week 2 Forecast 10/10/2014

Week 1 Forecast 10/3/2014

ONGVIEW POWER

\$10,478,968 Week 4 Forecast 10/24/2014

\$7,447,212 Week 5 Forecast 10/31/2014

\$15,769,156 Week 7 Forecast 11/14/2014

\$5,799,759 Week 6 Forecast 11/7/2014

\$3,477,154 \$4,446,026

\$5,150,745 \$3,274,164 20,000,000 \$23,274,164

\$10,594,450 \$42,921,293 68,000,000 \$110,921,293 \$30,477,803 866,364 12,278,263 19,993,263 \$63,615,593 \$3,202,214 30,000,000 \$33,202,214 \$299,760 \$2,616,716 299,198 1,113,732 1,988,727 56,018,373 \$21,264,247 \$3,375,094 \$3,375,094

\$3,274,164

\$3,041,359

\$2,281,019

Case 13-12211-BLS

391,254 666,760

\$41,542,866

(17,515,199)

\$47,305,600 \$40,484,852

1,001,193 2,138,977 \$3,439,930

827,265 1,988,727 \$5,857,351

\$0 0 816,339 1,884,385 \$2,700,725

661,076 1,623,533 \$4,565,628

1,398,623 1,623,533 \$7,468,182

\$2,516,390 301,403 1,377,191 1,623,533 \$5,818,516

0 890,368 1,622,935 \$2,513,303

460,167 1,162,447 \$4,780,050

8

\$3,157,436

\$3,831,432

\$4,375,427

\$ \$

Filed 10/27/14

\$29,034,203

\$29,034,203

\$31,318,677

\$30,674,770

\$29,008,543

\$32,893,835

\$32,925,563

\$29,745,718

(\$3,659,632) (\$4,025,595)

(\$1,406,886) (\$1,656,886)

\$1,129,051 \$879,051 532,266,453 535,493,098

(\$1,327,554) (\$1,577,554) \$31,850,611 \$35,035,672

(\$1,579,113) (\$1,829,113)

\$325,194 \$75,194 \$30,564,678 \$33,621,146

(\$1,853,547) (\$2,103,547)

\$31,434,770 \$34,578,247

\$29,524,586 \$32,477,045

\$33,098,136 \$36,407,949

\$32,682,294 \$35,950,523

Doc 1552

\$30,325,431

\$51,346,476

\$14,300,320 10,646,543 2,909,988 2,945,703

21,348,454 \$52,151,018

(\$804,542) (486,686) Page 17 of 17 \$42,921,293 63,615,693 (\$20,694,400)

\$3,202,214 3,439,930 (\$237,716)

\$3,375,094 6,018,373 (\$2,643,279)

\$3,274,164 5,857,351 (\$2,563,187)

\$3,274,164 2,700,726 \$573,439

\$3,274,164 4,565,628 (\$1,291,464)

\$3,477,154 7,468,182 (\$3,991,028)

\$3,523,450 5,818,516 (\$2,295,066)

\$41,019,881

\$42,438,245

\$51,939,017

\$53,655,977

\$38,044,580

\$39,698,625

\$40,839,808

\$45,220,253

\$51,346,476 52,151,018 (\$804,542)

\$4,813,059 4,169,152 \$643,907

\$4,751,756 2,885,529 \$1,866,227

\$0 3,885,292 (\$3,885,292)

\$3,665,630 3,697,358 (\$31,728) (\$1,323,192) \$38,375,433

\$7,614,819 4,434,974 \$3,179,845

\$4,132,747 4,723,126 (\$590,379)

(\$811,183) (330,000)

(\$2,885,445) (2,495,000)

\$40,028,625

\$43,334,808

\$21,498,942) \$19,520,939

(\$2.522.191) \$39,916,054 \$299,760 2,584,235 (\$2,284,475)

(\$1,999.371) \$49,939,645

(\$716,960) \$52,939,017

(\$3,311,853) \$34,732,727 (1,076,750) 20,000,000

(330,853)

(18,001,885) 68,000,000 **\$69,519,054** 391,254 666,760 \$70,577,069

(000,000,00

(7,501,400)

(1,000,000)

\$69,519,054 391,254 666,760 \$70,577,069

\$42,438,245 391,254 666,760 \$43,456,259

\$61,939,017 391,254 666,760 \$\$2,997,031

\$53,655,977 391,254 668,760 \$54,713,991

\$38,044,580 391,254 666,760 \$39,102,594

\$39,698,625 391,254 666,760 \$40,756,639

\$40,839,808 391,254 666,760 \$41,897,823

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