# First Quarter 2018 RESULTS





### SAFE HARBOR STATEMENTS



#### **Cautionary Note Regarding Forward-Looking Statements**

The information presented herein includes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements, which are based on current expectations, estimates and projections about the industry and markets in which Vistra Energy Corp. ("Vistra Energy") operates and beliefs of and assumptions made by Vistra Energy's management, involve risks and uncertainties, which are difficult to predict and are not guarantees of future performances, that could significantly affect the financial results of Vistra Energy. All statements, other than statements of historical facts, that are presented herein, or in response to questions or otherwise, that address activities, events or developments that may occur in the future, including such matters as activities related to our financial or operational projections, capital allocation, capital expenditures, liquidity, dividend policy, business strategy, competitive strengths, goals, future acquisitions or dispositions, development or operation of power generation assets, market and industry developments and the growth of our businesses and operations (often, but not always, through the use of words or phrases, or the negative variations of those words or other comparable words of a future or forward-looking nature, including, but not limited to, "intends," "plans," "will likely," "unlikely," "believe," "expect," "seek," "anticipate," "estimate," "continue," "will," "shall," "should," "could," "may," "might," "predict," "project," "forecast," "target," "potential," "forecast," "goal," "objective," "quidance" and "outlook"), are forward-looking statements. Readers are cautioned not to place undue reliance on forward-looking statements. Although Vistra Energy believes that in making any such forward-looking statement, Vistra Energy's expectations are based on reasonable assumptions, any such forward-looking statement involves uncertainties and risks that could cause results to differ materially from those projected in or implied by any such forward-looking statement, including but not limited to (i) the effect of the merger (the "Merger") on Vistra Energy's relationships with Vistra Energy's and Dynegy Inc.'s ("Dynegy") respective customers and their operating results and businesses generally (including the diversion of management time on integration-related issues); (ii) the risk that the credit ratings of the combined company or its subsidiaries are different from what Vistra Energy expects; (iii) adverse changes in general economic or market conditions (including changes in interest rates) or changes in political conditions or federal or state laws and regulations; (iv) the ability of Vistra Energy to execute upon the contemplated strategic and performance initiatives (including the risk that Vistra Energy's and Dynegy's respective businesses will not be integrated successfully or that the cost savings, synergies and growth from the Merger will not be fully realized or may take longer than expected to realize); and (v) those additional risks and factors discussed in reports filed with the Securities and Exchange Commission ("SEC") by Vistra Energy and Dynegy from time to time, including the uncertainties and risks discussed in the sections entitled "Risk Factors" and "Forward-Looking Statements" in Vistra Energy's and Dynegy's respective annual reports on Form 10-K for the fiscal year ended Dec. 31, 2017.

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# SAFE HARBOR STATEMENTS (CONT'D)



#### Information About Non-GAAP Financial Measures and Items Affecting Comparability

"Adjusted EBITDA" (EBITDA as adjusted for unrealized gains or losses from hedging activities, tax receivable agreement obligations, reorganization items, and certain other items described from time to time in Vistra Energy's earnings releases), "adjusted free cash flow" (cash from operating activities excluding changes in margin deposits and working capital and adjusted for capital expenditures, other net investment activities, preferred stock dividends, and other items described from time to time in Vistra Energy's earnings releases), "Ongoing Operations Adjusted EBITDA" (adjusted EBITDA less adjusted EBITDA from new Asset Closure segment) and "Ongoing Operations Adjusted Free Cash Flow" (adjusted free cash flow less cash flow from operating activities from new Asset Closure segment), are "non-GAAP financial measures." A non-GAAP financial measure is a numerical measure of financial performance that excludes or includes amounts so as to be different than the most directly comparable measure calculated and presented in accordance with GAAP in Vistra Energy's consolidated statements of operations, comprehensive income, changes in stockholders' equity and cash flows. Non-GAAP financial measures should not be considered in isolation or as a substitute for the most directly comparable GAAP measures. Vistra Energy's non-GAAP financial measures may be different from non-GAAP financial measures used by other companies.

Vistra Energy uses adjusted EBITDA as a measure of performance and believes that analysis of its business by external users is enhanced by visibility to both net income prepared in accordance with GAAP and adjusted EBITDA. Vistra Energy uses adjusted free cash flow as a measure of liquidity and believes that analysis of its ability to service its cash obligations is supported by disclosure of both cash provided by (used in) operating activities prepared in accordance with GAAP as well as adjusted free cash flow. Vistra Energy uses Ongoing Operations Adjusted EBITDA as a measure of performance and Ongoing Operations Adjusted Free Cash Flow as a measure of liquidity and Vistra Energy's management and board of directors have found it informative to view the Asset Closure segment as separate and distinct from Vistra Energy's ongoing operations. The schedules attached to this earnings release reconcile the non-GAAP financial measures to the most directly comparable financial measures calculated and presented in accordance with U.S. GAAP.

# **AGENDA**



# Welcome and Safe Harbor Molly Sorg, VP Investor Relations

# II Q1 2018 Results Bill Holden, Chief Financial Officer

# III Merger Highlights Curt Morgan, President and Chief Executive Officer

# IV Hot Topics Sara Graziano, SVP Corporate Development Jim Burke, Chief Operating Officer

# V Financial Highlights Bill Holden, Chief Financial Officer

# VI Summary Curt Morgan, President and Chief Executive Officer



# Introduction

Curt Morgan

Chief Executive Officer

### INTRODUCTION



### **Closed merger with Dynegy**

Significant progress on merger transition and integration

### Confidence in capture of synergies and operational performance initiative value levers

Significant increase in total value levers

# Higher EBITDA and FCF estimates from value levers, market power prices, interest expense reductions, and tax reform

- · Stability of earnings from capacity and retail, in-the-money generation, and hedging capability
- EBITDA conversion to FCF highest among commodity-based, capital intensive energy industries should translate to full valuation for Vistra

### Expect to reach 2.5x net debt to EBITDA and have excess cash flow by year-end 2019

 Supports diverse capital allocation with an emphasis on stock repurchases, recurring dividends, and disciplined growth

Q1 2018 adjusted EBITDA above expectations and generally in line with Q1 2017



# Q1 2018 Results

Bill Holden

Chief Financial Officer

# **Q1 2018 RESULTS - VISTRA STANDALONE**



### Vistra Energy's first quarter 2018 results exceeded expectations

### **Highlights**

### Q1 2018 ONGOING OPERATIONS ADJUSTED EBITDA<sup>1</sup>

(\$ in millions)



# Retail Adjusted EBITDA \$194M

Retail Adjusted EBITDA increased \$17 million vs. Q1 2017 primarily due to favorable weather and lower SG&A

# Wholesale Adjusted EBITDA \$70M

Wholesale Adjusted EBITDA decreased \$35 million vs. Q1 2017 primarily due to \$(21)mm impact of partial buyback of Odessa earn-out in February. Vistra forecasts the partial buyback will generate a FY 2018 benefit of ~\$3mm; projected 3-year aggregate benefit of ~\$23mm

O&M expenses increased Q-o-Q due to outage expense timing

<sup>1</sup> Excludes Asset Closure segment Adjusted EBITDA results of \$(9) million in Q1 2017 and \$(22) million in Q1 2018. See Regulation G Reconciliation for, and a reconciliation to, the net income for the comparable periods.

<sup>&</sup>lt;sup>2</sup> Q1 2017 Adjusted EBITDA for Corporate was \$3 million.

<sup>&</sup>lt;sup>3</sup> Q1 2018 Adjusted EBITDA for Corporate was \$(1) million.



# **Merger Highlights**

**Curt Morgan** 

Chief Executive Officer

### VISTRA ENERGY MERGER HIGHLIGHTS



### **INCREASING MERGER VALUE LEVER TARGETS**

Projected equity value creation:1

~\$7.5B or ~\$14/share<sup>2</sup>

### \$500mm

Adjusted EBITDA benefits (target increased from \$350mm) plus

### \$235mm

additional after-tax Free Cash Flow benefits targeted by year-end 2019 plus

### \$1,711mm

Federal Cash Tax / TRA Savings & AMT Credit Refunds 2018E - 2022E (vs. Oct. 2017 Forecast)

# SIGNIFICANT PROJECTED EARNINGS POWER<sup>3</sup>

(\$ in millions)	Illustrative 2018E Pro forma for 1-1-18 close	Illustrative 2019E Pro forma for run-rate value lever estimates
Ongoing Operations Adj. EBITDA	\$3,150 - \$3,350	\$3,275 - \$3,575
Ongoing Operations Adj. FCF	\$1,675 - \$1,875	\$2,150 - \$2,450

Projected
Conversion of
EBITDA to
Free Cash Flow

# CAPITAL ALLOCATION

#### Maximize FCF

 Achieve or exceed value lever targets as quickly as possible

#### Achieve Leverage Target

- Priority for capital allocation will be to reduce debt balance to achieve <u>net debt / EBITDA</u> <u>target of 2.5x</u> by YE 2019
- Expect to have ~\$1 billion of capital available for allocation in 2018-2019 while still achieving leverage target

#### **Allocate Capital**

- Potential opportunistic share repurchases
- Evaluate meaningful, recurring dividend
- · Disciplined growth

Rationalize non-strategic assets

<sup>1</sup> Calculated by applying a 10% FCF Yield to \$630mm of after-tax recurring adj. EBITDA and FCF benefits plus NPV of 2018-2022E cash tax / TRA savings and AMT credit refunds using a 10% discount rate.

<sup>&</sup>lt;sup>2</sup> 522,955,994 shares issued and outstanding as of May 1, 2018.

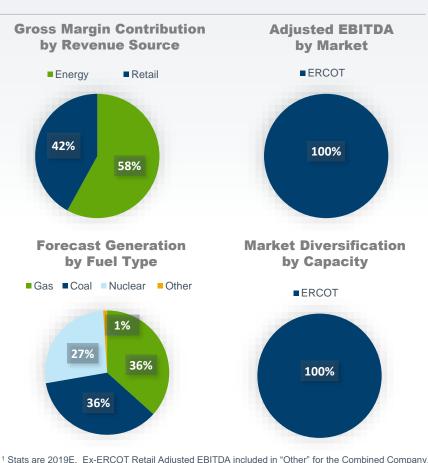
<sup>&</sup>lt;sup>3</sup> For illustrative purposes only. For Vistra Energy's 2018 and 2019 guidance, see Slide 18.

### **DIVERSIFIED OPERATIONS AND EARNINGS**

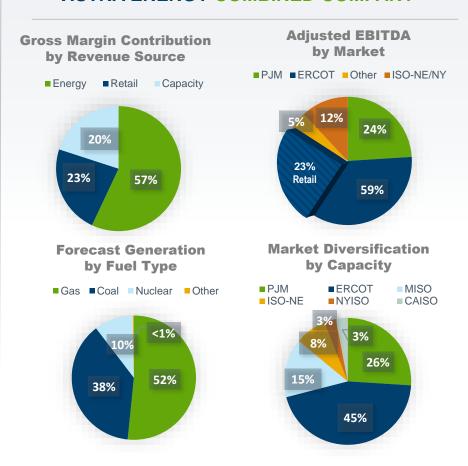


~45% Gross Margin from Retail and Capacity, ~60% Adj. EBITDA from ERCOT, and significant Energy Gross Margin from efficient, in-the-money fleet

#### VISTRA ENERGY STAND-ALONE<sup>1</sup>



#### VISTRA ENERGY COMBINED COMPANY<sup>1</sup>



Q1 2018

### **INCREASING VALUE LEVER TARGETS**







### Realizing Adj. EBITDA Value Levers (\$mm)





# **SIGNIFICANT FCF BENEFITS BY YE 2019**



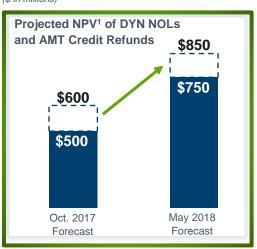
#### **ADDITIONAL AFTER-TAX FCF VALUE LEVERS**

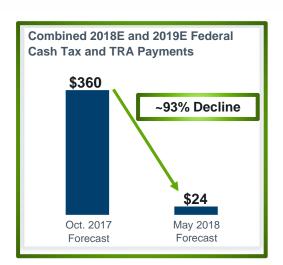


\$235mm of Run-Rate
Free Cash Flow benefits by
year-end 2019 while achieving its
projected 2.5x net debt to
EBITDA target

#### TAX UPDATE

(\$ in millions)





No Federal Cash
Taxes or TRA
payments forecasted
2019–2022<sup>2</sup>

<sup>&</sup>lt;sup>1</sup> NPV of NOL benefit calculated using an 8% discount rate.

<sup>&</sup>lt;sup>2</sup> \$24 million TRA payment forecasted in 2018 related to the 2017 tax year.



# **Hot Topics**

Sara Graziano

SVP Corporate Development

Jim Burke

Chief Operating Officer

### **MERGER SYNERGY OPPORTUNITIES**



### Merger synergy opportunities have been clearly identified and are already being achieved

### Target Adj. EBITDA Synergies: \$275mm



### Realizing Adj. EBITDA Synergies (\$mm)



### **Merger Synergies Identified**

### **Costs eliminated Day One**

- \$100mm headcount and executive team
- \$15mm non-labor associated with combining entities (e.g., insurance, shareholder and employee expenses)

#### Procurement and IT cost reductions

- \$75mm procurement scale benefits, primarily on direct O&M expense
- \$50mm technology spend associated with combining and simplifying applications and infrastructure

#### Other non-labor cost reductions

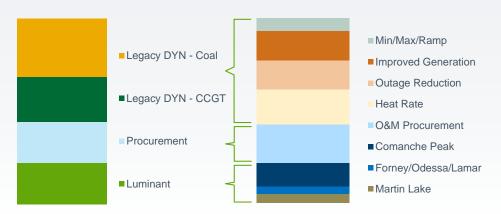
- \$15mm support function costs (e.g., audit, HR services, external legal counsel)
- \$5mm facilities consolidation
- \$5mm retail and commercial operations
- \$10mm above plant operations

# **OPERATIONS PERFORMANCE INITIATIVE (OPI)**



### **Executing on delivering long-term value across the fleet**

### **Projected OPI Value: \$225mm**



### **Realizing OPI Potential (\$mm)**



### **OPI Progress**

# Running Luminant and legacy Dynegy plants as one fleet

OPI efforts are underway across the coal and CCGT fleet: Building upon learnings from previous initiatives at both Vistra and Dynegy to bring the best of both companies to the effort

#### **Procurement opportunity includes:**

Commercial, demand, and specification levers across categories

Incremental value from continued OPI work in Luminant fleet: Comanche Peak, Forney, Lamar, Odessa, and Martin Lake

### Lever specific examples:

- Min/Max/Ramp increase max load across fleet
- Improved Generation reduce aux load variability
- Outage Reduction fleet-wide EFOR reductions and reduce CCGT planned outage duration per block
- Heat Rate reduce heat rate through cycle isolation and playbook implementation



# **Financial Highlights**

Bill Holden

Chief Financial Officer

### **INITIATING 2018 AND 2019 GUIDANCE**



### Vistra's 2019E estimates reflect full-year earnings potential of combined company

### Vistra Energy Corp.

(\$ in millions)	2018E Guidance <sup>3</sup>	2019E Guidance	II	Pro forma for 1-1-18 close	Illustrative 2019 <sup>5</sup> Pro forma for run-rate value levers
Generation <sup>1</sup>	\$1,885 - \$2,035	\$2,410 - \$2,640		\$2,325 - \$2,475	\$2,480 - \$2,710
Retail <sup>2</sup>	815 - 865	790 - 860		825 - 875	795 - 865
Asset Closure	(90) - (80)	(70) - (60)		(90) - (80)	(70) - (60)
Consolidated Adjusted EBITDA	\$2,610 - \$2,820	\$3,130 - \$3,440		\$3,060 - \$3,270	\$3,205 - \$3,515
(Asset Closure Adjustment)	90 – 80	70 – 60		90 – 80	70 – 60
Adjusted EBITDA Guidance (Ongoing Operations)	\$2,700- \$2,900	\$3,200 - \$3,500		\$3,150 - \$3,350	\$3,275 - \$3,575
Consolidated Adjusted FCF	\$1,240 - \$1,460	\$1,900 - \$2,220		\$1,515 - \$1,735	\$2,000 - \$2,320
(Asset Closure Adjustment)	160 – 140	150 – 130		160 – 140	150 – 130
Adjusted FCF Guidance (Ongoing Operations)	\$1,400 - \$1,600	\$2,050 - \$2,350		\$1,675 - \$1,875	\$2,150 - \$2,450

<sup>&</sup>lt;sup>1</sup> Includes Corporate. Reflects forward price curves as of March 30, 2018 for all markets.

<sup>&</sup>lt;sup>2</sup> Assumes no EBITDA from growth initiatives or acquisitions.

<sup>&</sup>lt;sup>3</sup> Includes full-year 2018E legacy Vistra Energy results, 2018E legacy Dynegy results for the period 4-9-18 to 12-31-18, and \$165mm of EBITDA value levers expected to be realized in 2018.

<sup>4</sup> Includes ~\$260mm of EBITDA value levers expected to be realized in the first 12 months following the merger close (pro forma for a 1-1-18 close). DYN Q1 2018 results included in Generation.

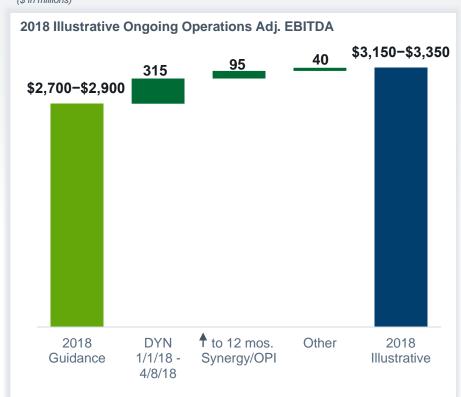
<sup>&</sup>lt;sup>5</sup> Provided for illustrative purposes only and should not be read or viewed as Vistra's actual guidance for 2018 or 2019, which are also set forth above.

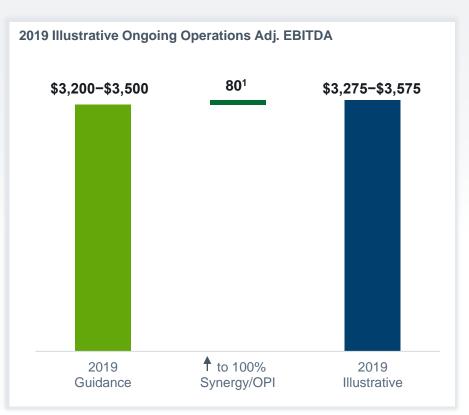
# **2018 AND 2019 ILLUSTRATIVE GUIDANCE**



# Vistra Ongoing Operations Illustrative Guidance Walk-forward

(\$ in millions)





<sup>&</sup>lt;sup>1</sup> Midpoints do not tie due to rounding.

# **CAPITAL STRUCTURE**



### Vistra believes it will achieve its 2.5x net debt / EBITDA target before year-end 2019

(\$ in millions)	3/31/18 (pro forma for merger and redemption of 2019 senior notes)	2018E	2019E
Term Loan C – Vistra Energy	\$2,018	\$2,018	\$2,018
Term Loan B – Vistra Operations	3,802	\$3,773	\$3,735
Term Loan C – Vistra Operations	500	-	-
Senior Notes and TEUs – Vistra Energy <sup>1</sup>	5,333	\$4,311	\$3,538
Forward Capacity and Equipment Financing Agreements	378	340	246
Total Long Term Debt <sup>2</sup>	\$12,031	\$10,442	\$9,537
Less: pro forma cash and cash equivalents <sup>3</sup>	(939)	(975)	(2,125)
Less: restricted cash collateral supporting Deposit L/C Facility	(\$500)	-	-
Net Debt	\$10,592	\$9,467	\$7,412
Ongoing Operations Adjusted EBITDA		\$3,250 <sup>4</sup>	\$3,350 <sup>5</sup>
Net Debt / EBITDA (x)		2.9x	2.2x

### **Capital Structure Updates**

- Redeemed \$850 million of Dynegy 6.75% senior notes due 2019 on May 1, 2018; plans to retire funded L/C facility in Q2 2018
- Approximately \$3.7 billion of senior notes are callable in 2018 and 2019

<sup>&</sup>lt;sup>1</sup> Assumes voluntary repayment of \$1 billion of senior notes in 2018 and \$750 million of senior notes in 2019.

<sup>&</sup>lt;sup>2</sup> Excludes \$70 million of Preferred Stock and Vistra's building financing lease.

<sup>&</sup>lt;sup>3</sup> 2018E and 2019E balances are presented for illustrative purposes only. 3/31/18 is pro forma for the repayment of the senior notes due 2019. 2018E reflects the midpoint of 2018E consolidated adjusted FCF (less Q1 2018 Vistra adjusted FCF), anticipated 2018 principal payments, progress payments on the Upton 2 development project, and one-time expenses related to the merger. 2019E reflects the midpoint of 2019E consolidated adjusted FCF, anticipated 2019 principal payments, and one-time expenses related to the merger.

<sup>4</sup> Midpoint of Illustrative 2018E Adjusted EBITDA Guidance (Ongoing Operations), pro forma for a merger closing on 1-1-18 (most appropriate for calculation as it is a full-year view).

<sup>&</sup>lt;sup>5</sup> Midpoint of 2019E Adjusted EBITDA Guidance (Ongoing Operations).



# **Summary**

# Curt Morgan

Chief Executive Officer

### LEADING INTEGRATED POWER COMPANY



### Committed to capital discipline and creating value for our shareholders

#### SIGNIFICANT PROJECTED VALUE CREATION

\$500mm EBITDA value levers

**\$235mm** additional after-tax Free Cash Flow benefits

\$1.7B tax / TRA savings and AMT refunds

~\$7.5B equity value creation

∼60% EBITDA to FCF conversion from ongoing operations

**2.5x** net debt / EBITDA leverage target

**~\$9B** adjusted FCF from ongoing operations 2018 − 2022

### INTEGRATION, DIVERSIFICATION, AND SCALE

Leading retail platform	 Higher integrated margins
Gross Margin/EBITDA from	 ~45% Retail / Capacity
	 ~60% ERCOT
Low cost operations <sup>1</sup>	 \$9/MWh and \$45/RCE
Diversification	 Earnings, geographic, fuel
Youngest, most efficient fleet	 Gas predominant

Stable EBITDA and FCF

Improved risk profile

Reduced exposure to natural gas

<sup>1 \$/</sup>MWh metric includes SG&A, O&M, and maintenance capex and excludes nuclear. "RCE" defined as Residential Customer Equivalent on a delivered RCE basis.

### **ANALYST DAY PREVIEW**



### Showcasing line of sight to projected ~\$7.5B in equity value creation

### **Details**

### Vistra Energy's 2018 Analyst Day will be held on Tuesday, June 12th, 2018

- Location: Vistra Headquarters in Irving, Texas
- Time: 8:30 a.m. to 1:30 p.m. CST (presentation begins promptly at 8:30 a.m. CST)
- Webcast: Presentation will be webcast live through Vistra's Investor Relations website



### **Anticipated Topics:**

- Capital Allocation
- 5-Year FCF Outlook
- Capital Structure Opportunities
- Generation Update
- Commercial Operations Value-Enhancement
- Batteries: Impact and Opportunity
- Retail Deep-Dive



# **Appendix**

# **DYNEGY Q1 2018 RESULTS**





(\$ in millions)



# DYNEGY STAND-ALONE NET INCOME

(\$ in millions)



### **ADJUSTED EBITDA VARIANCES BY SEGMENT**

(\$ in millions)	Q1 2017	Q1 2018	Variance <sup>1</sup>	Segment Drivers
PJM	\$191	\$167	\$(24)	Increased Retail supply costs due to winter weather
NY/NE	\$42	\$104	\$62	Higher energy margin and capacity revenue
ERCOT	\$(9)	\$(2)	\$7	Contribution from Engie ownership
MISO/IPH	\$41	\$50	\$9	Higher energy margin and capacity revenue
CAISO	\$(3)	\$11	\$14	Higher capacity revenue, lower O&M
Other	\$(32)	\$(38)	\$(6)	Higher corporate service fees
Total <sup>1</sup>	\$230	\$292	\$62	

<sup>&</sup>lt;sup>1</sup> Note: Numbers may not reconcile due to rounding.

# FIRST QUARTER OPERATIONAL METRICS



#### **RESIDENTIAL CUSTOMER COUNTS<sup>1</sup>**



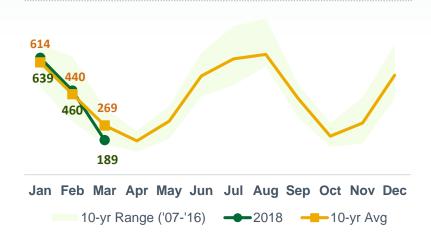
### **RETAIL VOLUME (GWh)**



#### **Q1 2018 GENERATION HIGHLIGHTS**

- Fossil Fleet Commercial Availability<sup>2</sup>: 97% for Q1 2018
- Safety: Only 1 recordable injury during Q1 2018 (vs. 13 recordable injuries in Q1 2017)

#### **NORTH CENTRAL ZONE ENERGY DEGREE DAYS**

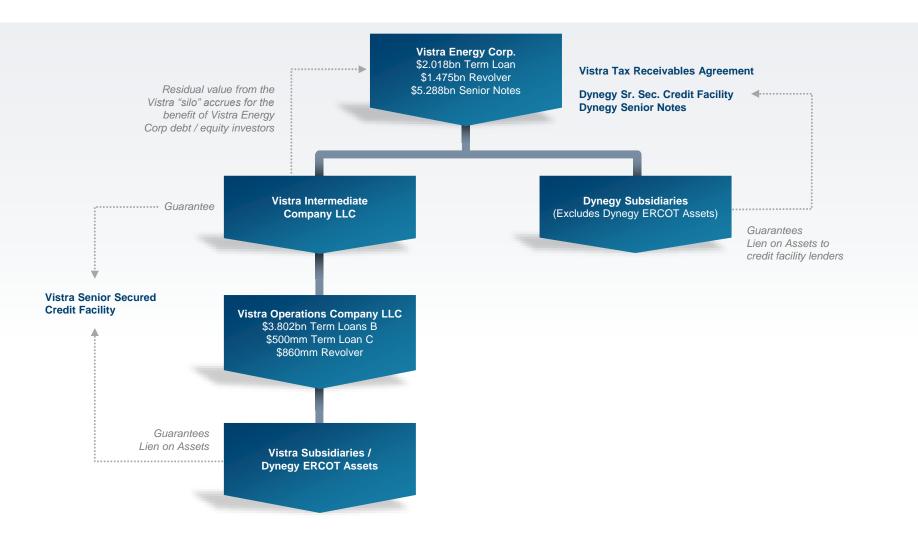


<sup>&</sup>lt;sup>1</sup> Business counts (in meters) for Vistra Energy were ~198k at 3/31/17 and ~206k at 3/31/18.

<sup>&</sup>lt;sup>2</sup> The commercial availability metric measures whether a unit is available during times when its generation is most profitable. The metric utilizes a combination of operational and financial data to help measure a unit's profitability and flexibility.

# CAPITAL STRUCTURE<sup>1</sup> (CONT'D)





<sup>1</sup> Assumes merger closing, repayment of \$850mm aggregate principal amount of Dynegy 6.75% senior notes due 2019, and maturity of \$70mm of Dynegy revolver each occurred on March 31, 2018.

# **CAPITAL EXPENDITURES**



# Capital Expenditures<sup>1</sup>

2018E - 2019E (\$\sqrt{s} in millions)

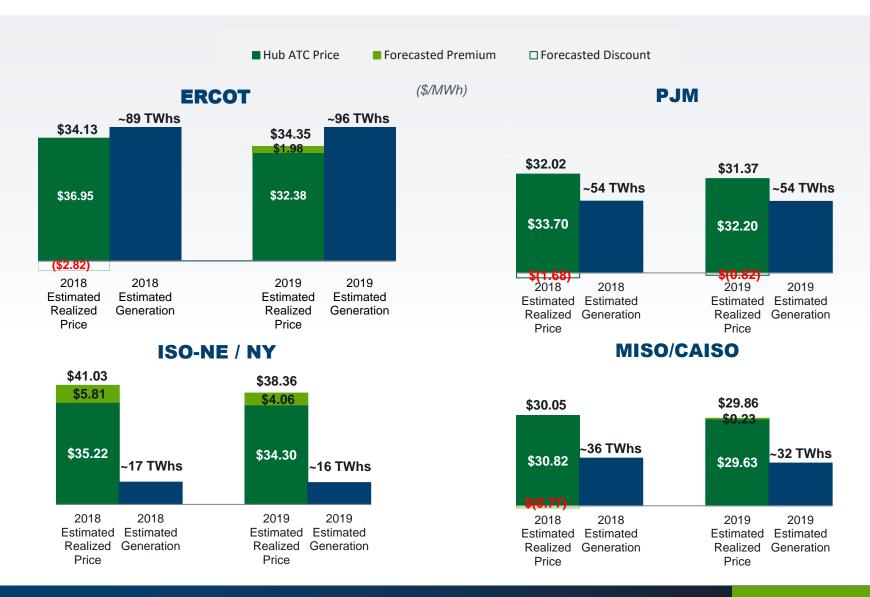
	2018E	Illustrative 2018E  Pro forma for 1-1-18 close	2019E
Nuclear Fuel	\$118	\$118	\$67
Nuclear & Fossil Maintenance	300	372	398
Environmental	23	28	73
IT, Corporate, and Other	59	59	60
Total Capital Expenditures	\$500	\$577	\$598
Non-recurring Capital Expenditures <sup>2</sup>	(115)	(115)	(100)
Adjusted Capital Expenditures	\$385	\$462	\$498

<sup>1</sup> Excludes capitalized interest (~\$8mm for 2018E and ~\$8mm for 2019E) and Upton 2 solar development. Capital expenditure projection is on a cash basis.

<sup>&</sup>lt;sup>2</sup> Non-recurring capital expenditures include Comanche Peak generator capital, IT, Corporate, and Other.

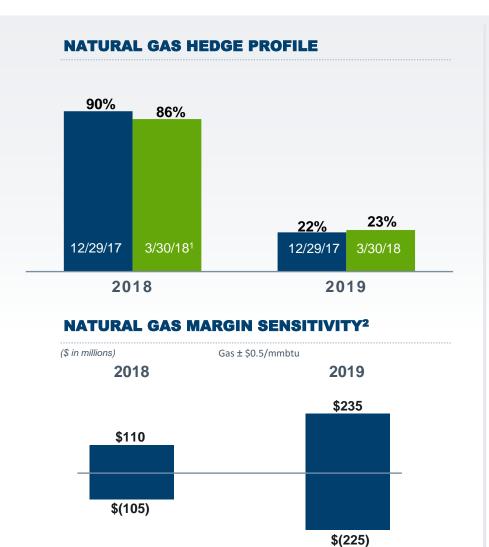
### **COMMERCIAL OPERATIONS**

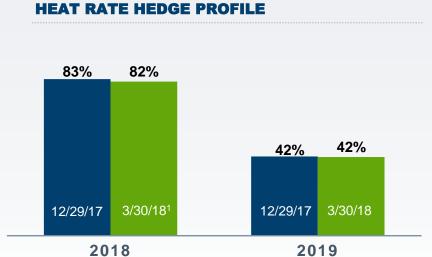




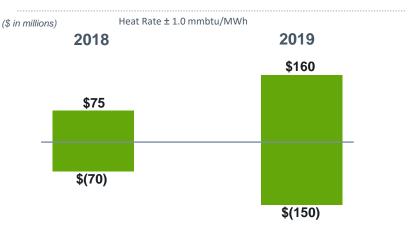
### **HEDGE PROFILE - ERCOT**







#### **HEAT RATE MARGIN SENSITIVITY<sup>2</sup>**



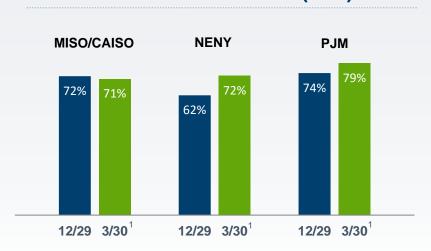
 $<sup>^{\</sup>rm 1}\,$  Reflects 2018 volumes and hedge percentages as of 3/30/2018.

<sup>&</sup>lt;sup>2</sup> Gas sensitivity assumes HR stays constant; HR sensitivity assumes gas stays constant; includes margin changes on unhedged retail load.

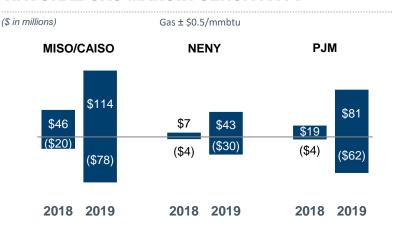
### **HEDGE PROFILE - OTHER MARKETS**



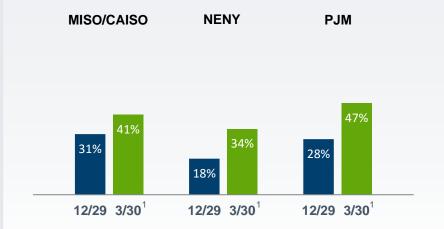
#### **GENERATION VOLUMES HEDGED (2018)**



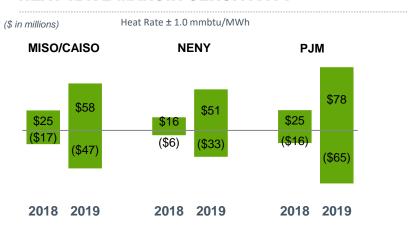
#### **NATURAL GAS MARGIN SENSITIVITY<sup>2</sup>**



### **GENERATION VOLUMES HEDGED (2019)**



#### **HEAT RATE MARGIN SENSITIVITY<sup>2</sup>**



<sup>&</sup>lt;sup>1</sup> Reflects 2018 volumes and hedge percentages as of 3/30/2018.

<sup>&</sup>lt;sup>2</sup> Gas sensitivity assumes HR stays constant; HR sensitivity assumes gas stays constant.

# **MARKET PRICING - ERCOT**



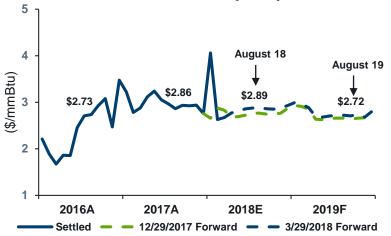
#### **MONTHLY NORTH HUB ATC POWER PRICES<sup>1</sup>**



### **IMPLIED NORTH HUB ATC MARKET HEAT RATES**



### **MONTHLY GAS PRICES (HSC)<sup>2</sup>**



#### **YEARLY AVERAGE PRICES**

	NHUB ATC	NHUB ATC HR	Gas - HSC	PRB 8800
2016A³	\$21.1	8.6	\$2.45	\$10.1
2017A <sup>3</sup>	\$23.3	7.8	\$2.97	\$11.7
2018E <sup>3</sup>	\$36.8	12.6	\$2.92	\$12.6
2019F <sup>3</sup>	\$32.6	11.8	\$2.77	\$12.5

<sup>&</sup>lt;sup>1</sup> Historical North Hub Intercontinental Exchange (ICE) Prices (Jan'16 – Dec'17) and Forward North Hub ICE Prices (Jan'18 – Dec'19); Forward prices are developed by multiplying projected heat rates and gas prices. <sup>2</sup> Chicago Mercantile Exchange (CME) settled prices (Jan'16 – Dec'17) and Forward prices (Jan'18 – Dec' 19). <sup>3</sup> A – reflects settled prices; E – reflects an average of actual and forward prices; F – reflects forward prices.

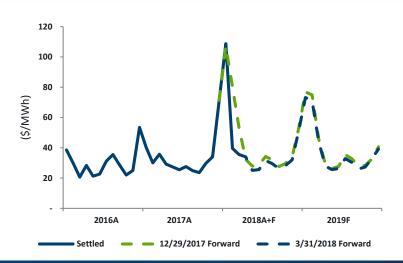
# **MARKET PRICING - OTHER MARKETS**



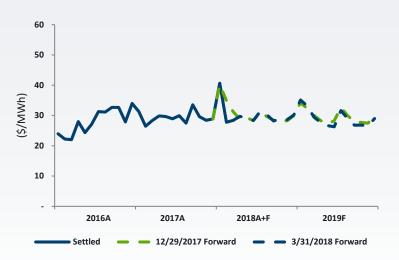
### **MONTHLY AD HUB ATC POWER PRICES**



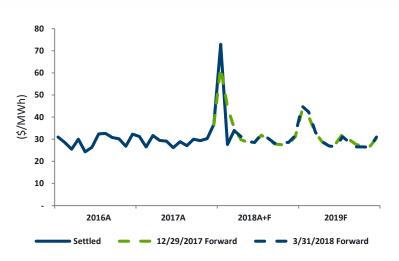
#### **MONTHLY MASS HUB ATC POWER PRICES**



#### **MONTHLY INDIANA HUB ATC POWER PRICES**



#### **MONTHLY PJM WH ATC POWER PRICES**



# **CAPACITY POSITION - MISO**



### **MISO Capacity Position (excludes PJM exports)**

Price in \$/kw-mo	MISO	MISO – IPH	Total	EBITDA Contribution
PY 17/18				
MWs	1,075	2,431	3,506	
Average Price	\$3.39	\$4.37	\$4.07	\$171 MM
PY 18/19				
MWs	356	1,960	2,316	
Average Price	\$2.61	\$3.81	\$3.63	\$101 MM
PY 19/20				
MWs	300	1,737	2,037	
Average Price	\$2.45	\$4.10	\$3.86	\$94 MM
PY 20/21				
MWs	470	1,075	1,545	
Average Price	\$2.92	\$4.85	\$4.26	\$79 MM

# **MISO Exports to PJM Capacity Position**

PJM Region	Planning Year	Average Price (\$/MW-day)	MW Position	Average Price (\$/MW-day)	MW Position
		Legacy/Base Product		Capacity Perform	nance Product
RTO	2017 - 2018 2018 - 2019 2019 - 2020 2020 - 2021	\$86.76 \$149.98 \$80.00	572 227 260 -	\$151.50 \$149.81 \$107.20 \$94.82	472 835 356 444

# **CAPACITY POSITIONS - PJM** (excludes MISO Imports)



PJM Region	Planning Year	Average Price (\$/MW-day)	MW Position	Average Price (\$/MW-day)	MW Position
		Legacy/Ba	se Product	Capacity Perforr	nance Product
	2017 – 2018	\$125.92	2,051	\$151.50	3,974
RTO	2018 – 2019	\$197.22	959	\$164.77	4,610
RIU	2019 – 2020	\$94.04	1,048	\$100.27	4,684
	2020 – 2021 <sup>1</sup>	N/A	N/A	\$94.23	4,905
	2017 – 2018	\$123.99	309	\$151.50	2,261
CamEd	2018 – 2019	\$200.21	317	\$215.29	2,254
ComEd	2019 – 2020	\$182.77	317	\$203.10	2,267
	2020 – 2021	N/A	N/A	\$188.12	2,549
	2017 – 2018	\$26.50	3	\$151.50	508
	2018 – 2019	\$149.98	0	\$166.83	508
MAAC	2019 – 2020	\$80.00	0	\$127.21	515
	2020 – 2021	N/A	N/A	\$116.74	547
	2017 – 2018	\$122.12	154	\$151.50	533
	2018 – 2019	\$210.63	148	\$232.83	507
EMAAC	2019 – 2020	\$99.77	0	\$120.68	669
	2020 – 2021	N/A	N/A	\$187.87	684
	2017 – 2018	\$125.46	356	\$151.50	0
.=0.	2018 – 2019	\$149.98	0	\$164.77	195
ATSI	2019 – 2020	\$80.00	0	\$100.00	224
	2020 – 2021	N/A	N/A	\$76.53	73
	2017 – 2018	\$121.53	49	\$151.50	0
DD!	2018 – 2019	\$104.70	32	\$164.77	0
PPL	2019 – 2020	\$80.00	48	\$100.00	0
	2020 – 2021	N/A	N/A	\$86.04	0

<sup>&</sup>lt;sup>1</sup> Includes DEOK zone which broke out from RTO at \$130.00 \$/MW-day; Note: PJM capacity position represent volumes cleared and purchased in primary annual auctions, incremental auctions, and transitional auctions. Also includes bilateral transactions.

# CAPACITY POSITIONS - ISO-NE / NYISO / CAISO



ISO/Region	Contract Type	Average Price (\$/MW-day)	MW Position	Tenor
ISO-NE <sup>1</sup> NYISO <sup>2,3</sup>	ISO-NE Capacity  NYISO Capacity	\$6.91/kw-Mo \$9.93/kw-Mo \$7.02/kw-Mo \$5.40/kw-Mo \$4.80/kw-Mo \$1.81/kw-Mo \$3.12/kw-Mo \$2.15/kw-Mo \$2.88/kw-Mo \$2.57/kw-Mo \$3.15/kw-Mo \$3.13/kw-Mo \$3.08/kw-Mo	3,303 3,254 3,233 3,229 2,762 1,200 956 620 355 210 75 38 20	June 2017 to May 2018 June 2018 to May 2019 June 2019 to May 2020 June 2020 to May 2021 June 2021 to May 2022  Winter 2017/2018 Summer 2018 Winter 2018/2019 Summer 2019 Winter 2019/2020 Summer 2020 Winter 2020/2021 Summer 2021
CAISO	RA Capacity		966 850	Cal 2018 Cal 2019

<sup>&</sup>lt;sup>1</sup> ISO-NE represents capacity auction results, supplemental auctions and bilateral capacity sales.

<sup>&</sup>lt;sup>2</sup> NYISO represents capacity auction results and bilateral capacity sales.

<sup>&</sup>lt;sup>3</sup> Winter period covers November through October and the Summer period covers May through October.

# **ASSET FLEET DETAILS**



Asset	Location	ISO	Technology	Primary Fuel	Net Capacity	Ownership Interest
Moss Landing 1 & 2	Moss Landing, CA	CAISO	CCGT	Gas	1,020	100%
Oakland	Oakland, CA	CAISO	CT	Oil	165	100
Total CAISO					1,185	
Forney	Forney, TX	ERCOT	CCGT	Gas	1,912	100%
Lamar	Paris, TX	ERCOT	CCGT	Gas	1,076	100
Odessa	Odessa, TX	ERCOT	CCGT	Gas	1,054	100
Ennis	Ennis, TX	ERCOT	CCGT	Gas	366	100
Hays	San Marcos, TX	ERCOT	CCGT	Gas	1,047	100
Midlothian	Midlothian, TX	ERCOT	CCGT	Gas	1,596	100
Wise	Poolville, TX	ERCOT	CCGT	Gas	787	100
Martin Lake	Tatum, TX	ERCOT	ST	Coal	2,250	100
Oak Grove	Franklin, TX	ERCOT	ST	Coal	1,600	100
Coleto Creek	Goliad, TX	ERCOT	ST	Coal	650	100
Decordova	Granbury, TX	ERCOT	CT	Gas	260	100
Graham	Graham, TX	ERCOT	ST	Gas	630	100
Lake Hubbard	Dallas, TX	ERCOT	ST	Gas	921	100
Morgan Creek	Colorado City, TX	ERCOT	CT	Gas	390	100
Permian Basin	Monahans, TX	ERCOT	CT	Gas	325	100
Stryker Creek	Rusk, TX	ERCOT	ST	Gas	685	100
Trinidad	Trinidad, TX	ERCOT	ST	Gas	244	100
Wharton	Boling, TX	ERCOT	CT	Gas	83	100
Comanche Peak	Glen Rose, TX	ERCOT	Nuclear	Nuclear	2,300	100
Upton 2	Upton County, TX	ERCOT	Solar	Solar	180	100
Total ERCOT	, ,				18,356	
Baldwin	Baldwin, IL	MISO	ST	Coal	1,185	100%
Havana	Havana, IL	MISO	ST	Coal	434	100
Hennepin	Hennepin, IL	MISO	ST	Coal	294	100
Coffeen	Coffeen, IL	MISO / PJM	ST	Coal	915	100
Duck Creek	Canton, IL	MISO / PJM	ST	Coal	425	100
Edwards	Bartonville, IL	MISO / PJM	ST	Coal	585	100
Newton	Newton, IL	MISO / PJM	ST	Coal	615	100
Joppa/EEI	Joppa, IL	MISO	ST	Coal	802	80
Joppa CT 1-3	Joppa, IL	MISO	CT	Gas	165	100
Joppa CT 4-5	Joppa, IL	MISO	CT	Gas	56	80
Total MISO	1-1-11		**		5,476	

# ASSET FLEET DETAILS (CONT'D)



Asset	Location	ISO	Technology	Primary Fuel	Net Capacity	Ownership Interest
Independence	Oswego, NY	NYISO	CCGT	Gas	1,212	100%
Total NYISO					1,212	
Bellingham	Bellingham, MA	ISO-NE	CCGT	Gas	566	100%
Bellingham NEA	Bellingham, MA	ISO-NE	CCGT	Gas	157	50
Blackstone	Blackstone, MA	ISO-NE	CCGT	Gas	544	100
Casco Bay	Veazie, ME	ISO-NE	CCGT	Gas	543	100
Lake Road	Dayville, CT	ISO-NE	CCGT	Gas	827	100
MASSPOWER	Indian Orchard, MA	ISO-NE	CCGT	Gas	281	100
Milford	Milford,CT	ISO-NE	CCGT	Gas	600	100
Total ISO-NE					3,518	
Fayette	Masontown, PA	PJM	CCGT	Gas	726	100%
Hanging Rock	Ironton, OH	PJM	CCGT	Gas	1,430	100
Hopewell	Hopewell, VA	PJM	CCGT	Gas	370	100
Kendall	Minooka, IL	PJM	CCGT	Gas	1,288	100
Liberty	Eddystone, PA	PJM	CCGT	Gas	607	100
Ontelaunee	Reading, PA	PJM	CCGT	Gas	600	100
Sayreville	Sayreville, NJ	PJM	CCGT	Gas	170	50
Washington	Beverly, OH	PJM	CCGT	Gas	711	100
Killen <sup>1</sup>	Manchester, OH	PJM	ST	Coal	204	33
Kincaid	Kincaid, IL	PJM	ST	Coal	1,108	100
Miami Fort 7 & 8	North Bend, OH	PJM	ST	Coal	1,020	100
Northeastern	McAdoo, PA	PJM	ST	Coal	52	100
Stuart <sup>1</sup>	Aberdeen, OH	PJM	ST	Coal	679	39
Zimmer	Moscow, OH	PJM	ST	Coal	1,300	100
Calumet	Chicago, IL	PJM	СТ	Gas	380	100
Dicks Creek	Monroe, OH	PJM	CT	Gas	155	100
Miami Fort (CT)	North Bend, OH	PJM	СТ	Oil	77	100
Pleasants	Saint Marys, WV	PJM	СТ	Gas	388	100
Richland	Defiance, OH	PJM	СТ	Gas	423	100
Stryker	Stryker, OH	PJM	СТ	Oil	16	100
Total PJM	• .				11,704	
Total Capacity					41,451	

<sup>&</sup>lt;sup>1</sup> Stuart and Killen to be retired on June 1, 2018.

# REG G TABLES - Q1 2018 ADJUSTED EBITDA



# VISTRA ENERGY CORP. – REG G RECONCILIATIONS THREE MONTHS ENDED MARCH 31, 2018

	Wholesale Generation	Retail Electricity	Eliminations / Corp & Other	Ongoing Operations Consolidated	Asset Closure	Vistra Energy Consolidated
Net Income (loss)	(1,086)	771	31	(284)	(22)	(306)
Income tax expense (benefit)	-	-	(89)	(89)	-	(89)
Interest expense and related charges	8	-	(17)	(9)	-	(9)
Depreciation and amortization (a)	84	76	13	173	-	173
EBITDA before adjustments	(994)	847	(62)	(209)	(22)	(231)
Unrealized net (gain) loss resulting from hedging transactions	1,070	(655)	-	415	-	415
Fresh start accounting impacts	(2)	12	-	10	-	10
Impacts of Tax Receivable Agreement	-	-	18	18	-	18
Reorganization items and restructuring expenses	-	-	2	2	-	2
Non-cash compensation expenses	-	-	6	6	-	6
Transition and merger expenses	2	-	26	28	-	28
Other, net	(6)	(10)	9	(7)	-	(7)
Adjusted EBITDA	70	194	(1)	263	(22)	241

<sup>(</sup>a) Includes nuclear fuel amortization of \$20 million in the Wholesale Generation segment.

# REG G TABLES – Q1 2017 ADJUSTED EBITDA



# VISTRA ENERGY CORP. – REG G RECONCILIATIONS THREE MONTHS ENDED MARCH 31, 2017

	Wholesale Generation	Retail Electricity	Eliminations / Corp & Other	Ongoing Operations Consolidated	Asset Closure	Vistra Energy Consolidated
Net Income (loss)	303	(113)	(99)	91	(13)	78
Income tax expense (benefit)	-	-	41	41	-	41
Interest expense and related charges	1	-	23	24	-	24
Depreciation and amortization (a)	83	106	11	200	-	200
EBITDA before adjustments	387	(7)	(24)	356	(13)	343
Unrealized net (gain) loss resulting from hedging transactions	(282)	162	-	(120)	-	(120)
Fresh start accounting impacts	(1)	24	-	23	4	27
Impacts of Tax Receivable Agreement	-	-	21	21	-	21
Reorganization items and restructuring expenses	-	-	4	4	-	4
Other, net	1	(2)	2	1	-	1
Adjusted EBITDA	105	177	3	285	(9)	276

<sup>(</sup>a) Includes nuclear fuel amortization of \$30 million in the Wholesale Generation segment.

# **REG G TABLES – 2018 GUIDANCE**



# VISTRA ENERGY CORP. – REG G RECONCILIATIONS 2018 GUIDANCE

	Ongoing Operations		Asset (	Closure	Vistra Energy Consolidated	
	Low	High	Low	High	Low	High
Net Income (loss)	549	705	(94)	(84)	455	621
Income tax expense (benefit)	139	183	-	-	139	183
Interest expense and related charges	552	552	-	-	552	552
Depreciation and amortization	1,244	1,244	-	-	1,244	1,244
EBITDA before adjustments	2,485	2.685	(94)	(84)	2,391	2,601
Unrealized net (gain) loss resulting from hedging transactions	(58)	(58)	-	-	(58)	(58)
Adjusted EBITDA from unconsolidated investments and excluding noncontrolling interest	(5)	(5)	-	-	(5)	(5)
Fresh start accounting impacts	26	26	-	-	26	26
Impacts of Tax Receivable Agreement	64	64	-	-	64	64
Reorganization and restructuring expenses	2	2	-	-	2	2
Transition and merger expenses	156	156	-	-	156	156
Other, net	29	29	4	4	33	33
Adjusted EBITDA	2,700	2,900	(90)	(80)	2,610	2,820
Interest payments	(634)	(634)	-	-	(634)	(634)
Tax payments	(51)	(51)	-	-	(51)	(51)
Tax receivable agreement payments	(24)	(24)	-	-	(24)	(24)
Working capital and margin deposits	25	25	-	-	25	25
Reclamation and remediation	(44)	(44)	(102)	(102)	(146)	(146)
Other changes in operating assets and liabilities	(262)	(262)	6	16	(257)	(247)
Cash provided by operating activities	1,710	1,910	(186)	(166)	1,524	1,744
Capital expenditures including nuclear fuel	(508)	(508)	-	-	(508)	(508)
Solar development expenditures	(29)	(29)	-	-	(29)	(29)
Other net investing activities	(24)	(24)	-	-	(24)	(24)
Free cash flow	1,149	1,349	(186)	(166)	963	1,183
Working capital and margin deposits	(25)	(25)	-	-	(25)	(25)
Solar development expenditures	29	29	-	-	29	29
Taxes related to Alcoa Settlement	45	45	-	-	45	45
Transition and merger expenses	156	156	-	-	156	156
Generation plant retirement expenses	-	-	26	26	26	26
Transition capital expenditures	45	45	-	-	45	45
Adjusted free cash flow	1,400	1,600	(160)	(140)	1,240	1,460

# **REG G TABLES – 2018 ILLUSTRATIVE GUIDANCE**



## VISTRA ENERGY CORP. – REG G RECONCILIATIONS 2018 GUIDANCE (ILLUSTRATIVE)

	Ongoing Operations		Asset (	Asset Closure		Vistra Energy Consolidated	
	Low	High	Low	High	Low	High	
Net Income (loss)	695	851	(94)	(84)	601	767	
Income tax expense (benefit)	178	222	-	-	178	222	
Interest expense and related charges	668	668	-	-	668	668	
Depreciation and amortization	1,394	1,394	-	-	1,394	1,394	
EBITDA before adjustments	2,935	3,135	(94)	(84)	2,841	3,051	
Unrealized net (gain) loss resulting from hedging transactions	(58)	(58)	-	-	(58)	(58)	
Adjusted EBITDA from unconsolidated investments and excluding noncontrolling interest	(5)	(5)	-	-	(5)	(5)	
Fresh start accounting impacts	26	26	-	-	26	26	
Impacts of Tax Receivable Agreement	64	64	-	-	64	64	
Reorganization and restructuring expenses	2	2	-	-	2	2	
Transition and merger expenses	156	156	-	-	156	156	
Other, net	29	29	4	4	33	33	
Adjusted EBITDA	3,150	3,350	(90)	(80)	3,060	3,270	
Interest payments	(740)	(740)	-	-	(740)	(740)	
Tax payments	(51)	(51)	-	-	(51)	(51)	
Tax receivable agreement payments	(24)	(24)	-	-	(24)	(24)	
Working capital and margin deposits	25	25	-	-	25	25	
Reclamation and remediation	(44)	(44)	(102)	(102)	(146)	(146)	
Other changes in operating assets and liabilities	(251)	(251)	6	16	(245)	(235)	
Cash provided by operating activities	2,065	2,265	(186)	(166)	1,879	2,099	
Capital expenditures including nuclear fuel	(587)	(587)	-	-	(587)	(587)	
Solar development expenditures	(29)	(29)	-	-	(29)	(29)	
Other net investing activities	(24)	(24)	-	-	(24)	(24)	
Free cash flow	1,424	1,625	(186)	(166)	1,238	1,458	
Working capital and margin deposits	(25)	(25)	-	-	(25)	(25)	
Solar development expenditures	29	29	-	-	29	29	
Taxes related to Alcoa Settlement	45	45	-	-	45	45	
Transition and merger expenses	156	156	-	-	156	156	
Generation plant retirement expenses	-	-	26	26	26	26	
Transition capital expenditures	45	45	-	-	45	45	
Adjusted free cash flow	1,675	1,875	(160)	(140)	1,515	1,735	

# **REG G TABLES – 2019 GUIDANCE**



# VISTRA ENERGY CORP. – REG G RECONCILIATIONS 2019 GUIDANCE

	Ongoing Operations		Asset (	Asset Closure		Vistra Energy Consolidated	
	Low	High	Low	High	Low	High	
Net Income (loss)	1,029	1,264	(70)	(60)	959	1,204	
Income tax expense (benefit)	248	313	-	-	248	313	
Interest expense and related charges	555	555	-	-	555	555	
Depreciation and amortization	1,339	1,339	-	-	1,339	1,339	
EBITDA before adjustments	3,171	3,471	(70)	(60)	3,101	3,411	
Unrealized net (gain) loss resulting from hedging transactions	(83)	(83)	-	-	(83)	(83)	
Adjusted EBITDA from unconsolidated investments and excluding noncontrolling interest	(7)	(7)	-	-	(7)	(7)	
Fresh start accounting impacts	17	17	-	-	17	17	
Impacts of Tax Receivable Agreement	55	55	-	-	55	55	
Reorganization and restructuring expenses	-	-	-	-	-	-	
Transition and merger expenses	8	8	-	-	8	8	
Other, net	39	39	-	-	39	39	
Adjusted EBITDA	3,200	3,500	(70)	(60)	3,130	3,440	
Interest payments	(551)	(551)	-	-	(551)	(551)	
Tax payments	111	111	-	-	111	111	
Tax receivable agreement payments	-	-	-	-	-	-	
Working capital and margin deposits	23	23	-	-	23	23	
Reclamation and remediation	(73)	(73)	(100)	(100)	(173)	(173)	
Other changes in operating assets and liabilities	(56)	(56)	20	30	(36)	(26)	
Cash provided by operating activities	2,653	2,953	(150)	(130)	2,504	2,824	
Capital expenditures including nuclear fuel	(606)	(606)	-	-	(606)	(606)	
Solar development expenditures	-	-	-	-	-	-	
Other net investing activities	(5)	(5)	-	-	(5)	(5)	
Free cash flow	2,042	2,342	(150)	(130)	1,893	2,213	
Working capital and margin deposits	(23)	(23)	-	-	(23)	(23)	
Solar development expenditures	-	-	-	-	-	-	
Taxes related to Alcoa Settlement	-	-	-	-	-	-	
Transition and merger expenses	8	8	-	-	8	8	
Generation plant retirement expenses	-	-	-	-	-	-	
Transition capital expenditures	23	23	-	-	23	23	
Adjusted free cash flow	2,050	2,350	(150)	(130)	1,900	2,220	

# **REG G TABLES – 2019 ILLUSTRATIVE GUIDANCE**



# VISTRA ENERGY CORP. – REG G RECONCILIATIONS 2019 GUIDANCE (ILLUSTRATIVE)

	Ongoing Operations		Asset (	Asset Closure		Vistra Energy Consolidated	
	Low	High	Low	High	Low	High	
Net Income (loss)	1,088	1,323	(70)	(60)	1,018	1,263	
Income tax expense (benefit)	264	329	-	-	264	329	
Interest expense and related charges	555	555	-	-	555	555	
Depreciation and amortization	1,339	1,339	-	-	1,339	1,339	
EBITDA before adjustments	3,246	3,546	(70)	(60)	3,176	3,486	
Unrealized net (gain) loss resulting from hedging transactions	(83)	(83)	-	-	(83)	(83)	
Adjusted EBITDA from unconsolidated investments and excluding noncontrolling interest	(7)	(7)	-	-	(7)	(7)	
Fresh start accounting impacts	17	17	-	-	17	17	
Impacts of Tax Receivable Agreement	55	55	-	-	55	55	
Reorganization and restructuring expenses	-	-	-	-	-	-	
Transition and merger expenses	8	8	-	-	8	8	
Other, net	39	39	-	-	39	39	
Adjusted EBITDA	3,275	3,575	(70)	(60)	3,205	3,515	
Interest payments	(551)	(551)	-	-	(551)	(551)	
Tax payments	111	111	-	-	111	111	
Tax receivable agreement payments	-	-	-	-	-	-	
Working capital and margin deposits	23	23	-	-	23	23	
Reclamation and remediation	(73)	(73)	(100)	(100)	(173)	(173)	
Other changes in operating assets and liabilities	(31)	(31)	20	30	(11)	(1)	
Cash provided by operating activities	2,753	3,053	(150)	(130)	2,603	2,923	
Capital expenditures including nuclear fuel	(606)	(606)	-	-	(606)	(606)	
Solar development expenditures	-	-	-	-	-	-	
Other net investing activities	(5)	(5)	-	-	(5)	(5)	
Free cash flow	2,142	2,442	(150)	(130)	1,992	2,312	
Working capital and margin deposits	(23)	(23)	-	-	(23)	(23)	
Solar development expenditures	-	-	-	-	-	-	
Taxes related to Alcoa Settlement	-	-	-	-	-	-	
Transition and merger expenses	8	8	-	-	8	8	
Generation plant retirement expenses	-	-	-	-	-	-	
Transition capital expenditures	23	23	-	-	23	23	
Adjusted free cash flow	2,150	2,450	(150)	(130)	2,000	2,320	



# **END SLIDE**