

**NRG REMA, LLC AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
(Unaudited)

	Three Months Ended Sep 30, 2014 (In thousands)	Three Months Ended Sep 30, 2013 (In thousands)	Nine Months Ended Sep 30, 2014 (In thousands)	Nine Months Ended Sep 30, 2013 (In thousands)
<b>Operating Revenues:</b>				
Operating revenues	\$ 939	\$937	\$ 2,745	\$2,651
Operating revenues — affiliate	91,173	159,612	506,972	365,611
Total operating revenues	<u>92,112</u>	<u>160,549</u>	<u>509,717</u>	<u>368,262</u>
<b>Operating Costs and Expenses:</b>				
Cost of operations	37,643	56,120	121,542	161,591
Cost of operations — affiliate	31,117	35,105	149,944	76,335
Facilities leases	7,346	7,347	22,041	21,933
Depreciation and amortization	915	3,108	7,883	17,170
Selling, general and administrative — affiliate	8,082	6,179	24,985	20,193
Total operating costs and expenses	<u>85,103</u>	<u>107,859</u>	<u>326,395</u>	<u>297,222</u>
Operating Income	<u>7,009</u>	<u>52,690</u>	<u>183,322</u>	<u>71,040</u>
<b>Other Income/(Expense):</b>				
Interest expense	(30)	(31)	(90)	(213)
Interest expense — affiliate	(18,321)	(18,664)	(54,609)	(55,693)
Other income/(expense), net	49	3	114	(7)
Total other expense, net	<u>(18,302)</u>	<u>(18,692)</u>	<u>(54,585)</u>	<u>(55,913)</u>
Net (Loss)/Income	<u><u>(11,293)</u></u>	<u><u>33,998</u></u>	<u><u>128,737</u></u>	<u><u>15,127</u></u>

**NRG REMA, LLC AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**  
(Unaudited)

	<u>September 30, 2014</u>	<u>December 31, 2013</u>
	(In thousands)	(In thousands)
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash and cash equivalents	\$ 319,592	\$ 130,333
Insurance receivable	687	9,089
Inventory	60,082	65,489
Prepayments and other current assets	41,815	25,788
Total current assets	<u>422,176</u>	<u>230,699</u>
<b>Property, Plant and Equipment, net of accumulated depreciation of \$23,436 and \$15,511</b>		
In service	247,245	249,797
Under construction	137,592	87,809
Total property, plant and equipment	<u>384,837</u>	<u>337,606</u>
Less accumulated depreciation and amortization	(23,436)	(15,511)
Net property, plant and equipment	<u>361,401</u>	<u>322,095</u>
<b>Other Assets</b>		
Intangible assets, net	197	326
Other non-current assets	36,172	27,564
Total other assets	<u>36,369</u>	<u>27,890</u>
<b>Total Assets</b>	<u>\$ 819,946</u>	<u>\$ 580,684</u>
<b>LIABILITIES AND MEMBER'S DEFICIT</b>		
<b>Current Liabilities</b>		
Current portion of capital lease	\$ 296	\$ 286
Accounts payable	29,960	28,250
Accounts payable—affiliate	65,214	29,212
Subordinated accounts and interest payable, net—affiliate	708,732	652,263
Subordinated interest payable on subordinated note payable—affiliate	208,202	169,986
Accrued expenses and other current liabilities	4,957	5,755
Total current liabilities	<u>1,017,361</u>	<u>885,752</u>
<b>Other Liabilities</b>		
Long-term portion of capital lease	2,252	2,475
Out-of-market contracts	165,804	174,457
Other non-current liabilities	47,634	59,842
Total noncurrent liabilities	<u>215,690</u>	<u>236,774</u>
<b>Subordinated Note Payable—Affiliate</b>	<u>543,563</u>	<u>543,563</u>
<b>Total Liabilities</b>	<u>1,776,614</u>	<u>1,666,089</u>
<b>Commitments and Contingencies</b>		
<b>Member's Deficit</b>		
Common Stock; no par value (1,000 shares authorized, issued and outstanding)	-	-
Additional paid-in deficit	(1,134,428)	(1,134,428)
Retained earnings	177,760	49,023
<b>Total Member's Deficit</b>	<u>(956,668)</u>	<u>(1,085,405)</u>
<b>Total Liabilities and Member's Deficit</b>	<u>\$ 819,946</u>	<u>\$ 580,684</u>

**NRG REMA, LLC AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(Unaudited)

	<b>Nine Months Ended Sep 30, 2014</b>	<b>Nine Months Ended Sep 30, 2013</b>
	<b>(In thousands)</b>	<b>(In thousands)</b>
<b>Cash Flows from Operating Activities:</b>		
Net income/(loss)	\$ 128,737	\$ 15,127
Adjustments to reconcile net income/(loss) to net cash provided by operating activities		
Depreciation and amortization	7,883	17,170
Amortization of out-of-market contracts	(8,681)	(10,353)
Changes in derivative instruments	-	101
Prepayments and other current assets	(16,027)	(33,046)
Accounts payable - affiliate	36,002	2,778
Subordinated accounts and interest payable, net - affiliate	56,469	54,349
Subordinated interest payable on subordinated note payable - affiliate	38,216	38,216
Changes in operating assets and liabilities	11,018	452
<b>Net Cash Provided by Operating Activities</b>	<b>253,617</b>	<b>84,794</b>
<b>Cash Flows from Investing Activities:</b>		
Capital expenditures	(64,145)	(47,804)
Proceeds from sale of assets	-	168
Decrease in restricted cash, net	-	2,728
<b>Net Cash Used by Investing Activities</b>	<b>(64,145)</b>	<b>(44,908)</b>
<b>Cash Flows from Financing Activities:</b>		
Payments for capital lease	(213)	(182)
<b>Net Cash Used by Financing Activities</b>	<b>(213)</b>	<b>(182)</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>	189,259	39,704
<b>Cash and Cash Equivalents, beginning of period</b>	130,333	25,544
<b>Cash and Cash Equivalents, end of period</b>	<b>\$ 319,592</b>	<b>\$ 65,248</b>