

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

|  | <b>Three Months Ended March 31,</b> |                       |
|--|-------------------------------------|-----------------------|
|  | <b>2017</b>                         | <b>2016</b>           |
|  | <b>(In thousands)</b>               | <b>(In thousands)</b> |
| Operating revenues:                    |                                     |                       |
| Operating revenues                     | \$ 498                              | \$ 785                |
| Operating revenues - affiliate         | 53,295                              | 46,215                |
| Other revenue                          | 2,935                               | 2,835                 |
| Total operating revenues               | <u>56,728</u>                       | <u>49,835</u>         |
| Operating costs and expenses:          |                                     |                       |
| Cost of operations                     | 33,697                              | 35,008                |
| Cost of operations - affiliate         | 11,354                              | 7,804                 |
| Facilities leases                      | 7,347                               | 7,347                 |
| Depreciation expense                   | 6,830                               | 5,805                 |
| General and administrative - affiliate | 10,591                              | 9,813                 |
| Total operating costs and expenses     | <u>69,819</u>                       | <u>65,777</u>         |
| Operating loss                         | <u>(13,091)</u>                     | <u>(15,942)</u>       |
| Other (expense)/income:                |                                     |                       |
| Interest expense                       | -                                   | (420)                 |
| Interest expense - affiliate           | (21,114)                            | (19,296)              |
| Other income, net                      | 89                                  | 145                   |
| Total other expense, net               | <u>(21,025)</u>                     | <u>(19,571)</u>       |
| Net loss                               | <u>\$ (34,116)</u>                  | <u>\$ (35,513)</u>    |

**NRG REMA, LLC AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**

(In thousands)

|  | <u>March 31, 2017</u><br>(Unaudited) | <u>December 31, 2016</u> |
|--|--------------------------------------|--------------------------|
| <b>Assets</b>  |                                      |                          |
| Current assets:  |                                      |                          |
| Cash and cash equivalents  | \$ 82,058                            | \$ 99,500                |
| Accounts receivable  | 1,180                                | 1,877                    |
| Accounts receivable—affiliate  | 18,445                               | 21,147                   |
| Inventory  | 51,136                               | 50,506                   |
| Prepayments and other current assets   | 41,346                               | 41,628                   |
| Total current assets   | 194,165                              | 214,658                  |
| Property, plant and equipment:   |                                      |                          |
| In service   | 410,722                              | 406,835                  |
| Under construction   | 4,542                                | 4,597                    |
| Total property, plant and equipment  | 415,264                              | 411,432                  |
| Less accumulated depreciation and amortization                               | (75,438)                             | (68,977)                 |
| Net property, plant and equipment  | 339,826                              | 342,455                  |
| Other assets:  |                                      |                          |
| Intangible assets, net   | 154                                  | 157                      |
| Other noncurrent assets  | 65,019                               | 63,207                   |
| Total other assets   | 65,173                               | 63,364                   |
| Total assets:  | \$ 599,164                           | \$ 620,477               |
| <b>Liabilities and Member's Deficit</b>                                      |                                      |                          |
| Current liabilities:   |                                      |                          |
| Current portion of capital lease   | \$ 331                               | \$ 328                   |
| Accounts payable   | 12,684                               | 19,183                   |
| Subordinated accounts and interest payable, net - affiliate                  | 887,470                              | 879,634                  |
| Subordinated interest payable on subordinated note payable - affiliate       | 335,835                              | 323,271                  |
| Accrued expenses and other current liabilities                               | 8,035                                | 7,705                    |
| Total current liabilities  | 1,244,355                            | 1,230,121                |
| Other noncurrent liabilities:  |                                      |                          |
| Long-term portion of capital lease   | 1,451                                | 1,535                    |
| Out-of-market contracts  | 137,852                              | 140,647                  |
| Other noncurrent liabilities   | 50,689                               | 49,241                   |
| Subordinated note payable - affiliate:                                       | 543,563                              | 543,563                  |
| Total noncurrent liabilities   | 733,555                              | 734,986                  |
| Total liabilities:   | 1,977,910                            | 1,965,107                |
| Member's deficit:  |                                      |                          |
| Common stock; no par value (1,000 shares authorized, issued and outstanding) | -                                    | -                        |
| Capital deficit  | (1,134,428)                          | (1,134,428)              |
| Accumulated deficit  | (244,318)                            | (210,202)                |
| Total member's deficit:  | (1,378,746)                          | (1,344,630)              |
| Total liabilities and member's deficit:                                      | \$ 599,164                           | \$ 620,477               |

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

(Unaudited)

|  | <b>Three months ended March 31,</b> |             |
|--|-------------------------------------|-------------|
|  | <b>2017</b>                         | <b>2016</b> |
|  | (In thousands)                      |             |
| Cash flows from operating activities:  |                                     |             |
| Net loss   | \$ (34,116)                         | \$ (35,513) |
| Adjustments to reconcile net loss to net cash provided by operating activities |                                     |             |
| Depreciation expense   | 6,830                               | 5,805       |
| Accretion of asset retirement obligation                                       | 697                                 | 688         |
| Amortization of intangible assets and out-of-market contracts                  | (2,792)                             | (2,798)     |
| Changes in assets and liabilities:   |                                     |             |
| Prepayments and other current assets   | 282                                 | 2,512       |
| Accounts receivable and payable - affiliate                                    | 2,702                               | 13,673      |
| Subordinated accounts and interest payable, net - affiliate                    | 7,836                               | 20,289      |
| Subordinated interest payable on subordinated note payable - affiliate         | 12,564                              | 12,739      |
| Other assets and liabilities   | (5,524)                             | (2,050)     |
| Net cash (used)/provided by operating activities                               | (11,521)                            | 15,345      |
| Cash flows from investing activities:  |                                     |             |
| Capital expenditures   | (5,837)                             | (36,182)    |
| Net cash used by investing activities  | (5,837)                             | (36,182)    |
| Cash flows from financing activities:  |                                     |             |
| Payments for capital lease   | (84)                                | (77)        |
| Net cash used by financing activities  | (84)                                | (77)        |
| Net decrease in cash and cash equivalents                                      | (17,442)                            | (20,914)    |
| Cash and cash equivalents, beginning of period                                 | 99,500                              | 191,894     |
| Cash and cash equivalents, end of period                                       | \$ 82,058                           | \$ 170,980  |