OHIO VALLEY ELECTRIC CORPORATION
AND SUBSIDIARY COMPANY
CONSOLIDATING BALANCE SHEETS - JUNE 30, 2014 AND 2013-UNAUDITED
CONSOLIDATING STATEMENTS OF INCOME AND RETAINED EARNINGS YEAR TO DATE - JUNE 30, 2014 AND 2013-UNAUDITED
CONSOLIDATING STATEMENTS OF CASH FLOWS YEAR TO DATE - JUNE 30, 2014 AND 2013-UNAUDITED

OHIO VALLEY ELECTRIC CORPORATION

AND SUBSIDIARY COMPANY

CONSOLIDATING BALANCE SHEETS - JUNE 30, 2014 AND 2013-UNAUDITED

CONSOLIDATING STATEMENTS OF INCOME AND RETAINED EARNINGS YEAR TO DATE - JUNE 30, 2014 AND 2013-UNAUDITED

CONSOLIDATING STATEMENTS OF CASH FLOWS YEAR TO DATE - JUNE 30, 2014 AND 2013-UNAUDITED

OFFICER'S CERTIFICATION

A review of the affairs and activities of Ohio Valley Electric Corporation and its wholly-owned subsidiary, Indiana-Kentucky Electric Corporation (the Companies), during the quarters ended June 30, 2014 and 2013 has been made under my supervision, and in my opinion, the unaudited financial statements for these periods present fairly the financial conditions of the Companies as of June 30, 2014 and 2013, and the results of the operations, thereof, in accordance with generally accepted accounting principles consistently applied throughout the period. To the best of my knowledge and belief, there has been no Potential Default, Default, or Event of Default by the Companies and the Companies are in compliance with the covenents of the current debt agreements.

Secretary and Treasurer
OHIOVALLEY ELECTRIC CORPORATION and
INDIANA-KENTUCKY ELECTRIC CORPORATION

CONSOLIDATED NET WORTH

The consolidated net worth of Ohio Valley Electric Corporation and its wholly-owned subsidiary, Indiana-Kentucky Electric Corporation for the quarter ending June 30, 2014 was \$16,781,444.70

Secretary and Treasurer
OMO VALLEY ELECTRIC CORPORATION and
INDIANA-KENTUCKY ELECTRIC CORPORATION

CONSOLIDATING BALANCE SHEETS

	AS OF JUNE 30, 2014 AND 2013-UNAUDITED												
Part			201	4		-				2013			
ELECTRE Text		Consolidated		Electric	Kentucky Electric		Consolidated	_			Electric		Kentucky Electric
Contraction is progress 1,400,540,951734 \$ \$ \$ \$ 1,300,74,072.00 \$ 1,100,74,072.00 \$ 1,100,74,072.00 \$ 1,100,74,072.00 \$ 1,100,74,072.00 \$ 1,100,74,072.00 \$ 1,100,74,072.00 \$ 1,200,74,072.00 \$ 1,400,74,07	ASSETS												
Lane - Accountational provisions for depreciation (1,211,141,464-49) - (191,142,189-80) (191,940,181-50) (1,197,08,854-10) - (281,715,082-27) 12,216,611-40	ELECTRIC PLANT:												
1,465,528,113.14	At original cost	\$ 2,680,669,517.54	\$ - !	1,330,724,072.03 \$	1,349,945,445.51	\$	1,988,841,134.85	\$	_	\$	1,277,029,324.83	\$	711,811,810.02
Contraction in progress 28,202,176,88		(1,211,141,404.40)		(591,741,289.86)	(619,400,114.54)	-	(1,137,608,864.14)	_	<u>-</u>		(548,713,662.56)		(588,895,201.58)
Total electric plant 1,488,048,90002 748,083,245,80 1,532,635,110.59 778,700,722.35 756,094,387.24 Investment in substidiary company (1,400,000.00) 3,400,000.00 3,400,000.00 (1,400,000.00) 3,400,000.00 (10,285,162.87) (10)2,851,162.87) (10)2,851,162.87) (10)2,851,162.87) (10)2,851,162.87) (10)2,851,162.87) Total investments and other (100,687,724.57) (100,687,724.57) (100,687,724.57) (100,687,724.57) (100,687,724.57) (100,687,724.57) (100,688,162.87) Total investments and other (100,687,724.57) (100,688,162.87) (100,6		1,469,528,113.14	-	738,982,782.17	730,545,330.97		851,232,270.71		-		728,315,662.27		122,916,608.44
NYESTMENTS AND OTHER: 1/240,000.000 3,400,000.00 3,400,000	Construction in progress	28,520,876.88	-	10,982,961.96	17,537,914.92	_	681,402,839.88	_	<u>-</u> _		47,415,061.08	_	633,987,778.80
Investments in subsidiary company - (0,400,000.00) 3,400,000.00 - (0,000.00) 3,400,000.00 - (0,000.00) 3,400,000.00 - (0,000.00) 3,400,000.00 - (0,000.00) 3,400,000.00 - (0,000.00) 3,400,000.00 - (0,000.00) - (0,000.	Total electric plant	1,498,048,990.02		749,965,744.13	748,083,245.89	-	1,532,635,110.59	_			775,730,723.35	_	756,904,387.24
Investments in subidiary company - (1,400,000.00) 3,400,000.00 - (1,400,000.00) 3,400,000.00 - (1,00,28,162.87) 105,288,162.87 - (100,288,162.87) 105,288,162.87 - (INVESTMENTS AND OTHER:												
Advances to subsidiary-construction - (99,2817724.57) 99,2577724.57 - (109,288,162.87) 19,288,162.87 - (109,288,162.87) 19,888,162.87 - (109,288,162.87) 19,888,162.87 - (109,288,162.87) 19,888,162.87 - (109,288,162.87) 19,888,162.87 - (109,288,162.87) 19,888,162.87 - (109,288,162.87) 19,888,162.87 - (109,288,162.87) 19,888,162.87 - (109,288,162.87) 19,888,162.87 - (109,288,162.87) 19,888,162.87 - (109,288,162.87) 19,888,162.87 - (109,288,162.87) 19,889,184 - (109,288,162.87) 19,88		-	(3.400.000.00)	3 400.000.00	_		_		(3,400,000,00)		3.400.000.00		-
Current ASSETS Cash and cash equivalents 12,322,035.41		<u> </u>			<u> </u>	-	-	_					<u>.</u>
Cash and cash equivalents [1,22,20)5,41 - 1,2315,835.41 6,20000 [1,15,2189] - 1,69,139.56 23,286,286 23,286,286 1,89,148,18 6,18,761,28 1,89,148,18 6,18,761,28 1,89,148,18 6,18,761,28 1,89,148,18 6,18,761,28 1,88,148,18 1,188,148,18 1,188,148,18 1,188,148,18 1,188,148,18 1,188,148,18 2,188,148,18 1,188,148,18 2,188,148,18 1,188,148,18 1,188,148,18 2,188,148,18 1,188,148,18 2,188,148,18 1,188,148,18 1,188,148,18 1,188,148,18 1,188,148,18	Total investments and other	<u> </u>	(102,657,724.57)	102,657,724.57	<u></u>		-	_	(108,688,162.87)		108,688,162.87		
Cash and cash equivalents	CURRENT ASSETS:												
Accounts necelvable 12,402,924.27		12 322 035 41	_	12 315 835 41	6 200 00		14 115 251 89		_		14 091 389 26		23 862 63
Intercompany receivable					,				_				
Fuel in Storage-sta average cost 46,355,200.26 18,342,05907 27,813,41.19 67,047,756.93 31,203,78.80 33,844,178.13		32,402,324.27	(637 802 800 34)		203,024.73		52,425,045.15		(638 040 215 74)				010,701.52
Materials and supplies—at average cost 33,272,381.49 - 19,600,461.1 13,671,855.38 29,519,470.32 - 17,393,397.84 12,126,072.48		46 355 300 26	(037,892,890.34)		27 912 241 10		67 047 756 03		(030,340,213.74)				25 944 179 12
Property taxes applicable to future years 1,31,145.25 1,31,145.25 1,31,145.25 1,21,170.00 1,20,170.00			•						-				
Emission allowances			-		13,071,033.30				-				12,120,072.40
Deferred tax assets 9,980,788.00 7,392,140.00 2,588,628.00 18,302,793.00 15,008,843.00 3,293,950.00 Income taxes receivable 3,331,535.71 3,331,535.71 - 15,832,665.71 - 15,832,665.71 - 15,832,665.71 - 15,832,665.71 Prepaid expenses and other 1,862,110.88 - 8896,040.67 966,070.21 1,444,653.27 - 933,124.49 511,252.878 Total current assets 140,987,649.55 (637,892,890.34) 733,629,520.36 45,251,019.53 189,684,288.08 (638,940,215.74) 776,206,150.28 52,418,353.54 REGULATORY ASSETS:			-		-				-				-
Income taxes receivable 3,331,535.71 3,331,535.71 - 15,832,665.71 - 15,832			-						-				2 202 050 00
Regulatory assets - 2,612,733.59 - 2			-		2,588,628.00				-				3,293,950.00
Prepaid expenses and other 1,862,110.88 - 896,040.67 966,070.21 1,444,653.27 - 933,124.49 511,528.78 Total current assets 140,987,649.55 (637,892,890.34) 733,629,520.36 45,251,019.53 189,684,288.08 (638,940,215.74) 776,206,150.28 52,418,353.54 REGULATORY ASSETS: Unrecognized postemployment benefits 2,078,864.00 - 1,119,681.00 959,183.00 2,498,759.00 - 1,132,247.00 1,366,512.00 Pension benefits 8,422,293.00 - 4,899,859.00 3,642,434.00 30,561,325.00 - 17,529,976.00 130,31,349.00 Income taxes billable to customers 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 16,122,553.00 DEFERRED CHARGES AND OTHER: Unamortized debt expense 12,555,850.78 - 12,555,850.78 - 13,465,621.75 - 13,465,621.75 Deferred tax assets 12,1837,851.31 - 96,333,746.85 25,484,104.46 120,024,140.00 (28,029,955.00) 98,872,903.66 21,329,508.64 Other 177,742.06 - 77,742.06 - 392,928.48 - 392,928.48 - 392,928.48 Total deferred charges and other 134,471,444.15 (56,957,797.24) 165,945,136.93 25,484,104.46 156,326,848.23 (28,029,955.00) 112,731,455.59 71,625,347.64		3,331,535.71	-	3,331,535.71	-				-				-
Total current assets 140,987,649.55 (637,892,890.34) 733,629,520.36 45,251,019.53 189,684,288.08 (638,940,215.74) 776,206,150.28 52,418,353.54 REGULATORY ASSETS: Unrecognized postemployment benefits 2,078,864.00 - 1,119,681.00 959,183.00 2,498,759.00 - 1,132,247.00 1,366,512.00 Pension benefits 8,542,293.00 - 4,899,859.00 3,642,434.00 30,561,325.00 - 17,529,976.00 13,031,349.00 Postretirement benefits		=	-	=	-				-				
REGULATORY ASSETS: Unrecognized postemployment benefits 2,078,864.00 - 1,119,681.00 959,183.00 2,498,759.00 - 1,132,247.00 1,366,512.00 Pension benefits 8,542,293.00 - 4,899,859.00 3,642,434.00 30,561,325.00 - 17,529,976.00 13,031,349.00 Postretirement benefits	Prepaid expenses and other	1,862,110.88	-	896,040.67	966,070.21	-	1,444,653.27	_			933,124.49		511,528.78
Unrecognized postemployment benefits 2,078,864.00 - 1,119,681.00 959,183.00 2,498,759.00 - 1,132,247.00 1,366,512.00 Pension benefits 8,542,293.00 - 4,899,859.00 3,642,434.00 30,561,325.00 - 17,529,76.00 13,031,349.00 Income taxes billable to customers 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 4,610,546.90 (11,512,006.10) - 16,122,553.00 Income taxes billable to customers 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 15,828,423.00 (18,072,470.51) 18,072,470.51 - 16,122,553.00 Income taxes billable to customers 26,449,580.00 - 6,019,540.00 20,430,040.00 37,670,630.90 (29,584,476.61) 36,734,693.51 30,520,414.00 Income taxes billable to customers 26,449,580.00 - 6,019,540.00 20,430,040.00 37,670,630.90 (29,584,476.61) 36,734,693.51 30,520,414.00 Income taxes billable to customers 26,449,580.00 - 6,019,540.00 20,430,040.00 37,670,630.90 (29,584,476.61) 36,734,693.51 30,520,414.00 Income taxes billable to customers 26,449,580.00 - 6,019,540.00 20,430,040.00 37,670,630.90 (29,584,476.61) 36,734,693.51 30,520,414.00 Income taxes billable to customers 26,449,580.00 - 6,019,540.00 20,430,040.00 37,670,630.90 (29,584,476.61) 36,734,693.51 30,520,414.00 Income taxes billable to customers 26,449,580.00 - 6,019,540.00 20,430,040.00 37,670,630.90 (29,584,476.61) 36,734,693.51 30,520,414.00 Income taxes billable to customers 26,449,580.00 - 12,555,850.78 - 13,465,621.75 - 13	Total current assets	140,987,649.55	(637,892,890.34)	733,629,520.36	45,251,019.53	-	189,684,288.08	_	(638,940,215.74)		776,206,150.28	_	52,418,353.54
Pension benefits 8,542,293.00 - 4,899,859.00 3,642,434.00 30,561,325.00 - 17,529,976.00 13,031,349.00 Postretirement benefits 4,610,546.90 (11,512,006.10) - 16,122,553.00 Income taxes billable to customers 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - (18,072,470.51) 18,072,470.51 Total regulatory assets 26,449,580.00 - 6,019,540.00 20,430,040.00 37,670,630.90 (29,584,476.61) 36,734,693.51 30,520,414.00 DEFERRED CHARGES AND OTHER: Unamortized debt expense 12,555,850.78 - 12,555,850.78 - 13,465,621.75 - 13,465,621.75 Deferred tax assets - (56,957,797.24) 56,957,797.24 - 22,265,884.00 (28,029,955.00) - 50,295,839.00 Long-term investments 121,837,851.31 - 96,353,746.85 25,484,104.46 120,202,414.00 - 98,872,905.36 21,329,508.64 Special deposits-restricted	REGULATORY ASSETS:												
Postretirement benefits Income taxes billable to customers 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 18,072,470.51) - 18,072,470.51) - 18,072,470.51 -	Unrecognized postemployment benefits	2,078,864.00	-	1,119,681.00	959,183.00		2,498,759.00		-		1,132,247.00		1,366,512.00
Income taxes billable to customers 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 15,828,423.00 - 18,072,470.51) 18,072,470.51 - 10,052,414.00 DEFERRED CHARGES AND OTHER: Unamortized debt expense 12,555,850.78 - 12,555,850.78 - 12,555,850.78 - 12,555,850.78 - 13,465,621.75 - 13,465,621.75 - 13,465,621.75 - 13,465,621.75 - 50,295,839.00 Long-term investments 121,837,851.31 - 96,353,746.85 25,484,104.46 120,202,414.00 121,837,851.31 - 1 1,455,59 12,555,850.78 - 13,465,621.75 - 13,465,	Pension benefits	8,542,293.00	-	4,899,859.00	3,642,434.00		30,561,325.00		-		17,529,976.00		
Total regulatory assets 26,449,580.00 - 6,019,540.00 20,430,040.00 37,670,630.90 (29,584,476.61) 36,734,693.51 30,520,414.00 DEFERRED CHARGES AND OTHER: Unamortized debt expense 12,555,850.78 - 13,465,621.75 - 13,465,621.75 - 13,465,621.75 Deferred tax assets - (56,957,797.24) 56,957,797.24 - 22,265,884.00 (28,029,955.00) - 50,295,839.00 Long-term investments 121,837,851.31 - 96,353,746.85 25,484,104.46 120,202,414.00 - 98,872,905.36 21,329,508.64 Special deposits-restricted	Postretirement benefits	-	-	-	-		4,610,546.90		(11,512,006.10)		-		16,122,553.00
DEFERRED CHARGES AND OTHER: Unamortized debt expense 12,555,850.78 - 13,465,621.75 - 13,465,621.75 - 13,465,621.75 Deferred tax assets (56,957,797.24) 56,957,797.24 - 22,265,884.00 (28,029,955.00) - 50,295,839.00 Long-term investments 121,837,851.31 - 96,353,746.85 25,484,104.46 120,202,414.00 - 98,872,905.36 21,329,508.64 Special deposits-restricted Other 77,742.06 - 392,928.48 - 392,928.48 - 392,928.48 Total deferred charges and other 134,471,444.15 (56,957,797.24) 165,945,136.93 25,484,104.46 156,326,848.23 (28,029,955.00) 112,731,455.59 71,625,347.64	Income taxes billable to customers	15,828,423.00	<u>-</u>	-	15,828,423.00	-	<u> </u>	_	(18,072,470.51)		18,072,470.51	_	_
Unamortized debt expense 12,555,850.78 - 12,555,850.78 - 13,465,621.75 - 13,465,621.75 Deferred tax assets - (56,957,797.24) 56,957,797.24 - 22,265,884.00 (28,029,955.00) - 50,295,839.00 Long-term investments 121,837,851.31 - 96,353,746.85 25,484,104.46 120,202,414.00 - 98,872,905.36 21,329,508.64 Special deposits-restricted	Total regulatory assets	26,449,580.00		6,019,540.00	20,430,040.00	-	37,670,630.90	_	(29,584,476.61)		36,734,693.51	_	30,520,414.00
Deferred tax assets	DEFERRED CHARGES AND OTHER:												
Deferred tax assets		12.555.850.78	-	12,555,850.78	-		13,465,621.75		-		13,465,621.75		-
Long-term investments 121,837,851.31 - 96,353,746.85 25,484,104.46 120,202,414.00 - 98,872,905.36 21,329,508.64 Special deposits-restricted Other 77,742.06 - 77,742.06 - 392,928.48 - 392,928.48 - 392,928.48 - - 71,625,347.64 - - 71,625,347.64 - - 71,625,347.64 - - 71,625,347.64 - - - 71,625,347.64 -		,,	(56,957,797,24)		-				(28,029,955.00)		-		50,295,839.00
Special deposits-restricted Other 77,742.06 - 77,742.06 - 392,928.48 - 392,928.48 - 392,928.48 Total deferred charges and other 134,471,444.15 (56,957,797.24) 165,945,136.93 25,484,104.46 156,326,848.23 (28,029,955.00) 112,731,455.59 71,625,347.64		121.837,851.31			25,484,104.46						98,872,905.36		21,329,508.64
Other 77,742.06 - 77,742.06 - 392,928.48 - 392,928.48 - Total deferred charges and other 134,471,444.15 (56,957,797.24) 165,945,136.93 25,484,104.46 156,326,848.23 (28,029,955.00) 112,731,455.59 71,625,347.64	5		-				· · · -		_		· · · ·		-
Total deferred charges and other		77,742.06		77,742.06	<u> </u>		392,928.48	_			392,928.48		
TOTAL \$ 1.799.957.663.72 \$ (797.508.412.15) \$ 1.758.217.665.99 \$ 839.248.409.88 \$ 1.916.316.877.80 \$ (805.242.810.22) \$ 1.810,091.185.60 \$ 911,468,502.42	Total deferred charges and other	134,471,444.15	(56,957,797.24)	165,945,136.93	25,484,104.46		156,326,848.23	_	(28,029,955.00)		112,731,455.59	_	71,625,347.64
	TOTAL	\$ 1,799,957,663.72	\$ (797,508,412.15)	\$ 1,758,217,665.99 \$	839,248,409.88	\$	1,916,316,877.80	\$	(805,242,810.22)	s _	1,810,091,185.60	\$	911,468,502.42

CONSOLIDATING BALANCE SHEETS

AS OF JUNE 30, 2014 AND 2013-UNAUDITED

AS OF JUNE 30, 2014 AND 2013-UNAUDITED		20	014		2013								
	Consolidated	Eliminations (Deduct)	Ohio Valley Electric Corporation	Indiana- Kentucky Electric Corporation	Consolidated	Eliminations (Deduct)	Ohio Valley Electric Corporation	Indiana- Kentucky Electric Corporation					
CAPITALIZATION AND LIABILITIES													
CAPITALIZATION:													
Common stock, \$100 par value-													
Authorized, 300,000 shares; outstanding, 100,000 shares	\$ 10,000,000.00	\$ -	\$ 10,000,000.00	\$ -	\$ 10,000,000.00	\$ -	\$ 10,000,000.00	\$ -					
Common stock, without par value,	\$ 10,000,000.00	•	10,000,000.00	•	10,000,000.00	•	10,000,000.00	•					
stated at \$200 per share-													
Authorized, 100,000 shares;													
outstanding, 17,000 shares	-	(3,400,000.00)	-	3,400,000.00	-	(3,400,000.00)	-	3,400,000.00					
Long-term debt	1,296,707,230.59	-	1,296,707,230.59	•	1,538,414,068.26	-	1,538,414,068.26	-					
Line of credit borrowings-long term	-	-	•	-	20,000,000.00	-	20,000,000.00	-					
Retained earnings	6,781,444.70	<u> </u>	6,781,444.70		5,995,528.73	· ·	5,995,528.73	-					
Total capitalization	1,313,488,675.29	(3,400,000.00)	1,313,488,675.29	3,400,000.00	1,574,409,596.99	(3,400,000.00)	1,574,409,596.99	3,400,000.00					
CURRENT LIABILITIES:													
Current portion of long-term debt	241,729,438.20	-	241,729,438.20		39,299,899.28	<u>-</u>	39,299,899.28	_					
Accounts payable	31,008,159.24	-	17,940,278.53	13,067,880.71	37,880,279.33	-	18,840,949.30	19,039,330.03					
Intercompany payable	· ,	(637,892,890.34)	, , <u>-</u>	637,892,890.34	, , <u>-</u>	(638,940,215.74)	· · -	638,940,215.74					
Deferred revenue-advances for construction	16,217,829.05		8,157,406.08	8,060,422.97	34,751,717.82	<u>-</u> '	24,120,522.58	10,631,195.24					
Accrued taxes	7,511,377.36	-	4,470,930.89	3,040,446.47	10,877,084.26	-	7,893,351.21	2,983,733.05					
Regulatory liabilities	3,950,911.42	-	3,527,820.92	423,090.50	2,540,368.96	-	2,508,307.81	32,061.15					
Accrued interest and other	22,813,920.23		18,857,790.21	3,956,130.02	23,923,582.32	 	19,872,215.65	4,051,366.67					
Total current liabilities	323,231,635.50	(637,892,890.34)	294,683,664.83	666,440,861.01	149,272,931.97	(638,940,215.74)	112,535,245.83	675,677,901.88					
COMMITMENTS AND CONTINGENCIES													
REGULATORY LIABILITIES:													
Postretirement benefits	36,437,584.40	-	34,020,121.40	2,417,463.00	-	(11,512,006.10)	10,494,739.92	1,017,266.18					
Decommissioning and demolition	21,781,801.06	-	10,314,696.34	11,467,104.72	15,774,273.52	-	7,620,724.31	8,153,549.21					
Investment tax credits	3,393,145.95	-	3,393,145.95	-	3,393,145.95	-	3,393,145.95	-					
Net antitrust settlement	1,823,929.41	-	673,069.85	1,150,859.56	1,823,929.41		673,069.85	1,150,859.56					
Income taxes refundable to customers			·		35,523,914.49	(18,072,470.51)	-	53,596,385.00					
Total regulatory liabilities	63,436,460.82		48,401,033.54	15,035,427.28	56,515,263.37	(29,584,476.61)	22,181,680.03	63,918,059.95					
OTHER LIABILITIES:													
Pension liability	8,542,293.00	_	4,899,859.00	3,642,434.00	30,561,325.00	-	17,529,976.00	13,031,349.00					
Deferred income tax liability	24,776,225.45	(56,957,797.24)	63,310,375.69	18,423,647.00	-	(28,029,955.00)	28,029,955.00	· · · · -					
Asset retirement obligations	22,230,108.66	• • • •	8,382,232.64	13,847,876.02	20,961,378.47	•	7,954,542.75	13,006,835.72					
Postretirement benefits obligation	42,173,401.00	-	23,932,144.00	18,241,257.00	82,097,623.00	-	46,317,942.00	35,779,681.00					
Postemployment benefits obligation	2,078,864.00	-	1,119,681.00	959,183.00	2,498,759.00	-	1,132,247.00	1,366,512.00					
Parent advances for construction		(99,257,724.57)		99,257,724.57	<u> </u>	(105,288,162.87)		105,288,162.87					
Total other liabilities	99,800,892.11	(156,215,521.81)	101,644,292.33	154,372,121.59	136,119,085.47	(133,318,117.87)	100,964,662.75	168,472,540.59					
TOTAL	\$ 1,799,957,663,72	\$ (797,508,412.15)	\$ 1,758,217,665.99	\$ 839,248,409.88	\$ 1,916,316,877.80	\$ (805,242,810.22)	\$ 1,810,091,185.60	\$ 911,468,502.42					
IVIAL	J 1,787,757,003.72	(797,300,412.13)	1,730,217,003.99	037,270,707.00	1,710,710,877.80	(003,272,010.22)	1,010,071,183.00	711,400,302.42					

CONSOLIDATING STATEMENTS OF INCOME AND RETAINED EARNINGS YEAR TO DATE AS OF JUNE 30, 2014 AND 2013-UNAUDITED

YEAR TO DATE AS OF JUNE 30, 2014 AND	2013-	2014							-	2013						
		Consolidated		Eliminations (Deduct)		Ohio Valley Electric Corporation		Indiana- Kentucky Electric Corporation	_	Consolidated		Eliminations (Deduct)		Ohio Valley Electric Corporation	_	Indiana- Kentucky Electric Corporation
OPERATING REVENUES: Sales of electric energy to: Department of Energy Ohio Valley Electric Corp. Sponsoring Companies Other Total operating revenues	\$	6,247,291.31 - 321,371,970.53 - 327,619,261.84	\$	(137,665,129.58)	\$	6,247,291.31 - 321,371,970.53 - 327,619,261.84	s	137,665,129.58	\$ -	4,642,574.17 - 309,712,194.18 314,354,768.35	\$	(132,577,906.40)	s	4,642,574.17 - 309,712,194.18 - 314,354,768.35	\$	132,577,906.40
Total operating revenues	-	327,013,201.04		(157,005,125.50)		527,015,201.04		157,005,125.50	-	31,351,100.55		(102,011,000,10)	•		_	102,011,010,110
OPERATING EXPENSES: Fuel and emission allowances consumed in operation Purchased power Other operation Maintenance Depreciation Taxes-other than federal income taxes Federal income taxes	_	160,065,461.03 5,936,301.63 46,146,816.85 44,624,399.71 33,752,058.44 6,261,440.38		(137,665,129.58) - - - - - -		68,770,500.39 143,601,431.21 30,331,410.87 26,978,934.79 22,293,190.63 3,574,426.39		91,294,960.64 15,815,405.98 17,645,464.92 11,458,867.81 2,687,013.99	_	144,957,327.71 4,378,937.31 43,999,310.43 44,536,139.13 24,946,952.58 5,738,808.19 444,822.45		- (132,577,906.40) - - - - -	-	61,208,285.65 136,956,843.71 25,029,918.48 23,604,479.34 17,931,219.66 3,216,215.96 444,822.45		83,749,042.06 18,969,391,95 20,931,659.79 7,015,732.92 2,522,592.23
Total operating expenses		296,786,478.04		(137,665,129.58)		295,549,894.28		138,901,713.34		269,002,297.80		(132,577,906.40)		268,391,785.25	_	133,188,418.95
OPERATING INCOME	_	30,832,783.80		-		32,069,367.56		(1,236,583.76)		45,352,470.55		-		45,962,983.10		(610,512.55)
OTHER INCOME (EXPENSE)	-	7,869,692.92		<u> </u>		6,607,589.48		1,262,103.44	_	(3,849,823.25)		-		(4,490,051.41)	_	640,228.16
INCOME BEFORE INTEREST CHARGES		38,702,476.72		-		38,676,957.04		25,519.68		41,502,647.30				41,472,931.69		29,715.61
INTEREST CHARGES: Amortization of debt expense Interest expense	-	2,644,812.08 35,754,453.45		-		2,644,812.08 35,728,933.77		25,519.68	_	2,808,760.52 37,492,325.69		-		2,808,760.52 37,462,610.08	_	29,715.61
Total interest charges		38,399,265.53		•		38,373,745.85		25,519.68		40,301,086.21		-		40,271,370.60		29,715.61
NET INCOME	\$	303,211.19	\$	-	\$	303,211.19	\$	-	\$	1,201,561.09	\$	-	\$	1,201,561.09	\$	-
RETAINED EARNINGS, JAN. 1		6,478,233.51		-		6,478,233.51		-		5,293,967.64		-		5,293,967.64		-
CASH DIVIDENDS ON COMMON STOCK	_	-							_	(500,000.00)		-		(500,000.00)	_	
RETAINED EARNINGS, JUN. 30	\$ _	6,781,444.70	\$:	-	\$	6,781,444.70	\$		\$ =	5,995,528.73	\$	-	\$	5,995,528.73	\$ =	-

CONSOLIDATING STATEMENTS OF CASH FLOWS
YEAR TO DATE AS OF JUNE 30, 2014 AND 2013-UNAUDITED

		2014					2013		
	Consolidated	Eliminations (Deduct)	Ohio Valley Electric Corporation	Indiana- Kentucky Electric Corporation		Consolidated	Eliminations (Deduct)	Ohio Valley Electric Corporation	Indiana- Kentucky Electric Corporation
CASH FROM OPERATIONS									
Net income	\$ 303,211.19 \$	- S	303,211.19 \$	-	\$	1,201,561.09 \$	- \$	1,201,561.09 \$	-
Adjustments to reconcile net income to net cash provided									
by (used in) operating activities:									
Depreciation and amortization	33,752,058.44	-	22,293,190.63	11,458,867.81		24,946,952.58	-	17,931,219.66	7,015,732.92
Amortization of debt expense and discount	2,644,812.08	-	2,644,812.08	-		2,801,760.52	-	2,801,760.52	-
Deferred taxes Gain on marketable securities	(7,869,402.44)	-	(6,562,040.28)	(1,307,362.16)		(3,121,732.51) 3,980,151.98	•	(3,121,732.51) 4,662,325.14	(682,173.16)
Changes in assets and liabilities:	(7,809,402.44)	-	(0,302,040.28)	(1,307,302.10)		3,700,131.70	-	4,002,323.14	(082,173.10)
Accounts receivable	2,869,729.45	-	2,924,542.01	(54,812.56)		(2,538,320.64)	-	(2,494,004.65)	(44,315.99)
Fuel in storage	(3,334,906.14)	-	(4,665,651.12)	1,330,744.98		12,502,338.98	-	(3,136,125.19)	15,638,464.17
Material and supplies	(707,847.15)	-	(342,474.51)	(365,372.64)		(2,055,052.39)	-	(1,903,596.13)	(151,456.26)
Property taxes applicable to subsequent years	1,351,452.48	-	1,351,452.48	-		1,251,720.00	-	1,251,720.00	-
Emission allowances	13,187.40	-	13,187.40	=		22,448.84	-	22,448.84	-
Refundable income taxes Prepaid expenses and other	382,302.68	•	236,640.27	145 ((2.4)		723,490.42	•	236,206.87	487,283,55
Other regulatory assets	382,302.68	-	371,296.82	145,662.41		5,664,623.57	-	2,612,733.60	3,051,889.97
Other noncurrent assets	410,664,93	:	410,664,93			(291,720.64)	:	(289,821.80)	(1,898.84)
Accounts payable	(20,465,224.04)	-	(6,561,160.89)	(13,904,063.15)		(16,036,718.26)	-	(11,259,958.90)	(4,776,759.36)
Deferred revenue	(6,940,802.87)	=	(9,758,977.83)	2.818,174.96		15,362,337.76	-	11,863,245.38	3,499,092.38
Accrued taxes	(1,551,437.13)	-	(1,548,890.75)	(2,546.38)		2,225,976.36	-	2,261,747.03	(35,770.67)
Accrued interest and other	(5,331,543.38)	-	(3,967,213.61)	(1,364,329.77)		(1,898,991.82)	-	(325,838.46)	(1,573,153.36)
Other regulatory liabilities	6,162,533.71	-	5,507,231.46	655,302.25	_	(1,788,181,94)	<u> </u>	(3,668,156.69)	1,879,974.75
NEW CARLES OF THE PARTY AND TH									
NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES	2,060,086.03		2,649,820.28	(590 724 25)		42.052.642.00		10 (45 722 00	24 206 010 10
OFERATING ACTIVITIES	2,000,000.03		2,049,620.26	(589,734.25)	_	42,952,643.90	 -	18,645,733.80	24,306,910,10
INVESTING ACTIVITIES	41.004.000			/=					
Electric plant additions	(11,901,258.62)	-	(3,941,089.69)	(7,960,168.93)		(41,815,739.95)	•	(15,850,723.02)	(25,965,016.93)
Sale (Purchase) of marketable securities Advances to subsidiary company	3,138,218.19	8,733,804.92	3,326,419.93 (8,733,804.92)	(188,201.74)		54,107,898.61	1,839,554.96	54,288,196.74 (1,839,554.96)	(180,298.13)
Advances to subsidiary company		6,733,804.92	(8,733,804.92)				1,039,334.90	(1,839,334.96)	-
NET CASH PROVIDED BY (USED IN)									
INVESTING ACTIVITIES	(8,763,040.43)	8,733,804.92	(9,348,474.68)	(8,148,370.67)		12,292,158.66	1,839,554.96	36,597,918.76	(26,145,315.06)
FINANCING ACTIVITIES		(0.000.004.00)		0.500.004.00			(1.000.554.05)		1 000 554 05
Advances from parent company	(8,144,058.82)	(8,733,804.92)	(8,144,058.82)	8,733,804.92		(7,689,087,17)	(1,839,554.96)	(7,689,087.17)	1,839,554.96
Repayment of Senior 2006 Notes Repayment of Senior 2007 Notes	(5,754,949.22)	•	(5,754,949.22)	•		(5,428,043.37)	•	(5,428,043.37)	-
Repayment of Senior 2008 Notes	(6,045,558.74)	-	(6,045,558.74)	-		(5,666,442.32)	•	(5,666,442.32)	-
Issuance of 2012 Bonds	(0,0 15,550.7 1)	-	(0,0 15,550.7 1)			-	_	(5,500,112.55)	_
Proceeds from line of credit	-	-	-			-	-	-	-
Payments on line of credit	(30,000,000.00)	-	(30,000,000.00)	-		(40,000,000.00)	•	(40,000,000.00)	-
Loan origination costs	(1,788,153.65)	-	(1,788,153.65)	-		(1,770,295.70)	•	(1,770,295.70)	-
Dividends-common stock		<u> </u>				(500,000.00)		(500,000.00)	
NET CASH PROVIDED BY (USED IN)									
FINANCING ACTIVITIES	(51,732,720.43)	(8,733,804.92)	(51,732,720.43)	8,733,804.92		(61,053,868,56)	(1,839,554.96)	(61,053,868.56)	1,839,554.96
				<u> </u>	_				,
NET INCREASE (DECREASE) IN CASH		_			_	/* *** * * * * * * * * * * * * * * * *		(4.010.01(.00) .0	1.150.00
AND CASH EQUIVALENTS	\$ (58,435,674.83) \$	- \$	(58,431,374.83) \$	(4,300.00)	\$	(5,809,066.00) \$	- \$	(5,810,216.00) \$	1,150.00
CASH AND CASH EQUIVALENTS, JAN. 1	70,757,710.24	-	70,747,210.24	10,500.00		19,924,317.89	-	19,901,605.26	22,712.63
NET INCREASE (DECREASE) IN CASH									
AND CASH EQUIVALENTS	(58,435,674,83)	_	(58,431,374.83)	(4,300.00)		(5,809,066.00)	-	(5,810,216.00)	1,150.00
·					_			-	
CASH AND CASH EQUIVALENTS, JUN. 30	\$12,322,035.41	<u>-</u> \$	12,315,835.41 \$	6,200.00	s	14,115,251.89 \$	\$ _	14,091,389.26 \$	23,862.63