

**American Municipal Power, Inc**  
**Consolidating Balance Sheet**  
**December 31, 2016**

	AMP*	PSEC	AFEC	Eliminating Entries	Total
<b>Assets</b>					
Utility plant					
Electric plant in service	\$ 2,039,481,709	\$ 1,385,895,609	\$ 550,764,933	\$ -	\$ 3,976,142,251
Accumulated depreciation	(69,827,935)	(163,932,416)	(80,232,593)	-	(313,992,944)
Total utility plant	<u>1,969,653,774</u>	<u>1,221,963,193</u>	<u>470,532,340</u>	<u>-</u>	<u>3,662,149,307</u>
Nonutility property and equipment					
Nonutility property and equipment	21,132,273	-	-	-	21,132,273
Accumulated depreciation	(9,827,151)	-	-	-	(9,827,151)
Total nonutility property and equipment	<u>11,305,122</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>11,305,122</u>
Construction work in process	837,063,384	8,145,197	3,248,631	-	848,457,212
Assets held for future use	34,881,075	-	-	-	34,881,075
Coal Reserves	-	23,537,987	-	-	23,537,987
Trustee funds and other assets					
Trustee funds	227,437,476	66,839,843	39,514,394	-	333,791,713
Trustee funds - restricted	31,540,975	754,255,734	-	-	785,796,709
Financing receivables - members	5,049,613	-	-	-	5,049,613
Note Receivable	2,797,002	-	-	-	2,797,002
Regulatory assets	120,294,711	190,627,475	105,875,942	-	416,798,128
Investment in The Energy Authority	10,211,442	-	-	-	10,211,442
Intangible and other Assets	848	2,426,902	24,843,165	-	27,270,915
Total trustee funds and other assets	<u>397,332,067</u>	<u>1,014,149,954</u>	<u>170,233,501</u>	<u>-</u>	<u>1,581,715,522</u>
Current assets					
Cash and cash equivalents	82,745,144	29,668,528	19,432,789	-	131,846,461
Cash and cash equivalents - restricted	7,367,006	3,993,252	-	-	11,360,258
Trustee funds	122,250,243	101,189,053	19,685,820	-	243,125,116
Trustee funds - restricted	-	11,316,075	-	-	11,316,075
Investments	67,205	-	-	-	67,205
Collateral postings	15,816,992	9,400,000	-	-	25,216,992
Accounts receivable	68,567,260	12,183,994	13,222,075	(6,609,987)	87,363,342
Interest receivable	15,427,480	14,744,245	49,329	-	30,221,054
Financing receivables - members	26,337,558	-	-	-	26,337,558
Note Receivable	-	-	-	-	-
Inventories	36,261	8,367,387	-	-	8,403,648
Regulatory assets	8,946,789	-	4,306,719	-	13,253,508
Prepaid expenses and other assets	4,572,062	1,545,248	1,188,764	-	7,306,074
Total current assets	<u>352,134,000</u>	<u>192,407,782</u>	<u>57,885,496</u>	<u>(6,609,987)</u>	<u>595,817,291</u>
Total assets	<u>\$ 3,602,369,421</u>	<u>\$ 2,460,204,113</u>	<u>\$ 701,899,968</u>	<u>\$ (6,609,987)</u>	<u>\$ 6,757,863,516</u>

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	AMP*	PSEC	AFEC	Eliminating Entries	Total
<b>Equities and Liabilities</b>					
Member and patron equities					
Contributed capital	\$ 826,968	\$ -	\$ -	\$ -	\$ 826,968
Patronage capital (deficit)	77,061,450	-	-	-	77,061,450
Total member and patron equities	<u>77,888,418</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>77,888,418</u>
Long-term debt					
Term debt	3,045,389,160	2,337,610,428	543,966,328	-	5,926,965,916
Term debt on behalf of CVEC	-	-	21,062,499	-	21,062,499
Revolving credit loan	190,353,490	9,400,000	3,746,510	-	203,500,000
Total long-term debt	<u>3,235,742,650</u>	<u>2,347,010,428</u>	<u>568,775,337</u>	<u>-</u>	<u>6,151,528,415</u>
Current liabilities					
Accounts payable	109,969,838	19,249,502	11,332,324	(6,609,987)	133,941,677
Accrued interest	78,291,409	46,737,361	9,864,201	-	134,892,971
Term debt—current	46,427,309	21,705,000	8,910,000	-	77,042,309
Term debt on behalf of members—current	18,503,500	-	-	-	18,503,500
Term debt on behalf of CVEC	-	-	854,167	-	854,167
Regulatory liabilities—current	4,559,322	105,205	-	-	4,664,527
Other liabilities	6,183,175	6,582,042	5,639,219	-	18,404,436
Total current liabilities	<u>263,934,553</u>	<u>94,379,110</u>	<u>36,599,911</u>	<u>(6,609,987)</u>	<u>388,303,587</u>
Other noncurrent liabilities					
Deferred gain on sale of real estate	1,161,368	-	-	-	1,161,368
Asset retirement obligations	1,653,710	6,004,856	113,991	-	7,772,557
Regulatory liabilities	13,259,805	12,621,623	35,533,024	-	61,414,452
Other Liabilities	8,728,918	188,096	60,877,705	-	69,794,719
Total other noncurrent liabilities	<u>24,803,801</u>	<u>18,814,575</u>	<u>96,524,720</u>	<u>-</u>	<u>140,143,096</u>
Total liabilities	<u>3,524,481,004</u>	<u>2,460,204,113</u>	<u>701,899,968</u>	<u>(6,609,987)</u>	<u>6,679,975,098</u>
Total equities and Liabilities	<u>\$ 3,602,369,422</u>	<u>\$ 2,460,204,113</u>	<u>\$ 701,899,968</u>	<u>\$ (6,609,987)</u>	<u>\$ 6,757,863,516</u>

\* This column represents all consolidated AMP entities except for AMP Fremont Energy Center ("AFEC") and Prairie State Energy Campus ("PSEC").

**American Municipal Power, Inc**  
**Consolidating Statements of Revenue and Expenses**  
**Year Ended December 31, 2016**

	AMP*	PSEC	AFEC	Eliminating Entries	Total
<b>Revenues</b>					
Electric revenue	\$ 752,211,289	\$ 258,635,241	\$ 209,733,362	\$ (2,104,217)	\$ 1,218,475,675
Service fees	11,501,983	-	-	-	11,501,983
Programs and other	15,831,599	-	-	(3,317,952)	12,513,647
Total revenues	<u>779,544,870</u>	<u>258,635,241</u>	<u>209,733,362</u>	<u>(5,422,168)</u>	<u>1,242,491,305</u>
<b>Operating expenses</b>					
Purchased electric power	555,597,708	31,477,604	(850,203)	-	586,225,109
Production	45,035,901	63,363,402	87,089,534	(5,594,771)	189,894,065
Fuel	726,389	28,936,586	80,210,124	-	109,873,099
Depreciation and amortization	53,229,970	37,936,704	16,921,198	-	108,087,872
Administrative and general	8,496,466	544,517	1,720,646	170,832	10,932,461
Property and real estate taxes	7,980,614	(8,269)	1,356,937	-	9,329,282
Programs and other	14,255,478	-	-	1,772	14,257,250
Total operating expenses	<u>685,322,526</u>	<u>162,250,544</u>	<u>186,448,236</u>	<u>(5,422,168)</u>	<u>1,028,599,138</u>
Operating margin	94,222,344	96,384,697	23,285,126	-	213,892,167
<b>Nonoperating revenues (expenses)</b>					
Interest Expense	(121,636,613)	(119,847,969)	(24,376,263)	-	(265,860,845)
Interest income, subsidy	31,493,533	13,586,983	-	-	45,080,516
Interest income, other	3,015,517	10,115,892	223,974	-	13,355,383
Other, net	3,152,771	(239,603)	867,163	-	3,780,331
Total nonoperating expenses	<u>(83,974,792)</u>	<u>(96,384,697)</u>	<u>(23,285,126)</u>	<u>-</u>	<u>(203,644,615)</u>
Net margin	<u>\$ 10,247,552</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 10,247,552</u>

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**American Municipal Power, Inc**  
**Consolidating Statements of Cash Flows**  
**Year Ended December 31, 2016**

	AMP*	PSEC	AFEC	Eliminating Entries	Total
<b>Cash flows from operating activities</b>					
Net margin	\$ 10,247,552	\$ -	\$ -	\$ -	\$ 10,247,552
Adjustments to reconcile net margin to net cash					
provided by operating activities	\$ 52,095,646.0	\$ 38,319,763.0	\$ 16,921,198.0	\$ -	\$ 107,336,607
Depreciation and amortization	-	751,265	-	-	751,265
Depletion of coal reserves	2,406,677	2,451,057	267,508	-	5,125,242
Amortization of deferred financing costs					
Amortization of bond premium, net of	(2,693,049)	(3,487,469)	(2,157,418)	-	(8,337,936)
amortization of bond discount	50,181	305,453	1,512	-	357,146
Accretion of interest on asset retirement obligations	(907,983)	691,896	392,672	-	176,585
Loss (gain) on sale of utility property and equipment	(2,732,858)	-	(861,679)	-	(3,594,537)
Unrealized (gain) on investments					
Changes in assets and liabilities	-	-	-	-	-
Collateral postings	(201,135)	(1,700,000)	-	-	(1,901,135)
Accounts receivable	(4,392,843)	(2,496,667)	6,513,521	663,946	287,957
Interest receivable	(12,680,272)	(13,964)	(9,379)	-	(12,703,615)
Inventories	11,848	(405,056)	-	-	(393,208)
Regulatory assets and liabilities, net	(21,621,861)	(43,618,067)	(4,915,074)	-	(70,155,002)
Prepaid expenses and other assets	1,676,739	282,452	61,658	-	2,020,849
Accounts payable	3,247,596	5,796,071	(11,619,820)	(663,946)	(3,240,099)
Accrued postretirement benefits	(3,509,648)	-	-	-	(3,509,648)
Accrued interest	58,392,002	628,989	(107,823)	-	58,913,168
Asset retirement obligations	115,044	(409,650)	14,003	-	(280,603)
Other liabilities	2,193,665	1,702,842	24,399	-	3,920,906
Net cash (used in) provided by operating activities	81,697,301	(1,201,085)	4,525,278	-	85,021,494
<b>Cash flows from investing activities</b>					
Purchase of utility property and equipment	(109,964,486)	(5,738,180)	-	-	(115,702,666)
Purchase of nonutility property and equipment	(562,484)	-	-	-	(562,484)
Proceeds due to repayments on loans made to related parties	49,796,786	-	-	-	49,796,786
Purchase of construction work-in-progress	(233,322,989)	(3,105,376)	815,226	-	(235,613,139)
Proceeds from sale of investments	656,109,829	194,334,457	42,481,919	-	892,926,205
Purchase of investments	(758,729,961)	(148,304,787)	(42,042,871)	-	(949,077,619)
Purchase of plant held for future use	563,885	-	-	-	563,885
Changes in restricted cash and cash equivalents	22,446,447	(219,322)	-	-	22,227,125
Net cash (used in) provided by investing activities	(373,662,973)	36,966,792	1,254,274	-	(335,441,907)
<b>Cash flows from financing activities</b>					
Proceeds from revolving credit loan	215,453,490	3,000,000	5,746,510	-	224,200,000
Payments on revolving credit loan	(368,300,000)	(1,300,000)	(2,000,000)	-	(371,600,000)
Cost of Issuance of debt	(4,169,903)	-	-	-	(4,169,903)
Principal payments on term debt	(46,637,412)	(22,445,000)	(8,605,000)	-	(77,687,412)
Principal payments on term debt on behalf of members	(9,044,500)	-	-	-	(9,044,500)
Proceeds from issuance of term debt	499,817,964	-	-	-	499,817,964
Proceeds from issuance of term debt on behalf of members	18,503,500	-	-	-	18,503,500
Principal payments on term debt on behalf of Central Virginia Electric Cooperative	-	-	(854,167)	-	(854,167)
Proceeds from financing receivables - members	7,272,170	-	-	-	7,272,170
Funding of financing receivables - members	(11,343,711)	-	-	-	(11,343,711)
Capital contributions	13,950	-	-	-	13,950
Net cash provided by (used in) financing activities	301,565,548	(20,745,000)	(5,712,657)	-	275,107,891
Net change in cash and cash equivalents	9,599,876	15,020,707	66,895	-	24,687,478
<b>Cash and cash equivalents</b>					
Beginning of period	73,145,268	14,647,821	19,365,894	-	107,158,983
End of period	\$ 82,745,144	\$ 29,668,528	\$ 19,432,789	\$ -	\$ 131,846,461

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