EDISON INTERNATIONAL
Form U-3A-2
February 28, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM U-3A-2
File No. 69-344

Statement by Holding Company
Claiming Exemption Under Rule U-3A-2
from the Provisions of the
Public Utility Holding Company Act of 1935

To Be Filed Annually Prior to March 1

EDISON INTERNATIONAL
(Name of Company)

hereby files with the Securities and Exchange Commission, pursuant to Rule 2, its statement claim
a holding company from the provisions of the Public Utility Holding Company Act of 1935, and subm
following information:

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1. NAME, STATE OF ORGANIZATION, LOCATION AND NATURE OF BUSINESS OF CLAIMANT AND EVERY SUBSIDIARY
THAN ANY EXEMPT WHOLESALE GENERATOR (EWG) OR FOREIGN UTILITY COMPANY IN WHICH CLAIMANT DIRECTLY O
HOLDS AN INTEREST.

HOLDING COMPANY

00 EDISON INTERNATIONAL is a corporation organized under the laws of the State of California
principal place of business at 2244 Walnut Grove Avenue (P.O. Box 999), Rosemead, Californ
was organized principally to acquire and hold securities of other corporations for investm
Edison International has the following subsidiaries:

UTILITY SUBSIDIARIES

01 SOUTHERN CALIFORNIA EDISON COMPANY ("SCE") is a California corporation having its principa
business at 2244 Walnut Grove Avenue (P.O. Box 800), Rosemead, California 91770. SCE is a
primarily engaged in the business of supplying electric energy to portions of central and

California, excluding the City of Los Angeles and certain other cities. Unless otherwise
subsidiaries have the same principal place of business as Southern California Edison Compa

02 CALIFORNIA ELECTRIC POWER COMPANY (inactive).

02 CONSERVATION FINANCING CORPORATION is a California corporation engaged in the remediati
mitigation of environmental liabilities.

02 EDISON ESI is a California corporation engaged in the business of marketing services, p
information, and copyrighted materials to third parties on behalf of SCE.

02 Edison Material Supply is a Delaware limited liability company that provides procuremen
warehousing services.

02 MONO POWER COMPANY is an inactive California corporation that has been engaged in the b
exploring for and developing fuel resources.

03 The Bear Creek Uranium Company is an inactive California partnership between Mono P
(50%) and RME Holding Company (formerly Union Pacific Resources Group, Inc.) (50%)
in reclamation of an integrated uranium mining and milling complex in Wyoming.

02 SCE CAPITAL COMPANY (inactive Delaware corporation).

02 SCE Funding LLC is a Delaware limited liability company that acts as a financing vehicl
reduction bonds.

02 SCE Trust I is a Delaware business trust organized to act as a financing vehicle.

02 SCE Trust II is a Delaware business trust organized to act as a financing vehicle.

02 SCE UK Services Ltd. is a United Kingdom private limited company having its registered
Lansdowne House, Berkeley Square, London, England W1X 5DH, which provides auditing serv
affiliated companies.

02 SOUTHERN STATES REALTY is a California corporation engaged in holding real estate asset

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NONUTILITY SUBSIDIARIES

01 EDISON DRIVES ELECTRIC is an inactive California corporation having its principal place of
2244 Walnut Grove Avenue, Rosemead, California 91770, which was engaged in administering a
program for Edison International employees.

01 EDISON ENERGY (inactive)

01 EDISON INSURANCE SERVICES, INC., is a Hawaii corporation having its principal executive of
Street, Suite 800, Honolulu, Hawaii 96813, which provides domestic and foreign property da
business interruption insurance to Edison International and its subsidiaries.

01 EDISON INTERNATIONAL POWER (inactive)

01 EDISON VENTURES is a California corporation having its principal place of business at 2244
Avenue, Rosemead, California 91770, which owns the stock and coordinates the activities of
subsidiaries. The subsidiaries of Edison Ventures are as follows:

02 EDISON TRANSENERGY is a California corporation having its principal place of business a
Grove Avenue, Rosemead, California 91770, which is engaged in pipeline development acti

transport crude oil.

01 EIX Trust I is a Delaware business trust that acts as a financing vehicle.

01 EIX Trust II is a Delaware business trust that acts as a financing vehicle.

01 EIX Trust III is a Delaware business trust organized to act as a financing vehicle.

01 THE MISSION GROUP is a California corporation having its principal place of business at 22 Avenue, Rosemead, California 91770, which owns the stock and coordinates the activities of companies. The subsidiaries of The Mission Group are as follows:

02 EDISON ENTERPRISES is a California corporation having its principal place of business a Grove Avenue, Rosemead, California 91770, which owns the stock and coordinates the acti nonutility subsidiaries. The subsidiaries of Edison Enterprises are as follows:

03 EDISON SOURCE is a California corporation having its principal place of business at Karman Avenue, Suite 1700, Irvine, California 92612-1046, which owns the stock of i subsidiaries. The majority of the assets of Edison Source were sold to its former October 2001. It is engaged in the business of selling, installing and servicing r charging products for the electric fork lift market.

04 Edison Source Norvik Company is a Canadian company having its principal place of 1959 Upper Water Street, Suite 800, Halifax, NS B3J 2X2. It is principally enga business of research and development, and manufacturing of rapid battery chargin the electric fork lift market.

04 G.H.V. REFRIGERATION, INC. is an inactive California corporation having its prin business at 2244 Walnut Grove Avenue, Rosemead, California 91770.

02 EDISON ENVIRONMENTAL SERVICES is an inactive California corporation having its principa business at 2244 Walnut Grove Avenue, Rosemead, California 91770.

02 EDISON O&M SERVICES is a California corporation having its principal place of busin State College Boulevard, Fullerton, California 92831, that provided generation operatio maintenance services.

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02 EDISON TECHNOLOGY SOLUTIONS ("ETS") is an inactive California corporation having its pr business at 2244 Walnut Grove Avenue, Rosemead, California 91770. The subsidiaries of Technology Solutions are as follows:

03 EDISON EV is an inactive California corporation having its principal place of busin Walnut Grove Avenue, Rosemead, California 91770.

03 FACILICHEM, INC., is a California corporation having its principal place of busines Ravenswood Avenue, Menlo Park, California 94025, which was organized to engage in t development and commercialization of liquid membrane technologies for application i industrial and chemical processes. ETS has a 10% ownership interest.

02 EDISON CAPITAL is a California corporation having its principal place of business at 18 Avenue, Suite 1700, Irvine, California 92612-1046. It is engaged in the business of pr and financial services in energy and infrastructure projects and affordable housing pro Capital owns a group of subsidiaries and has interests in various partnerships through subsidiaries. The subsidiaries and partnerships of Edison Capital are listed below. Un indicated, all entities are corporations, are organized under the laws of the State of have the same principal place of business as Edison Capital.

03 BURLINGTON APARTMENTS, INC.
03 Edison Capital Europe Limited (UK corporation)
Address: Lansdowne House, Berkeley Square, London, England W1X 5DH
03 EDISON CAPITAL VENTURES (Dissolved)
03 EDISON FUNDING COMPANY
[directly owns 0.08% of Edison Funding Omicron Incorporated; see listing under Edison Hous
Consolidation Company)
04 EDISON CAPITAL HOUSING INVESTMENTS
[directly owns 0.35% of Edison Housing Consolidation Co.; see listing under MHICAL 95 C
[directly owns 35.52% of Edison Funding Omicron Incorporated; see listing under Edison
Consolidation Co.]
05 1st Time Homebuyer Opportunities LP (Chester County Homes) 99%
05 1732 Champa LP (Buerger Brothers Lofts) 99%
05 18303 Kittridge Associates LP 99%
05 210 Washington Avenue Associates (Renaissance Plaza) (Connecticut partnership) 99%
05 2400 Locust Associates LP (Locust on the Park) 99%
05 3790 Wisconsin Street Partners LP (Wisconsin III) 99.9%
05 Argyle Redevelopment Partnership, Ltd. (Colorado partnership) 99%
05 Auburn Manor L.L.C. 50%
05 Bartlett Hill Associates LP 99%
05 CCS/Bellingham LP (Washington Grocery Building) 99%
05 Cincinnati Ravenwood Apartments LP 99%
05 Conejo Valley Community Housing Associates (Community House Apartments) 99%
05 EAST COAST CAPITAL, INC. (Massachusetts corporation) (Dissolved)
Address: 160 Federal Street, Boston, MA 02110-1776
05 EC ASSET SERVICES, INC. (Massachusetts corporation)
Address: 160 Federal Street, Boston, MA 02110-1776
05 EC PROPERTIES, INC. (Massachusetts corporation)
Address: 160 Federal Street, Boston, MA 02110-1776
06 Corporations for Affordable Housing LP 1%GP
07 Arbor Lane Associates Phase II LP (Timberwood) 99%
07 Arroyo Vista Associates LP 99%
07 Artloft Associates LP 35.6%
07 Caleb Affordable Housing Associates LP (Ledges/Pinebrook) 99%
07 The Carlin LP 99%
07 Diamond Phase III Venture LP 99%
07 Fairmont Hotel Urban Renewal Associates LP 99%
07 Mackenzie Park Associates LP 99%



07 Parkside Associates LP (Parkside Garden) 99%
07 Pines Housing LP 99%
07 Pines Housing II, LP 99%
07 Smyrna Gardens Associates LP 99%
07 Tioga Gardens LP 99%
07 Walden Pond, LP (Hamlet) 99%
06 Corporations for Affordable Housing LP II 1%GP
07 2601 North Broad Street Associates LP (Station House) 99%
07 Artloft Associates LP 53.39%
07 Brookline Housing Associates LLC (Bridgewater) 99%
07 EDA LP (Eagle's Nest) 99%
07 Edgewood Manor Associates II LP 99%
07 Gateway Housing LP (Gateway Townhomes) 99%
07 Homestead Village Associates LP 99%
07 Junction City Apartments LP (Green Park) 99%
07 Liberty House Associates LP 99%
07 Maple Ridge Development Associates LP 99%
07 Parsonage Cottage Senior Residence LP 99%
07 Rittenhouse School LP 99%

07 Silver City Housing LP 99%
07 South 55th Street, LP 99%
07 W. M. Housing Associates LP (Williamsport Manor) 99%
07 Winnsboro Apartments LP (Deer Wood) 99%
05 EC PROPERTIES III, INC. (Massachusetts corporation)
Address: 160 Federal Street, Boston, MA 02110-1776
06 Corporations for Affordable Housing LP III 1%GP
07 Piedmont Housing Associates 99%
07 Pines Housing III LP 99%
07 Salem Lafayette Urban Renewal Associates, LP 99%
07 Spring Valley Commons LP 99%
07 Stevenson Housing Associates (Park Vista) 99%
05 EC-SLP, INC. (Massachusetts corporation)
Address: 160 Federal Street, Boston, MA 02110-1776
05 ECHI-A COMPANY (Dissolved)
05 ECHI-B COMPANY (Dissolved)
05 ECHI Wyvernwood, Inc. (Dissolved)
05 ECH Investor Partners VI-A LP 1%GP
06 Edison Capital Housing Partners VI LP 61.82%LP
07 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%
07 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%
07 Altamont Hotel Associates LP 99%
07 Bradley Manor Senior Apartments LP 99%
07 Double X Associates 1995 LP (Terrace Manor) 99%
07 Hamilton Place Apartments LP (Larkin Place) 99%
07 Hamilton Place Senior Living LP 99%
07 Hearthstone Group 3 LP (Evergreen Court) 99%
07 KDF Malabar LP 99%
07 LINC-Bristol Associates I, LP (City Gardens) 99%
07 MAS-WT, LP (Washington Terrace) 99%
07 Northwood Manor Associates LP 99%
07 Silver Lake Properties LP 99%
07 University Park Properties LP 99%
07 Upland Senior Housing LP (Coy D. Estes) 99%
07 Vista Properties LLC (Vista View) 99%
07 Vista Verde Townhomes II LLC 99%
05 ECH Investor Partners VI-B LP 1%GP
06 Edison Capital Housing Partners VI LP 37.18%LP
07 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%
07 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%
07 Altamont Hotel Associates LP 99%

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07 Bradley Manor Senior Apartments LP 99%
07 Double X Associates 1995 LP (Terrace Manor) 99%
07 Hamilton Place Apartments LP (Larkin Place) 99%
07 Hamilton Place Senior Living LP 99%
07 Hearthstone Group 3 LP (Evergreen Court) 99%
07 KDF Malabar LP 99%
07 LINC-Bristol Associates I, LP (City Gardens) 99%
07 MAS-WT, LP (Washington Terrace) 99%
07 Northwood Manor Associates LP 99%
07 Silver Lake Properties LP 99%
07 University Park Properties LP 99%
07 Upland Senior Housing LP (Coy D. Estes) 99%
07 Vista Properties LLC (Vista View) 99%
07 Vista Verde Townhomes II LLC 99%
05 ECH/HFC GP Partnership No. 1 34.9%GP
06 Edison Capital Housing Partners VII LP 19.4%GP

07 C-Court LP (Cawelti Court) 99%
07 Cottonwood Affordable Housing LP 99%
07 Fifth and Wilshire Apartments LP 99%
07 Flagstaff Affordable Housing II, LP (Forest View Apts.) 99%
07 Huff Avenue Associates LP 99%
07 Mountain View Townhomes Associates LP 99%
07 Oak Forest Associates LP 99%
07 Paradise Road Partners LP (Gateway Village) 99%
07 Woodland Arms Apartments, Ltd. 99%
05 ECH/HFC GP Partnership No. 2 56.7%GP
06 Edison Capital Housing Partners VIII LP 18.54%GP
07 Catalonia Associates LP 99%
07 Ohlone Housing Associates LP 99%
05 ECHP INVESTMENT COMPANY
06 ECHP LLC 99.999%GP
07 Edison Capital Housing Partners XVI LP 0.01%GP
08 Bouquet Canyon Seniors LP 99%
08 Diamond Creek Apartments LP 99.9%
08 Eugene Hotel LP 99.9%
08 Hilltop Farms LP 99.9%
08 KDF Park Glenn LP (Park Glenn) 99%
08 KDF Park Glenn Seniors LP (Park Glenn II) 99.9%
08 King Road Associates LP 99.9%
08 LL Housing LP (Maryland partnership) (Laurel Lakes) 99%
08 Red Lake LP #1 99%
08 San Martin de Porres LP 99.9%
08 Southern Hotel LP 99.9%
08 Terra Cotta Housing Associates LP 99.9%
07 Edison Capital Housing Partners XVII LP 0.01%GP
08 Antelope Associates LP 99%
08 Baker Park Associates LP 99%
08 Fremont Building LP (Crescent Arms) 99%
08 Hercules Senior Housing Associates 99.9%
08 La Terraza Associates LP (Carlsbad Villas at Camino Real) 99%
08 Parkview Apartments Associates LP (Parkview/Sunburst) 99.9%
08 Quebec Arms Apartments LP 99.9%
08 Sky Parkway Housing Associates LP 99%
08 Sunset Creek Partners LP 99%
08 University Manor Apartments LP 99.9%
08 Vista Verde Housing Associates LP 99.9%
07 Edison Capital Housing Partners XVIII LP 0.01%GP
08 Aaron Michael Associates LP 99.9%
08 Bracher Associates LP 99%
08 Florin Woods Associates LP 99%

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08 Lovejoy Station LP 99.9%
08 OL Hope LP (Olympic Hope) 99.9%
08 Palmer Heights, LLC 99.9%
08 Pinmore Associates LP 99%
08 SD Regency Centre LP 99.9%
07 Edison Capital Housing Partners XIX LP 0.01%GP
08 Cochrane Village Apartments LP 99%
08 CCS/Mount Vernon Housing LP (La Venture) 99%
08 Ontario Senior Housing LP (Ontario Plaza) 99%
08 Pecan Court Associates LP 99.9%
08 Pellettieri Homes Urban Renewal Associates, LP 99%
08 Rincon De Los Esteros Associates LP 99%
08 KDF Santa Paula LP (Santa Paula) 99%

08 Schoolhouse Court Housing Associates LP 99.9%
08 Virginia Lane LP 99.9%
08 Winfield Hill Associates LP 99%
05 EDISON CAPITAL AFFORDABLE HOUSING 97 V (Dissolved)
05 EDISON CAPITAL AFFORDABLE HOUSING 97 VI (Dissolved)
05 EDISON CAPITAL AFFORDABLE HOUSING 97 VII (Dissolved)
05 EDISON CAPITAL AFFORDABLE HOUSING 97 VIII (Dissolved)
05 EDISON CAPITAL AFFORDABLE HOUSING 99A COMPANY (Dissolved)
05 Edison Capital Affordable Housing 99A G.P. 27.69%GP
06 Edison Capital Housing Partners IX LP 13.5533%GP
07 1010 SVN Associates LP 99.9%
07 2814 Fifth Street Associates LP (Land Park Woods) 99%
07 Alma Place Associates LP 99%
07 Knolls Community Associates LP 99.9%
07 Monterra Village Associates LP 99%
07 Pacific Terrace Associates LP 99.9%
07 PVA LP (Park Victoria) 99%
07 Sherman Glen, L.L.C. 99%
07 Strobridge Housing Associates LP 99%
07 Trolley Terrace Townhomes LP 99.9%
07 Walnut Avenue Partnership LP 99%
05 EDISON CAPITAL AFFORDABLE HOUSING 99B COMPANY 99.99% (Dissolved)
05 Edison Capital Affordable Housing 99B G.P. 99.99%GP
06 Edison Capital Housing Partners X LP 19.3952%GP
07 Beacon Manor Associates LP 99.9%
07 Boulder Creek Apartments LP 99.9%
07 Burlington Senior Housing LLC 99.9%
07 CCS/Renton Housing LP (Renton) 99.9%
07 Coolidge Station Apartments L.L.C. 99%
07 Lark Ellen LP 99%
07 Mercy Housing California IX LP (Sycamore) 99.9%
07 Morgan Hill Ranch Housing LP 99%
07 Pacifica Community Associates LP (Villa Pacifica) 99.9%
07 Persimmon Associates LP 99%
07 Providence-Brown Street Housing LP (Brown Street) 99.9%
07 San Juan Commons 1996 LP 99.9%
07 Timber Sound, Ltd. 99%
07 Timber Sound II, Ltd. 99%
07 Trinity Park Apartments LP 99.9%
07 Venbury Trail LP 99.9%
06 Edison Capital Housing Partners XI LP 18.62486%GP
07 1475 167th Avenue Associates LP (Bermuda Gardens) 99.9%
07 Auburn Manor Apartments LP 99.9%
07 Barnsdall Court LP (Villa Mariposa) 99%
07 Borregas Court LP 99%
07 Bryson Family Apartments LP 99.9%
07 Carson Housing LP 98%



07 Casa Rampart LP (Rampart Apartments) 98.9%
07 Davis MHA Twin Pines Community Associates LP (Northstar Apartments) 99.9%
07 Eastwood Homes LP 99%
07 Electra Arms Senior Associates LP 99%
07 Grace Housing LP 99%
07 Stony Point Apartment Investors LP (Panas Place) 99.9%
07 Wall Street Palmer House LP 99%
07 Wilmington Housing Associates LP (New Harbor Vista) 99.9%
06 Edison Capital Housing Partners XII LP 13.73759%GP
07 Cedarshores Limited Dividend Housing Association LP 99.99%

07 Heritage Partners LP 99%
07 Osage Terrace LP 99.89%
07 West Oaks Apartments LP 99.9%
07 Yale Street LP 99.9%
06 Edison Capital Housing Partners XIII LP 17.03513%GP
07 Alhambra Apartments LP 99.9%
07 Chamber Apartments LP 99%
07 Park Land Senior Apartments Investors LP (Banducci) 99.9%
07 President John Adams Manor Apartments LP 99.9%
07 Riverwalk Apartments, Ltd. (Colorado) 99%
07 Rosecreek Senior Living LP 99.9%
07 Twin Ponds Apartments LP 99.9%
07 Woodleaf Village LP 99.89%
07 Women's Westlake LP (Dorothy Day) 99%
06 Edison Capital Housing Partners XIV LP 7.61%GP
07 Apollo Development Associates LP (Apollo Hotel) 99.9%
07 Carson Terrace LP 99.9%
07 Don Avante Association II LP (Village Avante) 99.9%
07 Preservation Properties I 99.9%
07 Preservation Properties II 99.9%
07 Preservation Properties III 99.9%
07 Preservation Properties IV 99.9%
07 Preservation Properties V 99.9%
07 Rowland Heights Preservation LP 99.9%
07 Springdale Preservation LP (Springdale West) 99.9%
06 Edison Capital Housing Partners XV LP 9.567%GP
07 708 Pico LP (Wavecrest Apartments) 99.9%
07 Benton Green LP 99.9%
07 Don Avante Association I LP (Don de Dios) 99.9%
07 Emmanuel Grant Company LLC (Capitol Heights) 99.9%
07 Highland Village Partners LP 99.9%
07 I.G. Partners LP (Islands Gardens) 99.9%
07 Karen Partners LP 99.9%
07 Lilac Estates LP 99.9%
07 Mountainlands Housing Partners LP (Holiday Village Apartments) 99.9%
07 NAHF Brockton LP (Southfield Gardens) 99.9%
07 Northern Senior Housing LP (St. Johnsbury) 99.9%
07 Park Place 1998, LLC 99.9%
07 Park Williams Partners LP 99.9%
07 Patriots Pointe at Colonial Hills LP 99.9%
07 PlumTree Preservation LP 99.9%
07 Poinsettia Housing Associates 99.9%
07 Project Home I LLC 99.99%
07 Saratoga Vacaville LP (Saratoga Senior) 99.9%
07 Serena Sunbow LP (Villa Serena) 99.9%
07 St. Regis Park LP (Pear Tree) 99.9%
07 Vista Sonoma Senior Living LP 99.9%
07 Westfair LLC (Cedar Ridge) 99.9%
07 Windrush Apartments of Statesville LP 99.9%
07 Wingate LLC (Regency Park) 99.9%

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05 Edison Capital Contributions VI Partners 91.77%GP
06 ECH Investor Partners VI-A LP 15.39%LP
07 Edison Capital Housing Partners VI LP 61.82%LP
08 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%
08 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%
08 Altamont Hotel Associates LP 99%
08 Bradley Manor Senior Apartments LP 99%

08 Double X Associates 1995 LP (Terrace Manor) 99%
08 Hamilton Place Apartments LP (Larkin Place) 99%
08 Hamilton Place Senior Living LP 99%
08 Hearthstone Group 3 LP (Evergreen Court) 99%
08 KDF Malabar LP 99%
08 LINC-Bristol Associates I, LP (City Gardens) 99%
08 MAS-WT, LP (Washington Terrace) 99%
08 Northwood Manor Associates LP 99%
08 Silver Lake Properties LP 99%
08 University Park Properties LP 99%
08 Upland Senior Housing LP (Coy D. Estes) 99%
08 Vista Properties LLC (Vista View) 99%
08 Vista Verde Townhomes II LLC 99%
06 ECH Investor Partners VI-B LP 99%LP
07 Edison Capital Housing Partners VI LP 37.18%LP
08 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%
08 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%
08 Altamont Hotel Associates LP 99%
08 Bradley Manor Senior Apartments LP 99%
08 Double X Associates 1995 LP (Terrace Manor) 99%
08 Hamilton Place Apartments LP (Larkin Place) 99%
08 Hamilton Place Senior Living LP 99%
08 Hearthstone Group 3 LP (Evergreen Court) 99%
08 KDF Malabar LP 99%
08 LINC-Bristol Associates I, LP (City Gardens) 99%
08 MAS-WT, LP (Washington Terrace) 99%
08 Northwood Manor Associates LP 99%
08 Silver Lake Properties LP 99%
08 University Park Properties LP 99%
08 Upland Senior Housing LP (Coy D. Estes) 99%
08 Vista Properties LLC (Vista View) 99%
08 Vista Verde Townhomes II LLC 99%
05 EDISON CAPITAL HOUSING DELAWARE, INC.
06 B.A.I. Edison Ravenwood LP (Ravenwood) 90%GP
07 Cincinnati Ravenwood Apartments LP 0.1%GP
05 Edison Capital Housing Partners V LP 16.18%GP
06 AMCAL Santa Barbara Fund XXXVI LP (Positano) 99%
06 Bodega Hills Investors LP 99%
06 Mercy Housing California IV LP (Vista Grande) 99%
06 Park Place Terrace LP 99%
06 River Walk Apartments Homes LP 99%
06 San Diego Golden Villa Partners LP (Golden Villa) 99%
06 Santa Alicia Gardens Townhomes LP (The Gardens) 99%
06 St. Hedwig's Gardens LP 99%
06 Sunshine Terrace LP 99%
06 Union Meadows Associates LLC 99%
05 Edison Capital Housing Partners VI LP 1%GP
06 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%
06 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%
06 Altamont Hotel Associates LP 99%
06 Bradley Manor Senior Apartments LP 99%
06 Double X Associates 1995 LP (Terrace Manor) 99%
06 Hamilton Place Apartments LP (Larkin Place) 99%

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06 Hamilton Place Senior Living LP 99%
06 Hearthstone Group 3 LP (Evergreen Court) 99%
06 KDF Malabar LP 99%
06 LINC-Bristol Associates I, LP (City Gardens) 99%

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06              MAS-WT, LP (Washington Terrace) 99%
06              Northwood Manor Associates LP 99%
06              Silver Lake Properties LP 99%
06              University Park Properties LP 99%
06              Upland Senior Housing LP (Coy D. Estes) 99%
06              Vista Properties LLC (Vista View) 99%
06              Vista Verde Townhomes II LLC 99%
05           EDISON CAPITAL HOUSING FLORIDA (Dissolved)
05           EDISON CAPITAL HOUSING MANAGEMENT
05           EDISON CAPITAL HOUSING NEW JERSEY
             [owns 6.16% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan
05           EDISON CAPITAL HOUSING NEW YORK (Dissolved)
06              WPA/Edison LLC (Pier A) 99% (Dissolved)
05           EDISON CAPITAL HOUSING PENNSYLVANIA
             [owns 5.26% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan
05           EDISON FUNDING OMICRON INCORPORATED (Delaware corporation) (formerly Edison Funding
             55.52% [also owned 0.08% by Edison Funding Company and 44.40% by Edison Housing Con
06              EDISON FUNDING OLIVE COURT 100%GP
07                 Olive Court Housing Associates LP 0.6%
05           EDISON HOUSING NORTH CAROLINA
06              Edison Capital Contributions VI Partners 4.03%GP
07                 ECH Investor Partners VI-A LP 15.39%LP
08                     Edison Capital Housing Partners VI LP 61.82%LP
09                        Admiralty Heights Associates II 1995 LP (Kent Manor) 99%
09                        Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 9
09                        Altamont Hotel Associates LP 99%
09                        Bradley Manor Senior Apartments LP 99%
09                        Double X Associates 1995 LP (Terrace Manor) 99%
09                        Hamilton Place Apartments LP (Larkin Place) 99%
09                        Hamilton Place Senior Living LP 99%
09                        Hearthstone Group 3 LP (Evergreen Court) 99%
09                        KDF Malabar LP 99%
09                        LINC-Bristol Associates I, LP (City Gardens) 99%
09                        MAS-WT, LP (Washington Terrace) 99%
09                        Northwood Manor Associates LP 99%
09                        Silver Lake Properties LP 99%
09                        University Park Properties LP 99%
09                        Upland Senior Housing LP (Coy D. Estes) 99%
09                        Vista Properties LLC (Vista View) 99%
09                        Vista Verde Townhomes II LLC 99%
07                 ECH Investor Partners VI-B LP 99%LP
08                     Edison Capital Housing Partners VI LP 37.18%LP
09                        Admiralty Heights Associates II 1995 LP (Kent Manor) 99%
09                        Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 9
09                        Altamont Hotel Associates LP 99%
09                        Bradley Manor Senior Apartments LP 99%
09                        Double X Associates 1995 LP (Terrace Manor) 99%
09                        Hamilton Place Apartments LP (Larkin Place) 99%
09                        Hamilton Place Senior Living LP 99%
09                        Hearthstone Group 3 LP (Evergreen Court) 99%
09                        KDF Malabar LP 99%
09                        LINC-Bristol Associates I, LP (City Gardens) 99%
09                        MAS-WT, LP (Washington Terrace) 99%
09                        Northwood Manor Associates LP 99%
09                        Silver Lake Properties LP 99%

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09                        University Park Properties LP 99%
09                        Upland Senior Housing LP (Coy D. Estes) 99%
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09 Vista Properties LLC (Vista View) 99%
09 Vista Verde Townhomes II LLC 99%
05 EDISON HOUSING OREGON, INC. (Dissolved)
05 EDISON HOUSING SOUTH CAROLINA
06 Edison Capital Contributions VI Partners 4.20%GP
07 ECH Investor Partners VI-A LP 15.39%LP
08 Edison Capital Housing Partners VI LP 61.82%LP
09 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%
09 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 9
09 Altamont Hotel Associates LP 99%
09 Bradley Manor Senior Apartments LP 99%
09 Double X Associates 1995 LP (Terrace Manor) 99%
09 Hamilton Place Apartments LP (Larkin Place) 99%
09 Hamilton Place Senior Living LP 99%
09 Hearthstone Group 3 LP (Evergreen Court) 99%
09 KDF Malabar LP 99%
09 LINC-Bristol Associates I, LP (City Gardens) 99%
09 MAS-WT, LP (Washington Terrace) 99%
09 Northwood Manor Associates LP 99%
09 Silver Lake Properties LP 99%
09 University Park Properties LP 99%
09 Upland Senior Housing LP (Coy D. Estes) 99%
09 Vista Properties LLC (Vista View) 99%
09 Vista Verde Townhomes II LLC 99%
07 ECH Investor Partners VI-B LP 99%LP
08 Edison Capital Housing Partners VI LP 37.18%LP
09 Admiralty Heights Associates II 1995 LP (Kent Manor) 99%
09 Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 9
09 Altamont Hotel Associates LP 99%
09 Bradley Manor Senior Apartments LP 99%
09 Double X Associates 1995 LP (Terrace Manor) 99%
09 Hamilton Place Apartments LP (Larkin Place) 99%
09 Hamilton Place Senior Living LP 99%
09 Hearthstone Group 3 LP (Evergreen Court) 99%
09 KDF Malabar LP 99%
09 LINC-Bristol Associates I, LP (City Gardens) 99%
09 MAS-WT, LP (Washington Terrace) 99%
09 Northwood Manor Associates LP 99%
09 Silver Lake Properties LP 99%
09 University Park Properties LP 99%
09 Upland Senior Housing LP (Coy D. Estes) 99%
09 Vista Properties LLC (Vista View) 99%
09 Vista Verde Townhomes II LLC 99%
05 EHI DEVELOPMENT COMPANY
05 EHI DEVELOPMENT FUND
05 Florence Apartments LLC 99%
05 Harry Clark Jr. Residential Center LLC 99%
05 Josephinum Associates LP, The (Washington partnership) 99%
05 Kennedy Lofts Associates LP (Massachusetts partnership) 99%
05 LL Housing L.L.C. 24.5%
05 Madison/Mollison LP (Park Mollison) 99%
05 Maplewood Housing Associates LP 99.9%
05 MH I LP 1%GP
06 California Park Apartments LP 99%
05 MH II LP 1%GP
06 5363 Dent Avenue Associates LP 99%
05 MH III LP 1%GP
06 DeRose Housing Associates LP 99%

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05 MH IV LP 1%GP
06 MPT Apartments LP (MacArthur Park) 99%
05 MH V LP 1%GP
06 Centennial Place LP 99%
05 MHICAL 94 COMPANY
[owns 19.32% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compa
05 MHICAL 94 LP (Delaware partnership) 1%GP
06 Mayacamas Village Associates LP 99%
06 West Capital Courtyard LP 99%
05 MHICAL 95 LP (Delaware partnership) 1%GP
06 Abby Associates LP (Windmere) 99%
06 Colina Vista LP 99%
06 Mercy Housing California VI LP (205 Jones) 99%
05 MHICAL 96 LP (Delaware partnership) 1%GP
06 Greenway Village Associates LP 99%
06 Kennedy Court Partners LP 99%
06 Klamath Associates LP 99%
06 Westgate Townhomes Associates LP 99%
05 MHICAL 95 COMPANY
06 ECH/HFC GP Partnership No. 2 43.3%GP
07 Edison Capital Housing Partners VIII LP 18.54%GP
08 Catalonia Associates LP 99%
08 Ohlone Housing Associates LP 99%
06 EDISON HOUSING CONSOLIDATION CO. (formerly Edison Housing Georgia) 29.90%
07 EDISON FUNDING OMICRON INCORPORATED (Delaware corporation) (formerly Edison F
GP) 44.40% [also owned 0.08% by Edison Funding Company and 55.52% by Edison C
Investments]
08 16th and Church Street Associates LP 99%
08 1856 Wells Court Partners, LP (Wells Court) 99%
08 AE Associates LP (Avenida Espana) 99%
08 Agape Housing LP 99%
08 Anglo Edison Ravenwood L.L.C. 99%
08 Brantwood II Associates LP 99%
08 Brooks School Associates LP 99%
08 Bryn Mawr - Belle Shore LP (The) 99%
08 Bush Hotel LP 99%
08 Centertown Associates LP (Ravenwood) 99%
08 Centro Partners LP (El Centro) 99%
08 Coyote Springs Apartments Associates LP 99%
08 Cypress Cove Associates 99%
08 Del Carlo Court Associates LP 99%
08 Delta Plaza Apartments LP 99%
08 EAH Larkspur Creekside Associates LP 99%
08 East Cotati Avenue Partners LP 99%
08 EDISON FUNDING OLIVE COURT 100%GP
09 Olive Court Housing Associates LP 0.6%
08 Edmundson Associates LP (Willows) 99%
08 El Barrio Academy Urban Renewal Associates, LP (Academy Street) 99%
08 Elizabeth West and East LP 99%
08 Farm (The) Associates LP 99%
08 Gilroy Redwood Associates LP (Redwoods) 99%
08 Ginzton Associates LP 99%
08 Grossman Apartments Investors LP 99%
08 Heather Glen Associates LP 99%
08 HMB-Atlanta I LP (Spring Branch) 99%
08 Holy Family Associates LP 99%
08 Lackawana Housing Associates LLC (Goodwill Neighborhood Residences) 99%
08 Maplewood School Apartments LP 99%
08 Mar Associates LP (Frank Mar) 99%
08 McFarland Press Associates LP 99%

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08 Mercantile Housing LLC (Mercantile Square) 99%
08 Merrill Road Associates LP 99%
08 MH I LP 99%
09 California Park Apartments LP 99%
08 MHICAL 94 LP (Delaware partnership) 99%LP
09 Mayacamas Village Associates LP 99%
09 West Capital Courtyard LP 99%
08 MHICAL 95 LP (Delaware partnership) 99%LP
09 Abby Associates LP (Windmere) 99%
09 Colina Vista LP 99%
09 Mercy Housing California VI LP (205 Jones) 99%
08 MHICAL 96 LP (Delaware partnership) 99%LP
09 Greenway Village Associates LP 99%
09 Kennedy Court Partners LP 99%
09 Klamath Associates LP 99%
09 Westgate Townhomes Associates LP 99%
08 Mid-Peninsula Century Village Associates LP (Century Village) 99%
08 Mission Capp LP 99%
08 Mission Housing Partnership 1996 LP (Delaware partnership) 99%LP
08 Neary Lagoon Partners LP 99%
08 North Park Village LLC 99%
08 Oceanside Gardens LP 99%
08 Omaha Amber Ridge LP (Amber Ridge) 99%
08 Open Door Associates LP (West Valley) 99%
08 Palmer House LP 99%
08 Richmond City Center Associates LP 99%
08 Riverside/Liebrandt Partners LP (La Playa) 99%
08 Roebling Village Inn Urban Renewal LP 99%
08 Rosebloom Associates LP (Oakshade) 99%
08 San Pablo Senior Housing Associates LP 99%
08 San Pedro Gardens Associates LP 99%
08 Santa Paulan Senior Apartments Associates LP (The Paulan) 99%
08 South Beach Housing Associates LP (Steamboat) 99%
08 South Winery Associates LP (The Winery Apartments) 99%
08 Stoney Creek Associates LP 99%
08 Studebaker Building LP 99%
08 Sultana Acres Associates LP 99%
08 Thomson Rental Housing, LP (Washington Place) 99%
08 Tuscany Associates LP (Tuscany Villa) 99%
08 Villa Maria Housing LP 99%
08 Washington Creek Associates LP 99%
08 Westport Village Homes Associates LP 99%
08 Wheeler Manor Associates LP 99%
08 YWCA Villa Nueva Partners LP 99%
05 MHICAL 96 COMPANY
[owns 8.96% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan
06 ECH/HFC GP Partnership No. 1 50.4%GP
07 Edison Capital Housing Partners VII LP 19.4%GP
08 C-Court LP (Cawelti Court) 99%
08 Cottonwood Affordable Housing LP 99%
08 Fifth and Wilshire Apartments LP 99%
08 Flagstaff Affordable Housing II, LP (Forest View Apts.) 99%
08 Huff Avenue Associates LP 99%
08 Mountain View Townhomes Associates LP 99%
08 Oak Forest Associates LP 99%
08 Paradise Road Partners LP (Gateway Village) 99%
08 Woodland Arms Apartments, Ltd. 99%
06 Edison Capital Affordable Housing 99A G.P. 36.47%GP

07 Edison Capital Housing Partners IX LP 13.5533%GP
08 1010 SVN Associates LP 99.9%

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08 2814 Fifth Street Associates LP (Land Park Woods) 99%
08 Alma Place Associates LP 99%
08 Knolls Community Associates LP 99.9%
08 Monterra Village Associates LP 99%
08 Pacific Terrace Associates LP 99.9%
08 PVA LP (Park Victoria) 99%
08 Sherman Glen, L.L.C. 99%
08 Strobridge Housing Associates LP 99%
08 Trolley Terrace Townhomes LP 99.9%
08 Walnut Avenue Partnership LP 99%
05 MHICAL 97 COMPANY
06 ECH/HFC GP Partnership No. 1 14.7%GP
07 Edison Capital Housing Partners VII LP 19.4%GP
08 C-Court LP (Cawelti Court) 99%
08 Cottonwood Affordable Housing LP 99%
08 Fifth and Wilshire Apartments LP 99%
08 Flagstaff Affordable Housing II, LP (Forest View Apts.) 99%
08 Huff Avenue Associates LP 99%
08 Mountain View Townhomes Associates LP 99%
08 Oak Forest Associates LP 99%
08 Paradise Road Partners LP (Gateway Village) 99%
08 Woodland Arms Apartments, Ltd. 99%
06 Edison Capital Affordable Housing 99A G.P. 33.05%
07 Edison Capital Housing Partners IX LP 13.5533%GP
08 1010 SVN Associates LP 99.9%
08 2814 Fifth Street Associates LP (Land Park Woods) 99%
08 Alma Place Associates LP 99%
08 Knolls Community Associates LP 99.9%
08 Monterra Village Associates LP 99%
08 Pacific Terrace Associates LP 99.9%
08 PVA LP (Park Victoria) 99%
08 Sherman Glen, L.L.C. 99%
08 Strobridge Housing Associates LP 99%
08 Trolley Terrace Townhomes LP 99.9%
08 Walnut Avenue Partnership LP 99%
06 MHICAL 97 LP 99%LP
07 Garnet Housing Associates LP 99%
05 MHICAL 97 LP 1%GP
06 Garnet Housing Associates LP 99%
05 MHIFED 94 COMPANY (Dissolved)
05 MHIFED 94 LP (Delaware partnership) 1%GP; 99%LP to Bell Atlantic
06 Berry Avenue Associates LP 99%
06 Carlton Way Apartments LP 99%
06 CDR Senior Housing Associates (Casa del Rio) 99%
06 Corona Ely/Ranch Associates LP 99%
06 Fairview Village Associates LP 99%
06 Fell Street Housing Associates LP 99%
06 Hope West Apartments LP 99%
06 Morrone Gardens Associates LP 99%
06 Pajaro Court Associates LP 99%
06 Tierra Linda Associates LP 99%
06 Tlaquepaque Housing Associates LP 99%
05 MHIFED 95 COMPANY (Dissolved)
05 MHIFED 95 LP (Delaware partnership) 1%GP; 99%LP to Bell Atlantic
06 1101 Howard Street Associates LP 99%

06 Avalon Courtyard LP (Carson Senior Housing) 99%
06 Hollywood El Centro LP 99%
06 La Brea/Franklin LP 99%
06 Larkin Pine LP 99%
06 Mercy Housing California III LP (3rd and Reed) 99%

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06 Pinole Grove Associates LP 99%
06 Second Street Center LP (Santa Monica) 99%
06 Solinas Village Partners LP 99%
06 Three Oaks Housing LP 99%
05 MHIFED 96 COMPANY (Dissolved)
05 MHIFED 96 LP (Delaware partnership) 5%GP; 95%LP to Cargill
06 Lavell Village Associates LP 99%
06 North Town Housing Partners LP (Villa del Norte Village) 99%
06 Poco Way Associates LP 99%
06 Seasons Affordable Senior Housing LP 99%
05 MHIFED 96A COMPANY (Dissolved)
05 MHIFED 96A LP (Delaware partnership) 1%GP; 99%LP to Bell Atlantic
06 Good Samaritan Associates LP 99%
06 Metro Senior Associates LP 99%
06 Oxnard Housing Associates LP 99%
06 Reseda Village LP 99%
06 Round Walk Village Apartments LP 99%
06 Santa Alicia Family Housing Associates 99%
06 Vine Street Court LP 99%
06 Vine Street Court LP II 99%
05 MHIFED 97 COMPANY (Dissolved)
06 MHIFED 97 LP 99%LP (Dissolved)
05 MHIFED 97 LP 1%GP (Dissolved)
05 Mid-Peninsula Sharmon Palms Associates LP (Sharmon Palms) 99%
05 MISSION HOUSING ALPHA
06 Quebec Arms Apartments LP 0.05% GP
06 University Manor Apartment LP 0.05% GP
05 MISSION HOUSING BETA
[owns 2.58% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan
05 MISSION HOUSING DELTA
[owns 1.07% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan
06 MH II LP 99%
07 5363 Dent Avenue Associates LP 99%
06 MH III LP 99%
07 DeRose Housing Associates LP 99%
06 MH IV LP 99%
07 MPT Apartments LP (MacArthur Park) 99%
06 MH V LP 99%
07 Centennial Place LP 99%
05 MISSION HOUSING DENVER
[owns 5.67% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan
05 MISSION HOUSING EPSILON
[owns 0.54% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan
06 Edison Capital Affordable Housing 99A G.P. 2.78%
07 Edison Capital Housing Partners IX LP 13.5533%GP
08 1010 SVN Associates LP 99.9%
08 2814 Fifth Street Associates LP (Land Park Woods) 99%
08 Alma Place Associates LP 99%
08 Knolls Community Associates LP 99.9%
08 Monterra Village Associates LP 99%
08 Pacific Terrace Associates LP 99.9%
08 PVA LP (Park Victoria) 99%

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08                    Sherman Glen, L.L.C. 99%
08                    Strobridge Housing Associates LP 99%
08                    Trolley Terrace Townhomes LP 99.9%
08                    Walnut Avenue Partnership LP 99%
06                 Hotel Elkhart L.L.C. (The Cornerstone) 99%
05              MISSION HOUSING GAMMA
                [owns 1.73% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan


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05              MISSION HOUSING HOLDINGS
                [owns 13.10% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compa
05              Mission Housing Partnership 1996 LP (Delaware partnership) 1%GP
05              MISSION HOUSING THETA
06                 MISSION FUNDING THETA
                   [owns 0.01% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Com
07                    Edison Capital Affordable Housing 99A G.P. 0.01%
08                       Edison Capital Housing Partners IX LP 13.5533%GP
09                          1010 SVN Associates LP 99.9%
09                          2814 Fifth Street Associates LP (Land Park Woods) 99%
09                          Alma Place Associates LP 99%
09                          Knolls Community Associates LP 99.9%
09                          Monterra Village Associates LP 99%
09                          Pacific Terrace Associates LP 99.9%
09                          PVA LP (Park Victoria) 99%
09                          Sherman Glen, L.L.C. 99%
09                          Strobridge Housing Associates LP 99%
09                          Trolley Terrace Townhomes LP 99.9%
09                          Walnut Avenue Partnership LP 99%
07                    Edison Capital Affordable Housing 99B G.P. 0.01%
08                       Edison Capital Housing Partners X LP 19.3952%GP
09                          Beacon Manor Associates LP 99.9%
09                          Boulder Creek Apartments LP 99.9%
09                          Burlington Senior Housing LLC 99.9%
09                          CCS/Renton Housing LP (Renton) 99.9%
09                          Coolidge Station Apartments L.L.C. 99%
09                          Lark Ellen LP 99%
09                          Mercy Housing California IX LP (Sycamore) 99.9%
09                          Morgan Hill Ranch Housing LP 99%
09                          Pacifica Community Associates LP (Villa Pacifica) 99.9%
09                          Persimmon Associates LP 99%
09                          Providence-Brown Street Housing LP (Brown Street) 99.9%
09                          San Juan Commons 1996 LP 99.9%
09                          Timber Sound, Ltd. 99%
09                          Timber Sound II, Ltd. 99%
09                          Trinity Park Apartments LP 99.9%
09                          Venbury Trail LP 99.9%
07                    Oakdale Terrace Leased Housing Associates LP 0.01%
07                    Westfield Condominium Investment LP 0.01%
07                    Woodleaf Village LP 0.01%
06                 Mission Housing Investors Partnership 5%GP; 95%LP to GECC
07                    1028 Howard Street Associates LP 99%
07                    Forest Winds Associates LP 99%
07                    Glen Eden Associates LP (A Street) 99%
07                    Gray's Meadows Investors LP 99%
07                    Prince Bozzuto LP (Fairground Commons) (Maryland partnership) 99%
07                    Rancho Park Associates LP 99%
07                    Rustic Gardens Associates LP 99%
07                    Sea Ranch Apartments LP 99%
07                    Springdale Kresson Associates LP (Jewish Federation) (New Jersey partnership)
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05 MISSION HOUSING ZETA
[owns 5.35% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan
05 MISSION SA COMPANY (Dissolved)
05 National Boston Lofts Associates LLLP (Boston Lofts) 99%
05 Oakdale Terrace Leased Housing Associates LP 98.99%
05 Olive Court Apartments LP 98.9%
05 Pacific Vista Las Flores LP (Vista Las Flores) 99.9%
05 Pilot Grove LP (Massachusetts partnership) 99%
05 Post Office Plaza LP (Ohio partnership) 99%

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05 Tabor Grand LP (Colorado partnership) 99%
05 WGA INVESTORS COMPANY (Dissolved)
05 West Valley Hart LP (Hart and Alabama) 99.9%
05 Westfield Condominium Investment LP 98.99%
05 White Mountain Apache LP 99%
04 EDISON FUNDING OMICRON INCORPORATED (Delaware corporation) (formerly Edison Funding Omi
[also owned 55.52% by Edison Capital Housing Investments and 44.40% by Edison Housing C
05 EDISON FUNDING OLIVE COURT 100%
06 Olive Court Housing Associates LP 0.6%
04 EDISON INTEGRATED ENERGY SERVICES (Dissolved)
04 MISSION FIRST ASSET INVESTMENT (Dissolved)
04 MISSION FUNDING BETA
04 MISSION FUNDING EPSILON
05 Edison Capital (Bermuda) Investments, Ltd. (Bermuda corporation)
Address: Clarendon House, 2 Church Street, Hamilton HM CX, Bermuda
06 Edison Capital LAI (Bermuda) Ltd. (Bermuda corporation)
Address: Clarendon House, 2 Church Street, P.O. Box HM666, Hamilton HM CX, Berm
07 Trinidad and Tobago Methanol Company Limited (equity) 1.0%
06 Edison Capital Latin American Investments (Bermuda) Ltd. (Bermuda corporation) 3
Address: Clarendon House, 2 Church Street, P.O. Box HM666, Hamilton HM CX, Berm
07 AIG Asian Infrastructure Fund II LP 5.8%
07 AIG-GE Capital Latin American Infrastructure Fund LP 8%
07 AIG Emerging Europe Infrastructure Fund LP 22.70%
07 AIG Emerging Europe Infrastructure Management LP 18.05%GP
05 Edison Capital International (Bermuda) Ltd. (Bermuda corporation)
Address: Clarendon House, 2 Church Street, P.O. Box HM666, Hamilton HM CX, Bermuda
06 Edison Capital International Transmission (Bermuda) Ltd. (Bermuda corporation) 1
06 Edison Capital Latin American Investments (Bermuda) Ltd. (Bermuda corporation) 3
07 AIG Asian Infrastructure Fund II LP 5.8%
07 AIG-GE Capital Latin American Infrastructure Fund LP 7.89%
08 Andes Energy XII Ltd. 100%
09 Paz Holdings Ltd. 43.22%
10 Compania Adminstradora de Empresas Bolivia S.A. (Cade) 12.55% (Boli
company)
Address: Edificio Electropaz SA, subsuelo Plaza Venezuela No. 1401
Paz, Bolivia
10 Electricidad de La Paz S.A. (Electropaz) (equity) 10% (Bolivian for
company) [See 4.EC01]
Address: Avenida Illimani 1973, Casilla 10511, La Paz, Bolivia
10 Empresa de Luz y Fuerza Electrica de Oruro S.A. (Elfeo) 12.55% (Bol
utility company) [See 4.EC02]
Address: Calle Junin No. 710, Casilla No. 53, Oruro, Bolivia
10 Empresa de Servicios Edeser S.A. (Edeser) 12.55% (Bolivian
service company)
Address: Iturralde No. 1309, Miraflores, La Paz, Bolivia
07 AIG Emerging Europe Infrastructure Fund LP 22.7%
07 AIG Emerging Europe Infrastructure Management LP 18.05%GP
06 Olmeca Cable Investments Ltd. (Mandeville Mexico, S.A.) 21.7%

06 Paz Holdings Ltd. 30.42%
07 Compania Adminstradora de Empresas Bolivia S.A. (Cade) 12.55% (Bolivian servi
Address: Edificio Electropaz SA, subsuelo Plaza Venezuela No. 1401 esq. Loay
Bolivia

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07 Electricidad de La Paz S.A. (Electropaz) (equity) 10% (Bolivian foreign utili
4.EC01]
Address: Avenida Illimani 1973, Casilla 10511, La Paz, Bolivia
07 Empresa de Luz y Fuerza Electrica de Oruro S.A. (Elfeo) 12.55% (Bolivian fore
company) [See 4.EC02]
Address: Calle Junin No. 710, Casilla No. 53, Oruro, Bolivia
07 Empresa de Servicios Edeser S.A. (Edeser) 12.55% (Bolivian service
company)
Address: Iturralde No. 1309, Miraflores, La Paz, Bolivia
05 Edison Capital Latin American Investments Holding Company (Delaware corporation)
06 Edison Capital Latin American Investments (Bermuda) Ltd. (Bermuda corporation) 3
07 AIG Asian Infrastructure Fund II LP 5.8%
07 AIG-GE Capital Latin American Infrastructure Fund LP 7.89%
07 AIG Emerging Europe Infrastructure Fund LP 22.70%
07 AIG Emerging Europe Infrastructure Management LP 18.05%GP
05 Edison Capital (Netherlands) Holdings B.V.
Address: Herengracht 548, 1017 CG Amsterdam, Netherlands
06 Edison Capital (Netherlands) Investments B.V.
Address: Herengracht 548, 1017 CG Amsterdam, Netherlands
05 MISSION FUNDING ALPHA
06 MISSION FUNDING MU
07 EPZ Mission Funding Mu Trust (equity interest in foreign utility company) [Se
Address: c/o Wilmington Trust Company, Rodney Square North, 1100 North Marke
Wilmington, Delaware 19890-0004
05 MISSION FUNDING DELTA
06 MISSION FUNDING NU
07 EPZ Mission Funding Nu Trust (equity interest in foreign utility company) [Se
Address: c/o Wilmington Trust Company, Rodney Square North, 1100 North Marke
Wilmington, Delaware 19890-0004
05 Mission Investments, Inc. (U.S. Virgin Islands corp.)
Address: ABN Trustcompany, Guardian Building, Havensight, 2nd Floor, St. Thomas, U
Islands
05 Mission (Bermuda) Investments, Ltd. (Bermuda corp.)
Address: Clarendon House, 2 Church Street, Hamilton HM CX, Bermuda
04 MISSION FUNDING GAMMA
04 MISSION FUNDING KAPPA
05 ABB Funding Partners, LP 14.27%
04 MISSION FUNDING ZETA
05 Huntington LP (New York partnership) 50%
05 Lakota Ridge LLC 75% [See 4.EC05]
Address: c/o DanMar & Associates, 520 Fifth Avenue SE, Pipestone, Minnesota 56164
05 Shaokatan Hills LLC 75% [See 4.EC06]
Address: c/o DanMar & Associates, 520 Fifth Avenue SE, Pipestone, Minnesota 56164
05 Woodstock Hills LLC 75% [See 4.EC07]
Address: c/o DanMar & Associates, 520 Fifth Avenue SE, Pipestone, Minnesota 56164
04 MISSION IOWA WIND COMPANY
05 Storm Lake Power Partners I LLC (99%) [See 4.EC08]
03 EDISON MORTGAGE COMPANY (Dissolved)
03 MISSION BARTLETT HILL COMPANY (Dissolved)
03 MISSION INTERNATIONAL CAPITAL, INC. (Dissolved)
03 RENEWABLE ENERGY CAPITAL COMPANY (Dissolved)

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02 MISSION LAND COMPANY is a California corporation having its principal place of business
Karman Avenue, Suite 1700, Irvine, California 92612-1046. It is engaged, directly and
subsidiaries, in the business of owning, managing and selling industrial parks and othe
investments. The subsidiaries and partnerships of Mission Land Company are listed belo
otherwise indicated, all entities are corporations, are organized under the laws of the
California, and have the same principal place of business as Mission Land Company.

03 ASSOCIATED SOUTHERN INVESTMENT COMPANY
03 CALABASAS PALATINO, INC. (Inactive)
03 Centrelake Partners, LP (limited partnership) 98%LP (Inactive)
03 IRWINDALE LAND COMPANY (Inactive)
03 MISSION AIRPORT PARK DEVELOPMENT CO. (Inactive)
04 Centrelake Partners, LP (limited partnership) 2%GP (Inactive)
04 Mission Vacaville LP (limited partnership) 1%GP (Inactive)
03 MISSION INDUSTRIAL CONSTRUCTORS, INC. (Inactive)
03 Mission-Oceangate 75%GP
03 MISSION/ONTARIO, INC. (Inactive)
03 MISSION SOUTH BAY COMPANY (Inactive)
04 Mission-Oceangate 25%GP
03 MISSION TEXAS PROPERTY HOLDINGS, INC. (Inactive)
03 Mission Vacaville LP (limited partnership) 99%LP (Inactive)

02 MISSION POWER ENGINEERING COMPANY is an inactive California corporation having its prin
business at 2244 Walnut Grove Avenue, Rosemead, California 91770. The subsidiary of Mi
Engineering Company is listed below.

03 ASSOCIATED SOUTHERN ENGINEERING COMPANY (Inactive)

02 MISSION ENERGY HOLDING COMPANY is a Delaware corporation having its principal place of
South State College Boulevard, Fullerton, California 92831. Mission Energy Holding Com
stock of Edison Mission Energy and also acts as a financing vehicle.

03 EDISON MISSION ENERGY is a Delaware corporation having its principal place of business at
Avenue, Suite 1700, Irvine, California 92612-1046. Edison Mission Energy owns the stock o
corporations which, primarily through partnerships with non-affiliated entities, are engag
business of developing, owning, leasing and/or operating cogeneration, geothermal and othe
energy-related projects pursuant to the Public Utility Regulatory Policies Act of 1978. E
Energy, through wholly owned subsidiaries, also has ownership interests in a number of ind
projects in operation or under development that either have been reviewed by the Commissio
compliance with the Act or are or will be exempt wholesale generators or foreign utility c
the Energy Policy Act of 1992. In addition, some Edison Mission Energy subsidiaries have
fuel-related investments and a limited number of non-energy related investments. The subs
partnerships of Edison Mission Energy are listed below. Unless otherwise indicated, all e
corporations, are organized under the laws of the State of California and have the same pr
business as Edison Mission Energy.

EDISON MISSION ENERGY DOMESTIC COMPANIES:
04 AGUILA ENERGY COMPANY (LP)
05 American Bituminous Power Partners, LP (Delaware limited partnership) 49.5%; 50% with P
Address: Grant Town Power Plant, Highway 17, Grant Town, WV 26574
06 American Kiln Partners, LP (Delaware limited partnership) 49.5% of 53%
04 ANACAPA ENERGY COMPANY (GP)
05 Salinas River Cogeneration Company 50%
Address: Star Route 42, Sargents Road, San Ardo, CA 93450
04 ARROWHEAD ENERGY COMPANY (Inactive)
04 BALBOA ENERGY COMPANY (GP)
05 Smithtown Cogeneration, LP (Delaware partnership) 50%; 100% w/ Kingspark

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04 BLUE RIDGE ENERGY COMPANY (GP)
05 Bretton Woods Cogeneration, LP (Delaware limited partnership) 50%; 100% w/ Bretton Wood
04 BRETTON WOODS ENERGY COMPANY (GP and LP)
05 Bretton Woods Cogeneration, LP (Delaware LP) 50%; 100% w/ Blue Ridge
04 CAMINO ENERGY COMPANY (GP)
05 Watson Cogeneration Company (general partnership) 49%
05 CPC Cogeneration LLC (Delaware LLC) 49% [To be dissolved in December 2002]
04 CAPISTRANO COGENERATION COMPANY (GP)
[This entity and its subsidiary were sold on January 11, 2002.]
05 James River Cogeneration Company (North Carolina partnership) 50%
04 CENTERPORT ENERGY COMPANY (GP and LP)
05 Riverhead Cogeneration I, LP (Delaware partnership) 50%; 100% w/ Ridgecrest
04 CHESAPEAKE BAY ENERGY COMPANY (GP)
05 Delaware Clean Energy Project (Delaware general partnership) 50%
04 CHESTER ENERGY COMPANY (no partners; option Chesapeake, VA)
04 CLAYVILLE ENERGY COMPANY
05 Oconee Energy, LP (Delaware LP) 50%; 100% w/Coronado
04 COLONIAL ENERGY COMPANY (Inactive)
04 CORONADO ENERGY COMPANY
05 Oconee Energy, LP (Delaware LP) 50%; 100% with Clayville
04 CRESCENT VALLEY ENERGY COMPANY (Inactive)
04 DEL MAR ENERGY COMPANY (GP)
05 Mid-Set Cogeneration Company 50%
Address: 13705 Shalae Road, Fellows, CA 93224
04 DELAWARE ENERGY CONSERVERS, INC. (Delaware corporation) (Inactive)
04 DESERT SUNRISE ENERGY COMPANY (Nevada corporation) (Inactive)
04 DEVEREAUX ENERGY COMPANY (LP)
04 EAST MAINE ENERGY COMPANY (Inactive)
04 EDISON ALABAMA GENERATING COMPANY
04 EDISON MISSION DEVELOPMENT, INC. (Delaware corporation) 100%
04 EDISON MISSION ENERGY FUEL
05 EDISON MISSION ENERGY OIL & GAS
06 Four Star Oil & Gas Company 37.196%
Address: 200 Westchester Avenue, White Plains, NY 10650
05 EDISON MISSION ENERGY PETROLEUM
05 POCONO FUELS COMPANY (Inactive)
05 SOUTHERN SIERRA GAS COMPANY
06 TM Star Fuel Company (general partnership) 50%
04 EDISON MISSION ENERGY FUNDING CORP. (Delaware corporation) 1%
04 Edison Mission Energy Interface Ltd. (British Columbia company)
Address: 2 Sheppard Ave. E. #200, North York, Ontario, Canada
05 The Mission Interface Partnership (Province of Ontario G.P.) 50%
04 EDISON MISSION ENERGY SERVICES, INC. [formerly Edison Mission
Energy Fuel Services, Inc.] [PowerGen project]
04 EDISON MISSION FUEL RESOURCES, INC. [Com Ed Project
04 EDISON MISSION FUEL TRANSPORTATION, INC. [Com Ed Project]
04 EDISON MISSION MARKETING & TRADING, INC. [Com Ed Project]
05 Midwest Generation Energy Services, LLC (Delaware LLC, formerly CP Power Sales Eighteen
04 EDISON MISSION HOLDINGS CO. (formerly EME Homer City Holdings Co.)
05 CHESTNUT RIDGE ENERGY COMPANY 100%
06 EME HOMER CITY GENERATION LP (Pennsylvania) 99%LP [See 4.EME01]
Address: 1750 Power Plant Road, Homer City, PA 15748-8009
05 EDISON MISSION FINANCE CO. 100%
05 HOMER CITY PROPERTY HOLDINGS, INC. 100%
05 MISSION ENERGY WESTSIDE, INC. 100%
06 EME HOMER CITY GENERATION LP (Pennsylvania) 1%GP [See 4.EME01]
Address: 1750 Power Plant Road, Homer City, PA 15748-8009

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04 EDISON MISSION OPERATION & MAINTENANCE, INC.
05 Mission Operations de Mexico, S.A. de C.V. (Inactive) 99%
Address: Bosques de Ciruelos No. 304 2 Piso, Colonia Bosques de las Lomas, 11700 Mexic
Federal
04 EDISON MISSION PROJECT CO. (formerly EME UK International, Inc.) (Delaware corporation) 10
of the issued and outstanding Class D shares of MEC International B.V. (0.01%)--see INTERN
04 EL DORADO ENERGY COMPANY (GP)
04 EME CP HOLDINGS CO.
05 Bretton Woods Funding I, L.L.C.
05 CP Power Sales Five, L.L.C. [This entity was sold on June 3, 2002.]
05 CP Power Sales Thirteen, L.L.C. [This entity was sold on June 3, 2002.]
05 CP Power Sales Fourteen, L.L.C. [This entity was sold on June 3, 2002.]
05 CP Power Sales Fifteen, L.L.C. [This entity was sold on June 3, 2002.]
05 CP Power Sales Seventeen, L.L.C.
05 CP Power Sales Nineteen, L.L.C.
05 CP Power Sales Twenty, L.L.C.
05 Sunapee Funding I, L.L.C.
04 EME EASTERN HOLDINGS CO.
05 Athens Funding, L.L.C.
05 Citizens Power Holdings One, LLC
06 CL Power Sales One, L.L.C. 25%
06 CL Power Sales Two, L.L.C. 25%
06 CL Power Sales Six, L.L.C. 25%
06 CL Power Sales Seven, L.L.C. 25%
06 CL Power Sales Eight, L.L.C. 25%
06 CL Power Sales Nine, L.L.C. 25%
06 CL Power Sales Ten, L.L.C. 25%
05 CP Power Sales Twelve, L.L.C.
04 EMOM SERVICES, INC.
04 EMP, INC. (Oregon corporation) (GP and LP) (Inactive)
04 FOUR COUNTIES GAS COMPANY (Inactive)
04 GLOBAL POWER INVESTORS, INC.
04 HANCOCK GENERATION LLC (Inactive)
04 HANOVER ENERGY COMPANY
[This entity and its subsidiary were sold on January 14, 2002.]
05 CHICKAHOMINY RIVER ENERGY CORPORATION (Virginia corporation) (GP and LP)
06 Commonwealth Atlantic LP (Delaware partnership) 50%
Address: 2837 South Military Highway, Chesapeake, VA 23323-0286
04 HOLTSVILLE ENERGY COMPANY (GP and LP)
05 Brookhaven Cogeneration, LP (Delaware partnership) 50%; 100% w/ Madera
04 INDIAN BAY ENERGY COMPANY (GP and LP)
05 Riverhead Cogeneration III, LP (Delaware partnership) 50%; 100% w/ Santa Ana
04 JEFFERSON ENERGY COMPANY (GP and LP) (Inactive)
04 KINGS CANYON ENERGY COMPANY (Inactive)
04 KINGSPARK ENERGY COMPANY (GP and LP)
05 Smithtown Cogeneration, LP (Delaware partnership) 50%; 100% w/ Balboa
04 LAGUNA ENERGY COMPANY (Inactive) (former interest in Ambit)
04 LA JOLLA ENERGY COMPANY (Inactive) (used for Belridge)
04 LAKEVIEW ENERGY COMPANY
05 Georgia Peaker, LP (Delaware LP) 50%; 100% w/ Silver Springs
04 LEHIGH RIVER ENERGY COMPANY (Inactive)
04 LONGVIEW COGENERATION COMPANY (held for Weyerhauser)
04 MADERA ENERGY COMPANY (GP)
05 Brookhaven Cogeneration, LP (Delaware partnership) 50%; 100% w/ Holtsville
04 MADISON ENERGY COMPANY (LP)
05 Gordonsville Energy, LP (Delaware partnership) 49%; 50% w/ Rapidan [See 4.EME02]
Address: 115 Red Hill Road, Gordonsville, VA 22942

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04 Majestic Energy Limited (UK private limited company)
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
05 EME Royale (New Zealand private limited company)
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
06 Edison Mission Energy Taupo Limited (New Zealand company) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32
Australia
04 MIDWEST GENERATION EME, LLC (Delaware LLC) 100%
Address: One Financial Place, 400 South LaSalle Street, Suite 3410, Chicago, Illinois 606
05 COLLINS HOLDINGS EME, LLC
Address: One Financial Place, 400 South LaSalle Street, Suite 3410, Chicago, Illinois
05 EDISON MISSION MIDWEST HOLDINGS CO. 100%
Address: One Financial Place, 400 South LaSalle Street, Suite 3410, Chicago, Illinois
06 EDISON MISSION ENERGY FUEL SERVICES, LLC
Address: One Financial Place, 440 South LaSalle Street, Suite 3500, Chicago, Illin
06 EDISON MISSION OVERSEAS CO. (Com Ed project) 100%
Address: One Financial Place, 400 South LaSalle Street, Suite 3410, Chicago, Illin
07 Edison Mission Overseas Ltd. (Com Ed project) 100%
Address: One Financial Place, 400 South LaSalle Street, Suite 3410, Chicago, Il
06 MIDWEST GENERATION, LLC (Com Ed project) 100% [See 4.EME03]
Address: One Financial Place, 400 South LaSalle Street, Suite 3410, Chicago, Illin
Crawford Station, 3501 South Pulaski Road, Chicago, IL 60608
Collins Station, 4200 East Pine Bluff Road, Morris, IL 60623
Fisk Station, 1111 West Cermak Road, Chicago, IL 60608
Joliet Station, 1800 Channahon Road, Joliet, IL 60436
Powerton Station, 13082 East Manito Road, Pekin, IL 61554
Waukegon Station, 10 Greenwood Avenue, Waukegan, IL 60087
Will County Station, 529 East Romeo Road, Romeoville, IL 60441
04 MIDWEST PEAKER HOLDINGS, INC. (Delaware corporation) 100%
04 Mission Capital, LP (Delaware LP) 3%; MIPS partnership
04 MISSION DEL CIELO, INC. 100%
05 Mission Del Sol, LLC (Delaware LLC) 100%
06 SUNRISE POWER COMPANY, LLC 50% [EWG] [See 4.EME04]
Address: 12857 Sunrise Power Road, Fellows, CA 93224
07 Mission De Las Estrellas LLC 100%
04 MISSION/EAGLE ENERGY COMPANY (Inactive)
04 MISSION ENERGY CONSTRUCTION SERVICES, INC.
04 MISSION ENERGY GENERATION, INC. (Inactive)
04 MISSION ENERGY HOLDINGS, INC.
05 Mission Capital, LP (Delaware LP) 97%; MIPS partnership
04 MISSION ENERGY HOLDINGS INTERNATIONAL, INC. [holds 100% of the issued and outstanding Clas
MEC International B.V. (99.97%)--see INTERNATIONAL section]
05 EME Investments, LLC (Delaware LLC) 100% [Contact Energy Acq.]
05 EME SOUTHWEST POWER CORPORATION (Delaware corporation) 100% [holds 100% of the issued a
Class C shares of MEC International B.V. (0.01%)--see INTERNATIONAL section]
05 EME UK International LLC (Delaware LLC) 100% [holds 100% of the issued and outstanding
MEC International B.V. (0.01%)--see INTERNATIONAL section]
04 MISSION ENERGY INDONESIA (Inactive)
04 MISSION ENERGY MEXICO (Inactive) formerly the branch office in Mexico (no partnership)
04 MISSION ENERGY NEW YORK, INC. (GP and LP)
05 Brooklyn Navy Yard Cogeneration Partners, LP (Delaware partnership) 50% [See 4.EME05]
Address: Flushing Avenue, Cumberland Street, Building 41, Brooklyn, NY 11205

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04 MISSION ENERGY WALES COMPANY

05 Mission Hydro Limited Partnership 30%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
06 EME Generation Holdings Limited (UK company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 Edison Mission Operation & Maintenance Limited (a United Kingdom corporation) 10
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 EME Victoria Generation Limited (UK company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
08 Energy Capital Partnership (Australia partnership 98%
09 Enerloy Pty Ltd. (Australia company) 100%
08 Mission Energy Development Australia Pty Ltd. 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbour
Victoria, Australia
09 Gippsland Power Pty Ltd 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Mel
Victoria, Australia
10 Loy Yang B Joint Venture 49% [See 4.EME06]
Address: Bartons Lane, Loy Yang, Victoria, Australia 3844
07 Energy Capital Partnership (Australia partnership) 1%LP
08 Enerloy Pty Ltd. (Australia company) 100%
07 First Hydro Holdings Company (Australia partnership) 99%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
08 First Hydro Company 99% [See 4.EME07]
Address: Bala House, St. David's Park, Ewloe, Deeside, Flintshire, Wales CH5
08 First Hydro Finance plc 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
09 First Hydro Company 1% [See 4.EME07]
Address: Bala House, St. David's Park, Ewloe, Deeside, Flintshire, Wales
07 Loyvic Pty Ltd. (Australia company) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne,
Australia
08 Energy Capital Partnership (Australia partnership) 1%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbour
Victoria, Australia
09 Enerloy Pty Ltd. (Australia company) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Mel
Victoria, Australia
04 Mission Operations de Mexico, S.A. de C.V. (Inactive) 1%
Address: Bosques de Ciruelos No. 304 2 Piso, Colonia Bosques de las Lomas, 11700 Mexico D
04 MISSION TRIPLE CYCLE SYSTEMS COMPANY (GP)
05 Triple Cycle Partnership (Texas G.P.) 50%
04 NORTH JACKSON ENERGY COMPANY (Inactive)
04 NORTHERN SIERRA ENERGY COMPANY (GP)
05 Sobel Cogeneration Company (general partnership) 50%
04 ORTEGA ENERGY COMPANY
04 PANTHER TIMBER COMPANY (GP)
05 American Kiln Partners, LP (Delaware limited partnership) 2%
04 PARADISE ENERGY COMPANY (Inactive)
04 PLEASANT VALLEY ENERGY COMPANY (GP)
05 American Bituminous Power Partners, LP (Delaware limited partnership) 0.5%; 50% w/ Agui
Address: Grant Town Power Plant, Highway 17, Grant Town, WV 26574
06 American Kiln Partners, LP (Delaware Limited Partnership) 0.5% of 53%
04 QUARTZ PEAK ENERGY COMPANY (LP) (Inactive)

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04 RAPIDAN ENERGY COMPANY (GP)
05 Gordonsville Energy, LP (Delaware partnership) 1%; 50% w/ Madison [See 4.EME02]
Address: 115 Red Hill Road, Gordonsville, VA 22942
04 REEVES BAY ENERGY COMPANY (GP and LP)

05 North Shore Energy LP (Delaware partnership) 50%; 100% w/ Santa Clara
06 Northville Energy Corporation (New York corp.) 100%
04 RIDGECREST ENERGY COMPANY (GP)
05 Riverhead Cogeneration I, LP (Delaware partnership) 50%; 100% w/ Centerport
04 RIO ESCONDIDO ENERGY COMPANY
04 RIVERPORT ENERGY COMPANY (GP and LP)
05 Riverhead Cogeneration II, LP (Delaware partnership) 50%; 100% w/ San Pedro
04 SAN GABRIEL ENERGY COMPANY (Inactive)
04 SAN JOAQUIN ENERGY COMPANY (GP)
05 Midway-Sunset Cogeneration Company, LP 50%
Address: 3466 West Crocker Springs Road, Fellows, CA 93224
04 SAN JUAN ENERGY COMPANY (GP)
05 March Point Cogeneration Company 50%
04 SAN PEDRO ENERGY COMPANY (GP)
05 Riverhead Cogeneration II, LP (Delaware partnership) 50%; 100% w/ Riverport
04 SANTA ANA ENERGY COMPANY (GP)
05 Riverhead Cogeneration III, LP (Delaware partnership) 50%; 100% w/ Indian Bay
04 SANTA CLARA ENERGY COMPANY (GP)
05 North Shore Energy, LP (Delaware partnership) 50%; 100% w/ Reeves Bay
06 Northville Energy Corporation (New York corporation) 100%
04 SILVERADO ENERGY COMPANY (GP)
05 Coalinga Cogeneration Company 50%
Address: 32812 West Gate Road, Bakersfield, CA 93210
04 SILVER SPRINGS ENERGY COMPANY
05 Georgia Peaker, LP (Delaware limited partnership) 50%; 100% w/ Lakeview
04 SONOMA GEOTHERMAL COMPANY (Inactive)
04 SOUTH COAST ENERGY COMPANY (GP)
05 Harbor Cogeneration Company 30%
Address: 420 Henry Ford Avenue, Wilmington, CA 93210
04 SOUTHERN SIERRA ENERGY COMPANY (GP)
05 Kern River Cogeneration Company (general partnership) 50%
Address: SW China Grade Loop, Bakersfield, CA 93308
04 THOROFARE ENERGY COMPANY (Inactive)
04 VIEJO ENERGY COMPANY (GP)
05 Sargent Canyon Cogeneration Company 50%
Address: Star Route 42, Sargents Road, San Ardo, CA 93450
04 VISTA ENERGY COMPANY (New Jersey corporation) (Inactive)
04 WESTERN SIERRA ENERGY COMPANY (GP)
05 Sycamore Cogeneration Company (general partnership) 50%
Address: SW China Grade Loop, Bakersfield, CA 93308

EDISON MISSION ENERGY INTERNATIONAL COMPANIES [all foreign corporation names bold]:
05 MEC International B.V. (Netherlands corporation) (Holding Company 99.99% owned by Missi
Holdings International, Inc., a California corp. (owns 100% of Class A Shares) and 0.01
International LLC, a Delaware LLC (owns 100% of Class B shares)
Address: Apollolaan 15, 1077 AB Amsterdam, The Netherlands
06 Adelaide Ventures Ltd. (Cayman Island company) 100% (Dissolved 01/14/2003)
Address: Walker House, Mary Street, P.O. Box 265GT, George Town, Grand Cayman, Cay
06 Beheer-en Beleggingsmaatschappij Jydeno B.V. 100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 Vindoor Investments (Mauritius) Limited 10%
Address: BAI Building, 5th Floor, Pope Hennessey Street, Port Luis, Mauritius
08 Coaltrade Services International Pte Ltd 100%
Address: 10 Anson Road, #18-12, International Plaza, Singapore 079903

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06 Edison Mission Advantage B.V. 100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 Edison Mission LYB PEDS Pty Ltd (formerly Edison Mission De Laide Pty Ltd. (Aust

100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne,
Australia
06 Edison Mission Ausone Pty Ltd. (Australian co.) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32
Australia
06 Edison Mission Energy Asia Pte Ltd. (Singapore private
company limited by shares) 100% (EME's Regional Asia Pacific Headquarters)
Address: 391-B Orchard Road, Ngee Ann City, Tower B, 14th Floor, #14-08/10, Singap
07 Edison Mission Energy Asia Pacific Pte Ltd. (Singapore corporation) 100%
Address: 391-B Orchard Road, Ngee Ann City, Tower B, 14th Floor, #14-08/10, Sin
07 Edison Mission Energy Fuel Company Pte Ltd. (Singapore corporation) 100%
Address: 391-B Orchard Road, Ngee Ann City, Tower B, 14th Floor, #14-08/10, Sin
07 Edison Mission Operation & Maintenance Services Pte Ltd 100%
Address: 391-B Orchard Road, Ngee Ann City, Tower B, 14th Floor, #14-08/10, Sin
07 P.T. Edison Mission Operation and Maintenance Indonesia (Indonesian company) 99%
Address: Jl. Gen. A Yani No. 54 Probolinggo, East Java, Indonesia
06 Edison Mission Energy International B.V. (Netherlands company) 99%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
06 Edison Mission Energy Services B.V. (Netherlands co.) 100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
06 Edison Mission Millennium B.V. (Netherlands company) 100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 EME Caliraya B.V. (formerly Beheer-en Beleggingsmaatschappij Trepo B.V. 75%
Address: Apollolaan 15, 1077 AB Amsterdam, The Netherlands
08 CBK Power Company Ltd. (Philippine LP) 49%
Address: 1701 One Magnificent Mile Building, San Miguel Avenue, Ortigas Cent
Philippines [See 4.EME08]
07 EME Kayalaan B.V. (formerly Beheer-en Beleggingsmaatschappij Hagra B.V. 100%
Address: Apollolaan 15, 1077 AB Amsterdam, The Netherlands
08 CBK Power Company Ltd. (Philippine LP) 1%
Address: 1701 One Magnificent Mile Building, San Miguel Avenue, Ortigas Cent
Philippines [See 4.EME08]
06 Edison Mission Operation & Maintenance Services B.V. (Netherlands company) 100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 Edison Mission Operation & Maintenance (Thailand) Company Limited 100%
Address: 7th Fl. Bubhajit Bldg., 20 North Sathorn Road, Kwaeng Silom, Khet Bang
Thailand
07 EME Philippines Services Corporation [formerly EME Philippines OandM Corporation
co.) 100%
Address: Unit 1105, Tower One, Ayala Triangle, Ayala Avenue, Makati City, Phili
07 Kalayaan Power Management Corporation 50% [EWG] [See 4.EME09]
Address: 1701 One Magnificent Mile Building, San Miguel Avenue, Ortigas Center,
Philippines
06 Edison Mission Retail Pty Ltd. (Australian co.) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32
Australia
06 Edison Mission Utilities Pty. Ltd. (Australian company) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32
Australia

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06 Edison Mission Wind Power Italy B.V. (formerly IVPC Energy 5 B.V.) 100%
Address: Apollolaan 15, 1077 AB Amsterdam, The Netherlands
07 Italian Vento Power Corporation 4 S.r.l. (joint venture) 50% [See 4.EME10]
Address: Via Circumvallazione, 54/h, 83100 Avellino, Italy
06 Edison Mission Vendesi Pty Ltd. (Australian company) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32
Australia

06 EME Atlantic Holdings Limited (UK company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 EME Ascot Limited (UK company) 100% [Contact Energy Project, 2nd Stage]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
08 EME Buckingham Limited (UK company) 100% [Contact Energy Project, 2nd Stage]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
09 EME Precision B.V. (Netherlands company) (formerly Beheer-en-Beleggingsma
B.V.) 100% [Contact Energy Project, 2nd Stage]
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
10 Mission Energy Universal Holdings [formerly EME Universal Holdings (Ne
company) 100% [Contact Energy Project, 2nd Stage]
Address: Lansdowne House, Berkeley Square, London W1X 5DH
England
11 Contact Energy Limited (New Zealand company) 0.624% [See 4.EME11]
Address: Level 1, Harbor City Tower, 29 Brandon Street, Box 10-742
New Zealand
11 Mission Contact Finance Limited (New Zealand company) 100%
Address: Bell Gully, IBM Centre, 171 Featherston Street, Wellingto
11 Mission Energy Five Star (New Zealand company) 100%
Address: IBM Centre, 171 Featherston Street, Wellington, New
Zealand
11 Mission Energy Pacific Holdings [formerly EME Pacific Holdings (New
company) 100% [Contact Energy Project, 2nd Stage]
Address: IBM Centre, 171 Featherston Street, Wellington, New
Zealand
12 Contact Energy Limited (New Zealand company) 50.598%
[See 4.EME11]
06 EME Tri Gen B.V. 100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 Tri Energy Company Limited (Thai limited liability company) (Tri Energy Project)
[See 4.EME12]
Address: Grand, Amarin Tower, 16th Floor, New Petchburi Road, Ratchathewi, Bang
Thailand
06 EME Victoria B.V. 100% (Inactive)
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
06 First Hydro Renewables Limited, a UK company 100%
Address: Dinorwig Power Station, Llamberis, Gwynedd, LL55 4TY, Wales
07 Celtic Offshore Wind Limited 96%
Address: The Long Barn, Waen Farm, Nercwys Road, Mold, Flintshire, CH7 4ED, Wal
07 First Hydro Renewables (COWL) Limited 100%
Address: Dinorwig Power Station, Llamberis, Gwynedd, LL55 4TY, Wales
06 Global Generation B.V. 100%
Address: Apollolaan 15, 1077 AB Amsterdam, The Netherlands
07 Caresale Services Limited (UK LLC) 49%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
08 Edison First Power Limited (Guernsey LLC) 65%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 Edison First Power Holdings II (UK LLC) 100% [PowerGen project]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
08 Edison First Power Holdings I (UK LLC) 100% [PowerGen project]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

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09 Caresale Services Limited (UK LLC) 51%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
10 Edison First Power Limited (Guernsey LLC) 65%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
09 Edison Mission Marketing and Services Limited (UK company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

09 EME Finance UK Limited (UK LLC) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
09 South Australian Holdings Ltd. 100% [Currently being liquidated]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
10 EME International Dragon Limited (UK) 100% [Currently being liquidated
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
11 EME Adelaide Energy Limited (UK company) 100% [Currently being liqu
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
11 EME Monet Ltd. (UK company) 100% [Currently being liquidated]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
08 Energy Generation Finance PLC (UK) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
08 Maplekey Holdings Limited (UK LLC) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
09 Maplekey UK Finance Limited (UK company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
10 Maplekey UK Limited (UK LLC) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
11 Edison First Power Limited (Guernsey LLC) 35%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 Redbill Contracts Limited (UK LLC) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
06 Hydro Energy B.V. (Netherlands LLC) 10%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 Iberica de Energias, S.L. (Spain corporation) 96.65% [See 4.EME13]
Address: Paseo de Gracia 18, Planta 4, 08007, Barcelona, Spain
08 Electrometalurgica del Ebro, S.L. ("EMESA") (Spain corporation) 91.32% [See 4
Address: Paseo de Gracia 18, Planta 4, 08007, Barcelona, Spain
09 Monasterio de Rueda, S.L. (Spain) 100%
Address: Paseo de Gracia 18, Planta 4, 08007, Barcelona, Spain
06 Iberian Hy-Power Amsterdam B.V. (Netherlands LLC) 100%
Address: Strawinskylaan 1725, Amsterdam, NOORD-HOLL 1077 XX
07 EME Desarrello Espana S.L. 100%
Address: Paseo de Gracia 18, 4o. Piso, 08007, Barcelona, Spain
07 Hydro Energy B.V. (Netherlands company) 90%
08 Iberica de Energias, S.L. (Spain corporation) 95.77% [See 4.EME13]
09 Electrometalurgica del Ebro, S.L. ("EMESA") (Spain corporation) 91.32%
[See 4.EME14]
10 Monasterio de Rueda, S.L. (Spain) 100%
07 Iberica de Energias, S.L. (Spain corporation) 4.23% [See 4.EME13]
08 Electrometalurgica del Ebro, S.L. ("EMESA") (Spain corporation) 91.32%
[See 4.EME14]
09 Monasterio de Rueda, S.L. (Spain) 100%
06 Latrobe Power Pty. Ltd. (Australian corporation) 99%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32
Australia
07 Mission Victoria Partnership (Australian partnership) 52.31% (100% w/ Traralgon
MEVALP 1%)
08 Latrobe Power Partnership (Australian partnership) 99%
09 Loy Yang B Joint Venture 51% [See 4.EME06]
Address: Bartons Lane, Loy Yang, Victoria, Australia 3844

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06 Latrobe Valley B.V. [formerly Beheer-en Beleggingsmaatschappij Botara B.V.] (LYB Pe
100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 Valley Power Pty Ltd. (proprietary limited Australia company; LYB Peakers Projec
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne,
Australia

06 Loy Yang Holdings Pty Ltd (Australia corporation) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32
Australia
07 Edison Mission Energy Holdings Pty Ltd (Australian corporation) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne,
Australia
08 Edison Mission Energy Australia Ltd. (Australian public company) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbour
Victoria, Australia
09 Latrobe Power Partnership (Australian partnership) 1%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Mel
Victoria, Australia
10 Loy Yang B Joint Venture 51% [See 4.EME06]
08 Edison Mission Energy Australia Pilbara Power Ltd. (Australia company) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbour
Victoria, Australia
08 Edison Mission Operation & Maintenance Kwinana Pty Ltd. (Australia) 100% (Ope
Project)
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbour
Victoria, Australia
08 Edison Mission Operation & Maintenance Loy Yang Pty Ltd. (Australian corporat
Address: P.O. Box 1792, Traralgon, Victoria 3844, Australia
08 Mission Energy Holdings Superannuation Fund Pty Ltd. (retirement fund require
law) 100%
08 Mission Energy (Kwinana) Pty Ltd. (Australia) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbour
Victoria, Australia
09 Kwinana Power Partnership (Australian G.P.) 1%
Address: Level 23, St. Martins Tower, 44 St George's Terrace, Perth WA 6
10 Perth Power Partnership 70% (Kwinana Project) [See 4.EME15]
Address: James Court, Kwinana Beach 6167, Western Australia
07 Latrobe Power Pty. Ltd. (Australian corporation) 1%
08 Mission Victoria Partnership (Australian partnership) 52.31%
09 Latrobe Power Partnership (Australian partnership) 99%
10 Loy Yang B Joint Venture 51% [See 4.EME06]
07 Mission Energy Ventures Australia Pty. Ltd. (Australian company) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne,
Australia
08 Mission Victoria Partnership (Australian partnership) 1%
09 Latrobe Power Partnership (Australian partnership) 99%
10 Loy Yang B Joint Venture 51% [See 4.EME06]
07 Traralgon Power Pty. Ltd. (Australian corporation) 1%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne,
Australia
08 Mission Victoria Partnership (Australian partnership) 46.69%
09 Latrobe Power Partnership (Australian partnership) 99%
10 Loy Yang B Joint Venture 51% [See 4.EME06]

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06 MEC Esenyurt B.V. (Netherlands company) (Doga Project) 99%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 Doga Enerji Uretim Sanayi ve Ticaret L.S. (Turkish corp.) (Project company) 80%
Address: Merkez Mahallesi, Birlik Caddesi 11/8, Esenyurt, Istanbul, Turkey
07 Doga Isi Satis Hizmetleri ve Ticaret L.S. (Turkish corporation) (Heat company) 8
Address: Merkez Mahallesi, Birlik Caddesi 11/8, Esenyurt, Istanbul, Turkey
07 Doga Isletme ve Bakim Ticaret Ltd. Sirketi (Turkish corporation) (OandM company)
Address: Merkez Mahallesi, Birlik Caddesi 11/8, Esenyurt, Istanbul, Turkey
06 MEC IES B.V. (Netherlands company) (ISAB Project) 99%

Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 ISAB Energy Services s.r.l. 49% (services co ISAB Project)
Address: Ex S.S. 114km 146, 96100 Priolo G (SR), Sicily, Italy
06 MEC India B.V. (Netherlands company) (Jojobera Project) 99%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 Edison Mission Energy Power (Mauritius corporation) (Branch office in India)
Address: Louis Leconte Street, Curepipe, Mauritius
06 MEC Indo Coal B.V. (Netherlands co.) (Adaro Project) 99%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 P. T. Adaro Indonesia (EQUITY) 8.17%
Address: Suite 704, World Trade Centre, Jl. Jend. Sudirman Kav. 31, Jakarta 129
06 MEC Indonesia B.V. (Netherlands company) 99%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 P. T. Paiton Energy (Indonesia company) (EQUITY) (Paiton Project) 40% [See 4.EME
Address: Jl. Raya Surabaya Situbondo KM 141, Paiton 67291, Probolinggo, East Ja
06 MEC International Holdings B.V. (Netherlands corporation) 100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 Edison Mission Energy International B.V. (Netherlands company) 1%
07 MEC Esenyurt B.V. (Netherlands co.) (Doga Project) 1%
08 Doga Enerji Uretim Sanayi ve Ticaret L.S. (Turkish corp.) (Project company) 8
08 Doga Isi Satis Hizmetleri ve Ticaret L.S. (Turkish corporation) (Heat company
08 Doga Isletme ve Bakim Ticaret Ltd. Sirketi (Turkish corporation) (OandM compa
07 MEC IES B.V. (Netherlands company) (ISAB Project) 1%
08 ISAB Energy Services s.r.l. 49%
07 MEC India B.V. (Netherlands company) 1%
08 Edison Mission Energy Power (Mauritius corporation)
07 MEC Indo Coal B.V. (Netherlands co.) (Adaro Project) 1%
08 P. T. Adaro Indonesia (EQUITY) 8.17%
07 MEC Indonesia B.V. (Netherlands company) 1%
08 P. T. Paiton Energy (Indonesia company) (EQUITY) (Paiton Project) 40% [See 4.
07 MEC Laguna Power B.V. (Netherlands company) (Thailand Project) 1%
08 Gulf Power Generation Co. Ltd. (Bangkok corp.) 40%
07 MEC Perth B.V. (Netherlands company) (Kwinana Project) 1%
08 Kwinana Power Partnership (Australian G.P.) 99%
09 Perth Power Partnership 70% (Kwinana Project) [See 4.EME15]
07 MEC Priolo B.V. (Netherlands company) (ISAB Project) 1%
08 ISAB Energy, s.r.l. (Italian J.V. company) (EQUITY) 1% of 49% (quota, not sha
[See 4.EME18]
07 MEC San Pascual B.V. (Netherlands company) 1%
08 San Pascual Cogeneration Company International B.V. 50%
09 San Pascual Cogeneration Company (Philippines) Ltd. (San Pascual Project)
and 74%LP
08 Morningstar Holdings B.V. (formerly Beheer-en Beleggingsmaatschappij Vestra B

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07 MEC Sidi Krir B.V. (Netherlands company) 1%
07 MEC Sumatra B.V. (Netherlands company) 1%
07 MEC Wales B.V. (Netherlands Company) 1%
08 Mission Hydro Limited Partnership (UK LP)
09 EME Generation Holdings Limited (UK Co.) 100%
10 Edison Mission Operation & Maintenance Limited (a United Kingdom corpo
10 EME Victoria Generation Limited (UK co.) 100%
11 Energy Capital Partnership (Australia partnership 98%
12 Enerloy Pty Ltd. (Australia company) 100%
11 Mission Energy Development Australia Pty Ltd.
12 Gippsland Power Pty Ltd 100%
13 Loy Yang B Joint Venture 49% [See 4.EME06]
10 Energy Capital Partnership (Australia partnership) 1%LP
11 Enerloy Pty Ltd. (Australia company) 100%

10 First Hydro Holdings Company (Australia partnership) 99%
11 First Hydro Company 99% [See 4.EME07]
11 First Hydro Finance plc 100%
12 First Hydro Company 1% [See 4.EME07]
10 Loyvic Pty Ltd. (Australia company) 100%
11 Energy Capital Partnership (Australia partnership) 1%
12 Enerloy Pty Ltd. (Australia co.) 100%
07 Mission Energy Italia s.r.l. 10% (Office in Italy)
Address: via Mar della Cina, 304, 00144 Rome, Italy
07 P.T. Edison Mission Operation and Maintenance Indonesia (Indonesian company) 1%
Address: Jl. Raya Surabaya Situbondo Km 141, P.O. Box
78, Paiton 67291, Probolinggo, East Java, Indonesia
06 MEC Laguna Power B.V. (Netherlands co) (Malaya Proj) 99%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 Gulf Power Generation Co. Ltd. (Bangkok corporation) 40%
Address: 888/101 Mahatun Plaza Tower, 10th Floor, Ploenchit, Lumphini, Patumwan
06 MEC Perth B.V. (Netherlands co.) (Kwinana Project) 99%
07 Kwinana Power Partnership (Australian G.P.) 99%
Address: Level 23, St. Martins Tower, 44 St George's Terrace, Perth WA 6000
08 Perth Power Partnership 70% (Kwinana Project) [See 4.EME15]
Address: James Court, Kwinana Beach 6167, Western Australia
06 MEC Priolo B.V. (Netherlands co.) (ISAB Project) 99%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 ISAB Energy, s.r.l. (Italian J.V. company) (EQUITY) 99% of 49% (quota, not share
[See 4.EME18]
Address: Corso Gelone No. 103, Siracusa, Sicily, Italy
06 MEC San Pascual B.V. (Netherlands company) 99%
Address: Croeselaan 18, 3521 CB Utrecht, The Netherlands
07 San Pascual Cogeneration Company International B.V. 50%
Address: Croeselaan 18, 3521 CB Utrecht, The Netherlands
08 San Pascual Cogeneration Company (Philippines) Ltd (San Pascual Project) (EQU
74%LP
Address: Unit 1610/1611, Tower One, Ayala Triangle, Ayala Ave, 1200 Makati C
Manila, Philippines
07 Morningstar Holdings B.V. (formerly Beheer-en Beleggingsmaatschappij Vestra B.V.
Address: Croeselaan 18, 3521 CB Utrecht, The Netherlands
06 MEC Sidi Krir B.V. (Netherlands company) 99%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
06 MEC Sumatra B.V. (Netherlands company) 99%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands

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06 MEC Wales B.V. (Netherlands company) 99%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 Mission Hydro Limited Partnership 69%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
08 EME Generation Holdings Limited (UK company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
09 Edison Mission Operation & Maintenance Limited (a United Kingdom corporat
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
09 EME Victoria Generation Limited (UK company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
10 Energy Capital Partnership (Australia partnership 98%
11 Enerloy Pty Ltd. (Australia company) 100%
10 Mission Energy Development Australia Pty Ltd. 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South
Victoria, Australia
11 Gippsland Power Pty Ltd 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, Sou

3205 Victoria, Australia
12 Loy Yang B Joint Venture 49% [See 4.EME06]
Address: Bartons Lane, Loy Yang, Victoria, Australia 3844
09 Energy Capital Partnership (Australia partnership) 1%LP
10 Enerloy Pty Ltd. (Australia company) 100%
09 First Hydro Holdings Company (Australia partnership) 99%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
10 First Hydro Company 99% [See 4.EME07]
Address: Bala House, St. David's Park, Ewloe, Deeside, Flintshire, Wa
10 First Hydro Finance plc 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
11 First Hydro Company 1% [See 4.EME07]
Address: Bala House, St. David's Park, Ewloe, Deeside, Flintshire,
09 Loyvic Pty Ltd. (Australia company) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Mel
Victoria, Australia
10 Energy Capital Partnership (Australia partnership) 1%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South
Victoria, Australia
11 Enerloy Pty Ltd. (Australia company) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, Sou
3205 Victoria, Australia
06 Mission Energy Company (UK) Limited (United Kingdom private limited company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 Derwent Cogeneration Limited (United Kingdom private limited liability company)
[See 4.EME19]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 Edison Mission Energy Limited (UK private limited company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 Edison Mission Services Limited (UK private limited company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 Mission Hydro (UK) Limited 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
08 First Hydro Holdings Company 1%
09 First Hydro Company 99% [See 4.EME07]
09 First Hydro Finance plc 100%
10 First Hydro Company 1% [See 4.EME07]

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08 Mission Hydro Limited Partnership 1%GP
09 EME Generation Holdings Limited (UK co.) 100%
10 Edison Mission Operation & Maintenance Limited (a United Kingdom corpo
10 EME Victoria Generation Limited (UK co.) 100%
11 Energy Capital Partnership (Australia partnership 98%
12 Enerloy Pty Ltd. (Australia co.) 100%
11 Mission Energy Development Australia Pty Ltd.
12 Gippsland Power Pty Ltd 100%
13 Loy Yang B Joint Venture 49% [See 4.EME06]
10 Energy Capital Partnership (Australia partnership) 1%LP
11 Enerloy Pty Ltd. (Australia company) 100%
10 First Hydro Holdings Company (Australia partnership) 99%
11 First Hydro Company 99% [See 4.EME07]
11 First Hydro Finance plc 99%
12 First Hydro Company 1% [See 4.EME07]
10 Loyvic Pty Ltd. (Australia company) 100%
11 Energy Capital Partnership (Australia partnership) 1%
12 Enerloy Pty Ltd. (Australia co.) 100%
07 Pride Hold Limited (United Kingdom corp.) 99%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

08 Lakeland Power Ltd. (United Kingdom private limited liability company) 100% [See 4.EME20]
Address: Roosecote Power Station, Barrow-In-Furness, Cumbria, England LA13 O
08 Lakeland Power Development Company (UK corp.) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 Rapid Energy Limited
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
06 Mission Energy Italia s.r.l. 90% Rep Office in Italy
Address: Villa Brasini, Via Flaminia 497, 00191 Rome Italy
06 Mission NZ Operations B.V. 100% (Inactive)
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
06 Pride Hold Limited (United Kingdom corporation) 1%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 Lakeland Power Development Company (UK corp.) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 Lakeland Power Ltd. (United Kingdom private limited liability company) 100% [See
Address: Roosecote Power Station, Barrow-In-Furness, Cumbria, England LA13 OPQ
06 EcoElectrica S.a.r.l. (Luxemburg)
Address: 12-16, Avenue Monterey, L-2163 Luxembourg
07 EME del Caribe Holding GmbH (Austria)
Address: 4020 Linz, Landstrasse 12, Austria
08 EME del Caribe (Cayman Islands)
Address: First Floor, Caledonian House, Mary St, George Town, Grand Cayman,
09 EcoElectrica Holdings, Ltd. (Cayman Islands) 50%
Address: 1350 GT, The Huntlaw Building, Fort Street, Grand Cayman, Cayma
10 EcoElectrica Ltd. (Cayman Islands) 100%
Address: 1350 GT, The Huntlaw Building, Fort Street, Grand Cayman, Ca
11 EcoElectrica LP (Bermuda partnership) (EQUITY) 1% [See 4.EME21]
Address: Plaza Scotiabank, 273 Ponce de Leon Avenue, Suite 902, Ha
Rico 00918
10 EcoElectrica LP (Bermuda partnership) (EQUITY) 99% [See 4.EME21]
Address: Plaza Scotiabank, Suite 902, Avenida Ponce de Leon 273, Hato
Rico 00918

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06 Southwestern Generation B.V. 100%
Address: Croeselaan 18, 3521 CB Utrecht, The Netherlands
06 Traralgon Power Pty. Ltd. (Australian corporation) 99%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32
Australia
07 Mission Victoria Partnership (Australian partnership) 46.69% (100% w/ Latrobe PP
MEVALP 1%)
08 Latrobe Power Partnership (Australian partnership) 99%
09 Loy Yang B Joint Venture 51% [See 4.EME06]

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2. A BRIEF DESCRIPTION OF THE PROPERTIES OF CLAIMANT AND EACH OF ITS SUBSIDIARY PUBLIC UTILITY C
FOR THE GENERATION, TRANSMISSION, AND DISTRIBUTION OF ELECTRIC ENERGY FOR SALE, OR FOR THE PRODUC
TRANSMISSION AND DISTRIBUTION OF NATURAL OR MANUFACTURED GAS, INDICATING THE LOCATION OF PRINCIPA
PLANTS, TRANSMISSION LINES, PRODUCING FIELDS, GAS MANUFACTURING PLANTS, AND ELECTRIC AND GAS DIST
FACILITIES, INCLUDING ALL SUCH PROPERTIES WHICH ARE OUTSIDE THE STATE IN WHICH CLAIMANT AND ITS S
ORGANIZED AND ALL TRANSMISSION OR PIPELINES WHICH DELIVER OR RECEIVE ELECTRIC ENERGY OR GAS AT TH
SUCH STATE.

Claimant is not a "public utility company" as that term is defined in the Public Utility Holding
1935 (the "Act") and does not own any properties used for the generation, transmission and distri
electric energy for sale, or for the production, transmission and distribution of natural or manu
None of Claimant's subsidiaries, other than SCE, is a public utility company. SCE is an "electri
company" as defined in the Act and owns properties used for the generation, transmission and dist
electric energy for sale, as described herein.

SCE owns and operates one diesel-fueled generating plant, 37hydroelectric plants (plus two fishwa
shown in the detail below) and an undivided 75.05% interest in Units 2 and 3 of the San Onofre Nu
Station. These plants are located in Central and Southern California. Of the above mentioned hy
plants, one of them, along with the diesel-fueled generating plant, serve isolated load on Catali
also owns an undivided 15.8% interest in Units 1, 2 and 3 of the Palo Verde Nuclear Generating St
near Phoenix, Arizona, and an undivided 48% interest in Units 4 and 5 of the Four Corners Project
steam electric generating plant in New Mexico, all of which are operated by other utilities. SCE
owns a 56% undivided interest in two coal-fueled steam electric generating units at the Mohave Pr
County, Nevada. Schedule I attached hereto contains a list of all of the SCE-owned generating pl
locations, initial dates of operation and generator nameplate ratings.

SCE's transmission facilities consist of approximately 7,208.21 circuit miles of 33kV, 55kV, 66kV
161kV lines, 3,523.6 circuit miles of 220kV lines, and 1237.59 circuit miles of 500kV lines consi
1,000.14 miles in California, 125.4 miles in Nevada and 112.1 miles in Arizona. SCE's distributi
consist of approximately 60,644.52 overhead circuit miles and 34,756.9 underground circuit miles,
distribution substations, all of which are located in California.



3. THE FOLLOWING INFORMATION FOR THE LAST CALENDAR YEAR WITH RESPECT TO CLAIMANT AND EACH OF ITS
PUBLIC UTILITY COMPANIES:

(a) NUMBER OF KWH. OF ELECTRIC ENERGY SOLD (AT RETAIL OR WHOLESALE), AND MCF. OF NATURAL OR MANU
DISTRIBUTED AT RETAIL.

Claimant: None.
SCE:
(1) 79,661,279,000 kwh of electric energy sold at retail.
(2) $8,613,847,531 of total revenues from such sales.

(b) NUMBER OF KWH. OF ELECTRIC ENERGY AND MCF. OF NATURAL OR MANUFACTURED GAS DISTRIBUTED AT RET
STATE IN WHICH EACH COMPANY IS ORGANIZED.

Claimant: None.
SCE: None.

(c) NUMBER OF KWH. OF ELECTRIC ENERGY AND MCF. OF NATURAL OR MANUFACTURED GAS SOLD AT WHOLESALE
STATE IN WHICH EACH SUCH COMPANY IS ORGANIZED, OR AT THE STATE LINE.

Claimant: None.
SCE:
(1) 5,366,000 kwh of electric energy sold at wholesale outside of California or at the state lin
(2) $1,181,119 of total revenues from such sales.

(d) NUMBER OF KWH. OF ELECTRIC ENERGY AND MCF. OF NATURAL OR MANUFACTURED GAS PURCHASED OUTSIDE
WHICH EACH SUCH COMPANY IS ORGANIZED OR AT THE STATE LINE.

Claimant: None.
SCE:
(1) 1,528,888,721 kwh of electric energy purchased at wholesale outside of California or at the
(2) $131,094,932 of total expenses from such purchases.

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4. THE FOLLOWING INFORMATION FOR THE REPORTING PERIOD WITH RESPECT TO CLAIMANT AND EACH INTEREST
DIRECTLY OR INDIRECTLY IN AN EWG OR A FOREIGN UTILITY COMPANY, STATING MONETARY AMOUNTS IN UNITED

(a) NAME, LOCATION, BUSINESS ADDRESS AND DESCRIPTION OF THE FACILITIES USED BY THE EWG OR FOREIG
COMPANY FOR THE GENERATION, TRANSMISSION AND DISTRIBUTION OF ELECTRIC ENERGY FOR SALE OR FOR THE
RETAIL OF NATURAL OR MANUFACTURED GAS.

(b) NAME OF EACH SYSTEM COMPANY THAT HOLDS AN INTEREST IN SUCH EWG OR FOREIGN UTILITY COMPANY; A
OF THE INTEREST HELD.

(c) TYPE AND AMOUNT OF CAPITAL INVESTED, DIRECTLY OR INDIRECTLY, BY THE HOLDING COMPANY CLAIMING
DIRECT OR INDIRECT GUARANTEE OF THE SECURITY OF THE EWG OR FOREIGN UTILITY COMPANY BY THE HOLDING
CLAIMING EXEMPTION; AND ANY DEBT OR OTHER FINANCIAL OBLIGATION FOR WHICH THERE IS RECOURSE, DIREC
INDIRECTLY, TO THE HOLDING COMPANY CLAIMING EXEMPTION OR ANOTHER SYSTEM COMPANY, OTHER THAN THE E
UTILITY COMPANY.

(d) CAPITALIZATION AND EARNINGS OF THE EWG OR FOREIGN UTILITY COMPANY DURING THE REPORTING PERIO

(e) IDENTIFY ANY SERVICE, SALES OR CONSTRUCTION CONTRACT(S) BETWEEN THE EWG OR FOREIGN UTILITY C
SYSTEM COMPANY, AND DESCRIBE THE SERVICES TO BE RENDERED OR GOODS SOLD AND FEES OR REVENUES UNDER
AGREEMENT(S).

EDISON CAPITAL

4.EC01 ELECTRICIDAD DE LA PAZ S.A. [FUCO]

(a) Electricidad de la Paz S.A. ("Electropaz"), Avenida Illimani 1973, Casilla 10511, La Paz, Bo

Electropaz's facilities consists of substations and distribution lines serving approximately 316,
customers in La Paz and El Alto, Boliva. Electropaz does not own generation or transmission faci

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Edison C
Capital owns 100% of Edison Funding Company; Edison Funding Company owns 100% of Mission Funding
Funding Epsilon through its wholly owned subsidiary, Edison Capital International (Bermuda) Ltd.
interest in Electropaz. Iberdrola II Investimentos Ltda is the majority owner of Electropaz; Ban
Central Hispanoamericano S.A. owns a 10% interest; and Paz Holdings Ltd. owns a 32.9% interest. T
securities of Paz Holdings Ltd, 30.42%, are held by Edison Capital International (Bermuda) Ltd.,
by Andes Energy XII Ltd. and 26.36% held by GE Capital Services Structured Finance Group, Inc. A
is wholly-owned by AIG-GE Capital Latin American Infrastructure Fund L.P. in which Edison Capital
Investments (Bermuda) Ltd. holds an indirect 7.89% interest. Edison Capital Latin American Inves
Ltd. is a wholly owned indirect subsidiary of Edison Capital.

(c) Capital contributions were made by Edison Capital through its indirectly, wholly owned subsi
Capital International (Bermuda) Ltd., in the amount of $7.0 million.

(d) Capitalization or total equity for the period ending December 31, 2001 = $45,162,120
Net income after taxes for 2001 = $3,104,160

(e) There are no service, sales or construction contracts between Electropaz and any system comp

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4.EC02 EMPRESA DE LUZ Y FUERZA ELECTRICA DE ORURO S.A. [FUCO]

(a) Empresa de Luz y Fuerza Electrica de Oruro S.A. ("Elfeo"), Calle Junin No. 710, Casilla 53,

Elfeo's facilities used for the generation, transmission, or distribution of electric energy for primarily of substations and distribution lines serving approximately 43,300 retail customers in Oruro and Huaruni. Elfeo does not own generation or transmission facilities.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Edison C Capital owns 100% of Edison Funding Company; Edison Funding Company owns 100% of Mission Funding Funding Epsilon through its wholly owned subsidiary, Edison Capital International (Bermuda) Ltd. interest in Elfeo. Iberdrola II Investimentos Ltda. is the majority owner of Elfeo with 60.52% in Holdings Ltd. owns a 32.9% interest. The voting securities of Paz Holdings Ltd., 30.42%, are held Capital International (Bermuda) Ltd., with 43.22% held by Andes Energy XII Ltd. and 26.36% held b Services Structured Finance Group, Inc. Andes Energy XII is wholly-owned by AIG-GE Capital Latin Infrastructure Fund L.P. in which Edison Capital Latin American Investments (Bermuda) Ltd. holds 7.89% interest. Edison Capital Latin American Investments (Bermuda) Ltd. is a wholly owned indir of Edison Capital.

(c) Capital contributions were made by Edison Capital through its indirectly, wholly owned subsi Capital International (Bermuda) Ltd, in the amount of $0.4 million.

(d) Capitalization or total equity for the period ending December 31, 2001 = $5,159,240
Net income after taxes for 2001 = $235,180

(e) There are no service, sales or construction contracts between Elfeo and any system company.

4.EC03 EPZ MISSION FUNDING MU TRUST [FUCO]

(a) EPZ Mission Funding MU Trust ("EPZMFMT") c/o Wilmington Trust Company, Rodney Square North, Market Square, Wilmington, Delaware 19890-0004

EPZMFMT owns a 7.88% interest in the Amercentrale Power Station Unit 9, which is leased to N.V. Elektriciteits-Produktiemaatshappij Zuid-Nederland ("EPZ"), a Netherlands Public Utility. The Am Station Unit 9 is a 600 megawatt (net) coal-fired cogeneration facility, with natural gas back-up located on 50 hectares (approximately 125 acres) at the Brabandt site in Geertruidenberg, approxi kilometers southeast of Rotterdam, The Netherlands.

EPZMFMT has also acquired an undivided interest in or the right to use certain transmission facil from the Amercentrale Power Station to the 150 kV grid owned by Provinciale Noordbrabantse Energi ("PNEM"), the distribution company that receives the power from Unit 9. EPZMFMT also owns an int rights to use transformers and associated equipment of EPZ designed to step up the power from the the generator to the 150 kV level required to enter the PNEM system. EPZMFMT has also acquired r certain other common facilities necessary to permit operation of Unit 9.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Edison C owns 100% of Edison Funding Company, which owns 100% of Mission Funding Epsilon, which owns 100% Funding Alpha, which owns 100% of Mission Funding Mu. EPZMFMT is a business trust created under State of Delaware. Mission Funding Mu is the 100% beneficial owner of the beneficial interest in foreign utility company. Wilmington Trust Company is the trustee of the Trust.

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(c) Mission Funding Mu made a $13,000,000 equity investment in the sale/leaseback, and funds wer non-recourse basis in the amount of $87,000,000, in order to acquire the interest in the asset wi of $100,000,000. Mission Funding Mu also incurred out-of-pocket costs and fees of approximately

The Mission Funding Mu investment and the related obligations have been guaranteed by its parent,

Alpha.

(d) Capitalization or total equity for the period ending December 31, 2002 = $24,081,532
Net income after taxes for 2002 = $215,146

(e) There are no contracts between EPZ and any system company.

4.EC04 EPZ MISSION FUNDING NU TRUST [FUCO]

(a) EPZ Mission Funding Nu Trust ("EPZMFNT") c/o Wilmington Trust Company, Rodney Square North, Market Square, Wilmington, Delaware 19890-0004

EPZMFNT owns a 17.72% interest in the Amercentrale Power Station Unit 9, which is leased to N.V. Elektriciteits-Produktiemaatshappij Zuid-Nederland ("EPZ"), a Netherlands Public Utility. The Am Station Unit 9 is a 600 megawatt (net) coal-fired cogeneration facility, with natural gas back-up located on 50 hectares (approximately 125 acres) at the Brabandt site in Geertruidenberg, approxi kilometers southeast of Rotterdam, The Netherlands.

EPZMFNT has also acquired an undivided interest in or the right to use certain transmission facil from the Amercentrale Power Station to the 150 kV grid owned by Provinciale Noordbrabantse Energi ("PNEM"), the distribution company that receives the power from Unit 9. EPZMFNT also owns an int rights to use transformers and associated equipment of EPZ designed to step up the power from the the generator to the 150 kV level required to enter the PNEM system. EPZMFNT has also acquired r certain other common facilities necessary to permit operation of Unit 9.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Edison C owns 100% of Edison Funding Company, which owns 100% of Mission Funding Epsilon, which owns 100% Funding Delta, which owns 100% of Mission Funding Nu. EPZMFNT is a business trust created under State of Delaware. Mission Funding Nu is the 100% beneficial owner of the beneficial interest in foreign utility company. Wilmington Trust Company is the trustee of the Trust.

(c) Mission Funding Nu made a $29,250,000 equity investment in the sale/leaseback, and funds wer non-recourse basis in the amount of $195,750,000, in order to acquire the interest in the asset w of $225,000,000. Mission Funding Nu also incurred out-of-pocket costs and fees of approximately

The Mission Funding Nu investment and the related obligations have been guaranteed by an affiliat Housing Investments.

(d) Capitalization or total equity for the period ending December 31, 2002 = $53,701,760
Net income after taxes for 2002 = $1,784,166

(e) There are no contracts between EPZ and any system company.

4.EC05 LAKOTA RIDGE LLC [EWG]

(a) Lakota Ridge, L.L.C. ("Lakota"), c/o DanMar & Associates, 520 Fifth Avenue SE, Pipestone, Mi

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Lakota is an 11.25 megawatt wind-driven electric generation facility (the "Facility") located on Ridge in southwestern Minnesota, consisting of 15 Micon M1800 750 kW wind turbines atop tubular-t

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Edison C Capital owns 100% of Edison Funding Company. Edison Funding Company, through its wholly owned su Mission Funding Zeta, owns a 75% interest in Lakota and Heller Financial, Inc. owns a 24.9% inter Alternative Energy owns 0.1%. The manager of the Facility is DanMar & Associates.

(c) Edison Capital through its indirectly, wholly owned subsidiary, Mission Funding Zeta, made a contribution of $4,667,030.

(d) Capitalization or total equity for the period ending December 31, 2001 = $4,758,458
Net loss after taxes for 2001 = ($402,359)

(e) There are no service, sales or construction contracts between Lakota and any system company.

4.EC06 SHAOKATAN HILLS LLC [EWG]

(a) Shaokatan Hills L.L.C. ("Shaokatan"), c/o DanMar & Associates, 520 Fifth Avenue SE, Pipeston 56164.

Shaokatan is a 11.9 megawatt wind-driven electric generation facility (the "Facility") located on Ridge in southwestern Minnesota, consisting of 18 Vestas V-44 660 kW wind turbines atop tubular t

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Edison C Capital owns 100% of Edison Funding Company. Edison Funding Company, through its wholly owned su Mission Funding Zeta, owns a 75% interest in Shaokatan and Heller Financial, Inc. owns a 24.9% in Northern Alternative Energy owns 0.1%. The manager of the Facility is DanMar & Associates.

(c) Edison Capital through its indirectly, wholly owned subsidiary,
Mission Funding Zeta, made a capital contribution of $5,161,500.

(d) Capitalization or total equity for the period ending December 31, 2001 = $5,486,088
Net loss after taxes for 2001 = ($401,726)

(e) There are no service, sales or construction contracts between Shaokatan and any system compa

4.EC07 WOODSTOCK HILLS LLC [EWG]

(a) Woodstock Hills L.L.C. ("Woodstock"), c/o DanMar and Associates, 520 Fifth Avenue SE, Pipest 56164.

Woodstock is a 10.2 megawatt windpowered electric generation facility (the "Facility") located on Ridge in Southwestern Minnesota, consisting of 17 Vestas V-44 600 kW wind turbines atop tubular-t

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Edison C Capital owns 100% of Edison Funding Company. Edison Funding Company, through its wholly owned su Mission Funding Zeta, owns a 75% interest in Woodstock and Heller Financial, Inc. owns a 24.9% in Woodstock owns a 0.1% interest and is the manager of the Facility.

(c) Edison Capital through its indirectly, wholly owned subsidiary,
Mission Funding Zeta, made a capital contribution of $4,200,000.

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(d) Capitalization or total equity for the period ending December 31, 2001 = $4,725,058
Net loss after taxes for 2001 = ($366,551)

(e) There are no service, sales or construction contracts between Woodstock and any system compa

4.EC08 STORM LAKE PARTNERS I LLC [EWG]

(a) Storm Lake Power Partners I LLC ("Storm Lake"), 18101 Von Karman Avenue, Suite 1700, Irvine,

Storm Lake is a 112.5 megawatt wind-driven electric generation facility (the "Facility") located
Ridge in northwestern Iowa, consisting of 150 Zond, Z-50 750 kW wind turbines atop lattice towers

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Edison C
Capital owns 100% of Edison Funding Company. Edison Funding Company, through its wholly owned su
Mission Iowa Wind Company, owns a 99% interest in Storm Lake and Enron Storm Lake I LLC owns 1.0%
Facility is operated and managed by EMOM Services, Inc.

(c) Edison Capital through its indirectly, wholly owned subsidiary,
Mission Iowa Wind Company, made a capital contribution of $92,500,000.

(d) Capitalization or total equity for the period ending December 31, 2001 = $79,753,000
Net loss after taxes for 2001 = ($3,320,000)

(e) There are no service, sales or construction contracts between Storm Lake and any system comp

EDISON MISSION ENERGY

4.EME01 EME HOMER CITY GENERATION L.P. [EWG]

(a) EME Homer City Generation L.P. ("Homer City"), 1750 Power Plant Road, Homer City, PA 15748-

Homer City operates a 1,884 MW coal-fired generating station located in Indiana County, approxima
northeast of Pittsburgh, Pennsylvania.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission
Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy
Edison Mission Holdings Co.; Edison Mission Holdings Co., through its wholly owned subsidiary Mis
Westside, Inc., owns a 1% general partnership interest in Homer City and through its wholly owned
Chestnut Ridge Energy Company, owns a 99% limited partnership interest in Homer City, the exempt
generator.

(c) Capital contributions were made by Edison Mission Energy through its subsidiary Edison Missi
in the amount of $1,363,948,000.

Guarantees:

Pursuant to a Guaranty dated as of August 1, 1998 (the "EME Guaranty"), EME guaranteed all of the
under the Asset Purchase Agreement pursuant to which it agreed to acquire Homer City. On March 1
Mission Holdings Co., a wholly owned subsidiary of EME ("EM Holdings"), closed a $1.1 billion fin
closed a $700 million financing the proceeds of which, together with approximately $300 million o
used to finance the acquisition pursuant to the terms of the Asset Purchase Agreement. The EM Ho
is structured on a limited recourse basis, in which the lenders look primarily to the cash revenu
to repay the debt. In connection with the EM Holdings financing and the issuance of $830 million
bonds by EM Holdings in May 1999, EME entered into a Credit Support Guarantee under which EME agr
the payment and performance of the obligations of EM Holdings to the bond holders, banks and othe
parties which

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financed the acquisition of Homer City in an aggregate amount not to exceed approximately $42 mil
addition, to satisfy the requirements under the EM Holdings financing to have a Debt Service Rese
in an amount equal to six months' debt service projected to be due following the payment of a dis
entered into a Debt Service Reserve Guarantee in which EME agreed to guarantee the payment and pe
obligations of EM Holdings in the amount of approximately $35 million. As of April 2, 2001, the
Reserve Guarantee by EME was replaced by a Letter of Credit in the amount of $35,350,600 for the
Holdings. As of March 18, 2001, EME provided a guarantee of EM Holdings' debt service obligation
of $9 million to the lenders involved in the bank financing (the "EM Holdings Guarantee").

In connection with the acquisition of Homer City, Homer City L.P. provided several surety bonds t
Pennsylvania Department of Environmental Protection ("DEP"). The DEP requires operators of facil
State of Pennsylvania to provide collateral bonds to the DEP for the purpose of guarantying recla
obligations in the event the site is abandoned. Safeco Insurance Company of America ("Safeco"),
Homer City L.P., issued three surety bonds to the DEP in the aggregate amount of $6,860,913. On
1999, EME provided a general indemnity to Safeco to indemnify them against all loss and expenses
Safeco in connection with the surety bonds. In addition to the indemnification, Safeco demanded
collateral for the surety bonds. Therefore, on August 21, 2002, EME deposited $6,860,913 in an a
controlled by Safeco for additional collateral. Both the collateral and the indemnity will stay
the surety bonds are replaced or another source of collateral is provided to the DEP.

On December 7, 2001, Homer City was sold to and leased back from eight special purpose vehicles.
arrangement, the $830 million senior secured bonds were assumed by the eight special purpose vehi
bonds will be serviced by a portion of the lease rental payments to be paid by Homer City L.P. to
of Homer City. In connection with the sale-leaseback, the Credit Support Guarantee, which was du
December 31, 2001, and the EM Holdings Guarantee, were terminated.

Pursuant to eight Special Tax Indemnity Agreements executed in connection with the sale-leaseback
of December 7, 2001, with Homer City L.P. and General Electric Capital Corporation ("GECC"), EME
indemnify GECC against certain tax losses which might arise either (i) as a result of the existen
provisions in the operative documents relating to the sale-leaseback transaction, or (ii) as a re
actions by Homer City L.P. during the term of the lease.

(d) Capitalization or total equity = $738,997,000
Net income after taxes for 2002 = $22,258,000

(e) Edison Mission Energy Services, Inc. (formerly Edison Mission Energy Fuel Services, Inc.) pr
to Homer City relating to arranging for the supply of fuel to the facility pursuant to the Fuel S
Agreement (the "Agreement") between Edison Mission Energy Services, Inc. and Homer City. As of D
2002, Edison Mission Energy Services, Inc. has received payment in the amount of $337,721 for ser
pursuant to the Agreement.

Edison Mission Financial Marketing & Trading Co.("EMFM&T"), now Edison Mission Marketing & Tradin
EMFM&T merged into Edison Mission Marketing & Trading, Inc. ("EMMT") on June 28, 2000, a wholly o
of Edison Mission Energy, entered into an NOx Allowance Sales Agreement with Homer City, wherein
purchase from and/or sell to Homer City, SO2 or NOx Allowances available to Homer City and as req
use in the operation and maintenance of the Homer City facility. As of December 31, 2002, Homer
million to EMMT for Allowances.

EMMT entered into an Energy Sales Agreement with Homer City, wherein EMMT shall purchase Energy (
electric energy, expressed in megawatt hours or capacity, of the character commonly known as thre
hertz electric energy that is delivered at the nominal voltage of the delivery point) from Homer
December 31, 2002, Homer City paid $337,121 to EMMT for energy provided pursuant to the Agreement

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4.EME02 GORDONSVILLE ENERGY, L.P. [EWG]

(a) Gordonsville Energy, L.P. ("GELP"), 115 Red Hill Road, Gordonsville, VA 22942

GELP is a gas-fired cogeneration facility with an anticipated net capacity during the winter mont
megawatts and 220 megawatts during the summer months. The electricity generated by the facility
Virginia Electric & Power Company under two 30-year Power Purchase Agreements. The steam generat
facility is sold to Rapidan Service Authority. This facility is located one mile southwest of Go
Virginia, in Louisa County. GELP went into operation on June 1, 1994.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission
Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy

wholly owned subsidiary Madison Energy Company ("Madison") owns a 49% limited partnership interes
through its wholly owned subsidiary Rapidan Energy Company ("Rapidan"), owns a 1% general partner
GELP, the exempt wholesale generator.

(c) Capital contributions were made by Edison Mission Energy through its subsidiaries Madison in
$25,237,450 and Rapidan in the amount of $515,050, providing a total amount of $25,752,500. As a
receiving the extension of credit necessary to develop GELP, Madison, Rapidan and Jefferson Energ
("Jefferson"), a wholly owned subsidiary of Edison Mission Energy which sold its interest to Nort
Limited, entered into separate Equity Subscription Agreements with GELP with the condition that E
Energy guarantee the obligations under such agreements by entering into an Equity Subscription Ag
for each of Madison, Rapidan and Jefferson in an amount not to exceed an aggregate of $55,250,000

(d) Capitalization or total equity = $36,087,046
Net income after taxes for 2002 = $5,247,224

(e) Edison Mission Operation & Maintenance, Inc. ("EMOM") operates this facility. EMOM received
compensation as operator in 2002.

4.EME03 MIDWEST GENERATION, LLC. [EWG]

(a) Midwest Generation, LLC ("Midwest"), One Financial Place, 440 South LaSalle Street, Suite 34
60605

Midwest owns and/or leases and operates 9,287 MW of generating capacity ("Facilities") acquired f
Edison Company and sells electric energy at wholesale. Facilities consist of:

(a.1) Six coal-fired plants located in Illinois totaling 5,645 MW:
542 MW Crawford plant in Chicago
326 MW Fisk plant in Chicago
789 MW Waukegan plant in Waukegan
1358 MW Joliet plant in Joliet
1092 MW Will County plant in Lockport
1538 MW Powerton plant in Pekins

(a.2) 2,698 MW dual-fueled Collins Station in Morris, Illinois

(a.3) 71 dual-fueled peaking units, totaling 944 MW, located at the Crawford, Fisk, Waukegan, Ca
Bloom, Electric Junction, Sabrooke, and Lombard Stations.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission
Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy
Midwest Generation EME, LLC; Midwest Generation EME, LLC owns 100% of Edison Mission Midwest Hold
("Holdings") which owns 100% of Midwest, the exempt wholesale generator.

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(c) Capital contributions were made by Edison Mission Energy through its subsidiary Holdings in
$2,500,000,100.

Guarantees:
On March 22, 1999, EME entered into an Asset Sale Agreement to acquire 100% of the fossil-fuel ge
of Commonwealth Edison Co. ("Com Ed") totaling 9,722 MW for a purchase price of $4,813,121,000.
was assigned to Midwest Generation, LLC, a wholly owned subsidiary of EME, on December 15, 1999,
of the transaction. Midwest Generation, LLC operates the plants, which are all located in Illino
the Asset Sale Agreement, EME agreed to unconditionally and irrevocably guarantee to ComEd and al
successors and assigns, the due and punctual performance by any assignee of all covenants, agreem
conditions, undertakings, indemnities and other obligations to be performed and observed by such
the related agreements, including the transition power purchase agreements.

Pursuant to the Agency Agreement, dated as of December 15, 1999, between Commonwealth Edison Comp
Mission Midwest Holdings Co. and Edison Mission Energy, relating to Coal Purchase Contract and Ra
Agreement, EME and its affiliates receive the benefits of and are responsible for the liabilities
agreements listed below (the "Unassigned Agreements") to which Commonwealth Edison Company is a p
Commonwealth Edison Company acts as EME's agent with respect to the Unassigned Agreements and EME
for 78% of Commonwealth Edison Company's costs in managing the Unassigned Agreements. The Unassi
include:

(a) Amended and Restated Coal Purchase Contract between Commonwealth Edison Company and Deck
dated January 1, 1993, as further amended by Amendment No. 1 in 1993; Amendment No. 2 on
Amendment No. 3 on May 1, 1995; Amendment No.4 on January 1, 1996; Amendment No. 5 on Fe
Amendment No. 6 on January 1, 1997; and Amendment No. 7 on February 1, 1999.

(b) Railcar Lease Agreement dated July 15, 1993 between Commonwealth Edison Company and Soci
Bank and related documents.

On June 10, 2000, Midwest Generation, LLC, ("Midwest Generation") completed an approximate $300 m
lease transaction of the "on-site" and "off-site" peaking units acquired from Commonwealth Edison
December 1999. Together, the on-site peakers and off-site peakers transferred by Midwest Generat
70 combustion turbines and related equipment. The proceeds from the transaction ($300 million) w
Midwest Generation to EME, and in exchange EME issued Midwest Generation an intercompany note in
amount. Simultaneously, the `lessor trust' leased the peaking units to Midwest Generation, as Le
approximate five-year term. EME, as guarantor, agreed to unconditionally guaranty Midwest Genera
obligations under the Synthetic Lease except for Midwest Generation's environmental obligations.
2002, Midwest Generation exercised its option to purchase the on-site and off-site peaking units
subject to the Synthetic Lease. In order to effect the exercise of the purchase option, Midwest
obtained repayment of its $300 million loan plus interest from EME and paid $300 million plus out
due under the lease to the owner-lessor.

On August 24, 2000, Midwest Generation entered into a sale-leaseback transaction with respect to
Joliet power facilities to third party lessors for an aggregate purchase price of $1.367 billion.
terms of the leases (33.75 years for Powerton and 30 years for Joliet), Midwest Generation will m
lease payments on each January 2 and July 2, beginning January 2, 2001. Recourse to Midwest Gene
leases is limited to amounts which would otherwise be distributable to Edison Mission Midwest Hol
guaranteed the payments under a Guarantee dated August 24, 2000.

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Pursuant to four Tax Indemnity Agreements, each dated as of August 17, 2000, EME agreed to indemn
against certain tax losses which might arise as a result of certain actions by Midwest during the
lease.

(d) Capitalization or total equity = $2,644,795,846
Net income after taxes for 2002 = $94,738,000

(e)

Administrative services such as payroll, employee benefits programs and information technology, a
Edison International or Edison Mission Energy, are shared among all affiliates of Edison Internat
costs of these corporate support services are allocated to all affiliates, including Midwest. Co
allocated based on one of the following formulas: percentage of time worked, equity in investment
number of employees, or multi-factor, including operating revenues, operating expenses, total ass
of employees. In addition, Midwest sometimes directly requests services of Edison International
Mission Energy, and those services are performed for Midwest's benefit. Labor and expenses of th
requested services are specifically identified and billed at cost. Midwest made reimbursements f
these programs and other services, which amounted to $124.7 million for the year ended December 3

Midwest entered into an agreement with Midwest Generation EME, LLC to provide support services, i
construction and construction management, operations and maintenance management, technical servic

environmental, health and safety services, administrative and IT support, and other managerial an services needed to operate and maintain electric power facilities. Under the terms of the agreem reimburses Midwest Generation EME, LLC for actual costs incurred by functional area in providing services, or in the case of specific tasks Midwest requests, the amount negotiated for the task. billable under this agreement for the year ended December 31, 2002, were $6.8 million.

Midwest entered into an agreement with EMMT for the purchase and sale of energy and to provide se to purchasing, transportation and storage of natural gas. Under the terms of the agreement, EMMT for the actual price of energy contracted with third parties, less $.02/megawatt-hour. Also unde the agreement, Midwest pays EMMT a service fee of $0.02 for each MMBtu of natural gas delivered t the actual cost of the gas. As of December 31, 2002, Midwest paid $1.2 million to EMMT pursuant

Midwest entered into an agreement with Edison Mission Energy Services, Inc. to provide fuel and t services related to coal and fuel oil. Under the terms of the agreement, Midwest pays Edison Mission Energy Services, Inc. a service fee of $0.06 for each ton of coal delivered to Midwest an barrel of fuel oil delivered to Midwest, plus the actual cost of the commodities. The amount bil agreement for the year ended December 31, 2002, was $1.1 million.

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4.EME04 SUNRISE POWER COMPANY LLC (EWG)

(a) Sunrise Power Company, LLC 50% [EWG], 12857 Sunrise Power Road, Fellows, CA 93224

Sunrise consists of a 320 MW simple-cycle peaking facility which became operational on June 27, 2 and Phase 2 which is to convert the peaking facility to a 560 MW combined-cycle operation is anti become operational in 2003.

Edison Mission Energy purchased Sunrise Power Company, a Delaware corporation through its subsid Sol LLC, a Delaware limited liability company on November 17, 2000.

Sunrise was originally to be developed as an enhanced oil recovery ("EOR") cogeneration project. of 2000, Texaco Gasification and Power Holdings, Inc. ("Texaco") decided to abandon the project d the oil field cogen economics. EME approached Texaco and suggested that the original EOR project and developed in two phases. EME purchased the rights to the project, including two GE Fram 7FA other major equipment that had already been procured. On May 29, 2001, Sunrise Power Company was Sunrise Power Company, LLC a Delaware limited liability company and Texaco exercised its option t of Sunrise.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Missio Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy Mission del Cielo, Inc.; Mission del Cielo, Inc. owns 100% of Mission del Sol LLC; Mission del So of Sunrise Power Company LLC

(c) Under the Sunrise partnership agreement, EME is obligated to provide 50% capital budget for of December 31, 2002, EME has paid $122,130,179.

(d) Capitalization or total equity = $151,711,659
Net income after taxes for 2002 = $15,812,617

(e) Edison Mission Operation & Maintenance, Inc. and Sunrise have entered into that certain Amen Operation and Maintenance Agreement, dated as of June 25, 2001. As of December 31, 2002, EMOM ha $220,126 for providing O&M services to Sunrise.

EMMT, a wholly owned subsidiary of Edison Mission Energy entered into an Energy Services Agreemen wherein EMMT provides fuel procurement and power management services to Sunrise. As of December Sunrise paid $4,381,011 to EMMT for services rendered under this agreement.

4.EME05 BROOKLYN NAVY YARD COGENERATION PARTNERS, L.P. [EWG]

(a) Brooklyn Navy Yard Cogeneration Partners, L.P. ("BNY"), Flushing Avenue, Cumberland Street, Brooklyn, NY 11205

BNY's facilities consist of a 286MW combined cycle cogeneration facility located at Brooklyn Navy Park in Brooklyn, New York.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy wholly owned subsidiary Mission Energy New York, Inc., owns 50% of Brooklyn Navy Yard Cogeneratio L.P., the exempt wholesale generator.

(c) Capital contributions made by Edison Mission Energy through its subsidiary Mission Energy Ne were in the amount of $12,758,043. BNY completed a $407 million permanent non-recourse financing (the "Financing"). Edison Mission Energy agreed to indemnify BNY and its partners from all claim arising from or in connection with certain construction litigation between BNY (and its partners) contractor for BNY. Said indemnification has been assigned for the benefit of the senior lenders Financing. Mission Energy New York, Inc., entered into a Construction Loan Note (approximately $ favor of BNY to fund a portion of the project.

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(d) Capitalization or total equity = ($55,073,066)
Net loss after taxes for 2002 = ($4,194,158)

(e) Other than with respect to the Edison Mission Energy indemnity and the Construction Loan Not Item (c) above, there are no contracts between BNY and any system company.

4.EME06 LOY YANG B JOINT VENTURE [FUCO]

(a) Loy Yang B Joint Venture ("LYBJV"), Bartons Lane, Loy Yang, Victoria, Australia 3844

LYBJV owns two coal-fired generating units with generator nameplate ratings of 500,000 kW each, l Latrobe Valley in the State of Victoria, Australia (the "Project"). Unit 1 began commercial oper September 30, 1993, and Unit 2 began commercial operation on September 30, 1996.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. directly (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.02% of MECI wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B share EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mi owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Missio MECI, through wholly owned subsidiaries of Edison Mission Energy, collectively owns 100% of the i Yang B Joint Venture, the foreign utility company, as explained below.

The system-owned venturer is Latrobe Power Partnership ("LPP"), which owns a 51% interest. LPP i Edison Mission Energy Australia Ltd. (the managing general partner) and 99% owned by Mission Vict (a general partner).

Edison Mission Energy Australia Ltd. is wholly owned by Edison Mission Energy Holdings Pty Ltd, w owned by Loy Yang Holdings Pty Ltd, which is a wholly owned subsidiary of MEC International B.V.

Mission Victoria Partnership is 52.31% owned by Latrobe Power Pty Ltd (general partner), 46.69% o Traralgon Power Pty Ltd (general partner), and 1% owned by Mission Energy Ventures Australia Pty general partner). Latrobe Power Pty Ltd and Traralgon Power Pty Ltd are both owned 99% by MEC In

and 1% by Loy Yang Holdings Pty Ltd. Mission Energy Ventures Australia Pty Ltd is wholly owned b
Holdings Pty Ltd, which is owned as described above. Gippsland Power Pty Ltd. owns the remaining
Gippsland is 100% owned by Mission Energy Development Australia Pty Ltd., which is 100% owned by
Generation Ltd., which is 100% owned by EME Generation Holdings Ltd., which is 100% owned by Miss
Limited Partnership, which is 69% owned by MEC Wales BV, 30% owned by Mission Energy Wales Compan
by Mission Hydro (UK) Limited. All three partners to Mission Hydro Limited Partnership are 100%
indirectly owned by Edison Mission Energy.

(c) In May 1997, Edison Mission Energy, through its indirect and direct subsidiaries, closed fin
"Financing") for the purchase of the remaining 49% of LYBJV. The Financing was structured on a n
basis.

Advance Opinion Undertaking - In the Advance Opinion Undertaking, EME is obligated to Chase Secur
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Security Agent under the Project Facility) to cause to make available to the Project funds in an
sufficient to pay income or capital gains taxes on assessments under the Australian income tax la
materially and adversely affect (a) the Project, (b) the operating cash flow of the Project or (c
meet obligations to pay interest or repay principal or other amounts under the Project Facility (
from an assessment which directly conflicts with certain tax assumptions expressed in the Advance
the Australian Tax Office).

In connection with the financing, EME issued, under its corporate revolver, a Letter of Credit in
Morgan Australia Limited on behalf of Energy Capital Partnership, an indirect, wholly owned subsi
The Letter of Credit is currently for AUD $50,000,000, the equivalent of six months Debt Service

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LPP's and Gippsland's capital contribution = $78,412,225

(d) LPP's and Gippsland's Equity = ($2,925,747)
LPP's and Gippsland's Net Income after taxes for 2002 = $36,468,083

(e) An indirect, wholly owned subsidiary of MEC International B.V., Edison Mission Operation & M
Yang Pty Ltd. operates the generating plant pursuant to an amended operating and maintenance cont
intermediate holding company of Edison Mission Operation & Maintenance Loy Yang Pty Ltd. is Ediso
Holdings Pty Ltd. As operator, Edison Mission Operation & Maintenance Loy Yang Pty Ltd. performs
services: management and supervision of the construction commissioning, testing, operation and m
the Loy Yang B power station on behalf of the joint venture participants.

4.EME07 FIRST HYDRO COMPANY [FUCO]

(a) First Hydro Company ("FHC"), Bala House, St. David's Park, Deeside, Flintshire, Wales CH5 3X

The principal assets of FHC are two pumped storage stations located in North Wales at Dinorwig an
which have a combined registered capacity of 2,088 MW. These facilities were built to provide ad
generation for meeting peak demand throughout the day and to provide rapid generation response to
in electricity demands.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission
Company; Mission Energy Holding Company owns 100% of Edison Mission Energy, which through its sub
wholly owned Mission Energy Wales Company, owns 30%LP of Mission Hydro Limited Partnership, which
100% of EME Generation Holdings, Ltd., which in turn owns 99% of First Hydro Holdings Company, wh
First Hydro Finance plc, which owns 1% of FHC; (ii) wholly owned Mission Energy Holdings Internat
directly owns 99.97% (100% of the Class A shares) of MEC International B.V. ("MECI") and indirect
MECI through its wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of
shares of MECI, and EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C share
Edison Mission Energy owns 0.01% (100% of the Class D shares) of MECI through its wholly owned su
Mission Project Co.; MECI owns 100% of Mission Energy Company (UK) Limited, which owns 100% of Mi

Limited, which in turn directly owns 1% of First Hydro Holdings Company and indirectly owns the r
First Hydro Holdings Company through its 1%GP interest in Mission Hydro Limited Partnership, Firs
Company owns 100% of First Hydro Finance plc, which in turn owns 1% of FHC; and (iii) the wholly
Mission Energy Holdings International, Inc. owns 99.97% of MEC International B.V. (see above for
0.03%), which directly owns 99% of MEC Wales B.V. and through its wholly owned subsidiary MEC Int
Holdings B.V. indirectly owns the remaining 1% of MEC Wales B.V., MEC Wales B.V. owns 69%LP of Mi
Limited Partnership, which in turn owns 100% of EME Generation Holdings, Ltd., which owns 99% of
Holdings Company, which owns 100% of First Hydro Finance plc, which owns 1% and First Hydro Holdi
99% of FHC the foreign utility company.

(c) First Hydro Company ("FHC"), an indirect wholly owned subsidiary of EME, generates, markets
contracts for the purchase and sale of electricity. EME provides credit support to FHC in the fo
and letters of credit with respect to FHC's obligations arising out of these transactions. Follo
downgrade of EME on October 1, 2002, Edison Mission Operation & Maintenance Limited, an indirect
subsidiary of EME ("EMOML") is providing credit support to FHC in the form of letters of credit,
the credit support provided by EME. Presently, EMOML is obligated to reimburse drawings under le
in an aggregate amount of US$22,372,050.

(d) Capitalization or total equity = $266,908,974
Net income after taxes for 2002 = $24,005,210

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(e) There are no contracts between FHC and any system company.

4.EME08 CBK POWER COMPANY LTD. [FUCO]

(a) CBK Power Company Limited, a Philippine limited partnership ("CBK"), 1701 One Magnificent Mi
Miguel Avenue, Ortigas Center, Pasig City, Philippines

Upon completion of all rehabilitation and upgrading (of 3 hydroelectric power plants known as Cal
and Kalayaan I and related civil structures located in the province of Laguna, Republic of the Ph
construction of a new 348.6 MW, two-unit hydroelectric power plant and a new spillway), the new a
Complex will have a reliable power output of 728 MW.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission
Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy
Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. directly
(100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.02% of MECI
wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B share
EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mi
owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Missio
MECI owns 100% of Edison Mission Millennium B.V. which owns 100% of EME Kalayaan B.V. and EME Ca
Kalayaan B.V. owns 1% GP of CBK and EME Caliraya B.V. owns 49% LP of CBK.

(c) Capital invest as of December 31, 2002
Payment to IMPSA under General Engineering services = $20 million
Equity contribution = $21,918,342
Equity Guarantee - Under the Capital Contribution Guarantee, EME guarantees its equity cont
obligation of $56 million (now $34 million). In the event EME should be down graded below inves
would be required to provide a letter of credit to back up the uncontributed portion.

(d) Capitalization or total equity = $58,186,209
Net income after taxes for 2002 = $4,698,798

(e) (1) Owner's Representative Agreement for onshore services - Entered into between CBK and EM
Services Corporation ("EME Philippines"). EME Philippines provides onshore owner's representative

during the construction period. Total fee is US$1,575,000.

(2) Owner's Representative Agreement for offshore services - Entered into between CBK and Edison Asia ("EME Asia"). EME Asia provides offshore owner's representative services to CBK during the period. Total fee is US$945,000.

(3) Management and Technical Services Contract - This is the O&M contract entered into between C Power Management Corporation ("KPMC") for 25 years commencing on February 9, 2001. KPMC is a 50/ EMOM Services B.V. and IMPSA Construction and Services B.V. KPMC provides service to manage the repair and operation of CBK. The Fee is US$500,000 per year escalated according to US Producers CBK is also to reimburse all costs and expenses incurred by KPMC in performing these services. T liability of KPMC shall in no event exceed the Management Fee plus bonus. There are no consequen

4.EME09 KALAYAAN POWER MANAGEMENT CORPORATION (FUCO)

(a) Kalayaan Power Management Corporation, a Philippines Corporation, NPC Compound, Kalayaan, Pr Laguna, Philippines

Kalayaan Power Management Corporation ("Kalayaan PMC"), Kalayaan PMC is to provide operation and Power Company Limited ("CBK") which is rehabilitating and upgrading four hydroelectric power plan the province of Laguna, Republic of the Philippines. Under the terms of a

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management and technical services contract between CBK and this project. When this project is co total installed capacity of these four hydroelectric facilities will increase from 367.8 MW to ap MW, as follows: (1) the Kalayaan I facility, a pumped storage facility with two turbine pump uni upgraded such that both will be 168 MW, for a total of 336 MW; (2) the Kalayaan II facility, anot storage facility, will be constructed to consist of two pump units of 174.3 MW each, for a total the Caliraya hydroelectric facility will be upgraded to divert water into two 11.3 MW units, for MW; and (4) the Botocan facility will be upgraded to divert water into two 10 MW units, for a tot Each power plant will include auxiliary equipment and interconnecting transmission facilities.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. directly (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.02% of MECI wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B share EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mi owns 0.01% (100% of the Class D shares). MECI owns 100% of Edison Mission Operation and Maintena B.V., which owns 50% of Kalayaan Power Management Corporation.

(c) Capital invest as of December 31, 2002 = $103,043
Equity Guarantee - Under the Capital Contribution Guarantee, EME guarantees its equity contributi $56 million (now $34 million). In the event EME should be down graded below investment grade, EM required to provide a letter of credit to back up the uncontributed portion.

(d) Capitalization or total equity = $258,341
Net income after taxes for 2002 = $232,017

(c) (1) Owner's Representative Agreement for onshore services - Entered into between CBK and EM Services Corporation ("EME Philippines"). EME Philippines provides onshore owner's representative during the construction period. Total fee is US$ 4.5165 million.

(2) Owner's Representative Agreement for offshore services - Entered into between CBK and Edison Asia ("EME Asia"). EME Asia provides offshore owner's representative services to CBK during the period. Total fee is US$ 3.3835 million.

(3) Management and Technical Services Contract - This is the O&M contract entered into between C

Power Management Corporation ("KPMC") for 25 years commencing on February 9, 2001. KPMC is a 50/ EMOM Services B.V. and IMPSA Construction and Services B.V. KPMC provides service to manage the repair and operation of CBK. The Fee is US$500,000 per year escalated according to US Producers CBK is also to reimburse all costs and expenses incurred by KPMC in performing these services. T liability of KPMC shall in no event exceed the Management Fee plus bonus. There are no consequen

4.EME10 ITALIAN VENTO POWER CORPORATION 4 S.R.L. [FUCO]

(a) Italian Vento Power Corporation 4 S.r.l. ("IVPC"), Via Circumvallazione, 54/h, 83100 Avellin

IVPC is developing 280.7 MW of wind-generated capacity in rural Italy in eleven projects, consist of 660 kW and 600kW turbines and associated equipment in the following comunes (townships): (1) 4 totaling 30 MW in Andretta and Bisaccia; (2) 60 turbines totaling 39.6 MW in Lacedonia and Montev turbines totaling 27.06 MW in Monacilioni, Pielracatella, and Sant Elia; (4) 60 turbines totaling Forenza and Maschito; (5) 25 turbines totaling 15 MW in Volturara and Motta Moniecorvino; (6) 30 totaling 18 MW in Roselo; (7) 47 turbines totaling 30.3 MW in Celle San Vito, Greci and Montaguto turbines totaling 19.8 MW in Panni; (9) 45 turbines totaling 29.7 MW in Bortigiadas, Aggius and V turbines totaling 22.44 MW in Avigliano; and (11) 14 turbines totaling 9.24 MW in Roseto. The pr transmission lines connecting the generating facilities to



the grid, ranging in length from less than 100 meters to a maximum of 9 kilometers. IVPC is also but will not own, substations associated with the projects. IVPC also owns and is currently oper project in Rocca San Felice consisting of four 600 kW turbines and associated equipment.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. directly (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.02% of MECI wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B share EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mi owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Missio MECI owns 100% of Edison Mission Wind Power Italy B.V. (formerly IVPC Energy 5 B.V.) ("EMWP"), wh IVPC, the foreign utility company.

(c) The capital contribution made by Edison Mission Energy through Edison Mission Wind Power was

Under the terms of the Intercreditor Agreement dated March 3, 2000, to which EMWP is a party, any which is widely defined as, essentially, any liability owed by IVPC to EMWP, is subordinated to t of IVPC to the banks party thereto, in a manner in which any amount received or otherwise receiva IVPC may be applied against IVPC's debts to such banks, save for certain excepted payments specif referred to as Permitted Distributions.

Under the terms of the Project Finance Facilities Syndicated Credit Agreement dated September 7, IVPC, but not EMWP, is a party, there are restrictions imposed upon IVPC on amounts that IVPC may otherwise pay to EMWP and in certain circumstances amounts otherwise so distributable or payable against the amounts outstanding under that agreement from IVPC to the banks lending thereunder.

EMWP has also pledged its shares to the lenders under the Facilities Agreement referred to above financial institutions as security for IVPC's obligations.

(c.1) (a) on March 3, 2000, EMWP and IVPC entered into a "Subordinated Loan Agreement" according has undertaken to finance IVPC by way of subordinated loans in the amounts set forth therein; and to the "Development Permits for Stages A and B" letter dated March 15, 2000, MECI has undertaken International Partnership CV II, inter alia, the obligation to procure that EMWP extends a loan t 50% of the equity contribution required to be contributed to IVPC with respect to such Stage unde Loan, in the event that any Permit for Stages A and B has not been issued.

(d) Capitalization or total equity = ($7,223,063)
Net income after taxes for 2002 = $3,779,295

(e) There are no services contracts between IVPC and any system company.

4.EME11 CONTACT ENERGY LIMITED [FUCO]

(a) Contact Energy Limited ("Contact"), Level 1, Harbour City Tower, 29 Brandon Street, Box 10-7
New Zealand

In March 1999, Edison Mission Energy Taupo Ltd.("EME Taupo"), an indirect, wholly owned subsidiar
Mission Energy entered into agreements with the government of New Zealand to acquire 40% of Conta
owns and operates hydroelectric, geothermal and natural gas-fired power generating plants in New
total generating capacity of 2,449 MW. Contact also supplies gas and electricity to customers in
has a minority interest in a power project in Australia. The acquisition was conditioned on the
government completing an initial public offering of the remaining 60% of Contact, which occurred
1999. In December 2000, Edison Mission Energy's



ownership increased a total of 2.26% due to (i) Contact's buyback of shares from the open market
additional purchase of shares by Mission Energy Pacific Holdings (formerly EME Pacific Holdings

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission
Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy
Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. directly
(100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.02% of MECI
wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B share
EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mi
owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Missio
MECI owns 100% of EME Atlantic Holdings Limited, which owns 100% of EME Ascot Limited, which owns
Buckingham Limited, which owns 100% of EME Precision B.V., which owns 100% of Mission Energy Univ
[formerly EME Universal Holdings], which now owns 0.624% of Contact and 100% of Mission Energy Pa
[formerly EME Pacific Holdings], which now owns 50.598% of Contact, the foreign utility company.
its subsidiaries, now owns 51.2% of Contact.

(c) Capital contributions were made by Edison Mission Energy through its subsidiary Edison Missi
Company, in the amount of $466,966,613.

In December 2000, EME Taupo transferred its 40% interest in Contact to Pacific as part of a globa
of Edison Mission Energy's investment in Contact (the "Transfer"). In connection with the Transf
Mission Energy entered into a Deed of Covenant in favor of the institutional subscriber of $160 m
preferred stock issued by EME Taupo in May 1999. This Deed of Covenant requires Edison Mission E
compensate the institutional preferred stock subscriber in the event that a private binding rulin
by the New Zealand Inland Revenue Department ceases to apply as a direct result of the Transfer.
any compensation that may become payable by Edison Mission Energy under the further Deed of Coven
to that necessary to keep the preferred stock subscriber in the same position that it would have
private binding ruling continued to apply. Also in December 2000, Edison Mission Energy's owners
total of 2.26% due to (i) Contact's buyback of shares from the open market and (ii) an additional
shares by Pacific.

As noted above, the preferred stock has been redeemed and no further dividends are to be paid wit
preferred stock. The Deed of Covenant continues for the benefit of the institutional subscriber
against the possibility that the binding ruling ceases to apply in respect of dividends already p
obtained a legal opinion that confirms the "low risk" of any change to this taxation treatment.

The acquisition of further shares by Pacific and the funding required for the redemption of the E
preferred stock was obtained through a refinancing with CSFB and other financial institutions and
issue of preferred stock by Pacific. Pacific borrowed the US$ equivalent of N.Z.$135,000,000 to s

purchase of approximately 7.64% of Contact shares (excluding the shares held by Contact as treasu
borrowing was repaid with the proceeds of preferred stock issued to the public in New Zealand by
to Pacific, Mission Contact Finance Limited.

The redemption of the NZ$400 million preferred stock was funded by the issue of preferred stock t
Contact Finance Limited and also by borrowings from CSFB for the US dollar equivalent of NZ$386,5

(d) Capitalization or total equity = $417,094,498
Net income after taxes for 2002 = $29,507,893

(e) There are no service, sales or construction agreements between Contact and any system compan

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4.EME12 TRI ENERGY COMPANY LIMITED [FUCO]

(a) Tri Energy Company Limited ("Tri Energy"), 16th Floor, Grand Amarin Tower, New Petchburi Roa
Bangkok 10320 Thailand

Tri Energy's facilities consist of a 700 MW gas turbine combined cycle facility located in Ratcha
west of Bangkok, Thailand, and interconnection equipment necessary to connect the facility with t
wholesale purchaser, the Electricity Generating Authority of Thailand. Tri Energy became operati
2000.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission
Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy
Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. directly
(100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.02% of MECI
wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B share
EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mi
owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Missio
MECI owns 100% of EME Tri Gen B.V., which owns 25% of Tri Energy Company Limited, the foreign uti

(c) Capital contributions were made by Edison Mission Energy through its subsidiary EME Tri Gen
amount of $23,289,420.

(d) Capitalization or total equity = $17,332,324
Net income after taxes for 2002 = $3,265,348

(e) Edison Mission Energy Asia Pacific Pte Ltd. ("EME Asia") and Tri Energy have entered into an
Agreement and an Offshore Service Agreement. Under the Onshore Service agreement, EME Asia is to
managerial, professional and technical services within Thailand to Tri Energy for a fixed annual
$140,000. Under the Offshore Service agreement, EME Asia is to provide managerial, professional
services outside of Thailand on an hourly fee basis. As of December 31, 2002, EME Asia has recei
$0.

4.EME13 IBERICA DE ENERGIAS, S.A. [FUCO]

(a) Iberica de Energias, S.A. ("Iberica"), Paseo de Gracia 18, Planta 4, 08007, Barcelona, Spain

Iberica's facilities consist of the following fifteen mini-hydroelectric facilities which are cap
producing a total of 48.55 MW:
Quintana: 1.48MW facility in Herrera de Valdecana, Palencia
La Flecha: 2.66MW facility in Arroyo Encomienda, Valladolid
Toro: 4.50MW facility in Toro, Zamora
Tudela: 1.48MW facility in Tudela de Duero, Valladolid
Sardon Bajo: 1.60MW facility in Villabanez, Valladolid

Bocos: 1.60MW facility in Bocos de Duero, Valladolid
Monasterio: 1.60MW facility in Quintanilla de Arriba, Valladolid
Logrono: 3.68MW facility in Logrono, La Rioja
Mendavia: 5.60MW facility in Mendavia, Navarra
La Ribera: 4.40MW facility in Pradejon, La Rioja
Gelsa: 7.20MW facility in Gelsa, Zaragoza
Alos: 4.80MW facility in Alos de Balaguer, Lerida
Castellas: 2.25MW facility in Valls de Aguilar, Lerida
Sossis: 3.3MW facility in Pyrenees (Lerida)
Olvera: 2.4MW facility in south of Spain (Jaen)

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission
Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy
Mission Energy Holdings International, Inc. Mission Energy Holdings

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International, Inc. directly owns 99.97% (100% of the Class A shares) of MEC International B.V. (
indirectly owns 0.02% of MECI through its wholly owned subsidiaries EME UK International LLC, whi
100% of the Class B shares of MECI, and EME Southwest Power Corporation, which owns 0.01 or 100%
shares of MECI; Edison Mission Energy owns 0.01% (100% of the Class D shares) of MECI through its
subsidiary Edison Mission Project Co. MECI owns 10% of Hydro Energy B.V. and indirectly through
subsidiary Iberian Hy-Power Amsterdam B.V. owns the remaining 90% of Hydro Energy B.V.; Hydro Ene
95.77% of Iberica de Energias, the foreign utility company, and Iberian Hy-Power Amsterdam B.V. o
remaining 4.23%.

(c) The capital contribution made by Edison Mission Energy through its subsidiary Iberian Hy-Pow
B.V. was $21,992,654. In August, 1993, MECI, through its 34% ownership interest and its direct o
interest in Hydro Energy B.V., acquired an aggregate 40.6% interest in Energias Hidraulicas, S.A.
Energies, S.A., the hydroelectric development subsidiary of Vivendi (formerly Compagne Generale d
Subsequently, EH sold Iberica and Mediterranea to Hydro Energy B.V. Compagne Generale des Eaux i
utility company. EH is a Spanish holding company which will develop water right concessions, but
operating facilities. During 1996, the five facilities previously owned by Compania Mediterranea
S.A., were merged into Iberica. Also in 1996, Energias Hidraulicas' name was changed to Edison M
Espana, S.A. During 1997, EH, Hidroelectrica de Sossis S.A. and Hidroelectrica de Olvera S.A. we
Iberica.

In connection with the acquisition of EH, Vivendi provided to Iberica and Mediterranea a 10-year
guaranty, which allowed Iberica and Mediterranea to secure non-recourse project financing. Consi
Vivendi for the acquisition of Iberica and Mediterranea included the assumption by Hydro Energy B
existing loan with deferred payments to Vivendi beginning in 1999 and ending in 2003. Edison Mis
provided a guarantee for any such deferred payments which are outstanding as of September 30, 200
after the due date for all such deferred payments). The guarantee by Edison Mission Energy provi
rights of acceleration by Vivendi under any circumstances. At December 31, 2002, the present val
deferred payments will amount to $32.7 million ($35.7 million face value discounted at 11.5%).

(d) Capitalization or total equity = $15,344,054
Net income after taxes for 2002 = ($551,108)

(e) There is a management fee agreement between Iberica and Electro Metalurgica del Ebro S.L. (E
provides administrative and financial services to EMESA. As of December 31 2002, EMESA has paid
for services rendered under this management fee arrangement.

4.EME14 ELECTROMETALURGICA DEL EBRO, S.A. [FUCO]

(a) Electrometalurgica del Ebro, S.A. ("EMESA"), Paseo de Gracia 18, Planta 4, 08007, Barcelona,

EMESA's facilities consist of three mini-hydroelectric facilities (Sastago I, Sastago II and Menz
near the Ebro River in Zaragoza. The three mini-facilities are masonry weir, concrete intake str

of producing 3 MW, 17.3 MW and 13 MW, respectively.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. directly (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.02% of MECI wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B share EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mi owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Missio MECI owns 10% of Hydro Energy B.V. and indirectly through its wholly owned subsidiary Iberian Hy- B.V. owns the remaining 90% of Hydro Energy B.V.; Hydro Energy B.V. owns 95.77% of Iberica de Ene Iberian Hy-Power Amsterdam B.V. owns the remaining 4.23%; Iberica de Energias owns 91.32% of EMES utility company.

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(c) The capital contribution made by MECI through Iberian Hy-Power Amsterdam B.V. was $63,266.

(d) Capitalization or total equity = $5,963,363
Net income after taxes for 2002 = $459,984

(e) There is a management fee agreement between Iberica and Electro Metalurgica del Ebro S.L. (E provides administrative and financial services to EMESA. As of December 31 2002, EMESA has paid for services rendered under this management fee arrangement.

4.EME15 PERTH POWER PARTNERSHIP [FUCO] - SUCCESSOR OF INTEREST TO KWINANA POWER PARTNERSHIP ("KP

(a) Perth Power Partnership ("PPP") (formerly Kwinana Power Partnership), James Court, Kwinana B Western Australia.

PPP's facilities used for the generation, transmission, or distribution of electric energy for sa 116 MW gas-fired combined cycle cogeneration plant at the oil refinery owned and operated by Brit Refinery Proprietary Limited at Kwinana near Perth, Australia, and interconnection equipment nece the plant with the refinery and with PPP's wholesale purchaser, Western Power Corporation. KPP c operation in December 1996. On August 11, 2000, KPP sold 30% of the facilities and obligations r facilities to SembCorp Energy (Kwinana) Pte Ltd. (SembCorp). KPP and SembCorp simultaneously for partnership to directly own the facilities. SembCorp owns a 30% partnership interest in PPP, and partnership interest. The partners of KPP continue to be MEC Perth B.V. (99%) and Mission Energy Ltd. (1%).

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. directly (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.02% of MECI wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B share EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mi owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Missio MECI directly owns 99% of MEC Perth B.V. and through its wholly owned subsidiary MEC Internationa indirectly owns the remaining 1% of MEC Perth B.V.; MEC Perth B.V. owns 99% of KPP, which owns 70 foreign utility company. MECI also directly owns 100% of Loy Yang Holdings Pty Ltd, which owns 1 Mission Energy Holdings Pty Ltd, which owns 100% of Mission Energy (Kwinana) Pty Ltd, which owns of KPP, which owns 70% of PPP, the foreign utility company.

(c) The only outstanding guarantee by Edison Mission Energy or a subsidiary in relation to PPP i and Indemnity dated March 21, 1995, between KPP and Edison Mission Operation & Maintenance, Inc. Guarantee") (assigned to PPP on August 11, 2000). The MOMI Guarantee is given to Edison Mission O Maintenance, Inc. to guarantee the operations of Edison Mission Operations (Kwinana) Pty Ltd unde Operation and Maintenance Agreement dated March 21, 1995.

(d) Capitalization or total equity = $24,837,783
Net income after taxes for 2002 = $2,375,370

(e) The Administrative Support Agreement dated March 21, 1995, between Edison Mission Energy Hol
and KPP (assigned to PPP pursuant to Assumption Deed dated August 8, 2000). Under the Administra
Agreement, Edison Mission Energy Holdings Pty Ltd agrees to provide personnel and administrative
accounting, banking and tax, business promotion) to KPP to assist KPP in fulfilling its obligatio
Syndicated Project Facility Agreement dated March 21, 1995.

The Operation and Maintenance Agreement ("OMA") between Mission Operations (Kwinana) Pty Limited
March 21, 1995 (amended and restated pursuant to Deed of Amendment and Restatement dated August 7
assigned to PPP on August 11, 2000.) The OMA appoints an indirect, wholly

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owned subsidiary of MECI, Edison Mission Operation & Maintenance Kwinana Pty Ltd ("EMOK") to oper
the Kwinana cogeneration plant and equipment. EMOK received $335,655 in compensation as operator

Under the Professional and Administrative Services Agreement ("PASA") between EMOK and Edison Mis
Holdings Pty Ltd. ("EMEH") dated March 17, 1995, EMEH agrees to provide professional and administ
(e.g., accounting, banking and tax, business promotion) and staff to EMOK to assist EMOK in fulfi
obligations under the OMA. EMEH received $0 in compensation under the PASA in 2002.

Under the Technical Support Agreement ("TSA") between Edison Mission Operation and Maintenance, I
Edison Mission Operation & Maintenance Pty Ltd dated March 17, 1995, EMOMI provides technical sup
personnel and knowledge) to EMOK to enable EMOK to comply with its obligations under the OMA. EM
in compensation under the TSA in 2002.

4.EME16 DOGA ENERJI URETIM SANAYI VE TICARET L.S. [FUCO]

(a) Doga Enerji Uretim Sanayi ve Ticaret L.S. ("Doga"), Merkez Mahallesi, Birlik Caddesi 11/8, E
Istanbul, Turkey

Doga's facility used for the generation, transmission, or distribution of electric energy for sal
180 MW combined cycle turbine cogeneration plant in Istanbul, Turkey. Doga became operational in

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission
Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy
Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. directly
(100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.02% of MECI
wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B share
EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mi
owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Missio
MECI owns 99% of MEC Esenyurt B.V. and through its wholly owned subsidiary MEC International Hold
indirectly owns the remaining 1% of MEC Esenyurt B.V.; MEC Esenyurt B.V. owns 80% of Doga, the fo
company.

(c) In connection with the financing of Doga, Edison Mission Operation & Maintenance, Inc. ("EMO
to a guarantee ("EMOMI Guarantee"), has guaranteed (for the benefit of Doga and the Banks) the fi
obligations of Doga Isletme ve Bakim Ticaret L.S. (as operator) to Doga under the Operation and M
Agreement for the operation and maintenance of the power plant. The maximum amount payable by EMO
EMOMI Guarantee is capped at the base fee paid in any given year (no more than $1 million per yea

The capital contribution made by Edison Mission Energy through MEC Esenyurt B.V. was $34,849,343.

(d) Capitalization or total equity = $48,101,536
Net income after taxes for 2002 = $9,844,807

(e) There are no contracts between Doga and any system company.

4.EME17 PT. PAITON ENERGY [FUCO]

(a) PT. Paiton Energy ("Paiton"), Jl. Raya Surabaya Situbondo KM 141, Paiton 67291, Probolinggo, Indonesia

Paiton's facilities consist of two coal-fired electric generating units in Paiton, Indonesia, on Java coast, both of which achieved commercial operation during 1999. Each unit has a nominal net of 605 MW and is comprised of a boiler and steam turbine generator with ancillary facilities. Th share a control room.

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(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. directly (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.02% of MECI wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B share EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mi owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Missio MECI directly owns 99% of MEC Indonesia B.V. and through its wholly owned subsidiary MEC Internat B.V. indirectly owns the remaining 1% of MEC Indonesia B.V.; MEC Indonesia B.V. owns 40% of PT. P the foreign utility company.

(c) Capital contribution made by Edison Mission Energy through its subsidiary MEC Indonesia B.V. amount of $125,694,200. Edison Mission Energy and its wholly owned affiliates, MEC Indonesia B.V International B.V., and MEC International Holdings B.V. ("Mission Affiliates") have undertaken th obligations:

The project is financed by multiple credit facilities (the "Credit Facilities"), of varying terms provided by the Export-Import Bank of the United States, the Japan Bank for International Coopera Private Investment Corporation and commercial banks. The project also contains financing indirec the proceeds of $180,000,000 of bonds issued in reliance upon Rule 144A.

The following is a listing of the various obligations of EME with respect to the Paiton Project:

Guarantees Related to Equity Infusion. EME and its wholly-owned affiliates (MEC Interna

MEC International Holdings, B.V. and MEC Indonesia (the "Mission Affiliates")) have undertaken th obligations:

Equity Support Guarantee. EME and the Mission Affiliates have guaranteed payment of 47.

obligations to contribute base equity, overrun equity and contingent overrun equity to t Project. EME and the Mission Affiliates' obligations are $320,008,000 for base equity ( December 31, 1999 these obligations had been fully funded), $82,355,000 for overrun equi September 30, 2000, this amount had been fully funded), and $58,825,000 for contingent o (as of December 31, 2002, $5,283,667.58 remains outstanding). The total EME/Mission Aff commitment is $461,188,000. On February 2, 2001, the outstanding amount for contingent was reduced by an equity contribution made by EME in the amount of $22,907,876. This co as a result of Edison International's credit downgrade and discharged EME's guarantee of 38.24% of PE's equity obligations pursuant to EME's Equity Support Agreement.

(a) Overrun Equity. Overrun Equity in the amount of $82,355,000 (EME/Mission Affil

is for costs incurred by the Paiton Project that were not included in the proje not otherwise covered by third parties such as insurers or the construction con

(b) Contingent Overrun Equity. Contingent Overrun Equity in the amount of $58,825,
Affiliates' portion) will be utilized on the same basis as Overrun Equity once
Equity has been fully utilized.

(c) BHP Loans. EME has agreed to lend 47.06% of the equity amount required to be c
P.T. Batu Hitam Perkasa, an Indonesian limited liability company, and 15% share
(the "BHP Loans"). The BHP Loans are to be repaid out of PE dividends, carry a
of Libor plus 2.25%, a term of 20 years. The BHP Loan obligation is included i
Support Agreement commitment and accounts for $21,459,360 of that obligation.
has been fully funded.

(d) Capitalization or total equity = $120,245,399
Net loss after taxes for 2002 = $19,795,099

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(e) Edison Mission Energy Asia Pte Ltd., a wholly owned subsidiary of MEC International B.V., ha
an Operation and Maintenance Agreement with Paiton to provide operation and maintenance services.
under the Operation and Maintenance Agreement have been assumed by P.T. Edison Mission Operation
Indonesia ("PTEMO&M"), another indirect subsidiary of Edison Mission Energy. PTEMO&M has receive
fees from Paiton in 2002.

4.EME18 ISAB ENERGY, s.r.l. [FUCO]

(a) ISAB Energy, s.r.l. ("ISAB"), Corso Gelone No. 103, Siracusa, Sicily, Italy

ISAB's facilities consist of a 512 MW integrated gasification and combined cycle power plant, loc
Gargallo, 8 kilometers from Siracusa, Sicily. ISAB became operational in April 2000.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission
Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy
Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. directly
(100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.02% of MECI
wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B share
EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mi
owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Missio
MECI directly owns 99% of MEC Priolo B.V. and through its wholly owned subsidiary MEC Internation
indirectly owns the remaining 1% of MEC Priolo B.V.; MEC Priolo B.V. owns 49% of ISAB, the foreig
company.

(c) In connection with the refinancing of ISAB in June 2000, (i) the partners agreed to reduce t
subordinated debt required from 25% of project costs to 10%, and (ii) Edison Mission Energy guara
benefit of the banks financing the construction of the power plant) MEC Priolo B.V.'s obligation
ISAB equity and subordinated debt totaling $45,133,150. In connection with the financing of ISA
Mission Operation & Maintenance, Inc. ("EMOMI") pursuant to a guarantee (the "EMOMI Guarantee") h
(for the benefit of ISAB and the banks financing the construction of the ISAB power plant) ISAB E
financial obligations (as the operator) to ISAB under the Operation and Maintenance Agreement for
and maintenance of the power plant. The maximum payable by EMOMI under the EMOMI Guarantee is ca
mobilization fee or base fee paid in any given year (anywhere from $3-5 million per year). Deasp
(capped at base or mobilization fee - less than $1 million per year).

(d) Capitalization or total equity = $63,258,171
Net income after taxes for 2002 = $26,848,516

(e) ISAB and Edison Mission Energy Limited ("EMEL") entered into a Secondment Agreement on Janua

wherein EMEL seconds certain of its employees to ISAB to assist in areas related to ISAB's busine
project management). Under this agreement, EMEL has received compensation in the amount of $0 fo

Mission Energy Italia s.r.l. ("MEI") and ISAB have entered into a Secondment Agreement effective
(amended October 1, 2000), wherein MEI seconds certain of its employees to ISAB to assist in area
ISAB's business (i.e., project control and general management). Under this Secondment Agreement,
received $179,985 for the year ended December 31, 2002.

EMEL entered into a Sponsor Support Agreement with ISAB effective January 1, 1997 (amended Octobe
wherein EMEL provides activities to ISAB in the areas which include the following: financial mod
administration; maintenance and development of relationship with lenders to ISAB; advice on finan
and development of relationship with insurance companies; maintenance and development of relation
international law firms; supervision and preparation of legal contracts and provide interpretatio
contracts. During 2002, EMEL has received $163,267under this Sponsor Support Agreement.

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4.EME19 DERWENT COGENERATION LIMITED [FUCO]

(a) Derwent Cogeneration Limited ("Derwent"), Lansdowne House, Berkeley Square, London W1X 5DH E

The 214 MW plant at Spondon, Derbyshire, England, went into operation in 1995.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission
Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy
Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. directly
(100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.02% of MECI
wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B share
EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mi
owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Missio
MECI owns 100% of Mission Energy Company (UK) Limited which owns 33% of Derwent, the foreign util

(c) Total capital contribution = $2,468,719

(d) Capitalization or total equity = $2,487,305
Net income after taxes for 2002 = $2,994,850

(e) Edison Mission Services Limited (formerly Mission Energy Services Limited) ("EMSL") provided
management services to Derwent throughout the construction phase of the project and is now the op
facility. EMSL is to receive a fee of $3,266,808 per year for operation and maintenance services
reimbursement from Derwent for expenditures incurred for operation and maintenance services. EMS
$3,123,744 in fees in 2002.

4.EME20 LAKELAND POWER LTD. [FUCO]

(a) Lakeland Power Ltd. ("Lakeland"), Roosecote Power Station, Barrow-in-Furness, Cumbria, Engla

Lakeland's facilities consist of a 220 MW gas-fired combined cycle electricity generation plant.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission
Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy
Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. directly
(100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.02% of MECI
wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B share
EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mi
owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Missio
MECI owns 1% of Pride Hold Limited and 100% of Mission Energy Company (UK) Limited; Mission Energ

Limited owns 99% of Pride Hold Limited. Pride Hold Limited owns 100% of Lakeland Power Ltd., the company.

(c) The capital contribution made by Edison Mission Energy through its subsidiary Pride Hold Lim $6,021,299.

(d) Capitalization or total equity = ($3,674,971)
Net income after taxes for 2002 = ($38,824,661)

(e) There are no contracts between Lakeland and any system company.

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4.EME21 ECOELECTRICA LP [FUCO]

(a) EcoElectrica L.P. ("EcoElectric"), a Bermuda limited partnership ("EcoElectrica") Plaza Scot 902, Avenida Ponce de Leon 273, Hato Rey, Puerto Rico 00918

EcoElectrica owns and operates a liquefied natural gas marine unloading facility, two 1,000,000-b storage tanks, LNG vaporization equipment, an approximately 461 MW cogeneration power plant facil natural gas turbines and one steam turbine, and a desalination plant, located in Penuelas, Puerto EcoElectrica also owns and operates: a 2.3 mile, 230 kV transmission line connecting the power pl to an existing Puerto Rico Electric Power Authority ("PREPA") substation, a 1.2 mile, 24 inch dia gas accumulator pipeline, a 3.5 mile, 10 inch diameter pipeline to supply liquefied petroleum gas facility, and a 1.1 mile, 6 to 8 inch diameter pipeline connecting the natural gas accumulator an Sur Power Plant. EcoElectrica became operational in March 2000.

(b) Edison International owns 100% of The Mission Group; The Mission Group owns 100% of Mission Company; Mission Energy Holding Company owns 100% of Edison Mission Energy; Edison Mission Energy Mission Energy Holdings International, Inc. Mission Energy Holdings International, Inc. directly (100% of the Class A shares) of MEC International B.V. ("MECI") and indirectly owns 0.02% of MECI wholly owned subsidiaries EME UK International LLC, which owns 0.01% or 100% of the Class B share EME Southwest Power Corporation, which owns 0.01 or 100% of the Class C shares of MECI; Edison Mi owns 0.01% (100% of the Class D shares) of MECI through its wholly owned subsidiary Edison Missio MECI owns 100% of EcoElectrica S.a.r.l; EcoElectrica S.a.r.l. owns 100% of EME del Caribe Holding Caribe Holding GmbH owns 100% of EME del Caribe; EME del Caribe owns 50% of EcoElectrica Holdings EcoElectrica Holdings, Ltd. owns 100% of EcoElectrica Ltd. and 99%LP of EcoElectrica; EcoElectric of EcoElectrica, the foreign utility company.

(c) Capital contributions were made by Edison Mission Energy through its subsidiary EcoElectric the amount of $256,376,254.

The following is a listing of the various obligations of Edison Mission Energy with respect to Ec

EcoElectrica entered into an Option to Purchase Agreement with Union Carbide Caribe Inc. ("UCCI") EcoElectrica agreed to indemnify UCCI with respect to certain post-closing activities (property d personal injury) and environmental contamination on the plant site. This indemnity obligation wa Enron Power Corp. and Kenetech Energy Systems Inc., ("KES") pursuant to a Guaranty dated November "UCCI Guaranty").

Edison Mission Energy was required to execute a Guarantee Assumption Agreement under which Edison agreed to assume all of the obligations of KES under the UCCI Guaranty.

(d) Capitalization or total equity = $11,601,500
Net income after taxes for 2002 = $5,914,704

(e) Assignment and Assumption Agreement: On October 31, 1997, KES Bermuda, Inc. and EcoElectric that certain Administrative Services Agreement pursuant to which KES Bermuda, Inc. receives a fee

reimbursement in return for providing advisory services to EcoElectrica. As of December 23, 1998 Inc. assigned its rights, title and interests under said agreement to EME del Caribe. As of Dece EME del Caribe has received $710,689 for providing services to EcoElectrica.



EXHIBIT A

A CONSOLIDATING STATEMENT OF INCOME AND SURPLUS OF THE CLAIMANT AND ITS SUBSIDIARY COMPANIES FOR THE LAST CALENDAR YEAR, TOGETHER WITH A CONSOLIDATING BALANCE SHEET OF CLAIMANT AND ITS SUBSIDIARY COMPANIES AS OF THE CLOSE OF SUCH CALENDAR YEAR.

Consolidating statements of income and surplus for the year ended December 31, 2002, and balance sheets as of December 31, 2002, for the claimant and its subsidiary companies.

EXHIBIT B

AN ORGANIZATIONAL CHART SHOWING THE RELATIONSHIP OF EACH EWG OR FOREIGN UTILITY COMPANY TO ASSOCIATE COMPANIES IN THE HOLDING COMPANY SYSTEM.

The above-named claimant has caused this statement to be duly executed on its behalf by officer on this 28th day of February, 2003.

EDISON INTERNATIONAL

By: Kenneth S. Stewart
---
Kenneth S. Stewart
Assistant General Counsel

Corporate Seal
Attest:

Bonita J. Smith
---
Bonita J. Smith
Assistant Secretary

NAME, TITLE AND ADDRESS OF OFFICER TO WHOM NOTICES AND CORRESPONDENCE CONCERNING THIS STATEMENT S ADDRESSED:

Kenneth S. Stewart — Assistant General Counsel
(Name) — (Title)

2244 Walnut Grove Avenue, Post Office Box 999, Rosemead, CA 91770
(Address)

SCHEDULE I
SOUTHERN CALIFORNIA EDISON COMPANY
ELECTRIC GENERATING PROPERTIES

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SCHEDULE I
SOUTHERN CALIFORNIA EDISON COMPANY
ELECTRIC GENERATING PROPERTIES

| Name of Plant | Location County | Unit No. | Date of Operation | Ge Na Ra |
|---|---|---|---|---|
| MAIN SYSTEM - SCE OWNED | | | | |
| COAL: | | | | |
| Four Corners | San Juan, NM | 4 | 07/01/1969 | |
| Owned by Others - 52% | | | | |
| Owned by SCE - 48% | | | | -- |
| | | 5 | 07/01/1970 | |
| Owned by Others - 52% | | | | |
| Owned by SCE - 48% | | | | -- |
| | | | TOTAL SCE | == |
| Mohave | Clark, NV | 1 | 04/01/1971 | |
| Owned by Others - 44% | | | | |
| Owned by SCE - 56% | | | | -- |

| | | | | |
|---|---|---|---|---|
| | | 2 | 10/01/1971 | |
| Owned by Others - 44% | | | | |
| Owned by SCE - 56% | | | | |
| | | | TOTAL SCE | |
| | TOTAL COAL | | | |
| NUCLEAR: | | | | |
| San Onofre | San Diego | 1 | 01/01/1968 | |
| Owned by Others - 20% | | | | |
| Owned by SCE - 80% | | | | |
| | | 2 | 08/08/1983 | |
| Owned by Others - 24.95% | | | | |
| Owned by SCE - 75.05% | | | | |
| | | 3 | 04/01/1984 | |
| Owned by Others - 24.95% | | | | |
| Owned by SCE - 75.05% | | | | |
| | | | TOTAL SCE | |
| Palo Verde | Maricopa, AZ | 1 | 02/01/1986 | |
| Owned by Others - 84.2% | | | | |
| Owned by SCE - 15.8% | | | | |
| | | 2 | 09/19/1986 | |
| Owned by Others - 84.2% | | | | |
| Owned by SCE - 15.8% | | | | |



| Name of Plant | Location County | Unit No. | Date of Operation | Ge Na Ra |
|---|---|---|---|---|
| | | 3 | 01/20/1988 | |
| Owned by Others - 84.2% | | | | |
| Owned by SCE - 15.8% | | | | |
| | | | TOTAL SCE | |

| | | | | |
|---|---|---|---|---|
| | TOTAL NUCLEAR: | | | |
| HYDRO: | | | | |
| NORTHERN REGION HYDROELECTRIC PLANTS: | | | | |
| Big Creek #1 | Fresno | 1 | 11/08/1913 | |
| | | 2 | 11/08/1913 | |
| | | 3 | 07/12/1923 | |
| | | 4 | 06/08/1925 | |
| | | | TOTAL PLANT | |
| Big Creek #2 | Fresno | 3 | 12/18/1913 | |
| | | 4 | 01/11/1914 | |
| | | 5 | 02/01/1921 | |
| | | 6 | 03/31/1925 | |
| | | | TOTAL PLANT | |
| Big Creek #2A | Fresno | 1 | 08/06/1928 | |
| | | 2 | 12/21/1928 | |
| | | | TOTAL PLANT | |
| Big Creek #3 | Fresno & Madera | 1 | 10/03/1923 | |
| | | 2 | 09/30/1923 | |
| | | 3 | 10/05/1923 | |
| | | 4 | 04/28/1948 | |
| | | 5 | 02/24/1980 | |
| | | | TOTAL PLANT | |
| Big Creek #4 | Fresno & Madera | 1 | 06/12/1951 | |
| | | 2 | 07/02/1951 | |
| | | | TOTAL PLANT | |
| Big Creek #4 Dam 7 (fishwater generator) | Fresno & Madera | | | |
| Big Creek #8 | Fresno | 1 | 08/16/1921 | |
| | | 2 | 06/08/1929 | |
| | | | TOTAL PLANT | |
| Mammoth Pool | Madera | 1 | 03/28/1960 | |
| | | 2 | 03/28/1960 | |
| | | | TOTAL PLANT | |

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| | | | | Ge |
|---|---|---|---|---|
| | Location | Unit | Date of | Na |

| Name of Plant | County | No. | Operation | Ra |
|---|---|---|---|---|
| NORTHERN REGION HYDROELECTRIC PLANTS (continued) | | | | |
| Mammoth Pool - Res. (fishwater generator) | Madera | | | |
| Portal | Fresno | 1 | 12/22/1956 | |
| John S. Eastwood | Fresno | 1 | 12/01/1987 | |
| | TOTAL NORTHERN REGION HYDRO PLANTS | | | |
| EASTERN REGION HYDROELECTRIC PLANTS: | | | | |
| Fontana | San Bernardino | 1 | 12/22/1917 | |
| | | 2 | 12/22/1917 | |
| | | | TOTAL PLANT | |
| Kaweah #1 | Tulare | 1 | 05/25/1929 | |
| Kaweah #2 | Tulare | 2 | 09/13/1929 | |
| Kaweah #3 | Tulare | 1 | 05/29/1913 | |
| | | 2 | 05/29/1913 | |
| | | | TOTAL PLANT | |
| Kern River #1 | Kern | 1 | 05/19/1907 | |
| | | 2 | 06/07/1907 | |
| | | 3 | 07/29/1907 | |
| | | 4 | 06/27/1907 | |
| | | | TOTAL PLANT | |
| Kern River #3 | Kern | 1 | 05/13/1921 | |
| | | 2 | 03/22/1921 | |
| | | | TOTAL PLANT | |
| Kern River Borel | Kern | 1 | 12/31/1904 | |
| | | 2 | 12/31/1904 | |
| | | 3 | 01/23/1932 | |
| | | | TOTAL PLANT | |
| Lytle Creek | San Bernardino | 1 | 10/23/1904 | |
| | | 2 | 09/15/1904 | |
| | | | TOTAL PLANT | |
| Ontario #1 | Los Angeles | 1 | 12/00/1902 | |
| | | 2 | 12/00/1902 | |
| | | 3 | 12/00/1902 | |
| | | | TOTAL PLANT | |
| Ontario #2 | Los Angeles | 1 | 06/13/1963 | |

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| Name of Plant | Location County | Unit No. | Date of Operation | Ge Na Ra |
|---|---|---|---|---|
| EASTERN REGION HYDROELECTRIC PLANTS (continued) | | | | |
| San Gorgonio #1 | Riverside | 1 | 12/05/1923 | |
| San Gorgonio #2 | Riverside | 1 | 12/17/1923 | |
| Santa Ana #1 | San Bernardino | 1 | 02/14/1899 | |
| | | 2 | 02/10/1899 | |
| | | 3 | 01/09/1899 | |
| | | 4 | 01/10/1899 | |
| | | | TOTAL PLANT | |
| Santa Ana #3 [Santa Ana #2&#3 replaced by new Santa Ana #3 plant] | San Bernardino | 1 | 11/16/1999 | |
| Sierra | Los Angeles | 1 | 01/12/1922 | |
| | | 2 | 02/16/1922 | |
| | | | TOTAL PLANT | |
| Tule River | Tulare | 1 | 09/14/1909 | |
| | | 2 | 09/14/1909 | |
| | | | TOTAL PLANT | |
| Mill Creek #1 | San Bernardino | 1 | 09/07/1893 | |
| Mill Creek #2 | San Bernardino | 1 | 08/03/1904 | |
| Mill Creek #3 | San Bernardino | 3 | 03/20/1903 | |
| | | 4 | 01/23/1904 | |
| | | 5 | 03/03/1904 | |
| | | | TOTAL PLANT | |
| Bishop Creek #2 | Inyo | 1 | 11/00/1908 | |
| | | 2 | 11/00/1908 | |
| | | 3 | 06/00/1911 | |
| | | | TOTAL PLANT | |
| Bishop Creek #3 | Inyo | 1 | 06/12/1913 | |
| | | 2 | 06/12/1913 | |
| | | 3 | 06/12/1913 | |
| | | | TOTAL PLANT | |

| | | | | |
|---|---|---|---|---|
| Bishop Creek #4 | Inyo | 1 | 09/20/1905 | |
| | | 2 | 09/20/1905 | |
| | | 3 | 00/00/1906 | |
| | | 4 | 10/01/1907 | |
| | | 5 | 00/00/1909 | |
| | | | TOTAL PLANT | |
| Bishop Creek #5 | Inyo | 1 | 05/30/1943 | |
| | | 2 | 06/01/1919 | |
| | | | TOTAL PLANT | |



| Name of Plant | Location County | Unit No. | Date of Operation | Ge Na Ra |
|---|---|---|---|---|
| EASTERN REGION HYDROELECTRIC PLANTS (continued) | | | | |
| Bishop Creek #6 | Inyo | 1 | 03/12/1913 | |
| Lundy | Mono | 1 | 12/09/1911 | |
| | | 2 | 02/02/1912 | |
| | | | TOTAL PLANT | |
| Poole | Mono | 1 | 00/00/1924 | |
| Rush Creek | Mono | 1 | 10/17/1916 | |
| | | 2 | 12/11/1917 | |
| | | | TOTAL PLANT | |
| | TOTAL EASTERN REGION HYDRO PLANTS | | | |
| | TOTAL HYDRO PLANTS | | | |
| TOTAL SCE OWNED RESOURCES (MAIN SYSTEM) | | | | |
| ISOLATED SYSTEMS: | | | | |
| Pebbly Beach (Diesel) | Los Angeles (Catalina) | 7 | 07/03/1958 | |
| | | 8 | 06/26/1963 | |
| | | 10 | 07/25/1966 | |
| | | 12 | 06/18/1976 | |
| | | 14 | 10/24/1986 | |
| | | 15 | 12/31/1995 | |

| | | | |
|---|---|---|---|
| | | | TOTAL PLANT |
| Catalina Hydro | Los Angeles | 1 | 05/05/1983 |
| | | 2 | 07/24/1985 |
| | | 3 | 07/24/1985 |
| | | | TOTAL PLANT |
| TOTAL SCE OWNED RESOURCES: | | | |
| TOTAL ISOLATED SYSTEMS RESOURCES | | | |

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EXHIBIT A
CONSOLIDATING STATEMENTS OF INCOME AND SURPLUS
CONSOLIDATING BALANCE SHEETS

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EXHIBIT A
CONSOLIDATING STATEMENTS OF INCOME AND SURPLUS
CONSOLIDATING BALANCE SHEETS

Attached hereto as Exhibit A are the following financial statements dated as of December 31, 2002, or for the year then ended:

Consolidating Balance Sheet and Consolidating Statements of Income and Retained Earnings, unless otherwise noted:

----------Part 2----------
Edison International and Subsidiaries
Southern California Edison Company and Subsidiaries
Southern California Edison Company and Subsidiaries
Equity Investments
Edison Ventures and Subsidiaries
The Mission Group and Subsidiaries
Edison Enterprises and Subsidiaries
Edison Source and Subsidiaries
Edison Technology Solutions and Subsidiaries
Edison Technology Solutions and Subsidiaries
Equity Investments
Mission Energy Holding Company and Subsidiaries

----------Part 3----------
Edison Capital and Subsidiaries
Consolidating Balance Sheet
Consolidating Statements of Income and Retained Earnings

----------Part 4 ----------
Edison Capital and Subsidiaries
Equity Investments in Real Estate Limited Partnerships
[Based on financial statements as of December 31, 2001]
Mission Land Company and Subsidiaries
Mission Power Engineering Company and Subsidiaries

----------Part 5 ----------
Edison Mission Energy and Subsidiaries
Consolidating Balance Sheet
Consolidating Statements of Income and Retained Earnings
Equity Investments

----------Part 6----------
Edison Mission Energy Fuel and Subsidiaries
Edison Mission Holdings Co. and Subsidiaries
EME CP Holdings Co. and Subsidiaries
EME Eastern Holdings Co. and Subsidiaries
Hanover Energy Company and Subsidiaries
Majestic Energy Limited and Subsidiaries
Midwest Generation EME, LLC and Subsidiaries
Mission Del Cielo, Inc. and Subsidiaries
Mission Energy Holdings International, Inc. and Subsidiaries
Mission Energy Wales Company and Subsidiaries

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----------Part 7 ----------
MEC International B.V. and Subsidiaries
MECI, Edison Mission Energy Asia Pte Ltd and Subsidiaries
MECI, Edison Mission Millennium B.V. and Subsidiaries
MECI, Edison Mission Operation & Maintenance Services B.V. and Subsidiaries
MECI, EME Atlantic Holdings Limited and Subsidiaries

MECI, EMEA, Mission Energy Universal Holdings and Subsidiaries
MECI, Global Generation B.V. and Subsidiaries
MECI, GGBV, Edison First Power Holdings II and Subsidiaries

----------Part 8 ----------
MECI, GGBV, EFPHII, Edison First Power Holdings I and Subsidiaries
MECI, GGBV, EFPHII, EFPHI, South Australian Holdings Ltd. and Subsidiaries
MECI, GGBV, EFPHII, EFPHI, SAHL, EME International Dragon Limited
MECI, GGBV, EFPHII, EFPHI, Maplekey Holdings Limited and Subsidiaries
MECI, Hydro Energy B.V. and Subsidiaries
MECI, Iberian Hy-Power Amsterdam B.V. and Subsidiaries
MECI, Latrobe Power Pty Ltd and Subsidiaries
MECI, Latrobe Valley B.V. and Subsidiaries
MECI, Loy Yang Holdings Pty Ltd and Subsidiaries
MECI, Loy Yang, Edison Mission Energy Holdings Pty Ltd and Subsidiaries
MECI, Loy Yang, Latrobe Power Pty Ltd and Subsidiaries
MECI, Loy Yang, Mission Energy Ventures Australia Pty Ltd and Subsidiaries
MECI, Loy Yang, Traralgon Power Pty. Ltd. and Subsidiaries

----------Part 9 ----------
MECI, MEC Esenyurt B.V. and Subsidiaries
MECI, MEC International Holdings B.V. and Subsidiaries
MECI, MECI Holdings, MEC Esenyurt B.V. and Subsidiaries
MECI, MECI Holdings, MEC Perth B.V. and Subsidiaries
MECI, MECI Holdings, MEC San Pascual B.V. and Subsidiaries
MECI, MECI Holdings, MEC Wales B.V. and Subsidiaries
MECI, MECI Holdings, MEC Wales, Mission Hydro Limited
Partnership and Subsidiaries
MECI, MECI Holdings, MEC Wales, MHLP, EME Generation
Holdings Limited and Subsidiaries
MECI, MEC Perth B.V. and Subsidiaries
MECI, MEC San Pascual B.V. and Subsidiaries

----------Part 10----------
MECI, MEC Wales B.V. and Subsidiaries
MECI, MEC Wales, Mission Hydro Limited Partnership and Subsidiaries
MECI, MEC Wales, MHLP, EME Generation Holdings Limited and Subsidiaries
MECI, Mission Energy Company (U.K.) Limited and Subsidiaries
MECI, MEC(UK), Mission Hydro (UK) Limited and Subsidiaries
MECI, MEC(UK), MH(UK), First Hydro Holdings Co. and Subsidiaries
MECI, MEC(UK), MH(UK), Mission Hydro Limited Partnership and Subsidiaries
MECI, MEC(UK), MH(UK), MHLP, EME Generation Holdings Limited and Subsidiaries
MECI, MEC(UK), Pride Hold Limited and Subsidiaries
MECI, Pride Hold Limited and Subsidiaries
MECI, EcoElectrica S.a.r.l. and Subsidiaries
MECI, Traralgon Power Pty. Ltd. and Subsidiaries
MEC International B.V. and Subsidiaries Equity Investments

EXHIBIT B
EXEMPT WHOLESALE GENERATORS [EWGs]
AND FOREIGN UTILITY COMPANIES [FUCOs]

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EXHIBIT B
EXEMPT WHOLESALE GENERATORS [EWGs]
AND FOREIGN UTILITY COMPANIES [FUCOs]

EDISON CAPITAL

4.EC01 ELECTRICIDAD DE LA PAZ S.A. [FUCO]
00 Edison International
01 The Mission Group
02 Edison Capital
03 Edison Funding Company
04 Mission Funding Epsilon
05 Edison Capital International (Bermuda) Ltd.
06 Edison Capital Latin American Investments (Bermuda) Ltd.
07 AIG-GE Capital Latin American Infrastructure Fund LP
08 Andes Energy XII Ltd.
09 Paz Holdings Ltd.
10 Electricidad de La Paz S.A.

4.EC02 EMPRESA DE LUZ Y FUERZA ELECTRICA DE ORURO S.A. [FUCO]
00 Edison International
01 The Mission Group
02 Edison Capital
03 Edison Funding Company
04 Mission Funding Epsilon
05 Edison Capital International (Bermuda) Ltd.
06 Edison Capital Latin American Investments (Bermuda) Ltd.
07 AIG-GE Capital Latin American Infrastructure Fund LP
08 Andes Energy XII Ltd.
09 Paz Holdings Ltd.
10 Empresa de Luz y Fuerza Electrica de Oruro S.A.

4.EC03 EPZ MISSION FUNDING MU TRUST [FUCO]
00 Edison International
01 The Mission Group

```
02           Edison Capital
03              Edison Funding Company
04                 Mission Funding Epsilon
05                    Mission Funding Alpha
06                        Mission Funding Mu
07                           EPZ Mission Funding Mu Trust


4.EC04  EPZ MISSION FUNDING NU TRUST  [FUCO]
00    Edison International
01       The Mission Group
02           Edison Capital
03              Edison Funding Company
04                 Mission Funding Epsilon
05                    Mission Funding Delta
06                        Mission Funding Nu
07                           EPZ Mission Funding Nu Trust
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4.EC05  LAKOTA RIDGE LLC  [EWG]
00    Edison International
01       The Mission Group
02           Edison Capital
03              Edison Funding Company
04                 Mission Funding Zeta
05                    Lakota Ridge LLC 75%


4.EC06  SHAOKATAN HILLS LLC  [EWG]
00    Edison International
01       The Mission Group
02           Edison Capital
03              Edison Funding Company
04                 Mission Funding Zeta
05                    Shaokatan Hills LLC 75%


4.EC07  WOODSTOCK HILLS LLC  [EWG]
00    Edison International
01       The Mission Group
02           Edison Capital
03              Edison Funding Company
04                 Mission Funding Zeta
05                    Woodstock Hills LLC 75%


4.EC08  STORM LAKE PARTNERS I LLC  [EWG]
00    Edison International
01       The Mission Group
02           Edison Capital
03              Edison Funding Company
04                 Mission Iowa Wind Company
05                    Storm Lake Partners I LLC 99%


EDISON MISSION ENERGY
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4.EME01  EME HOMER CITY GENERATION L.P.  [EWG]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Edison Mission Holdings Co.
05                    Chestnut Ridge Energy Company
06                        EME Homer City Generation L.P. (99%LP)

00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Edison Mission Holdings Co.
05                    Mission Energy Westside, Inc.
06                        EME Homer City Generation L.P. (1%GP)
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4.EME02  GORDONSVILLE ENERGY, LP  [EWG]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Madison Energy Company
05                    Gordonsville Energy, LP (49%)

00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Rapidan Energy Company
05                    Gordonsville Energy, LP (1%)


4.EME03  MIDWEST GENERATION, LLC  [EWG]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Midwest Generation EME, LLC
05                    Edison Mission Midwest Holdings Co.
06                        Midwest Generation, LLC


4.EME04  SUNRISE POWER COMPANY LLC  [EWG]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Del Cielo, Inc.
05                    Mission Del Sol, LLC
06                        Sunrise Power Company, LLC (50%)


4.EME05  BROOKLYN NAVY YARD COGENERATION PARTNERS, LP  [EWG]
00    Edison International
```

```
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy New York, Inc.
05                    Brooklyn Navy Yard Cogeneration Partners, LP (1% GP & 49%LP)


4.EME06  LOY YANG B JOINT VENTURE  [FUCO]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
---
06A                       Latrobe Power Pty Ltd (99%)
07A                          Mission Victoria Partnership (52.31%)
08A                             Latrobe Power Partnership (99%)
09A                                Loy Yang B Joint Venture (51%)
---


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06B                       Loy Yang Holdings Pty Ltd
07B                          Edison Mission Energy Holdings Pty Ltd
08B                             Edison Mission Energy Australia Ltd
09B                                Latrobe Power Partnership (1%)
10B                                   Loy Yang B Joint Venture (51%)
---
06C                       Loy Yang Holdings Pty Ltd
07C                          Latrobe Power Pty Ltd (1%)
08C                             Mission Victoria Partnership (52.31%)
09C                                Latrobe Power Partnership (99%)
10C                                   Loy Yang B Joint Venture (51%)
---
06D                       Loy Yang Holdings Pty Ltd
07D                          Mission Energy Ventures Australia Pty Ltd
08D                             Mission Victoria Partnership (1%)
09D                                Latrobe Power Partnership (99%)
10D                                   Loy Yang B Joint Venture (51%)
---
06E                       Loy Yang Holdings Pty Ltd
07E                          Traralgon Power Pty Ltd (1%)
08E                             Mission Victoria Partnership (46.69%)
09E                                Latrobe Power Partnership (99%)
10E                                   Loy Yang B Joint Venture (51%)
---
06F                       Traralgon Power Pty Ltd (99%)
07F                          Mission Victoria Partnership (46.69%)
08F                             Latrobe Power Partnership (99%)
09F                                Loy Yang B Joint Venture (51%)
---
06G                       Mission Energy Company (UK) Limited
07G                          Mission Hydro (UK) Ltd
08G                             Mission Hydro Limited Partnership (1%)
09G                                EME Generation Holdings Ltd
10G                                   EME Victoria Generation Ltd
11G                                      Mission Energy Development Australia Pty Ltd
12G                                         Gippsland Power Pty Ltd
13G                                            Loy Yang B Joint Venture (49%)
```

```
---
06H                        MEC Wales B.V. (99%)
07H                           Mission Hydro Limited Partnership (69%)
08H                              EME Generation Holdings Ltd
09H                                  EME Victoria Generation Ltd
10H                                     Mission Energy Development Australia Pty Ltd
11H                                        Gippsland Power Pty Ltd
12H                                           Loy Yang B Joint Venture (49%)
---
06I                        MEC International Holdings B.V.
07I                           MEC Wales B.V. (1%)
08I                              Mission Hydro Limited Partnership (69%)
09I                                  EME Generation Holdings Ltd
10I                                     EME Victoria Generation Ltd
11I                                        Mission Energy Development Australia Pty Ltd
12I                                           Gippsland Power Pty Ltd
13I                                               Loy Yang B Joint Venture (49%)
```



```
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Wales Company
05                    Mission Hydro Limited Partnership (30%)
06                       EME Generation Holdings Ltd
07                          EME Victoria Generation Ltd
08                             Mission Energy Development Australia Pty Ltd
09                                Gippsland Power Pty Ltd
10                                   Loy Yang B Joint Venture (49%)
```

```
4.EME07  FIRST HYDRO COMPANY  [FUCO]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
---
06J                        Mission Energy Company (UK) Limited
07J                           Mission Hydro (UK) Ltd
08J                              Mission Hydro Limited Partnership (1%)
09J                                 EME Generation Holdings Ltd
10J                                    First Hydro Holdings Company (99%)
11J                                       First Hydro Company (99%)
---
06K                        Mission Energy Company (UK) Limited
07K                           Mission Hydro (UK) Ltd
08K                              Mission Hydro Limited Partnership (1%)
09K                                 EME Generation Holdings Ltd
10K                                    First Hydro Holdings Company (99%)
11K                                       First Hydro Finance plc
12K                                          First Hydro Company (1%)
---
06L                        MEC Wales B.V. (99%)
07L                           Mission Hydro Limited Partnership (69%)
08L                              EME Generation Holdings Ltd
```

```
09L                                First Hydro Holdings Company (99%)
10L                                   First Hydro Company (99%)
---
06M                         MEC Wales B.V. (99%)
07M                            Mission Hydro Limited Partnership (69%)
08M                               EME Generation Holdings Ltd
09M                                   First Hydro Holdings Company (99%)
10M                                      First Hydro Finance plc
11M                                         First Hydro Company (1%)
---
06N                         MEC International Holdings B.V.
07N                            MEC Wales B.V. (1%)
08N                               Mission Hydro Limited Partnership (69%)
09N                                   EME Generation Holdings Ltd
10N                                      First Hydro Holdings Company (99%)
11N                                         First Hydro Company (99%)
---
```

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```
06O                         MEC International Holdings B.V.
07O                            MEC Wales B.V. (1%)
08O                               Mission Hydro Limited Partnership (69%)
09O                                   EME Generation Holdings Ltd
10O                                      First Hydro Holdings Company (99%)
11O                                         First Hydro Finance plc
12O                                            First Hydro Company (1%)

00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Wales Company
05                    Mission Hydro Limited Partnership (30%)
06                        EME Generation Holdings Ltd
07                           First Hydro Holdings Company (99%)
---
08                              First Hydro Company (99%)
---
08                              First Hydro Finance plc
09                                   First Hydro Company (1%)

00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        Mission Energy Company (UK) Limited
07                           Mission Hydro (UK) Ltd
08                              First Hydro Holdings Company (1%)
09                              First Hydro Company (99%)
---
09                                   First Hydro Finance plc
10                                      First Hydro Company (1%)


4.EME08  CBK POWER COMPANY LTD.  [FUCO]
00    Edison International
01       The Mission Group
```

```
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        Edison Mission Millennium B.V.
07                           EME Caliraya B.V. (75%)
08                              CBK Power Company Ltd. (49%)
---
07                           EME Kayalaan B.V.
08                              CBK Power Company Ltd. (1%)
```



```
4.EME09  KALAYAAN POWER MANAGEMENT CORPORATION  [FUCO]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        Edison Mission Operation and Maintenance Services B.V.
07                           Kalayaan Power Management Corporation (50%)


4.EME10  ITALIAN VENTO POWER CORPORATION 4 S.R.L.  [FUCO]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        Edison Mission Wind Power Italy B.V.
07                           Italian Vento Power Corporation 4 S.r.l. (50%)


4.EME11  CONTACT ENERGY LIMITED  [EWG]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        EME Atlantic Holdings Limited
07                           EME Ascot Limited
08                              EME Buckingham Limited
09                                 EME Precision B.V.
10                                    Mission Energy Universal Holdings
11                                       Mission Energy Pacific Holdings
12                                          Contact Energy Limited (50.598%)
---
10                                    Mission Energy Universal Holdings
11                                       Contact Energy Limited (0.624%)


4.EME12  TRI ENERGY COMPANY LIMITED  [FUCO]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
```

```
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        EME Tri Gen B.V.
07                           Tri Energy Company Limited (25%)
```

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4.EME13  IBERICA DE ENERGIAS, S.A.  [FUCO]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        Hydro Energy B.V. (10%)
07                           Iberica de Energias, S.A. (96.65%)

00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        Iberian Hy-Power Amsterdam B.V.
07                           Hydro Energy B.V. (90%)
08                              Iberica de Energias, S.A. (96.65%)
---
07                        Iberica de Energias (3.35%)


4.EME14  ELECTROMETALURGICA DEL EBRO, S.A.  [FUCO]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        Hydro Energy B.V. (10%)
07                           Iberica de Energias, S.A. (96.65%)
08                              Electrometalurgica del Ebro, S.A. (91.32%)

00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        Iberian Hy-Power Amsterdam B.V.
07                           Hydro Energy B.V. (90%)
08                              Iberica de Energias, S.A. (96.65%)
09                                  Electrometalurgica del Ebro, S.A. (91.32%)
--
07                           Iberica de Energias, S.A. (3.35%)
08                              Electrometalurgica del Ebro, S.A. (91.32%)


4.EME15  PERTH POWER PARTNERSHIP  [FUCO]
```

```
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        MEC Perth B.V. (99%)
07                           Kwinana Power Partnership (99%)
08                              Perth Power Partnership (70%)
---


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06                        MEC International Holdings B.V.
07                           MEC Perth B.V. (1%)
08                              Kwinana Power Partnership (99%)
09                                  Perth Power Partnership (70%)

00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        Loy Yang Holdings Pty Ltd.
07                           Edison Mission Energy Holdings Pty Ltd.
08                              Mission Energy (Kwinana) Pty Ltd.
09                                  Kwinana Power Partnership (1%)
10                                     Perth Power Partnership (70%)


4.EME16  DOGA ENERJI URETIM SANAYI VE TICARET L.S.  [FUCO]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        MEC Esenyurt B.V. (99%)
07                           Doya Enerji Uretim Sanayi ve Ticaret L.S. (80%)
---
06                        MEC International Holdings B.V.
07                           MEC Esenyurt B.V. (1%)
08                              Doya Enerji Uretim Sanayi ve Ticaret Anonim Sirketi (80%)


4.EME17  PT. PAITON ENERGY COMPANY  [FUCO]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        MEC Indonesia B.V. (99%)
07                           P. T. Paiton Energy Company (40%)
---
06                        MEC International Holdings B.V.
07                           MEC Indonesia B.V. (1%)
08                              P. T. Paiton Energy Company (40%)
```

```
4.EME18  ISAB ENERGY, S.R.L.  [FUCO]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        MEC Priolo B.V. (99%)
07                           ISAB Energy, s.r.l. (49%)
---


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06                        MEC International Holdings B.V.
07                           MEC Priolo B.V. (1%)
08                              ISAB Energy, s.r.l. (49%)


4.EME19  DERWENT COGENERATION LIMITED  [FUCO]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        Mission Energy Company (UK) Limited
07                           Derwent Cogeneration Limited (33%)


4.EME20  LAKELAND POWER LIMITED  [FUCO]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        Mission Energy Company (UK) Limited
07                           Pride Hold Limited (99%)
08                              Lakeland Power Limited
---
06                        Pride Hold Limited (1%)
07                           Lakeland Power Limited


4.EME21  ECOELECTRICA L.P.  [FUCO]
00    Edison International
01       The Mission Group
02           Mission Energy Holding Company
03              Edison Mission Energy
04                 Mission Energy Holdings International, Inc.*
05                    MEC International B.V.
06                        EcoElectrica S.a.r.l.
07                           EME del Caribe Holding GmbH
08                              EME del Caribe
09                                  EcoElectrica Holdings, Ltd. 50%
10                                     EcoElectrica Ltd.
11                                        Ecoelectrica LP (1%)
---
10                                     Ecoelectrica LP (99%)
```

* Mission Energy Holdings International, Inc. directly owns 99.97% (100% of the Class A shares) International B.V. ("MECI") and indirectly owns 0.02% of MECI through its wholly owned subsidiari International LLC, which owns 0.01% or 100% of the Class B shares of MECI, and EME Southwest Powe which owns 0.01 or 100% of the Class C shares of MECI; Edison Mission Energy owns 0.01% (100% of shares) of MECI through its wholly owned subsidiary Edison Mission Project Co.



EDISON INTERNATIONAL and Subsidiaries [Tier 1]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Southern California Edison Company Consolidated | The Mission Gr Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $1,038,827 | $1,230, |
| Receivables - net | 767,483 | 374, |
| Accrued unbilled revenue | 437,211 | |
| Fuel inventory | 11,998 | 111, |
| Materials and supplies, at average cost | 159,295 | 65, |
| Accumulated deferred income taxes - net | 41,736 | |
| Trading and price risk management assets | | 33, |
| Regulatory assets - net | 509,964 | |
| Prepayments and other current assets | 55,258 | 445, |
| Total current assets | 3,021,772 | 2,260, |
| Nonutility property - net | 154,011 | 6,768, |
| Nuclear decommissioning trusts | 2,210,216 | |
| Investments in partnerships and unconsolidated subsidiaries | | 2,010, |
| Investments in leveraged leases | | 2,312, |
| Other investments | 214,147 | |
| Total investment and other assets | 2,578,374 | 11,091, |
| Utility plant, at original cost: | | |
| Transmission and distribution | 14,201,640 | |
| Generation | 1,771,468 | |
| Accumulated provision for depreciation and decommissioning | (8,347,244) | |
| Construction work in progress | 528,963 | |

| | | |
|---|---|---|
| Nuclear fuel, at amortized cost | 153,043 | |
| Total utility plant | 8,307,870 | |
| Goodwill | | 660, |
| Regulatory assets - net | 3,706,555 | |
| Other deferred charges | 626,371 | 1,657, |
| Total deferred charges | 4,332,926 | 2,318, |
| Assets of discontinued operations | | 75, |
| Total assets | $18,240,942 | $15,745, |



EDISON INTERNATIONAL and Subsidiaries [Tier 1]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Insurance Services, Inc. | Edison Drives Electric |
|---|---|---|
| ASSETS | | |
| | $63 | |
| Cash and equivalents | 7,979 | |
| Receivables - net | | |
| Accrued unbilled revenue | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Regulatory assets - net | | |
| Prepayments and other current assets | | |
| Total current assets | 8,042 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships | | |

| | | |
|---|---|---|
| and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | 18,363 | |
| Total investment and other assets | 18,363 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 5,529 | |
| Total deferred charges | 5,529 | |
| | | |
| Assets of discontinued operations | | |
| Total assets | $31,934 | |

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EDISON INTERNATIONAL and Subsidiaries [Tier 1]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EIX Trust I | EIX Trust II |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | $79,103 | $56, |
| Accrued unbilled revenue | | |
| Fuel inventory | | |

| | | |
|---|---|---|
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Regulatory assets - net | | |
| Prepayments and other current assets | | |
| Total current assets | 79,103 | 56, |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | 515,464 | 335, |
| Total investment and other assets | 515,464 | 335, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $594,567 | $391, |

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EDISON INTERNATIONAL and Subsidiaries [Tier 1]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Edison International Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $2,520, |
| Receivables - net | ($1,425,946) | 1,111, |
| Accrued unbilled revenue | | 437, |
| Fuel inventory | | 123, |
| Materials and supplies, at average cost | | 224, |
| Accumulated deferred income taxes - net | | 41, |
| Trading and price risk management assets | | 33, |
| Regulatory assets - net | | 509, |
| Prepayments and other current assets | (276,012) | 226, |
| Total current assets | (1,701,958) | 5,229, |
| Nonutility property - net | | 6,923, |
| Nuclear decommissioning trusts | | 2,210, |
| Investments in partnerships and unconsolidated subsidiaries | | 2,010, |
| Investments in leveraged leases | | 2,312, |
| Other investments | (7,876,051) | 234, |
| Total investment and other assets | (7,876,051) | 13,692, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | 14,201, |
| Generation | | 1,771, |
| Accumulated provision for depreciation and decommissioning | | (8,347, |
| Construction work in progress | | 528, |
| Nuclear fuel, at amortized cost | | 153, |
| Total utility plant | | 8,307, |
| Goodwill | | 660, |
| Regulatory assets - net | | 3,706, |
| Other deferred charges | (967,936) | 1,323, |
| Total deferred charges | | 5,690, |
| Assets of discontinued operations | (14,558) | 60, |
| Total assets | ($10,560,503) | $32,981, |

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EDISON INTERNATIONAL and Subsidiaries [Tier 1]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Southern California Edison Company Consolidated | The Mission Gr Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | $77, |
| Long-term debt due within one year | $1,671,300 | 1,089, |
| Preferred stock to be redeemed within one year | 8,750 | |
| Accounts payable | 745,488 | 174, |
| Accrued taxes | 699,145 | 36, |
| Trading and price risk management liabilities | | 45, |
| Other current liabilities | 1,437,914 | 450, |
| Total current liabilities | 4,562,597 | 1,874, |
| Long-term debt | 4,503,697 | 6,458, |
| Accumulated deferred income taxes - net | 2,662,091 | 3,344, |
| Accumulated deferred investment tax credits | 147,924 | 18, |
| Customer advances and other deferred credits | 963,814 | 877, |
| Power-purchase contracts | 239,529 | |
| Accumulated provision for pension and benefits | 344,167 | 43, |
| Other long-term liabilities | 151,667 | |
| Total deferred credits and other liabilities | 4,509,192 | 4,283, |
| Liabilities of discontinued operations | | 72, |
| Minority Interest | 393 | 424, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | 128,755 | |
| Subject to mandatory redemption | 146,950 | |
| Company-obligated mandatorily redeemable | | |

| | | |
|---|---|---|
| securities of subsidiaries holding solely parent company debentures | | 150, |
| Other preferred securities | | 131, |
| Total preferred securities of subsidiaries | 275,705 | 281, |
| Common stock | 2,508,763 | 3,310, |
| Accumulated other comprehensive income (loss) | (11,053) | (225, |
| Retained earnings | 1,891,649 | (733, |
| Total common shareholders' equity | 4,389,359 | 2,350, |
| Total liabilities and shareholders' equity | $18,240,943 | $15,745, |



EDISON INTERNATIONAL and Subsidiaries [Tier 1]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Insurance Services, Inc. | Edison Drives Electric |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $6,393 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 210 | |
| Total current liabilities | 6,603 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | (3,817) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |

| | | |
|---|---|---|
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 9,345 | |
| Total deferred credits and other liabilities | 5,528 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 1,730 | |
| Accumulated other comprehensive income (loss) | 113 | |
| Retained earnings | 17,960 | |
| Total common shareholders' equity | 19,803 | |
| Total liabilities and shareholders' equity | $31,934 | |

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EDISON INTERNATIONAL and Subsidiaries [Tier 1]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EIX Trust I | EIX Trust II |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |

| | | |
|---|---|---|
| Accounts payable | $16,576 | $10, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 76,871 | 54, |
| Total current liabilities | 93,447 | 65, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | 485,321 | 315, |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | 485,321 | 315, |
| Common stock | 15,464 | 10, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 335 | |
| Total common shareholders' equity | 15,799 | 10, |
| Total liabilities and shareholders' equity | $594,567 | $391, |

Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Edison International Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | $77, |
| Long-term debt due within one year | | 2,761, |
| Preferred stock to be redeemed within one year | | 8, |
| Accounts payable | ($1,579,708) | 865, |
| Accrued taxes | 159,400 | 630, |
| Trading and price risk management liabilities | | 45, |
| Other current liabilities | (135,599) | 2,038, |
| Total current liabilities | (1,555,907) | 6,426, |
| Long-term debt | (1,819,664) | 11,557, |
| Accumulated deferred income taxes - net | (159,400) | 5,846, |
| Accumulated deferred investment tax credits | | 166, |
| Customer advances and other deferred credits | | 1,841, |
| Power-purchase contracts | | 239, |
| Accumulated provision for pension and benefits | | 438, |
| Other long-term liabilities | | 161, |
| Total deferred credits and other liabilities | (159,400) | 8,694, |
| Liabilities of discontinued operations | | 72, |
| Minority Interest | | 425, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | 128, |
| Subject to mandatory redemption | | 146, |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | 950, |
| Other preferred securities | | 131, |
| Total preferred securities of subsidiaries | | 1,357, |
| Common stock | (5,848,811) | 1,973, |
| Accumulated other comprehensive income (loss) | | (236, |
| Retained earnings | (1,176,721) | 2,711, |

| | | |
|---|---|---|
| Total common shareholders' equity | (7,025,532) | 4,447, |
| Total liabilities and shareholders' equity | ($10,449,503) | $32,981, |



EDISON INTERNATIONAL and Subsidiaries [Tier 1]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Southern California Edison Company Consolidated | The Mission Consolidated |
|---|---|---|
| Electric utility | $8,705,949 | |
| Nonutility power generation | | $3,03 |
| Financial services and other | | 3 |
| Total operating revenue | 8,705,949 | 3,06 |
| Fuel | 242,540 | 94 |
| Purchased power | 2,015,869 | |
| Provisions for regulatory adjustment clauses - net | 1,501,821 | |
| Other operation and maintenance | 1,926,223 | 1,31 |
| Depreciation, decommissioning and amortization | 780,248 | 24 |
| Property and other taxes | 117,425 | 2 |
| Net gain on sale of utility plant | (4,793) | |
| Total operating expenses | 6,579,333 | 2,53 |
| Operating income (loss) | 2,126,616 | 52 |
| Interest and dividend income | 261,894 | 3 |
| Other nonoperating income | 82,343 | (5 |
| Interest expense - net of amounts capitalized | (584,448) | (64 |
| Other nonoperating deductions | 2,272 | (2 |
| Dividends on preferred securities | | (2 |
| Dividends on utility preferred stock | 19,224 | |
| Income (loss) from continuing operations before taxes | 1,869,453 | (18 |
| Income taxes (benefit) | 641,784 | (18 |

| | | |
|---|---|---|
| Income (loss) from continuing operations | 1,227,669 | |
| Loss from discontinued operations | | (7 |
| Income taxes (benefit) on discontinued operations | | 1 |
| Net income (loss) | 1,227,669 | (5 |
| Retained earnings - beginning of year | 664,040 | (67 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Stock option appreciation | (60) | |
| Retained earnings - end of year | $1,891,649 | ($73 |



EDISON INTERNATIONAL and Subsidiaries [Tier 1]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Catalina | Edison Insur Services, In |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | $1 |
| Total operating revenue | | 1 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | 1 |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | 1 |
| Operating income (loss) | | ( |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |

| | | |
|---|---|---|
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | ( |
| Income taxes (benefit) | | ( |
| Income (loss) from continuing operations | | ( |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | ( |
| Retained earnings - beginning of year | | 1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | $1 |



EDISON INTERNATIONAL and Subsidiaries [Tier 1]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EIX Trust I | EIX Trust II |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | $44,494 | $3 |

| | | |
|---|---|---|
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | 43,829 | 3 |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 665 | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 665 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 665 | |
| Retained earnings - beginning of year | (330) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($335) | |



EDISON INTERNATIONAL and Subsidiaries [Tier 1]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison International | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | $76,026 | ($9 |
| Total operating revenue | 76,026 | (9 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 97,721 | (11 |
| Depreciation, decommissioning and amortization | 269 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |

| | | |
|---|---|---|
| Total operating expenses | 97,990 | (11 |
| Operating income (loss) | (21,964) | |
| Interest and dividend income | 1,874 | (8 |
| Other nonoperating income | | (6 |
| Interest expense - net of amounts capitalized | (136,069) | |
| Other nonoperating deductions | | (8 |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (156,159) | |
| Income taxes (benefit) | (63,256) | |
| Income (loss) from continuing operations | (92,903) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Equity on earnings of subsidiaries | 1,170,285 | |
| Net income (loss) | 1,077,382 | (1,17 |
| Retained earnings - beginning of year | 1,634,213 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Stock option appreciation | (348) | |
| Retained earnings - end of year | $2,711,247 | ($1,17 |



SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | California Electric Power Company (Inactive) | Conservation Financing Corporation |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Accrued unbilled revenue | | |
| Fuel inventory | | |

| | | |
|---|---|---|
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Regulatory assets - net | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | $151, |
| Total deferred charges | | 151, |
| Assets of discontinued operations | | |
| Total assets | | $151, |



SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Material Supply LLC | Mono Power Com (Inactive) |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $ |
| Receivables – net | $36,511 | |
| Accrued unbilled revenue | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 89,186 | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Regulatory assets – net | | |
| Prepayments and other current assets | | |
| Total current assets | 125,697 | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |
| Total assets | $125,697 | $ |

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SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | SCE Funding LLC | SCE Trust I |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $48,706 | |
| Receivables - net | 22 | |
| Accrued unbilled revenue | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Regulatory assets - net | | |
| Prepayments and other current assets | | |
| Total current assets | 48,728 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |

| | | |
|---|---|---|
| Other deferred charges | 1,278,316 | |
| Total deferred charges | 1,278,316 | |
| Assets of discontinued operations | | |
| Total assets | $1,327,044 | |

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SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | SCE UK Services Limited | Southern State Realty |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | $42 | |
| Accrued unbilled revenue | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Regulatory assets - net | | |
| Prepayments and other current assets | | |
| Total current assets | 42 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |

| | | |
|---|---|---|
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $42 | |



SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Southern California Edi Company Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $1,038, |
| Receivables - net | ($87,513) | 767, |
| Accrued unbilled revenue | | 437, |
| Fuel inventory | | 11, |
| Materials and supplies, at average cost | (11,188) | 159, |
| Accumulated deferred income taxes - net | | 41, |
| Trading and price risk management assets | | |
| Regulatory assets - net | (13,941) | 509, |

| | | |
|---|---|---|
| Prepayments and other current assets | | 55, |
| Total current assets | (112,642) | 3,021, |
| Nonutility property - net | | 154, |
| Nuclear decommissioning trusts | | 2,210, |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | (215,866) | 214, |
| Total investment and other assets | (215,866) | 2,578, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | 14,201, |
| Generation | | 1,771, |
| Accumulated provision for depreciation and decommissioning | | (8,347, |
| Construction work in progress | | 528, |
| Nuclear fuel, at amortized cost | | 153, |
| Total utility plant | | 8,307, |
| Goodwill | | |
| Regulatory assets - net | | 3,706, |
| Other deferred charges | (1,332,007) | 626, |
| Total deferred charges | (1,332,007) | 4,332, |
| Assets of discontinued operations | | |
| Total assets | ($1,660,515) | $18,240, |



SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | California | Conservation |
|---|---|---|

| | Electric Power Company (Inactive) | Financing Corporation |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | $ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | (47, |
| Accumulated deferred investment tax credits | | 53, |
| Customer advances and other deferred credits | | 57, |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | 62, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 63, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | 24, |
| Total common shareholders' equity | | 87, |
| Total liabilities and shareholders' equity | | $151, |

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SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Material Supply LLC | Mono Power Com (Inactive) |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $53,974 | $ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 20,465 | |
| Total current liabilities | 74,439 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |

| | | |
|---|---|---|
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 50,000 | 2, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 1,258 | (2, |
| Total common shareholders' equity | 51,258 | |
| Total liabilities and shareholders' equity | $125,697 | $ |

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SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | SCE Funding LLC | SCE Trust I |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $246,300 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 21,310 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 1,091 | |
| Total current liabilities | 268,701 | |
| Long-term debt | 984,859 | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 85,944 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (12,460) | |
| Total common shareholders' equity | 73,484 | |
| Total liabilities and shareholders' equity | $1,327,044 | |



SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | SCE UK Services Limited | Southern State Realty |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |

| | | |
|---|---|---|
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | $14 | |
| Total current liabilities | 14 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | 1 | |
| Retained earnings | 27 | |
| Total common shareholders' equity | 28 | |
| Total liabilities and shareholders' equity | $42 | |



SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Balance Sheet

December 31, 2002
(In thousands)

| | Consolidating Adjustments | Southern California Edi Company Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $1,671, |
| Preferred stock to be redeemed within one year | | 8, |
| Accounts payable | ($91,272) | 745, |
| Accrued taxes | | 699, |
| Trading and price risk management liabilities | | |
| Other current liabilities | (15,170) | 1,437, |
| Total current liabilities | (106,442) | 4,562, |
| Long-term debt | (1,278,623) | 4,503, |
| Accumulated deferred income taxes - net | | 2,662, |
| Accumulated deferred investment tax credits | (53,384) | 147, |
| Customer advances and other deferred credits | | 963, |
| Power-purchase contracts | | 239, |
| Accumulated provision for pension and benefits | | 344, |
| Other long-term liabilities | (6,200) | 151, |
| Total deferred credits and other liabilities | (59,584) | 4,509, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | 128, |
| Subject to mandatory redemption | | 146, |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | 275, |
| Common stock | (201,916) | 2,508, |
| Accumulated other comprehensive income (loss) | | (11, |
| Retained earnings | (13,950) | 1,891, |

| | | |
|---|---|---|
| Total common shareholders' equity | (215,866) | 4,389, |
| Total liabilities and shareholders' equity | ($1,660,515) | $18,240, |

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SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | California Electric Power Company (Inactive) | Conservation Financing Corporation |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | 2 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | $2 |



SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Material Supply LLC | Mono Power C (Inactive) |
|---|---|---|
| Electric utility | $398,361 | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 398,725 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 398,725 | |
| Operating income (loss) | (364) | |
| Interest and dividend income | 1,497 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations before taxes | 1,133 | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 1,133 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 1,133 | |
| Retained earnings - beginning of year | 125 | ( |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $1,258 | ($ |



SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | SCE Funding LLC | SCE Trust I |
|---|---|---|
| Electric utility | $91,081 | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | 91,081 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 3,616 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 3,616 | |
| Operating income (loss) | 87,465 | |
| Interest and dividend income | 1,200 | |
| Other nonoperating income | | |

| | |
|---|---|
| Interest expense - net of amounts capitalized | (90,449) |
| Other nonoperating deductions | |
| Dividends on preferred securities | |
| Dividends on utility preferred stock | |
| Income (loss) from continuing operations before taxes | (1,784) |
| Income taxes (benefit) | |
| Income (loss) from continuing operations | (1,784) |
| Loss from discontinued operations | |
| Income taxes (benefit) on discontinued operations | |
| Net income (loss) | (1,784) |
| Retained earnings - beginning of year | (10,675) |
| Dividends declared on common stock | |
| Dividends declared on preferred stock | |
| Retained earnings - end of year | ($12,459) |



SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | SCE UK Services Limited | Southern Sta Realty |
|---|---|---|
| Electric utility | $20 | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | 20 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 20 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 20 | |

| | | |
|---|---|---|
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | (2) | |
| Income (loss) from continuing operations | 2 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 2 | |
| Retained earnings - beginning of year | 25 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $27 | |



SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Pipeline and Terminal Company | Edison Carri Solutions |
|---|---|---|
| Electric utility | $35,418 | $2 |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | 35,418 | 2 |
| Fuel | 470 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | 3,609 | |

| | | |
|---|---|---|
| Other operation and maintenance | 9,745 | 1 |
| Depreciation, decommissioning and amortization | 3,196 | |
| Property and other taxes | 303 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 17,323 | 1 |
| Operating income (loss) | 18,095 | 1 |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 18,095 | 1 |
| Income taxes (benefit) | 5,810 | |
| Income (loss) from continuing operations | 12,285 | 1 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | $12,285 | $1 |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Stock option appreciation | | |
| Retained earnings - end of year | | |



SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | Southern California E Company Consolidated |
|---|---|---|
| Electric utility | ($488,425) | $8,70 |
| Nonutility power generation | | |

| | | |
|---|---|---|
| Financial services and other | | |
| Total operating revenue | (488,425) | 8,70 |
| Fuel | | 24 |
| Purchased power | | 2,01 |
| Provisions for regulatory adjustment clauses - net | 47,700 | 1,50 |
| Other operation and maintenance | (400,914) | 1,92 |
| Depreciation, decommissioning and amortization | | 78 |
| Property and other taxes | | 11 |
| Net gain on sale of utility plant | | ( |
| Total operating expenses | (353,214) | 6,57 |
| Operating income (loss) | (135,211) | 2,12 |
| Interest and dividend income | 8,502 | 26 |
| Other nonoperating income | (3,660) | 8 |
| Interest expense - net of amounts capitalized | 92,574 | (58 |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | 1 |
| Income (loss) from continuing operations before taxes | (34,135) | 1,86 |
| Income taxes (benefit) | 261 | 64 |
| Income (loss) from continuing operations | (33,874) | 1,22 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (33,874) | 1,22 |
| Retained earnings - beginning of year | (10,641) | 66 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Stock option appreciation | | |
| Retained earnings - end of year | ($13,950) | $1,89 |



SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries
Equity Investments
December 31, 2002
(In thousands)

| Name of Entity: | Bear Creek Uranium Company (inactive) |
|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | | |
| Revenues | | |
| Net Income (Loss) | | |
| Nature/Purpose of Business: | To develop and operate an integrated uranium mining complex in Wyoming. | |
| Ownership Interest(s): | 50% by Mono Power Company | |



EDISON VENTURES and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Ventures | Edison TransEn |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | $3 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | 3 | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 6 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships | | |

| | | |
|---|---|---|
| and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | 2,406 | |
| Total investment and other assets | 2,406 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |
| Total assets | $2,412 | |



EDISON VENTURES and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Ventures Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | $3 | |
| Fuel inventory | | |

| | | |
|---|---|---|
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | 3 | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 6 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | 2,406 | |
| Total investment and other assets | 2,406 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $2,412 | |

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EDISON VENTURES and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Ventures | Edison TransEn |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $22 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 22 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 2,406 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (16) | |
| Total common shareholders' equity | 2,390 | |
| Total liabilities and shareholders' equity | $2,412 | |

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EDISON VENTURES and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Ventures Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $22 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 22 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |

| | | |
|---|---|---|
| securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 2,406 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (16) | |
| Total common shareholders' equity | 2,390 | |
| Total liabilities and shareholders' equity | $2,412 | |

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EDISON VENTURES and Subsidiaries [Tier 2]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Ventures | Edison Trans |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | ($1) | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | (1) | |
| Operating income (loss) | 1 | |
| Interest and dividend income | | |

| | | |
|---|---|---|
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 1 | |
| Income taxes (benefit) | ($1) | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |



EDISON VENTURES and Subsidiaries [Tier 2]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Ventures Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | ($1) | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |

| | | |
|---|---|---|
| Total operating expenses | (1) | |
| Operating income (loss) | 1 | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 1 | |
| Income taxes (benefit) | ($1) | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |



THE MISSION GROUP and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | The Mission Group | Edison Capital Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $858 | $488, |
| Receivables - net | 9,394 | 60, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 15 | 237, |

| | | |
|---|---|---|
| Total current assets | 10,267 | 786, |
| Nonutility property - net | | 7, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 363, |
| Investments in leveraged leases | | 2,312, |
| Other investments | 1,795,929 | |
| Total investment and other assets | 1,795,929 | 2,683, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 822,836 | 7, |
| Total deferred charges | 822,836 | 8, |
| | | |
| Assets of discontinued operations | | |
| Total assets | $2,629,032 | $3,478, |



THE MISSION GROUP and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Environmental Services | Edison OandM Services |
|---|---|---|

| | | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $4, |
| Receivables – net | | 3, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 1, |
| Total current assets | | 8, |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets – net | | |
| Other deferred charges | | 4, |
| Total deferred charges | | 4, |
| Assets of discontinued operations | | |
| Total assets | | $13, |

THE MISSION GROUP and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Holding Company Consolidated | Mission Land Company Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $734,374 | |
| Receivables - net | 309,287 | 12, |
| Fuel inventory | 111,555 | |
| Materials and supplies, at average cost | 64,882 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | 33,742 | |
| Prepayments and other current assets | 197,696 | 1, |
| Total current assets | 1,451,536 | 14, |
| Nonutility property - net | 6,761,731 | (1, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 1,645,253 | 1, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 8,406,984 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | 659,837 | |
| Regulatory assets - net | | |
| Other deferred charges | 837,871 | |
| Total deferred charges | 1,497,708 | |

| | | |
|---|---|---|
| Assets of discontinued operations | 10,273 | |
| Total assets | $11,366,501 | $14, |



THE MISSION GROUP and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | The Mission Gr Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $1,230, |
| Receivables - net | ($21,703) | 374, |
| Fuel inventory | | 111, |
| Materials and supplies, at average cost | | 65, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | 33, |
| Prepayments and other current assets | | 445, |
| Total current assets | (21,703) | 2,260, |
| Nonutility property - net | | 6,768, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 2,010, |
| Investments in leveraged leases | | 2,312, |
| Other investments | (1,795,929) | |
| Total investment and other assets | (1,795,929) | 11,091, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Goodwill | | 660, |
| Regulatory assets - net | | |
| Other deferred charges | (17,339) | 1,657, |
| Total deferred charges | (17,339) | 2,318, |
| Assets of discontinued operations | | 75, |
| Total assets | ($1,834,971) | $15,745, |

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THE MISSION GROUP and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | The Mission Group | Edison Capital Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $11, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $14 | 1, |
| Accrued taxes | 3 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 227 | 33, |
| Total current liabilities | 244 | 46, |
| Long-term debt | | 424, |
| Accumulated deferred income taxes - net | | 2,180, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | 912 | 33, |
| Power-purchase contracts | | |

| | | |
|---|---|---|
| Accumulated provision for pension and benefits | | 11, |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 912 | 2,225, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 3,310,365 | 81, |
| Accumulated other comprehensive income (loss) | | (8, |
| Retained earnings | (682,489) | 708, |
| Total common shareholders' equity | 2,627,876 | 781, |
| Total liabilities and shareholders' equity | $2,629,032 | $3,478, |

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THE MISSION GROUP and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Environmental Services | Edison OandM Services |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |

| | | |
|---|---|---|
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | $ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 10, |
| Total current liabilities | | 11, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | (13, |
| Total common shareholders' equity | | 2, |
| Total liabilities and shareholders' equity | | $13, |

THE MISSION GROUP and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Holding Company Consolidated | Mission Land Company Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | $77,551 | |
| Long-term debt due within one year | 1,089,918 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 181,207 | |
| Accrued taxes | 35,396 | |
| Trading and price risk management liabilities | 45,494 | |
| Other current liabilities | 405,153 | |
| Total current liabilities | 1,834,719 | |
| Long-term debt | 6,033,775 | |
| Accumulated deferred income taxes - net | 1,162,034 | 3, |
| Accumulated deferred investment tax credits | 18,866 | |
| Customer advances and other deferred credits | 843,360 | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | 29,486 | 2, |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 2,053,746 | 5, |
| Liabilities of discontinued operations | 3,024 | |
| Minority Interest | 423,844 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | 150,000 | |
| Other preferred securities | 131,225 | |
| Total preferred securities of subsidiaries | 281,225 | |
| Common stock | 2,218,285 | 8, |

| | | |
|---|---|---|
| Accumulated other comprehensive income (loss) | (216,946) | |
| Retained earnings | (1,265,171) | ( |
| Total common shareholders' equity | 736,168 | 7, |
| Total liabilities and shareholders' equity | $11,366,501 | $14, |



THE MISSION GROUP and Subsidiaries [Tier 2]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | The Mission Gr Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | $77, |
| Long-term debt due within one year | ($11,550) | 1,089, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (10,143) | 174, |
| Accrued taxes | | 36, |
| Trading and price risk management liabilities | 1 | 45, |
| Other current liabilities | (11) | 450, |
| Total current liabilities | (21,703) | 1,874, |
| Long-term debt | (8,912) | 6,458, |
| Accumulated deferred income taxes - net | (8,428) | 3,344, |
| Accumulated deferred investment tax credits | | 18, |
| Customer advances and other deferred credits | | 877, |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | 43, |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (8,428) | 4,283, |
| Liabilities of discontinued operations | | 72, |

| | | |
|---|---|---|
| Minority Interest | | 424, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | 150, |
| Other preferred securities | | 131, |
| Total preferred securities of subsidiaries | | 281, |
| Common stock | (2,637,892) | 3,310, |
| Accumulated other comprehensive income (loss) | | (225, |
| Retained earnings | 841,964 | (733, |
| Total common shareholders' equity | (1,795,928) | 2,350, |
| Total liabilities and shareholders' equity | ($1,834,971) | $15,745, |

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THE MISSION GROUP and Subsidiaries [Tier 2]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | The Mission Group | Edison Capit Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | $ |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $384 | 4 |
| Depreciation, decommissioning and amortization | | |

| | | |
|---|---|---|
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 384 | 4 |
| Operating income (loss) | (384) | (4 |
| Interest and dividend income | | ( |
| Other nonoperating income | (10,000) | (3 |
| Interest expense - net of amounts capitalized | | (3 |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (10,384) | (11 |
| Income taxes (benefit) | (4,006) | (14 |
| Income (loss) from continuing operations | (6,378) | 3 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (6,378) | 3 |
| Retained earnings - beginning of year | 543,113 | 67 |
| Dividends declared on common stock | (1,219,224) | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($682,489) | $70 |



THE MISSION GROUP and Subsidiaries [Tier 2]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Environmental Services | Edison OandM Services |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | $1 |
| Total operating revenue | | 1 |

| | | |
|---|---|---|
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | 2 |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | 2 |
| Operating income (loss) | | (1 |
| Interest and dividend income | | |
| Other nonoperating income | | ( |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | (2 |
| Income taxes (benefit) | | ( |
| Income (loss) from continuing operations | | (1 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | (1 |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | (1 |



THE MISSION GROUP and Subsidiaries [Tier 2]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Energy Holding Company Consolidated | Mission Land Company Consolidated |
|---|---|---|
| | | |
| | | |

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $3,032,655 | |
| Financial services and other | | $1 |
| Total operating revenue | 3,032,655 | 1 |
| Fuel | 943,639 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 1,224,053 | |
| Depreciation, decommissioning and amortization | 247,486 | |
| Property and other taxes | 27,951 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 2,443,129 | |
| Operating income (loss) | 589,526 | |
| Interest and dividend income | 31,435 | |
| Other nonoperating income | (1,010) | |
| Interest expense - net of amounts capitalized | (611,521) | |
| Other nonoperating deductions | (27,159) | |
| Dividends on preferred securities | (21,176) | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (39,905) | |
| Income taxes (benefit) | (28,993) | |
| Income (loss) from continuing operations | (10,912) | |
| Loss from discontinued operations | (74,632) | |
| Income taxes (benefit) on discontinued operations | 17,303 | |
| Net income (loss) | (68,241) | |
| Retained earnings - beginning of year | (1,196,644) | ( |
| Dividends declared on common stock | (286) | ( |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($1,265,171) | |

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THE MISSION GROUP and Subsidiaries [Tier 2]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | The Mission Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $3,03 |
| Financial services and other | | 3 |
| Total operating revenue | | 3,06 |
| Fuel | | 94 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | 1,31 |
| Depreciation, decommissioning and amortization | | 24 |
| Property and other taxes | | 2 |
| Net gain on sale of utility plant | | |
| Total operating expenses | | 2,53 |
| Operating income (loss) | | 52 |
| Interest and dividend income | ($136) | 3 |
| Other nonoperating income | | (5 |
| Interest expense - net of amounts capitalized | 136 | (64 |
| Other nonoperating deductions | | (2 |
| Dividends on preferred securities | | (2 |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | (18 |
| Income taxes (benefit) | | (18 |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | (7 |
| Income taxes (benefit) on discontinued operations | | 1 |
| Net income (loss) | | (5 |
| Retained earnings - beginning of year | (379,285) | (67 |
| Dividends declared on common stock | 1,221,249 | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $841,964 | ($73 |

EDISON ENTERPRISES and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Enterprises | Edison Source Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $1, |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 7, |
| Total current assets | | 9, |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | 21,997 | |
| Total investment and other assets | 21,997 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | 1, |
| | | |
| Assets of discontinued operations | $46,495 | 18, |

| | | |
|---|---|---|
| Total assets | $68,492 | $29, |

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EDISON ENTERPRISES and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Enterprises Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $1,401 | |
| Receivables - net | 408 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 587 | |
| Accumulated deferred income taxes - net | | |
| Trading and risk management assets | | |
| Prepayments and other current assets | 7,071 | |
| Total current assets | 9,467 | |
| Nonutility property - net | 229 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 229 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |

| | | |
|---|---|---|
| Goodwill | 438 | |
| Regulatory assets - net | | |
| Other deferred charges | 947 | |
| Total deferred charges | 1,385 | |
| Assets of discontinued operations | 65,219 | |
| Total assets | $76,300 | |

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EDISON ENTERPRISES and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Enterprises | Edison Source Consolidated | |
|---|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | | |
| Short-term debt | | | |
| Long-term debt due within one year | | | |
| Preferred stock to be redeemed within one year | | | |
| Accounts payable | $84 | | |
| Accrued taxes | | | |
| Trading and price risk management liabilities | | | |
| Other current liabilities | | | |
| Total current liabilities | 84 | | |
| Long-term debt | | | |
| Accumulated deferred income taxes - net | | | 5, |
| Accumulated deferred investment tax credits | | | |
| Customer advances and other deferred credits | | | |
| Power-purchase contracts | | | |
| Accumulated provision for pension and benefits | | | |
| Other long-term liabilities | | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | | 5, |
| Liabilities of discontinued operations | 67,732 | 1, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 306,226 | 106, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (305,550) | (85, |
| Total common shareholders' equity | 676 | 22, |
| Total liabilities and shareholders' equity | $68,492 | $29, |



EDISON ENTERPRISES and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Enterprises Consolidated |
|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | |
| Short-term debt | |
| Long-term debt due within one year | |
| Preferred stock to be redeemed within one year | |
| Accounts payable | $165 |
| Accrued taxes | 573 |
| Trading and price risk management liabilities | |

| | | |
|---|---|---|
| Other current liabilities | 145 | |
| Total current liabilities | 883 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 5,252 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 5,252 | |
| Liabilities of discontinued operations | 69,466 | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 306,226 | |
| Accumulated other comprehensive income (loss) | 23 | |
| Retained earnings | (305,550) | |
| Total common shareholders' equity | 699 | |
| Total liabilities and shareholders' equity | $76,300 | |

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EDISON ENTERPRISES and Subsidiaries [Tier 3]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Enterprises | Edison Source Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | $4 |
| Total operating revenue | | 4 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | ($368) | 4 |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | (368) | 4 |
| Operating income (loss) | 368 | |
| Interest and dividend income | | |
| Other nonoperating income | (5,322) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (4,954) | |
| Income taxes (benefit) | (1,953) | |
| Income (loss) from continuing operations | (3,001) | |
| Loss from discontinued operations | (1,454) | 1 |
| Income taxes (benefit) on discontinued operations | (1,486) | |
| Net income (loss) | (5,941) | 1 |
| Retained earnings - beginning of year | (300,915) | |
| Dividends declared on common stock | (1) | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($306,857) | $1 |

EDISON ENTERPRISES and Subsidiaries [Tier 3]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Enterprises Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | $4,124 | |
| Total operating revenue | 4,124 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 4,128 | |
| Depreciation, decommissioning and amortization | 283 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 4,411 | |
| Operating income (loss) | (287) | |
| Interest and dividend income | (2) | |
| Other nonoperating income | (5,297) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (5,586) | |
| Income taxes (benefit) | (2,190) | |
| Income (loss) from continuing operations | (3,396) | |
| Loss from discontinued operations | 250 | |
| Income taxes (benefit) on discontinued operations | (1,398) | |
| Net income (loss) | (4,544) | |
| Retained earnings - beginning of year | (301,004) | |
| Dividends declared on common stock | (2) | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($305,550) | |

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EDISON SOURCE and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Source | Edison Source Norvik Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $1,314 | |
| Receivables - net | 408 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 54 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 6,810 | |
| Total current assets | 8,586 | |
| Nonutility property - net | 185 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 185 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 947 | |

| | | |
|---|---|---|
| Total deferred charges | 947 | |
| Assets of discontinued operations | 18,724 | |
| Total assets | $28,442 | $1, |

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EDISON SOURCE and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Edison Source Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $1, |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 7, |
| Total current assets | | 9, |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation | | |

| | | |
|---|---|---|
| and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | 1, |
| Assets of discontinued operations | | 18, |
| Total assets | | $29, |

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EDISON SOURCE and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Source | Edison Source Norvik Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $66 | |
| Accrued taxes | 573 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 82 | 1, |
| Total current liabilities | 721 | 1, |
| Liabilities of discontinued operations | 1,734 | |

| | | |
|---|---|---|
| Long-term debt | | |
| Accumulated deferred income taxes - net | 5,252 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 5,252 | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 106,998 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (84,660) | ( |
| Total common shareholders' equity | 22,338 | ( |
| Total liabilities and shareholders' equity | $30,045 | $1, |



EDISON SOURCE and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Edison Source Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | ($1,593) | |
| Total current liabilities | (1,593) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | 5, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | 5, |
| Liabilities of discontinued operations | | 1, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (10) | 106, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | (85, |
| Total common shareholders' equity | (10) | 22, |
| Total liabilities and shareholders' equity | ($1,603) | $29, |

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EDISON SOURCE and Subsidiaries [Tier 4]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Source | Edison Sourc Norvik Compa |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | $1,700 | $ |
| Total operating revenue | 1,700 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 1,934 | |
| Depreciation, decommissioning and amortization | 260 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 2,194 | |
| Operating income (loss) | (494) | |
| Interest and dividend income | | |
| Other nonoperating income | 25 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (469) | |
| Income taxes (benefit) | (177) | |
| Income (loss) from continuing operations | (292) | |
| Loss from discontinued operations | 1,704 | |
| Income taxes (benefit) on discontinued operations | 88 | |
| Net income (loss) | 1500 | |
| Retained earnings - beginning of year | (86) | |
| Dividends declared on common stock | (1) | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $1,413 | |

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EDISON SOURCE and Subsidiaries [Tier 4]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | Edison Sourc Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | $ |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |

| | |
|---|---|
| Retained earnings - end of year | $ |

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EDISON TECHNOLOGY SOLUTIONS and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Technology Solutions | Edison EV |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $570 | $ |
| Receivables - net | 277 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | (47) | |
| Total current assets | 800 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |

| | | |
|---|---|---|
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | 1, |
| Total deferred charges | | 1, |
| Assets of discontinued operations | | |
| Total assets | $800 | $1, |



EDISON TECHNOLOGY SOLUTIONS and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Technology Solutions Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $959 | |
| Receivables - net | 500 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 27 | |
| Total current assets | 1,486 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |

| | | |
|---|---|---|
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 1,069 | |
| Total deferred charges | 1,069 | |
| Assets of discontinued operations | | |
| Total assets | $2,555 | |



EDISON TECHNOLOGY SOLUTIONS and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Technology Solutions | Edison EV | |
|---|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | | |
| Short-term debt | | | |
| Long-term debt due within one year | | | |
| Preferred stock to be redeemed within one year | | | |
| Accounts payable | $715 | | $ |
| Accrued taxes | (2) | | |
| Trading and price risk management liabilities | | | |
| Other current liabilities | 2 | | |
| Total current liabilities | 715 | | |

| | | |
|---|---|---|
| Long-term debt | | |
| Accumulated deferred income taxes - net | 1,117 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 1,117 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 3,467 | 1, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (4,499) | ( |
| Total common shareholders' equity | (1,032) | |
| Total liabilities and shareholders' equity | $800 | $1, |

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EDISON TECHNOLOGY SOLUTIONS and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Technology Solutions Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $1,413 | |
| Accrued taxes | (2) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 113 | |
| Total current liabilities | 1,524 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 1,173 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 1,173 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,813 | |
| Accumulated other comprehensive income (loss) | (4,955) | |
| Retained earnings | | |
| Total common shareholders' equity | (142) | |
| Total liabilities and shareholders' equity | $2,555 | |

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EDISON TECHNOLOGY SOLUTIONS and Subsidiaries [Tier 3]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Technology Solutions | Edison EV |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $23 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 23 | |
| Operating income (loss) | (23) | |
| Interest and dividend income | 4 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (19) | |
| Income taxes (benefit) | (7) | |
| Income (loss) from continuing operations | (12) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (12) | |
| Retained earnings - beginning of year | (4,499) | |

| | |
|---|---|
| Dividends declared on common stock | |
| Dividends declared on preferred stock | |
| Retained earnings - end of year | ($4,499) |

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EDISON TECHNOLOGY SOLUTIONS and Subsidiaries [Tier 3]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Technology Solutions Consolidated |
|---|---|
| Electric utility | |
| Nonutility power generation | |
| Financial services and other | |
| Total operating revenue | |
| Fuel | |
| Purchased power | |
| Provisions for regulatory adjustment clauses - net | |
| Other operation and maintenance | $22 |
| Depreciation, decommissioning and amortization | |
| Property and other taxes | 2 |
| Net gain on sale of utility plant | |
| Total operating expenses | 24 |
| Operating income (loss) | (24) |
| Interest and dividend income | 8 |
| Other nonoperating income | (2) |
| Interest expense - net of amounts capitalized | |
| Other nonoperating deductions | |
| Dividends on preferred securities | |
| Dividends on utility preferred stock | |
| Income (loss) from continuing operations before taxes | (18) |
| Income taxes (benefit) | (7) |
| Income (loss) from continuing operations | (11) |

| | | |
|---|---|---|
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (11) | |
| Retained earnings - beginning of year | (4,944) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($4,955 | |



EDISON TECHNOLOGY SOLUTIONS and Subsidiaries
Equity Investments
December 31, 2002
(In thousands)

| | | |
|---|---|---|
| Name of Entity: | Facilichem, Inc. | |
| Equity Interest: | | |
| Assets | | |
| Revenues | | |
| Net Income (Loss) | | |
| Nature/Purpose of Business: | Research, development and commercialization of liquid membrane technologies | |
| Ownership Interest(s): | 10% by Edison Technology Solutions | |

MISSION ENERGY HOLDING COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Consolidated | Mission Energy Holding Compan |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $647,164 | $87, |
| Receivables - net | 309,248 | |
| Fuel inventory | 111,555 | |
| Materials and supplies, at average cost | 64,882 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | 33,742 | |
| Prepayments and other current assets | 195,663 | 2, |
| Total current assets | 1,362,254 | 89, |
| Nonutility property - net | 6,761,731 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 1,645,253 | |
| Investments in leveraged leases | | |
| Other investments | | 1,879, |
| Total investment and other assets | 8,406,984 | 1,879, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | 659,837 | |
| Regulatory assets - net | | |
| Other deferred charges | 652,974 | 184, |
| Total deferred charges | 1,312,811 | 184, |
| Assets of discontinued operations | 10,273 | |

| | | |
|---|---|---|
| Total assets | $11,092,322 | $2,153, |

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MISSION ENERGY HOLDING COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Holding Company Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $734,374 | |
| Receivables - net | 309,287 | |
| Fuel inventory | 111,555 | |
| Materials and supplies, at average cost | 64,882 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | 33,742 | |
| Prepayments and other current assets | 197,696 | |
| Total current assets | 1,451,536 | |
| Nonutility property - net | 6,761,731 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 1,645,253 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 8,406,984 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |

| | | |
|---|---|---|
| Goodwill | 659,837 | |
| Regulatory assets - net | | |
| Other deferred charges | 837,871 | |
| Total deferred charges | 1,497,708 | |
| Assets of discontinued operations | 10,273 | |
| Total assets | $11,366,501 | |



MISSION ENERGY HOLDING COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Consolidated | Mission Energy Holding Compan |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | $77,551 | |
| Long-term debt due within one year | 1,089,918 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 181,155 | |
| Accrued taxes | 34,684 | |
| Trading and price risk management liabilities | 44,538 | |
| Other current liabilities | 344,712 | 60, |
| Total current liabilities | 1,772,558 | 62, |
| Long-term debt | 4,872,012 | 1,161, |
| Accumulated deferred income taxes - net | 1,161,657 | |
| Accumulated deferred investment tax credits | 18,866 | |
| Customer advances and other deferred credits | 836,625 | 6, |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | 29,486 | |
| Other long-term liabilities | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | 2,046,634 | 7, |
| Liabilities of discontinued operations | 3,024 | |
| Minority Interest | 423,844 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | 150,000 | |
| Other preferred securities | 131,225 | |
| Total preferred securities of subsidiaries | 281,225 | |
| Common stock | 2,697,016 | 2,554, |
| Accumulated other comprehensive income (loss) | (212,221) | (4, |
| Retained earnings | (791,770) | (1,627, |
| Total common shareholders' equity | 1,693,025 | 922, |
| Total liabilities and shareholders' equity | $11,092,322 | $2,153, |

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MISSION ENERGY HOLDING COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Holding Company Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | $77,551 | |
| Long-term debt due within one year | 1,089,918 | |
| Preferred stock to be redeemed within one year | | |

| | | |
|---|---|---|
| Accounts payable | 181,207 | |
| Accrued taxes | 35,396 | |
| Trading and price risk management liabilities | 45,494 | |
| Other current liabilities | 405,153 | |
| Total current liabilities | 1,834,719 | |
| Long-term debt | 6,033,775 | |
| Accumulated deferred income taxes - net | 1,162,034 | |
| Accumulated deferred investment tax credits | 18,866 | |
| Customer advances and other deferred credits | 843,360 | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | 29,486 | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 2,053,746 | |
| Liabilities of discontinued operations | 3,024 | |
| Minority Interest | 423,844 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | 150,000 | |
| Other preferred securities | 131,225 | |
| Total preferred securities of subsidiaries | 281,225 | |
| Common stock | 2,218,285 | |
| Accumulated other comprehensive income (loss) | (216,946) | |
| Retained earnings | (1,265,171) | |
| Total common shareholders' equity | 736,168 | |
| Total liabilities and shareholders' equity | $11,366,501 | |

Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Energy Consolidated | Mission Ener Holding Comp |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $3,032,655 | |
| Financial services and other | | |
| Total operating revenue | 3,032,655 | |
| Fuel | 943,639 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 1,223,588 | |
| Depreciation, decommissioning and amortization | 247,486 | |
| Property and other taxes | 27,951 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 2,442,664 | |
| Operating income (loss) | 589,991 | |
| Interest and dividend income | 23,766 | |
| Other nonoperating income | (1,010) | |
| Interest expense - net of amounts capitalized | (452,022) | (15 |
| Other nonoperating deductions | (27,159) | |
| Dividends on preferred securities | (21,176) | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 112,390 | (15 |
| Income taxes (benefit) | 29,577 | (5 |
| Income (loss) from continuing operations | 82,813 | (9 |
| Loss from discontinued operations | (74,632) | |
| Income taxes (benefit) on discontinued operations | (17,303) | |
| Net income (loss) | 25,484 | (9 |
| Retained earnings - beginning of year | (816,968) | (41 |
| Dividends declared on common stock | (286) | (1,12 |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($791,770) | ($1,62 |

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MISSION ENERGY HOLDING COMPANY and Subsidiaries [Tier 3]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Energy Holding Company Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $3,032,655 | |
| Financial services and other | | |
| Total operating revenue | 3,032,655 | |
| Fuel | 943,639 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 1,224,053 | |
| Depreciation, decommissioning and amortization | 247,486 | |
| Property and other taxes | 27,951 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 2,443,129 | |
| Operating income (loss) | 589,526 | |
| Interest and dividend income | 31,435 | |
| Other nonoperating income | (1,010) | |
| Interest expense - net of amounts capitalized | (611,521) | |
| Other nonoperating deductions | (27,159) | |
| Dividends on preferred securities | (21,176) | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (39,905) | |
| Income taxes (benefit) | (28,993) | |
| Income (loss) from continuing operations | (10,912) | |
| Loss from discontinued operations | (74,632) | |
| Income taxes (benefit) on discontinued operations | (17,303) | |
| Net income (loss) | (68,241) | |
| Retained earnings - beginning of year | (1,196,644) | |
| Dividends declared on common stock | (286) | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($1,265,171) | |

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EDISON CAPITAL and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Burlington Apartments, Inc. | Edison Capital Europe Limited |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | ($220) | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | (220) | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |

| | | |
|---|---|---|
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | ($220) | $ |

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EDISON CAPITAL and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Funding Company Consolidated | Edison Mortgag Company Dissol in `02 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $488,039 | |
| Receivables - net | 57,733 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | 231,857 | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 50 | |
| Total current assets | 777,679 | |
| Nonutility property - net | 7,215 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 262,879 | |
| Investments in leveraged leases | 2,312,751 | |
| Other investments | 100,772 | |
| Total investment and other assets | 2,683,617 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |

| | | |
|---|---|---|
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 8,106 | |
| Total deferred charges | 8,106 | |
| Assets of discontinued operations | | |
| Total assets | $3,469,402 | |

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EDISON CAPITAL and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission International Capital, Inc. Dissolved in `02 | Renewable Ener Capital Compan Dissolved in ` |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |

| | | |
|---|---|---|
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |



EDISON CAPITAL and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Edison Capital Consolidated |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | | $488, |
| Receivables - net | ($401) | 60, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | (55) | 237, |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | (456) | 786, |
| Nonutility property - net | | 7, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (127,166) | 262, |
| Investments in leveraged leases | | 2,312, |
| Other investments | | 100, |
| Total investment and other assets | (127,166) | 2,683, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | 8, |
| Total deferred charges | | 8, |
| Assets of discontinued operations | | |
| Total assets | ($127,622) | $3,478, |



EDISON CAPITAL and Subsidiaries [Tier 4]

EDISON FUNDING COMPANY CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital Housing Investments Consolidated | Edison Integra Energy Service Dissolved in ` |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $1,066 | |
| Receivables - net | 22,578 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | 186,922 | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 50 | |
| Total current assets | 210,616 | |
| Nonutility property - net | 7,215 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 226,367 | |
| Investments in leveraged leases | | |
| Other investments | 100,403 | |
| Total investment and other assets | 333,985 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 2,820 | |
| Total deferred charges | 2,820 | |
| | | |
| Assets of discontinued operations | | |

| | |
|---|---|
| Total assets | $547,421 |

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EDISON CAPITAL and Subsidiaries [Tier 4]
EDISON FUNDING COMPANY CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Funding Beta | Mission Fundin Epsilon Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $29 | $126, |
| Receivables - net | 7,380 | 33, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | (3,223) | 2, |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 4,186 | 162, |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 502, |
| Investments in leveraged leases | 568,246 | 981, |
| Other investments | | |
| Total investment and other assets | 568,246 | 1,484, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $572,432 | $1,647, |

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EDISON CAPITAL and Subsidiaries [Tier 4]
EDISON FUNDING COMPANY CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Funding Kappa | Mission Fundin Zeta |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | $18,594 | 2, |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 18,594 | 2, |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 29, |
| Investments in leveraged leases | 482,607 | |
| Other investments | | |

| | | |
|---|---|---|
| Total investment and other assets | 482,607 | 30, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $501,201 | $33, |

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EDISON CAPITAL and Subsidiaries [Tier 4]
EDISON FUNDING COMPANY CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Funding Company | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $360,093 | |
| Receivables - net | 580 | ($6, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | 8,245 | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 368,918 | (6, |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 1,359,815 | (1,937, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 1,359,815 | (1,937, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 5,269 | |
| Total deferred charges | 5,269 | |
| Assets of discontinued operations | | |
| Total assets | $1,734,002 | ($1,944, |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | East Coast Capital, Inc. Dissolved in `02 | EC Asset Servi Inc. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $ |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |
| Total assets | | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EC Properties III, Inc. | EC-SLP, Inc. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $3 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | 102 | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 105 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |

| | | |
|---|---|---|
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |
| Total assets | $105 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | ECHI-B Company Dissolved in `02 | ECHI Wyvernwoo Inc. Dissolved `02 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |

| | | |
|---|---|---|
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |



EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital Affordable Housing 97 V Dissolved in `02 | Edison Capital Affordable Hou 97 VI Dissolve `02 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |

| | | |
|---|---|---|
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |



EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital Affordable Housing 97 VIII Dissolved in `02 | Edison Capital Affordable Hou 99A Company Dissolved in ` |
|---|---|---|

| ASSETS | | |
|---|---|---|
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |
| Total assets | | |

EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital Housing Delaware Inc. | Edison Capital Housing Florid Dissolved in ` |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $5 | |
| Receivables - net | 39 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | 90 | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 26 | |
| Total current assets | 160 | |
| Nonutility property - net | 4,429 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,429 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 387 | |
| Total deferred charges | | |

| | |
|---|---|
| Assets of discontinued operations | |
| Total assets | $4,976 |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital Housing New Jersey | Edison Capital Housing New Yo Dissolved in ` |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | ($391) | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | (391) | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 3,709 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 3,709 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $3,318 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Housing North Carolina | Edison Housing Oregon, Inc. Dissolved in ` |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | $110 | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 110 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |

| | | |
|---|---|---|
| Other investments | 2,068 | |
| Total investment and other assets | 2,068 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |
| Total assets | $2,178 | |



EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EHI Development Company | EHI Developmen Fund |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $84 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | (2) | ($ |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | (82) | ( |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | 1, |
| Total investment and other assets | | 1, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |
| Total assets | ($82) | $ |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MHICAL 95 Company | Edison Housing Consolidation (6) |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | $2, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | ($1,436) | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | (1,436) | 2, |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (2,315) | 14, |
| Investments in leveraged leases | | |
| Other investments | 539 | |
| Total investment and other assets | (1,776) | 14, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | ($3,212) | $17, |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MHICAL 97 Company | MHIFED 94 Comp Dissolved in ` |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | $2,941 | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 2,941 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | 1,402 | |
| Total investment and other assets | 1,402 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |

| | | |
|---|---|---|
| Assets of discontinued operations | | |
| Total assets | $4,343 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MHIFED 96 Company Dissolved in `02 | MHIFED 96A Com Dissolved in ` |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |

| | | |
|---|---|---|
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Housing Alpha | Mission Housin Beta |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $25 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | (826) | ($ |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | (801) | ( |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |

| | | |
|---|---|---|
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |
| Total assets | ($801) | ( |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Housing Denver | Mission Housin Epsilon |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | ($136) | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | (136) | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 484 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 484 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $348 | $ |



EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Housing Holdings | Mission Housin Theta |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | ($934) | $ |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | (934) | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 2,952 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 2,952 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |
| Total assets | $2,018 | $ |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Housing Zeta | Mission SA Com Dissolved in ` |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | ($552) | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | (552) | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 4,045 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,045 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |

| | | |
|---|---|---|
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |
| Total assets | $3,493 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Funding Olive Court [6] | Edison Capital Housing Invest |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $161 | |
| Receivables - net | 2 | 22, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | 148 | 59, |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 24 | |
| Total current assets | 335 | 81, |
| Nonutility property - net | 2,786 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 198, |
| Investments in leveraged leases | | |
| Other investments | | 23, |
| Total investment and other assets | 2,786 | 221, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation | | |

| | | |
|---|---|---|
| and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 166 | 2, |
| Total deferred charges | 166 | 2, |
| Assets of discontinued operations | | |
| Total assets | $3,287 | $305, |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital Housing Investments Consolidated |
|---|---|
| ASSETS | |
| Cash and equivalents | $1,066 |
| Receivables - net | 22,578 |
| Fuel inventory | |
| Materials and supplies, at average cost | |
| Accumulated deferred income taxes - net | 186,922 |
| Trading and price risk management assets | |
| Prepayments and other current assets | 50 |
| Total current assets | 210,616 |

| | | |
|---|---|---|
| Nonutility property - net | 7,215 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 226,367 | |
| Investments in leveraged leases | | |
| Other investments | 100,403 | |
| Total investment and other assets | 333,985 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 2,820 | |
| Total deferred charges | 2,820 | |
| Assets of discontinued operations | | |
| Total assets | $547,421 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital (Bermuda) Investments, Ltd. 55 | Edison Capital (Bermuda) Ltd. |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | $126,157 | |
| Receivables – net | 403 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | 2,357 | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 128,917 | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (4,459) | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | (4,459) | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $124,458 | |

EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital International (Bermuda) Ltd. | Edison Capital International Transmission (Bermuda) Ltd. Dissolved in ` |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $65 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | (543) | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | (478) | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 34,111 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 34,111 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 7 | |
| Total deferred charges | 7 | |

| | |
|---|---|
| Assets of discontinued operations | |
| Total assets | $33,640 |

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital (Netherlands) Holdings Company B.V. 110 | Edison Capital (Netherlands) Investments B. [6] |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $2 | |
| Receivables - net | 12 | $6, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | (16) | ( |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | (2) | 6, |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 4,781 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,781 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |

| | | |
|---|---|---|
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $4,779 | $6, |



EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Funding Mu [6] | Mission Fundin Delta |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | $376 | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 376 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships | | |

| | | |
|---|---|---|
| and unconsolidated subsidiaries | | |
| Investments in leveraged leases | 24,955 | |
| Other investments | | |
| Total investment and other assets | 24,955 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $25,331 | |



EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Investments, Inc. | Mission (Bermu Investments, L 28 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $10 | |

| | | |
|---|---|---|
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | 75 | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 85 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $85 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002

(In thousands)

| | Consolidating Adjustments | Mission Fundin Epsilon Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $126, |
| Receivables - net | | 33, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | 2, |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | 162, |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 502, |
| Investments in leveraged leases | | 981, |
| Other investments | | |
| Total investment and other assets | | 1,484, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | $1,647, |

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EDISON CAPITAL and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Burlington Apartments, Inc. | Edison Capital Europe Limited |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($36) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (36) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 10 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 10 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding | | |

| | | |
|---|---|---|
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (194) | |
| Total common shareholders' equity | (194) | |
| Total liabilities and shareholders' equity | ($220) | $ |

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EDISON CAPITAL and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Funding Company Consolidated | Edison Mortgag Company Dissol in `02 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($120,036) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 17,609 | |
| Total current liabilities | (102,427) | |
| Long-term debt | 424,883 | |
| Accumulated deferred income taxes - net | 2,175,821 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |

| | | |
|---|---|---|
| Accumulated provision for pension and benefits | 9,943 | |
| Other long-term liabilities | 25,473 | |
| Total deferred credits and other liabilities | 2,211,237 | |
| Liabilities of discontinued operations | | |
| Minority Interest | 863 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 127,166 | |
| Accumulated other comprehensive income (loss) | (8,835) | |
| Retained earnings | 816,515 | |
| Total common shareholders' equity | 934,846 | |
| Total liabilities and shareholders' equity | $3,469,402 | |



EDISON CAPITAL and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission International Capital, Inc. Dissolved in `02 | Renewable Ener Capital Compan Dissolved in ` |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $16 | ($ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 16 | ( |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (16) | |
| Total common shareholders' equity | ($16) | |
| Total liabilities and shareholders' equity | | |

EDISON CAPITAL and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Edison Capital Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | $11, |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($400) | 1, |
| Accrued taxes | (56) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 26, |
| Total current liabilities | (456) | 39, |
| Long-term debt | | 424, |
| Accumulated deferred income taxes - net | | 2,180, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | 9, |
| Other long-term liabilities | | 41, |
| Total deferred credits and other liabilities | | 2,232, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (127,166) | 81, |

| | | |
|---|---|---|
| Accumulated other comprehensive income (loss) | | (8, |
| Retained earnings | | 708, |
| Total common shareholders' equity | (127,166) | 781, |
| Total liabilities and shareholders' equity | ($127,622) | $3,478, |

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EDISON CAPITAL and Subsidiaries [Tier 4]
EDISON FUNDING COMPANY CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital Housing Investments Consolidated | Edison Integra Energy Service Dissolved in ` |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $137,954 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 21,086 | |
| Total current liabilities | 159,040 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 41,750 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 11,432 | |
| Total deferred credits and other liabilities | 53,182 | |

| | | |
|---|---|---|
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 47,308 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 46,261 | |
| Total common shareholders' equity | 93,569 | |
| Total liabilities and shareholders' equity | $305,791 | |

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EDISON CAPITAL and Subsidiaries [Tier 4]
EDISON FUNDING COMPANY CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Funding Beta | Mission Fundin Epsilon Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($164,725) | ($721, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |

| | | |
|---|---|---|
| Total current liabilities | (164,725) | (721, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 579,700 | 987, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 579,700 | 987, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 115,372 | 1,225, |
| Accumulated other comprehensive income (loss) | | (8, |
| Retained earnings | 42,085 | 164, |
| Total common shareholders' equity | 157,457 | 1,381, |
| Total liabilities and shareholders' equity | $572,432 | $1,647, |



EDISON CAPITAL and Subsidiaries [Tier 4]
EDISON FUNDING COMPANY CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Funding Kappa | Mission Fundin Zeta |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $83,050 | ($52, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 83,050 | (52, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 194,449 | 32, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 194,449 | 32, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 115,508 | 40, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 108,194 | 12, |
| Total common shareholders' equity | 223,702 | 53, |

| | | |
|---|---|---|
| Total liabilities and shareholders' equity | $501,201 | $33, |

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EDISON CAPITAL and Subsidiaries [Tier 4]
EDISON FUNDING COMPANY CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Funding Company | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $950,665 | ($6, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 5,484 | |
| Total current liabilities | 956,149 | (6, |
| Long-term debt | 417,550 | |
| Accumulated deferred income taxes - net | 13,017 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 14,041 | |
| Total deferred credits and other liabilities | 27,058 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 127,166 | (1,937, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 206,079 | |
| Total common shareholders' equity | 333,245 | (1,937, |
| Total liabilities and shareholders' equity | $1,734,002 | ($1,944, |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | East Coast Capital, Inc. Dissolved in `02 | EC Asset Servi Inc. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | ($ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | ( |
| Long-term debt | | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EC Properties III, Inc. | EC-SLP, Inc. |
|---|---|---|

| | | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($12) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (12) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 11 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 11 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 2 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 104 | |
| Total common shareholders' equity | 106 | |
| Total liabilities and shareholders' equity | $105 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | ECHIB Company Dissolved in `02 | ECHI Wyvernwoo Inc. Dissolved `02 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |

| | | |
|---|---|---|
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital Affordable Housing 97 V Dissolved in `02 | Edison Capital Affordable Hou 97 VI Dissolve `02 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |

| | | |
|---|---|---|
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital Affordable Housing 97 VIII Dissolved in `02 | Edison Capital Affordable Hou 99A Company Dissolved in ` |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital Housing Delaware Inc. | Edison Capital Housing Florid Dissolved in ` |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $98 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 187 | |
| Total current liabilities | 285 | |
| Long-term debt | 4,826 | |
| Accumulated deferred income taxes - net | (2) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (2) | |
| Liabilities of discontinued operations | | |
| Minority Interest | (2) | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |

| | | |
|---|---|---|
| Common stock | 2 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (133) | |
| Total common shareholders' equity | (131) | |
| Total liabilities and shareholders' equity | $4,976 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital Housing New Jersey | Edison Capital Housing New Yo Dissolved in ` |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($5,576) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (5,576) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | (145) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | (145) | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 9,248 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (209) | |
| Total common shareholders' equity | 9,039 | |
| Total liabilities and shareholders' equity | $3,318 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Housing North Carolina | Edison Housing Oregon, Inc. Dissolved in ` |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($1,070) | |

| | | |
|---|---|---|
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (1,070) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 188 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 188 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 2,145 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 915 | |
| Total common shareholders' equity | 3,060 | |
| Total liabilities and shareholders' equity | $2,178 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED

Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EHI Development Company | EHI Developmen Fund |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($1,004) | ($3, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (1,004) | (3, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | (1, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | (1, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 1,002 | 5, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 84 | 1, |

| | | |
|---|---|---|
| Total common shareholders' equity | 1,086 | 6, |
| Total liabilities and shareholders' equity | $82 | $ |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MHICAL 95 Company | Edison Housing Consolidation (6) |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($57,203) | ($4, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (57,203) | (4, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | (601) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (601) | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 44,132 | 14, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 10,460 | 7, |
| Total common shareholders' equity | 54,592 | 22, |
| Total liabilities and shareholders' equity | ($3,212) | $17, |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MHICAL 97 Company | MHIFED 94 Comp Dissolved in ` |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($8,764) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (8,764) | |
| Long-term debt | | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | 1,182 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 1,182 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 3,906 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 8,019 | |
| Total common shareholders' equity | 11,925 | |
| Total liabilities and shareholders' equity | $4,343 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MHIFED 96 Company Dissolved in `02 | MHIFED 96A Com Dissolved in ` |
|---|---|---|

| | | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Housing Alpha | Mission Housin Beta |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($4,828) | ($7, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (4,828) | (7, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 29 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 29 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |

| | | |
|---|---|---|
| Total preferred securities of subsidiaries | | |
| Common stock | 3,264 | 4, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 734 | 2, |
| Total common shareholders' equity | 3,998 | 6, |
| Total liabilities and shareholders' equity | ($801) | ( |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Housing Denver | Mission Housin Epsilon |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($10,234) | ($1, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (10,234) | (1, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | (94) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | (94) | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 7,925 | 1, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 2,751 | |
| Total common shareholders' equity | 10,676 | 1, |
| Total liabilities and shareholders' equity | $348 | $ |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Housing Holdings | Mission Housin Theta |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($18,618) | ($1, |
| Accrued taxes | | |

| | | |
|---|---|---|
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (18,618) | (1, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | (462) | ( |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (462) | ( |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 17,570 | 1, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 3,528 | 1, |
| Total common shareholders' equity | 21,098 | 2, |
| Total liabilities and shareholders' equity | $2,018 | $ |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002

(In thousands)

| | Mission Housing Zeta | Mission SA Com Dissolved in ` |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($9,607) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (9,607) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | (123) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (123) | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 12,754 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 469 | |
| Total common shareholders' equity | 13,223 | |

| | |
|---|---|
| Total liabilities and shareholders' equity | $3,493 |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Funding Olive Court [6] | Edison Capital Housing Invest |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($99) | $137, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 465 | 21, |
| Total current liabilities | 366 | 159, |
| Long-term debt | 2,507 | |
| Accumulated deferred income taxes - net | | 41, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 11, |
| Total deferred credits and other liabilities | | 53, |
| Liabilities of discontinued operations | | |
| Minority Interest | 865 | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 47, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (451) | 46, |
| Total common shareholders' equity | (451) | 93, |
| Total liabilities and shareholders' equity | $3,287 | $305, |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital Housing Investments Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($56,864) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 12,125 | |
| Total current liabilities | (44,739) | |

| | | |
|---|---|---|
| Long-term debt | 7,333 | |
| Accumulated deferred income taxes - net | 52,938 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | 9,943 | |
| Other long-term liabilities | 11,432 | |
| Total deferred credits and other liabilities | 74,313 | |
| Liabilities of discontinued operations | | |
| Minority Interest | 863 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 273,622 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 236,029 | |
| Total common shareholders' equity | 509,651 | |
| Total liabilities and shareholders' equity | $547,421 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital | Edison Capital |
|---|---|---|

| | (Bermuda) Investments, Ltd. | (Bermuda) Ltd. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $127,408 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 127,408 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 2,384 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 2,384 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 6,723 | |
| Accumulated other comprehensive income (loss) | (6,854) | |
| Retained earnings | (5,203) | |
| Total common shareholders' equity | (5,334) | |
| Total liabilities and shareholders' equity | $124,458 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital International (Bermuda) Ltd. | Edison Capital International Transmission (Bermuda) Ltd. Dissolved in ` |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $2,404 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 2,404 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 24 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 24 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |

| | | |
|---|---|---|
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 29,384 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 1,828 | |
| Total common shareholders' equity | 31,212 | |
| Total liabilities and shareholders' equity | $33,640 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Capital (Netherlands) Holdings Company B.V. | Edison Capital (Netherlands) Investments B. [6] |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $305 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 305 | |
| Long-term debt | | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | (15) | ( |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (15) | ( |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,781 | 4, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (292) | 1, |
| Total common shareholders' equity | 4,489 | 6, |
| Total liabilities and shareholders' equity | $4,779 | $6, |

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Funding Mu [6] | Mission Fundin Delta |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($16,569) | ($19, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (16,569) | (19, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 17,818 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 17,818 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 14,750 | 13, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 9,332 | 6, |
| Total common shareholders' equity | 24,082 | 20, |
| Total liabilities and shareholders' equity | $25,331 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Investments, Inc. | Mission (Bermu Investments, L |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($80) | ($1, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (80) | (1, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | (150) | ( |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (150) | ( |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |

| | | |
|---|---|---|
| Total preferred securities of subsidiaries | | |
| Common stock | 25 | 1, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 290 | |
| Total common shareholders' equity | 315 | 1, |
| Total liabilities and shareholders' equity | $85 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Mission Fundin Epsilon Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | ($721, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | (721, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | 987, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | | 987, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 1,225, |
| Accumulated other comprehensive income (loss) | | (8, |
| Retained earnings | | 164, |
| Total common shareholders' equity | | 1,381, |
| Total liabilities and shareholders' equity | | $1,647, |



EDISON CAPITAL and Subsidiaries [Tier 3]
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Burlington Apartments, Inc. | Edison Capit Europe Limit |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |

| | | |
|---|---|---|
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($194) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($194) | |

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EDISON CAPITAL and Subsidiaries [Tier 3]
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Edison Funding Company Consolidated | Edison Mortg Company Diss in `02 |
|---|---|---|
| Electric utility | | |

| | | |
|---|---|---|
| Nonutility power generation | | |
| Financial services and other | $5,678 | |
| Total operating revenue | 5,678 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 27,204 | |
| Depreciation, decommissioning and amortization | 8,760 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 35,964 | |
| Operating income (loss) | (30,286) | |
| Interest and dividend income | (1,416) | |
| Other nonoperating income | (33,698) | |
| Interest expense - net of amounts capitalized | 35,671 | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (101,071) | |
| Income taxes (benefit) | (137,047) | |
| Income (loss) from continuing operations | 35,976 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 35,976 | |
| Retained earnings - beginning of year | 793,626 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $829,602 | |

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EDISON CAPITAL and Subsidiaries [Tier 3]
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Mission International | Renewable En Capital Comp |
|---|---|---|

| | Capital, Inc. Dissolved in `02 | Dissolved in |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $2 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 2 | |
| Operating income (loss) | (2) | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (2) | |
| Income taxes (benefit) | (1) | |
| Income (loss) from continuing operations | (1) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (1) | |
| Retained earnings - beginning of year | $1 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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EDISON CAPITAL and Subsidiaries [Tier 3]
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Edison Capit Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | $ |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $42 | 4 |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 42 | 4 |
| Operating income (loss) | (42) | (4 |
| Interest and dividend income | | ( |
| Other nonoperating income | 6 | (3 |
| Interest expense - net of amounts capitalized | | 3 |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 10 | (11 |
| Income taxes (benefit) | 4 | (14 |
| Income (loss) from continuing operations | 6 | 3 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 6 | 3 |
| Retained earnings - beginning of year | ($6) | 67 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | $70 |

EDISON CAPITAL and Subsidiaries [Tier 4]
EDISON FUNDING COMPANY CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Edison Capital Housing Investments Consolidated | Edison Integ Energy Servi Dissolved in |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | $6,495 | |
| Total operating revenue | 6,495 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | (194) | |
| Depreciation, decommissioning and amortization | 6,343 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 6,149 | |
| Operating income (loss) | 346 | |
| Interest and dividend income | 281 | |
| Other nonoperating income | (20,489) | |
| Interest expense - net of amounts capitalized | 2 | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (19,864) | |
| Income taxes (benefit) | (44,338) | |
| Income (loss) from continuing operations | 24,474 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 24,474 | |
| Retained earnings - beginning of year | 211,554 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $236,029 | |

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EDISON CAPITAL and Subsidiaries [Tier 4]
EDISON FUNDING COMPANY CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Mission Funding Beta | Mission Fund Epsilon Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | ($23,522) | ($2 |
| Total operating revenue | (23,522) | (2 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 3 | 3 |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 3 | 3 |
| Operating income (loss) | (23,525) | (6 |
| Interest and dividend income | | ( |
| Other nonoperating income | | ( |
| Interest expense - net of amounts capitalized | 15 | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (23,540) | (6 |
| Income taxes (benefit) | (20,046) | (4 |
| Income (loss) from continuing operations | (3,494) | (2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (3,494) | (2 |
| Retained earnings - beginning of year | 45,579 | 18 |

| | | |
|---|---|---|
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $42,085 | $16 |

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EDISON CAPITAL and Subsidiaries [Tier 4]
EDISON FUNDING COMPANY CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Mission Funding Kappa | Mission Fund Zeta |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | $55,946 | |
| Total operating revenue | 55,946 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 3 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 3 | |
| Operating income (loss) | 55,943 | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 55,943 | |
| Income taxes (benefit) | 15,327 | |
| Income (loss) from continuing operations | 40,616 | ( |
| Loss from discontinued operations | | |

| | | |
|---|---|---|
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 40,616 | ( |
| Retained earnings - beginning of year | 67,578 | 1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $108,194 | $1 |

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EDISON CAPITAL and Subsidiaries [Tier 4]
EDISON FUNDING COMPANY CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Edison Funding Company | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | $1 | |
| Total operating revenue | 1 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 6,544 | |
| Depreciation, decommissioning and amortization | 1 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 6,545 | |
| Operating income (loss) | (6,544) | |
| Interest and dividend income | 1,589 | |
| Other nonoperating income | (9,902) | |
| Interest expense - net of amounts capitalized | 35,595 | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations before taxes | (50,451) | |
| Income taxes (benefit) | (28,805) | |
| Income (loss) from continuing operations | (21,646) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (21,645) | |
| Retained earnings - beginning of year | 227,724 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $206,079 | |



EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | East Coast Capital, Inc. Dissolved in `02 | EC Asset Ser Inc. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |

| | | |
|---|---|---|
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |



EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | EC Properties III, Inc. | EC-SLP, Inc. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |

| | | |
|---|---|---|
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | ($26) | |
| Income (loss) from continuing operations | 26 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 26 | |
| Retained earnings - beginning of year | 78 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $104 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | ECHI-B Company Dissolved in `02 | ECHI Wyvernw Inc. Dissolv `02 |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |

| | | |
|---|---|---|
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |



EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Edison Capital Affordable Housing 97 V Dissolved in `02 | Edison Capit Affordable H 97 VI Dissol `02 |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |



EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Edison Capital Affordable Housing 97 VIII Dissolved in `02 | Edison Capit Affordable H 99A Company Dissolved in |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Edison Capital Housing Delaware Inc. | Edison Capit Housing Flor Dissolved in |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | $829 | |
| | 829 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 845 | |
| Depreciation, decommissioning and amortization | 185 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1,030 | |
| Operating income (loss) | (201) | |
| Interest and dividend income | | |
| Other nonoperating income | 1 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (200) | |
| Income taxes (benefit) | (81) | |
| Income (loss) from continuing operations | (119) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (119) | |
| Retained earnings - beginning of year | (14) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($133) | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Edison Capital Housing New Jersey | Edison Capit Housing New Dissolved in |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $3 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 3 | |
| Operating income (loss) | (3) | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (3) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (3) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (3) | |
| Retained earnings - beginning of year | (206) | |
| Dividends declared on common stock | | |

| | |
|---|---|
| Dividends declared on preferred stock | |
| Retained earnings - end of year | ($209) |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Edison Housing North Carolina | Edison Housi Oregon, Inc. Dissolved in |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $3 | |
| Depreciation, decommissioning and amortization | 37 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 40 | |
| Operating income (loss) | (40) | |
| Interest and dividend income | | |
| Other nonoperating income | (33) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (73) | |
| Income taxes (benefit) | (228) | |
| Income (loss) from continuing operations | 155 | |

| | |
|---|---|
| Loss from discontinued operations | |
| Income taxes (benefit) on discontinued operations | |
| Net income (loss) | 155 |
| Retained earnings - beginning of year | 760 |
| Dividends declared on common stock | |
| Dividends declared on preferred stock | |
| Retained earnings - end of year | $915 |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | EHI Development Company | EHI Developm Fund |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $3 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 3 | |
| Operating income (loss) | (3) | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations before taxes | (3) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (3) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (3) | |
| Retained earnings - beginning of year | 87 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $84 | $ |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | MHICAL 95 Company | Edison Housi Consolidatio [6] |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $3 | |
| Depreciation, decommissioning and amortization | 39 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 42 | |
| Operating income (loss) | (42) | |

| | | |
|---|---|---|
| Interest and dividend income | | |
| Other nonoperating income | (53) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (95) | |
| Income taxes (benefit) | (191) | |
| Income (loss) from continuing operations | 96 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 96 | |
| Retained earnings - beginning of year | 10,364 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $10,460 | $ |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | MHICAL 97 Company | MHIFED 94 Co Dissolved in |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $3 | |
| Depreciation, decommissioning and amortization | 43 | |
| Property and other taxes | | |

| | | |
|---|---|---|
| Net gain on sale of utility plant | | |
| Total operating expenses | 46 | |
| Operating income (loss) | (46) | |
| Interest and dividend income | | |
| Other nonoperating income | (175) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (221) | |
| Income taxes (benefit) | (593) | |
| Income (loss) from continuing operations | 372 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 372 | |
| Retained earnings - beginning of year | 7,647 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $8,019 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | MHIFED 96 Company Dissolved in `02 | MHIFED 96A C Dissolved in |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |

| | | |
|---|---|---|
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | $1 | |
| Income (loss) from continuing operations | 1 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 1 | |
| Retained earnings - beginning of year | ($1) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | $ |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Mission Housing Alpha | Mission Hous Beta |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |

| | | |
|---|---|---|
| Financial services and other | $1,265 | |
| Total operating revenue | 1,265 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 3 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 3 | |
| Operating income (loss) | 1,262 | |
| Interest and dividend income | | |
| Other nonoperating income | (213) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 1,049 | |
| Income taxes (benefit) | 525 | |
| Income (loss) from continuing operations | 524 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 524 | |
| Retained earnings - beginning of year | 210 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $734 | $ |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Mission Housing Denver | Mission Hous Epsilon |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $3 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 3 | |
| Operating income (loss) | (3) | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (3) | |
| Income taxes (benefit) | (1) | |
| Income (loss) from continuing operations | (2) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (2) | |
| Retained earnings - beginning of year | 2,753 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $2,751 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Mission Housing Holdings | Mission Hous Theta |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $3 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 3 | |
| Operating income (loss) | (3) | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (3) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (3) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (3) | |
| Retained earnings - beginning of year | 3,531 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $3,528 | $ |

EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Mission Housing Zeta | Mission SA C Dissolved in |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $3 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 3 | |
| Operating income (loss) | (3) | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (3) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (3) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (3) | |
| Retained earnings - beginning of year | 472 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $469 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Edison Funding Olive Court [6] | Edison Capit Housing Inve |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | ($156) | $ |
| Total operating revenue | (156) | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $450 | ( |
| Depreciation, decommissioning and amortization | 116 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 566 | |
| Operating income (loss) | (722) | |
| Interest and dividend income | | |
| Other nonoperating income | | ( |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (722) | ( |
| Income taxes (benefit) | (292) | (1 |
| Income (loss) from continuing operations | (430) | 1 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (430) | 1 |
| Retained earnings - beginning of year | (21) | 3 |
| Dividends declared on common stock | | |

| | | |
|---|---|---|
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($451) | $4 |

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Edison Capital Housing Investments Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | $6,495 | |
| Total operating revenue | 6,495 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | (194) | |
| Depreciation, decommissioning and amortization | 6,343 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 6,149 | |
| Operating income (loss) | 346 | |
| Interest and dividend income | 281 | |
| Other nonoperating income | (20,489) | |
| Interest expense - net of amounts capitalized | 2 | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (19,864) | |
| Income taxes (benefit) | (44,338) | |

| | | |
|---|---|---|
| Income (loss) from continuing operations | 24,474 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 24,474 | |
| Retained earnings - beginning of year | 211,554 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $236,029 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Edison Capital (Bermuda) Investments, Ltd. | Edison Capit (Bermuda) Lt |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | ($139) | |
| Total operating revenue | (139) | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | (4,265) | |
| Depreciation, decommissioning and amortization | 633 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | (3,632) | |
| Operating income (loss) | 3,493 | |
| Interest and dividend income | 1,537 | |
| Other nonoperating income | 3,687 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |

| | | |
|---|---|---|
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 8,717 | |
| Income taxes (benefit) | 6,583 | |
| Income (loss) from continuing operations | 2,134 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 2,134 | |
| Retained earnings - beginning of year | (7,337) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($5,203) | |



EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Edison Capital International (Bermuda) Ltd. | Edison Capit International Transmission (Bermuda) Lt Dissolved in |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | $2 | |
| Total operating revenue | 2 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 6 | |
| Depreciation, decommissioning and amortization | 1 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |

| | | |
|---|---|---|
| Total operating expenses | 7 | |
| Operating income (loss) | (5) | |
| Interest and dividend income | 24 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 19 | |
| Income taxes (benefit) | 49 | |
| Income (loss) from continuing operations | (30) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (30) | |
| Retained earnings - beginning of year | 1,858 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $1,828 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Edison Capital (Netherlands) Holdings Company B.V. | Edison Capit (Netherlands Investments [6] |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |

| | | |
|---|---|---|
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $64 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 64 | |
| Operating income (loss) | (64) | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (64) | |
| Income taxes (benefit) | 63 | |
| Income (loss) from continuing operations | (127) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (127) | |
| Retained earnings - beginning of year | (165) | ( |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($292) | $ |

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Mission Funding Mu [6] | Mission Fund Delta |
|---|---|---|
| Electric utility | | |

| | | |
|---|---|---|
| Nonutility power generation | | |
| Financial services and other | $263 | |
| Total operating revenue | 263 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 3 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 3 | |
| Operating income (loss) | 260 | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 260 | |
| Income taxes (benefit) | 475 | |
| Income (loss) from continuing operations | (215) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (215) | |
| Retained earnings - beginning of year | 9,547 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $9,332 | $ |

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

| | Mission Investments, Inc. | Mission (Ber Investments, |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | $2,526 | $ |
| Total operating revenue | 2,526 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 9 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 9 | |
| Operating income (loss) | 2,517 | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 2,517 | |
| Income taxes (benefit) | 1,813 | |
| Income (loss) from continuing operations | 704 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 704 | |
| Retained earnings - beginning of year | (414) | ( |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $290 | |

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings

December 31, 2002
(In thousands)

| | Consolidating Adjustments | Mission Fund Epsilon Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | ($6,833) | $2 |
| Total operating revenue | (6,833) | 2 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | (6,833) | 3 |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | ($6,833) | 3 |
| Operating income (loss) | | (6 |
| Interest and dividend income | | ( |
| Other nonoperating income | | ( |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | (6 |
| Income taxes (benefit) | | (4 |
| Income (loss) from continuing operations | | (2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | (2 |
| Retained earnings - beginning of year | | 18 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | $16 |

EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | 1st Time Homebuyer Opportunities LP (Chester County Homes) | 1010 SVN Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,540 | $993 |
| Revenues | $152 | $43 |
| Net Income (Loss) | $1 | ($19) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Investments | 99.9% by Edison Capital Housing Partners IX LP |

| Name of Entity: | 1101 Howard St Assoc LP | 1475 167th Ave Assoc LP (Bermuda Gardens Apts) |
|---|---|---|
| Equity Interest: | | |
| Assets | $52 | $1,077 |
| Revenues | $3 | $111 |
| Net Income (Loss) | ($2) | ($47) |
| Ownership Interest(s): | 99.00% by MHIFED 95 LP | 99.90% by Edison Capital Housing Partners XI LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | 1732 Champa LP (Buerger Brothers Lofts) | 18303 Kittridge Assoc-39 LP (Kittridge) |
|---|---|---|
| Equity Interest: | | |
| Assets | $6,432 | $1,683 |
| Revenues | $666 | $282 |
| Net Income (Loss) | ($111) | ($9) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Investments | 99.00% by Edison Capital Housing Investments |

| Name of Entity: | 210 Washington Ave Assoc (Renaissance Plaza) | 2400 Locust Assoc LP (Locust on the Park) |
|---|---|---|
| Equity Interest: | | |
| Assets | $5,723 | $22,243 |
| Revenues | $548 | $3,134 |
| Net Income (Loss) | ($499) | ($145) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Investments | 99.00% by Edison Capital Housing Investments |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | 2814 Fifth St Assoc LP (Land Park Woods) | 3790 Wisconsin Street Partners LP (Wisconsin III) |
|---|---|---|
| Equity Interest: | | |
| Assets | $777 | $0 |
| Revenues | $55 | $0 |
| Net Income (Loss) | ($29) | $0 |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners IX LP | 99.90% by Edison Capital Housing Investments |

| Name of Entity: | 708 Pico LP (Wavecrest Housing) | Aaron Michael Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $368 | $0 |
| Revenues | $12 | $0 |
| Net Income (Loss) | ($6) | $0 |
| Ownership Interest(s): | 99.9% by Edison Capital Housing Partners XV LP | 99.9% by Edison Capital Housing Partners XVIII LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Admiralty Heights Assoc II 1995 LP (Kent Manor) | AE Assoc LP (Avenida Espana) |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,680 | $7,247 |
| Revenues | $98 | $572 |
| Net Income (Loss) | ($79) | ($248) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners VI LP | 99.00% by Edison Funding Omicron Inc. |

| Name of Entity: | Agape Housing LP | Alhambra Apts LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $722 | $2,485 |
| Revenues | $46 | $290 |
| Net Income (Loss) | ($19) | ($30) |

| | | |
|---|---|---|
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.90% by Edison Capital Housing Partners XIII LP |



EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Altamont Hotel Assoc LP | AMCAL Santa Barbara Fund XXXVI LP (Positano) |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,805 | $1,540 |
| Revenues | $339 | $119 |
| Net Income (Loss) | ($68) | ($35) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners VI LP | 99.00% by Edison Capital Housing Partners V LP |

| Name of Entity: | Antelope Assoc LP | Apollo Development Assoc LP (Apollo Hotel) |
|---|---|---|
| Equity Interest: | | |
| Assets | $1 | $536 |

| | | |
|---|---|---|
| Revenues | $0 | $44 |
| Net Income (Loss) | $0 | ($17) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners XVII LP | 99.90% by Edison Capital Housing Partners XIV LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Argyle Redevelopment Partnership LP (The Argyle) | Arroyo Vista Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $5,591 | $135 |
| Revenues | $3,654 | $16 |
| Net Income (Loss) | ($621) | ($4) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Investments | 99.00% by Corporations for Affordable Housing LP |

| Name of Entity: | Auburn Manor Apts LP | Auburn Manor LLC |
|---|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,644 | ($10) |
| Revenues | $396 | $0 |
| Net Income (Loss) | ($59) | ($3) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XI LP | 50.00% by Edison Capital Housing Investments |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | B.A.I. Edison Ravenwood LP (Ravenwood) | Baker Park Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | ($12) | $1 |
| Revenues | $0 | $0 |
| Net Income (Loss) | ($2) | $0 |
| Ownership Interest(s): | 90.00% by Edison Capital Housing Delaware, Inc. | 99.00% by Edison Capital Housing Partners XVII LP |

| Name of Entity: | Bartlett Hill Assoc LP | Beacon Manor Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $4,809 | $705 |
| Revenues | $459 | $50 |
| Net Income (Loss) | ($523) | ($15) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Investments | 99.90% by Edison Capital Housing Partners X LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Berry Ave Assoc LP | Bodega Hills Investors LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $74 | $531 |
| Revenues | $4 | $33 |
| Net Income (Loss) | ($3) | ($12) |
| Ownership Interest(s): | 99.00% by MHIFED 94 LP | 99.00% by Edison Capital Housing Partners V LP |

| Name of Entity: | Boulder Creek Apartments LP | Bouquet Canyon Seniors LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $4,621 | $2 |
| Revenues | $364 | $0 |
| Net Income (Loss) | ($214) | $0 |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners X LP | 99.00% by Edison Capital Housing Partners XVI LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Bradley Manor Senior Apts LP | Brantwood II Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,437 | $2,570 |
| Revenues | $181 | $80 |
| Net Income (Loss) | ($45) | ($67) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners VI LP | 99.00% by Edison Funding Omicron Inc. |

| Name of Entity: | Brooks School Assoc LP | Bryn Mawr - Belle Shore LP (The) |
|---|---|---|
| Equity Interest: | | |
| Assets | $3,744 | $22,676 |
| Revenues | $140 | $2,333 |
| Net Income (Loss) | ($139) | ($791) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by Edison Funding Omicron Inc. |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Burlington Senior Housing LLC | Bush Hotel LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $587 | $10,609 |
| Revenues | $60 | $614 |
| Net Income (Loss) | ($14) | ($1,565) |

| | | |
|---|---|---|
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners X LP | 99.00% by Edison Funding Omicron Inc. |

| Name of Entity: | California Park Apts LP | Carlin LP (The) |
|---|---|---|
| Equity Interest: | | |
| Assets | $3,044 | $143 |
| Revenues | $464 | $15 |
| Net Income (Loss) | ($85) | ($6) |
| Ownership Interest(s): | 99.00% by MH I LP | 99.00% by Corporations for Affordable Housing LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Carson Housing LP (Carson Street) | Carson Terrace LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,801 | $623 |
| Revenues | $100 | $31 |

| | | |
|---|---|---|
| Net Income (Loss) | ($93) | $19 |
| Ownership Interest(s): | 98.00% by Edison Capital Housing Partners XI LP | 99.90% by Edison Capital Housing Partners XIV LP |

| Name of Entity: | C-Court LP (Cawelti Court) | CCS/Bellingham LP (Washington Grocery Building) |
|---|---|---|
| Equity Interest: | | |
| Assets | $572 | $4,039 |
| Revenues | $24 | $281 |
| Net Income (Loss) | ($12) | ($58) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners VII LP | 99.00% by Edison Capital Housing Investments |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | CCS/Renton Housing LP (Renton) | CDR Senior Housing Assoc LP (Casa del Rio) |
|---|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | $616 | $62 |
| Revenues | $38 | $4 |
| Net Income (Loss) | ($13) | ($2) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners X LP | 99.00% by MHIFED 94 LP |

| | | |
|---|---|---|
| Name of Entity: | Cedarshores Limited Dividend Housing Association LP | Centennial Place LP |
| Equity Interest: | | |
| Assets | $1,263 | $7,745 |
| Revenues | $128 | $563 |
| Net Income (Loss) | ($11) | ($423) |
| Ownership Interest(s): | 99.99% by Edison Capital Housing Partners XII LP<br><br>0.01% by Mission Funding Theta LP<br>Syndicated in `02 | 99.00% by MH V LP |

| Name of Entity: | Centro Partners LP (El Centro) | Cincinnati Ravenwood Apts LP (Ravenwood) |
|---|---|---|
| Equity Interest: | | |
| Assets | $4,887 | $4,987 |
| Revenues | $285 | $979 |
| Net Income (Loss) | ($271) | ($172) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by Edison Funding Omicron Inc.<br>1.00% by B.A.I. Edison Ravenwood LP (Ravenwood) |

| Name of Entity: | Cochrane Village Apts LP | Colina Vista LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $0 | $5,336 |
| Revenues | $0 | $247 |
| Net Income (Loss) | $0 | ($203) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners XIX LP | 99.00% by MHICAL 95 LP |

EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Coolidge Station Apts LLC | Corporations for Affordable Housing LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $307 | $256 |
| Revenues | $19 | $3 |
| Net Income (Loss) | ($13) | ($38) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners X LP | 1.00% by EC Properties, Inc. |

| Name of Entity: | Corporations for Affordable Housing LP III | Corona Ely/Ranch Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $12,684 | $86 |
| Revenues | $64 | $6 |
| Net Income (Loss) | ($1,393) | ($2) |
| Ownership Interest(s): | 1.00% by EC Properties III, Inc. | 99.00% by MHIFED 94 LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Coyote Springs Apts Assoc LP | Cypress Cove Assoc |
|---|---|---|
| Equity Interest: | | |
| Assets | $10,410 | $2,557 |
| Revenues | $683 | $189 |
| Net Income (Loss) | ($420) | ($125) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by Edison Funding Omicron Inc. |

| Name of Entity: | Del Carlo Court Assoc LP | Delta Plaza Apts LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $4,737 | $1,963 |
| Revenues | $219 | $91 |
| Net Income (Loss) | ($172) | ($81) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by Edison Funding Omicron Inc. |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Diamond Creek Apts LP | Diamond Phase III Venture LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $3 | $46 |
| Revenues | $0 | $2 |
| Net Income (Loss) | $0 | ($1) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XVI LP | 99.00% by Corporations for Affordable Housing LP |

| Name of Entity: | Don Avante Assoc II LP (Village Avante) | Double X Assoc 1995 LP (Terrace Manor) |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,218 | $1,684 |
| Revenues | $239 | $133 |
| Net Income (Loss) | ($52) | ($37) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XIV LP | 99.00% by Edison Capital Housing Partners VI LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | East Cotati Ave Partners LP | Eastwood Homes LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $5,016 | $1,871 |
| Revenues | $347 | $97 |
| Net Income (Loss) | ($173) | ($99) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by Edison Capital Housing Partners XI LP |

| Name of Entity: | ECH/HFC GP Partnership No. 2 | ECH Investor Partners VI-A LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,417 | $4,178 |
| Revenues | $1 | $11 |
| Net Income (Loss) | ($22) | ($186) |

| | | |
|---|---|---|
| Ownership Interest(s): | 56.70% by Edison Capital Housing Investments<br><br>43.30% GP by MHICAL 95 Company | 15.39% by Edison Capital Contributions VI Partners<br><br>1% GP by Edison Capital Housing Investments |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | ECHP LLC | EDA LP (Eagle's Nest) |
|---|---|---|
| Equity Interest: | | |
| Assets | $20,790 | $88 |
| Revenues | $0 | $24 |
| Net Income (Loss) | ($1) | ($2) |
| Ownership Interest(s): | 99.999% by ECHP Investment Company | 99.00% by Corporations for Affordable Housing LP II |

| Name of Entity: | Edison Capital Affordable Housing 99B G.P. | Edison Capital Housing Partners V LP |
|---|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,775 | $298 |
| Revenues | $5 | $1 |
| Net Income (Loss) | ($127) | ($16) |
| Ownership Interest(s): | 99.99% by Edison Capital Housing Investments<br>0.01% by Mission Funding Theta | 16.18% by Edison Capital Housing Investments |



EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Edison Capital Housing Partners VII LP | Edison Capital Housing Partners VIII LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $5,200 | $1,690 |
| Revenues | $8 | $2 |
| Net Income (Loss) | ($296) | ($103) |
| Ownership Interest(s): | 19.40% GP by ECH/HFC GP Partnership No. 1 | 18.54% by ECH/HFC GP Partnership No. 2 |

| Name of Entity: | Edison Capital Housing Partners X LP | Edison Capital Housing Partners XI LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $9,964 | $5,204 |
| Revenues | $29 | $13 |
| Net Income (Loss) | ($753) | ($641) |
| Ownership Interest(s): | 19.3952% by Edison Capital Affordable Housing 99B GP | 18.62486% by Edison Capital Affordable Housing 99B GP |



EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Edison Capital Housing Partners XIII LP | Edison Capital Housing Partners XIV LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,291 | $1,861 |
| Revenues | $4 | $15 |
| Net Income (Loss) | ($153) | ($96) |
| Ownership Interest(s): | 17.03513% by Edison Capital Affordable Housing 99B GP | 7.61% by Edison Capital Affordable Housing 99B GP |

| Name of Entity: | Edison Capital Housing Partners XVI LP | Edison Capital Housing Partners XVII LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $5 | $6 |
| Revenues | $0 | $0 |
| Net Income (Loss) | $0 | $0 |
| Ownership Interest(s): | 0.01% by ECHP LLC | 0.01% by ECHP LLC |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Edison Capital Housing Partners XIX LP | Edison Capital Contributions VI Partners |
|---|---|---|
| Equity Interest: | | |
| Assets | $25,232 | $20,468 |
| Revenues | $52 | $49 |
| Net Income (Loss) | ($836) | ($806) |

| | | |
|---|---|---|
| Ownership Interest(s): | 0.01% by ECHP LLC | 91.77% by Edison Capital Housing Investments<br><br>4.03% GP by Edison Housing North Carolina<br><br>4.20% GP by Edison Housing South Carolina |

| Name of Entity: | Edmundson Assoc LP (The Willows) | El Barrio Academy Urban Renewal Assoc LP (Academy Street) |
|---|---|---|
| Equity Interest: | | |
| Assets | $3,031 | $5,534 |
| Revenues | $179 | $194 |
| Net Income (Loss) | ($134) | ($163) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by Edison Funding Omicron Inc. |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Elizabeth West and East LP | Emanuel Grant Company LLC (Capitol Heights) |
|---|---|---|
| Equity Interest: | | |

| | | |
|---|---|---|
| Assets | $1,748 | $1,978 |
| Revenues | $169 | $143 |
| Net Income (Loss) | ($96) | ($107) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.90% by Edison Capital Housing Partners XV LP |

| Name of Entity: | Fairmont Hotel Urban Renewal Assoc LP | Fairview Village Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $68 | $6 |
| Revenues | $3 | $0 |
| Net Income (Loss) | ($5) | $0 |
| Ownership Interest(s): | 99.00% by Corporations for Affordable Housing LP | 99.00% by MHIFED 94 LP |



EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Fell St Housing Assoc LP | Fifth and Wilshire Apts LP |
|---|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | $129 | $1,148 |
| Revenues | $6 | $37 |
| Net Income (Loss) | ($4) | ($26) |
| Ownership Interest(s): | 99.00% by MHIFED 94 LP | 99.00% by Edison Capital Housing Partners VII LP |

| Name of Entity: | Florence Apts LLC | Florin Woods Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $3,526 | $1 |
| Revenues | $127 | $0 |
| Net Income (Loss) | ($111) | $0 |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Investments | 99.00% by Edison Capital Housing Partners XVIII LP |

| Name of Entity: | Fremont Building LP (Crescent Arms) | Garnet Housing Assoc LP (Garnet Lane Apts) |
|---|---|---|
| Equity Interest: | | |
| Assets | $2 | $2,112 |
| Revenues | $0 | $140 |
| Net Income (Loss) | $0 | ($94) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners XVII LP | 99.00% by MHICAL 97 LP |

| Name of Entity: | Gilroy Redwood Assoc LP (Redwoods) | Ginzton Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,833 | $8,766 |
| Revenues | $196 | $966 |
| Net Income (Loss) | ($119) | ($82) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by Edison Funding Omicron Inc. |

Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Good Samaritan Assoc LP | Grace Housing LP (Grace Street) |
|---|---|---|
| Equity Interest: | | |
| Assets | $47 | $2,482 |
| Revenues | $2 | $127 |
| Net Income (Loss) | ($1) | ($97) |
| Ownership Interest(s): | 99.00% by MHIFED 96A LP | 99.00% by Edison Capital Housing Partners XI LP |

| Name of Entity: | Greenway Village Assoc LP | Grossman Apts Investors LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $3,394 | $1,009 |
| Revenues | $261 | $111 |
| Net Income (Loss) | ($163) | ($38) |
| Ownership Interest(s): | 99.00% by MHICAL 96 LP | 99.00% by Edison Funding Omicron Inc. |

EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Hamilton Place Senior Living LP | Harry Clark Jr. Residential Center LLC |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,944 | $1,706 |
| Revenues | $269 | $50 |
| Net Income (Loss) | $1 | ($120) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners VI LP | 99.00% by Edison Capital Housing Investments |

| Name of Entity: | Heather Glen Assoc LP | Hercules Senior Housing Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $4,537 | $1 |
| Revenues | $388 | $0 |
| Net Income (Loss) | ($204) | $0 |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.90% by Edison Capital Housing Partners XVII LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Highland Village Partners LP | Hilltop Farms LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,198 | $0 |
| Revenues | $41 | $0 |
| Net Income (Loss) | $43 | $0 |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XV LP | 99.90% by Edison Capital Housing Partners XVI LP |

| Name of Entity: | Hollywood El Centro LP | Holy Family Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $106 | $8,683 |
| Revenues | $6 | $655 |
| Net Income (Loss) | ($4) | ($336) |
| Ownership Interest(s): | 99.00% by MHIFED 95 LP | 99.00% by Edison Funding Omicron Inc. |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 – Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Hope West Apts LP | Hotel Elkhart LLC (The Cornerstone) |
|---|---|---|
| Equity Interest: | | |
| Assets | $26 | $110 |
| Revenues | $1 | $18 |
| Net Income (Loss) | ($1) | ($1) |
| Ownership Interest(s): | 99.00% by MHIFED 94 LP | 99.00% by Mission Housing Epsilon |

| Name of Entity: | I.G. Partners LP (Island Gardens) | Josephinum Assoc LP (The) |
|---|---|---|
| Equity Interest: | | |
| Assets | $867 | $7,346 |
| Revenues | $87 | $1,266 |
| Net Income (Loss) | ($22) | ($859) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XV LP | 99.00% by Edison Capital Housing Investments |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Karen Partners LP | KDF Malabar LP (Malabar Apts) |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,069 | $4,621 |
| Revenues | $102 | $683 |
| Net Income (Loss) | ($17) | ($10) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XV LP | 99.00% by Edison Capital Housing Partners VI LP |

| Name of Entity: | KDF Park Glenn Seniors LP (Park Glenn Senior Apts II) | KDF Santa Paula LP (Santa Paula) |
|---|---|---|
| Equity Interest: | | |
| Assets | $0 | $0 |
| Revenues | $0 | $0 |

| | | |
|---|---|---|
| Net Income (Loss) | $0 | $0 |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XVI LP | 99.00% by Edison Capital Housing Partners XIX LP |



EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Kennedy Lofts Assoc LP | King Road Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $12,275 | $0 |
| Revenues | $3,198 | $0 |
| Net Income (Loss) | ($197) | $0 |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Investments | 99.90% by Edison Capital Housing Partners XVI LP |

| Name of Entity: | Knolls Community Assoc LP (The Knolls) | La Brea/Franklin LP |
|---|---|---|
| Equity Interest: | | |

| | | |
|---|---|---|
| Assets | $1,136 | $53 |
| Revenues | $50 | $3 |
| Net Income (Loss) | ($36) | ($3) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners IX LP | 99.00% by MHIFED 95 LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Lark Ellen LP | Larkin Pine LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,519 | $73 |
| Revenues | $166 | $3 |
| Net Income (Loss) | ($57) | ($3) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners X LP | 99.00% by MHIFED 95 LP |

| Name of Entity: | Lavell Village Assoc LP | LL Housing LP (Laurel Lakes) |
|---|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | $262 | $1 |
| Revenues | $17 | $0 |
| Net Income (Loss) | ($9) | $0 |
| Ownership Interest(s): | 99.00% by MHIFED 96 LP | 99.00% by Edison Capital Housing Partners XVI LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Lee Park Investors LP Sold in 2002 | Liberty House Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $25,383 | $41 |
| Revenues | $6,024 | $3 |
| Net Income (Loss) | $157 | ($1) |
| Ownership Interest(s): | 99.00% by Mission Housing Alpha | 99.00% by Corporations for Affordable Housing LP II |

| Name of Entity: | LINC-Bristol Assoc I, LP (City Gardens) | Lovejoy Station LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $7,042 | $2 |
| Revenues | $1,249 | $0 |
| Net Income (Loss) | $101 | $0 |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners VI LP | 99.90% by Edison Capital Housing Partners XVIII LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Mackenzie Park Assoc LP | Madison/Mollison LP (Park Mollison) |
|---|---|---|
| Equity Interest: | | |
| Assets | $13 | $6,399 |
| Revenues | $1 | $1,046 |
| Net Income (Loss) | ($1) | ($26) |
| Ownership Interest(s): | 99.00% by Corporations for Affordable Housing LP | 99.00% by Edison Capital Housing Investments |

| Name of Entity: | Maplewood Housing Associates LP | Maplewood School Apts LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $5,659 | $4,901 |
| Revenues | $527 | $220 |
| Net Income (Loss) | ($266) | ($184) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Investments | 99.00% by Edison Funding Omicron Inc. |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | MAS-WT LP (Washington Terrace) | Mayacamas Village Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $5,837 | $5,842 |
| Revenues | $704 | $358 |
| Net Income (Loss) | ($110) | ($187) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners VI LP | 99.00% by MHICAL 94 LP |

| Name of Entity: | Mercantile Housing LLC (Mercantile Square) | Mercy Housing California III LP (3rd and Reed) |
|---|---|---|
| Equity Interest: | | |
| Assets | $17,930 | $60 |
| Revenues | $2,032 | $4 |
| Net Income (Loss) | ($369) | ($3) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by MHIFED 95 LP |



EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Mercy Housing California VI LP (205 Jones) | Mercy Housing California IX LP (Sycamore) |
|---|---|---|
| Equity Interest: | | |
| Assets | $3,306 | $1,895 |
| Revenues | $282 | $109 |
| Net Income (Loss) | ($164) | ($59) |

| | | |
|---|---|---|
| Ownership Interest(s): | 99.00% by MHICAL 95 LP | 99.90% by Edison Capital Housing Partners X LP |

| Name of Entity: | Metro Senior Assoc LP | MH I LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $68 | $501 |
| Revenues | $4 | $10 |
| Net Income (Loss) | ($3) | ($116) |
| Ownership Interest(s): | 99.00% by MHIFED 96A LP | 1.00% by Edison Capital Housing Investments<br>99.00% by Edison Funding Omicron Inc. |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | MH III LP | MH IV LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $671 | $749 |
| Revenues | $8 | $9 |

| | | |
|---|---|---|
| Net Income (Loss) | ($359) | ($351) |
| Ownership Interest(s): | 1.00% by Edison Capital Housing Investments<br>99.00% by Mission Housing Delta | 1.00% by Edison Capital Housing Investments<br>99.00% by Mission Housing Delta |

| Name of Entity: | MHIFED 94 LP | MHICAL 94 LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $31,531 | $33 |
| Revenues | $108 | $1 |
| Net Income (Loss) | ($1,954) | ($12) |
| Ownership Interest(s): | 1.00% by Edison Capital Housing Investments | 1.00% by Edison Capital Housing Investments<br>99.00% by Edison Funding Omicron Inc. |



EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | MHICAL 95 LP | MHIFED 96 LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $172 | $197 |

| | | |
|---|---|---|
| Revenues | $3 | $0 |
| Net Income (Loss) | ($44) | ($13) |
| Ownership Interest(s): | 1.00% by Edison Capital Housing Investments<br>99.00% by Edison Funding Omicron Inc. | 5.00% by Edison Capital Housing Investments |

| Name of Entity: | MHICAL 96 LP | MHIFED 97 LP Dissolved in `02 |
|---|---|---|
| Equity Interest: | | |
| Assets | ($686) | $0 |
| Revenues | $19 | $0 |
| Net Income (Loss) | ($665) | $0 |
| Ownership Interest(s): | 1.00% by Edison Capital Housing Investments<br>99.00% by Edison Funding Omicron Inc. | 1.00% by Edison Capital Housing Investments<br>99.00% by MHIFED 97 Company |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Mid-Peninsula Century Village Assoc LP (Century Village) | Mid-Peninsula Sharmon Palms Assoc LP (Sharmon Palms) |
|---|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | $6,725 | $2,681 |
| Revenues | $837 | $253 |
| Net Income (Loss) | ($120) | ($88) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by Edison Capital Housing Investments |

| Name of Entity: | Mission Housing Investors Partnership | Mission Housing Partnership 1996 LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $20,406 | $0 |
| Revenues | $67 | $0 |
| Net Income (Loss) | ($1,841) | ($3) |
| Ownership Interest(s): | 5.00% by Mission Housing Theta | 1.00% by Edison Capital Housing Investments<br>99.00% by Edison Funding Omicron Inc. |



EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Morgan Hill Ranch Housing LP | Morrone Gardens Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,058 | $69 |
| Revenues | $143 | $7 |
| Net Income (Loss) | ($58) | ($3) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners X LP | 99.00% by MHIFED 94 LP |

| Name of Entity: | Mountain View Townhomes Assoc LP | MPT Apts LP (MacArthur Park) |
|---|---|---|
| Equity Interest: | | |
| Assets | $831 | $5,638 |
| Revenues | $42 | $994 |
| Net Income (Loss) | ($25) | ($341) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners VII LP | 99.00% by MH IV LP |

EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | National Boston Lofts Assoc LLLP (Boston Lofts) | Neary Lagoon Partners LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $20,646 | $8,515 |
| Revenues | $2,290 | $566 |
| Net Income (Loss) | ($31) | ($317) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Investments | 99.00% by Edison Funding Omicron Inc. |

| Name of Entity: | North Park Village LLC | North Town Housing Partners LP (Villa del Norte Village) |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,956 | $645 |
| Revenues | $143 | $24 |
| Net Income (Loss) | ($86) | ($23) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by MHIFED 96 LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Oak Forest Assoc LP | Oakdale Terrace Leased Housing Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $523 | $1,542 |
| Revenues | $22 | $194 |
| Net Income (Loss) | ($23) | ($19) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners VII LP | 98.99% by Edison Capital Housing Investments<br>0.01% by Mission Funding Theta |

| Name of Entity: | Ohlone Housing Assoc LP | Olive Court Apts LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,450 | $3,238 |
| Revenues | $223 | $484 |
| Net Income (Loss) | ($75) | ($110) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners VIII LP | 98.90% by Edison Capital Housing Investments<br>0.60% by Edison Funding Olive Court |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Omaha Amber Ridge LP (Amber Ridge) | Ontario Senior Housing LP (Ontario Plaza) |
|---|---|---|
| Equity Interest: | | |
| Assets | $7,336 | $1 |
| Revenues | $1,066 | $0 |
| Net Income (Loss) | ($20) | $0 |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by Edison Capital Housing Partners XIX LP |

| Name of Entity: | Osage Terrace LP | Oxnard Housing Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $510 | $35 |
| Revenues | $23 | $3 |
| Net Income (Loss) | ($13) | ($1) |
| Ownership Interest(s): | 99.89% by Edison Capital Housing Partners XII LP | 99.00% by MHIFED 96A LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Pacifica Community Assoc LP (Villa Pacifica) | Pacific Vista Las Flores LP (Vista Las Flores) |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,403 | $5,765 |
| Revenues | $190 | $7 |
| Net Income (Loss) | ($59) | $28 |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners X LP | 99.90% by Edison Capital Housing Investments |

| Name of Entity: | Palmer Heights, LLC | Palmer House LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $0 | $1,538 |
| Revenues | $0 | $207 |
| Net Income (Loss) | $0 | ($55) |

| | | |
|---|---|---|
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XVIII LP | 99.00% by Edison Funding Omicron Inc. |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Park Land Senior Apts Investors LP (Banducci) | Park Place Terrace LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $445 | $1,394 |
| Revenues | $19 | $49 |
| Net Income (Loss) | ($20) | ($41) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XIII LP | 99.00% by Edison Capital Housing Partners V LP |

| Name of Entity: | Park Williams Partners LP | Parkside Assoc LP (Parkside Senior) |
|---|---|---|
| Equity Interest: | | |
| Assets | $372 | $62 |
| Revenues | $20 | $3 |

| | | |
|---|---|---|
| Net Income (Loss) | ($10) | ($2) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XV LP | 99.00% by Corporations for Affordable Housing LP |



EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Parsonage Cottage Senior Residence LP | Patriots Pointe at Colonial Hills LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $43 | $534 |
| Revenues | $14 | $45 |
| Net Income (Loss) | ($2) | ($31) |
| Ownership Interest(s): | 99.00% by Corporations for Affordable Housing LP II | 99.9% by Edison Capital Housing Partners XV LP |

| Name of Entity: | Pellettieri Homes Urban Renewal Assoc LP | Persimmon Assoc LP |
|---|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | $1 | $903 |
| Revenues | $0 | $84 |
| Net Income (Loss) | $0 | ($29) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners XIX LP | 99.00% by Edison Capital Housing Partners X LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Pilot Grove LP | Pines Housing LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $5,374 | $34 |
| Revenues | $835 | $4 |
| Net Income (Loss) | ($573) | $0 |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Investments | 99.00% by Corporations for Affordable Housing LP |

| Name of Entity: | Pines Housing III LP | Pinmore Assoc LP |
|---|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | $23 | $1 |
| Revenues | $3 | $0 |
| Net Income (Loss) | $0 | $0 |
| Ownership Interest(s): | 99.00% by Corporations for Affordable Housing LP III | 99.00% by Edison Capital Housing Partners XVIII LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | PlumTree Preservation LP | Poco Way Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $725 | $894 |
| Revenues | $79 | $49 |
| Net Income (Loss) | ($2) | ($17) |
| Ownership Interest(s): | 99.9% by Edison Capital Housing Partners XV LP | 99.00% by MHIFED 96 LP |

| Name of Entity: | Post Office Plaza LP | Preservation Properties I LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $51,650 | $271 |
| Revenues | $5,723 | $50 |
| Net Income (Loss) | ($3,744) | ($4) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Investments | 99.90% by Edison Capital Housing Partners XIV LP |



EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Preservation Properties III LP | Preservation Properties IV LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $129 | $62 |
| Revenues | $29 | $15 |
| Net Income (Loss) | ($2) | ($1) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XIV LP | 99.90% by Edison Capital Housing Partners XIV LP |

| Name of Entity: | President John Adams Manor Apts LP | Prince Bozzuto LP (Fairground Commons) |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,135 | $396 |
| Revenues | $362 | $72 |
| Net Income (Loss) | ($30) | ($19) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XIII LP | 99.00% by Mission Housing Investors Partnership |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Providence-Brown St Housing LP (Brown St) | PVA LP (Park Victoria) |
|---|---|---|
| Equity Interest: | | |
| Assets | $284 | $743 |
| Revenues | $14 | $106 |
| Net Income (Loss) | ($12) | ($33) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners X LP | 99.00% by Edison Capital Housing Partners IX LP |

| Name of Entity: | Rancho Park Assoc LP | Red Lake LP #1 |
|---|---|---|
| Equity Interest: | | |
| Assets | $343 | $0 |
| Revenues | $19 | $0 |
| Net Income (Loss) | ($8) | $0 |
| Ownership Interest(s): | 99.00% by Mission Housing Investors Partnership | 99.00% by Edison Capital Housing Partners XVI LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Richmond City Center Assoc LP | Rincon De Los Esteros Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $6,209 | $3 |
| Revenues | $436 | $0 |
| Net Income (Loss) | ($242) | $0 |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by Edison Capital Housing Partners XIX LP |

| Name of Entity: | Riverside/ Liebrandt Partners LP (La Playa) | River Walk Apts Homes LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,331 | $483 |
| Revenues | $82 | $43 |
| Net Income (Loss) | ($102) | ($12) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by Edison Capital Housing Partners V LP |



EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Roebling Village Inn Urban Renewal LP | Rosebloom Assoc LP (Oakshade) |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,204 | $2,567 |
| Revenues | $66 | $196 |
| Net Income (Loss) | ($64) | ($138) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by Edison Funding Omicron Inc. |

| Name of Entity: | Round Walk Village Apts LP | Rowland Heights Preservation LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $128 | $969 |
| Revenues | $10 | $121 |
| Net Income (Loss) | ($3) | $21 |
| Ownership Interest(s): | 99.00% by MHIFED 96A LP | 99.9% by Edison Capital Housing Partners XIV LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Salem Lafayette Urban Renewal Assoc LP | San Diego Golden Villa Partners LP (Golden Villa) |
|---|---|---|
| Equity Interest: | | |
| Assets | $89 | $464 |
| Revenues | $8 | $27 |
| Net Income (Loss) | ($3) | ($19) |
| Ownership Interest(s): | 99.00% by Corporations for Affordable Housing LP | 99.00% by Edison Capital Housing Partners V LP |

III

| Name of Entity: | San Martin de Porres LP | San Pablo Senior Housing Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $0 | $3,435 |
| Revenues | $1 | $356 |
| Net Income (Loss) | $0 | ($134) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XVI LP | 99.00% by Edison Funding Omicron Inc. |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Santa Alicia Family Housing Assoc | Santa Alicia Gardens Townhomes LP (Gardens Townhomes) |
|---|---|---|
| Equity Interest: | | |
| Assets | $73 | $375 |
| Revenues | $8 | $27 |
| Net Income (Loss) | ($1) | ($12) |

| | | |
|---|---|---|
| Ownership Interest(s): | 99.00% by MHIFED 96A LP | 99.00% by Edison Capital Housing Partners V LP |

| Name of Entity: | Saratoga Vacaville LP (Saratoga Senior) | Schoolhouse Court Housing Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $848 | $0 |
| Revenues | $72 | $0 |
| Net Income (Loss) | ($22) | $0 |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XV LP | 99.90% by Edison Capital Housing Partners XIX LP |



EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Sea Ranch Apts LP | Seasons Affordable Senior Housing LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $111 | $275 |
| Revenues | $10 | $23 |

| | | |
|---|---|---|
| Net Income (Loss) | ($6) | ($13) |
| Ownership Interest(s): | 99.00% by Mission Housing Investors Partnership | 99.00% by MHIFED 96 LP |

| Name of Entity: | Serena Sunbow LP (Villa Serena) | Sherman Glen, LLC |
|---|---|---|
| Equity Interest: | | |
| Assets | $903 | $778 |
| Revenues | $84 | $94 |
| Net Income (Loss) | ($29) | ($15) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XV LP | 99.00% by Edison Capital Housing Partners IX LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Silver Lake Properties LP | Sky Parkway Housing Assoc LP |
|---|---|---|
| Equity Interest: | | |

| | | |
|---|---|---|
| Assets | $1,209 | $1 |
| Revenues | $109 | $0 |
| Net Income (Loss) | ($23) | $0 |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners VI LP | 99.00% by Edison Capital Housing Partners XVII LP |

| Name of Entity: | Solinas Village Partners LP | South 55th St LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $41 | $26 |
| Revenues | $2 | $2 |
| Net Income (Loss) | ($1) | ($0) |
| Ownership Interest(s): | 99.00% by MHIFED 95 LP | 99.00% by Corporations for Affordable Housing LP II |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | South Winery Assoc LP (The Winery Apts) | Southern Hotel LP |
|---|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | $6,875 | $0 |
| Revenues | $937 | $0 |
| Net Income (Loss) | ($357) | $0 |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.90% by Edison Capital Housing Partners XVI LP |

| Name of Entity: | Springdale Preservation LP (Springdale West) | Spring Valley Commons |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,893 | $78 |
| Revenues | $345 | $5 |
| Net Income (Loss) | $9 | ($3) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XIV LP | 99.00% by Corporations for Affordable Housing LP III |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | St. Hedwig's Gardens | St. Regis Park LP (Pear |
|---|---|---|

| | | Tree) |
|---|---|---|
| Equity Interest: | | |
| Assets | $572 | $944 |
| Revenues | $36 | $91 |
| Net Income (Loss) | ($11) | ($33) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners V LP | 99.9% by Edison Capital Housing Partners XV LP |

| Name of Entity: | Stony Point Apt Investors LP (Panas Place) | Strobridge Housing Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,911 | $1,524 |
| Revenues | $114 | $88 |
| Net Income (Loss) | ($60) | ($36) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XI LP | 99.00% by Edison Capital Housing Partners IX LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Sultana Acres Assoc LP | Sunset Creek Partners LP |
|---|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,165 | $1 |
| Revenues | $131 | $0 |
| Net Income (Loss) | ($165) | $0 |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by Edison Capital Housing Partners XVII LP |

| Name of Entity: | Tabor Grand LP | Terra Cotta Housing Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,750 | $2 |
| Revenues | $276 | $0 |
| Net Income (Loss) | ($136) | $0 |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Investments | 99.90% by Edison Capital Housing Partners XVI LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Three Oaks Housing LP | Tierra Linda Assoc LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $42 | $27 |
| Revenues | $3 | $1 |
| Net Income (Loss) | ($5) | ($1) |
| Ownership Interest(s): | 99.00% by MHIFED 95 LP | 99.00% by MHIFED 94 LP |

| Name of Entity: | Timber Sound II, Ltd | Tioga Gardens LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $2,024 | $40 |
| Revenues | $233 | $2 |
| Net Income (Loss) | ($21) | ($2) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners X LP | 99.00% by Corporations for Affordable Housing LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Trinity Park Apts LP | Trolley Terrace Townhomes LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $481 | $366 |
| Revenues | $26 | $14 |
| Net Income (Loss) | ($16) | ($17) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners X LP | 99.90% by Edison Capital Housing Partners IX LP |

| Name of Entity: | Twin Ponds Apts LP | Union Meadows Apts |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,734 | $778 |
| Revenues | $179 | $38 |
| Net Income (Loss) | ($78) | ($42) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XIII LP | 99.00% by Edison Capital Housing Partners V LP |



EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | University Park Properties LP | Upland Senior Housing LP (Coy D. Estes) |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,557 | $3,652 |
| Revenues | $28 | $343 |
| Net Income (Loss) | ($40) | ($66) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners VI LP | 99.00% by Edison Capital Housing Partners VI LP |

| Name of Entity: | Villa Maria Housing Partnership | Vine St Court LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $4,667 | $31 |
| Revenues | $177 | $2 |
| Net Income (Loss) | ($139) | ($1) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by MHIFED 96A LP |

December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Virginia Lane LP | Vista Properties LLC (Vista View) |
|---|---|---|
| Equity Interest: | | |
| Assets | $1 | $2,280 |
| Revenues | $0 | $239 |
| Net Income (Loss) | $0 | ($27) |
| Ownership Interest(s): | 99.90% by Edison Capital Housing Partners XIX LP | 99.00% by Edison Capital Housing Partners VI LP |

| Name of Entity: | Vista Verde Housing Associates LP (California) | Vista Verde Townhomes II LLC (Colorado) |
|---|---|---|
| Equity Interest: | | |
| Assets | $1 | $1,231 |
| Revenues | $0 | $66 |
| Net Income (Loss) | $0 | ($35) |
| Ownership Interest(s): | 99.9% by Edison Capital Housing Partners XVII LP | 99.00% by Edison Capital Housing Partners VI LP |

December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Walden Pond Ltd LP (Hamlet) | Wall Street Palmer House LP (Palmer Hotel) |
|---|---|---|
| Equity Interest: | | |
| Assets | $183 | $819 |
| Revenues | $21 | $76 |
| Net Income (Loss) | ($6) | ($4) |
| Ownership Interest(s): | 99.00% by Corporations for Affordable Housing LP | 99.00% by Edison Capital Housing Partners XI LP |

| Name of Entity: | Washington Creek Assoc LP | West Capital Courtyard LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $3,295 | $5,763 |
| Revenues | $243 | $342 |
| Net Income (Loss) | ($158) | $218 |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.00% by MHICAL 94 LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | Westfield Condominium Investment LP | Westgate Townhomes Assoc LP |
|---|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,449 | $4,151 |
| Revenues | $309 | $229 |
| Net Income (Loss) | ($16) | ($170) |
| Ownership Interest(s): | 98.99% by Edison Capital Housing Investments<br>0.01% by Mission Funding Theta | 99.00% by MHICAL 96 LP |

| Name of Entity: | Westport Village Homes Assoc LP | West Valley Hart LP (Hart and Alabama) |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,070 | $1,865 |
| Revenues | $104 | $114 |
| Net Income (Loss) | ($84) | ($182) |
| Ownership Interest(s): | 99.00% by Edison Funding Omicron Inc. | 99.90% by Edison Capital Housing Investments |

| Name of Entity: | White Mountain Apache Housing | Wilmington Housing Assoc LP (New Harbor Vista) |
|---|---|---|
| Equity Interest: | | |
| Assets | $1,844 | $2,290 |
| Revenues | $56 | $150 |
| Net Income (Loss) | ($45) | ($65) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Investments | 99.90% by Edison Capital Housing Partners XI LP |

| Name of Entity: | Winfield Hill Assoc LP | Wingate LLC (Regency Park) |
|---|---|---|
| Equity Interest: | | |
| Assets | $2 | $1,598 |
| Revenues | $0 | $142 |
| Net Income (Loss) | $0 | ($43) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners XIX LP | 99.9% by Edison Capital Housing Partners XV LP |

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

| Name of Entity: | Women's Westlake LP (Dorothy Day) | Woodland Arms Apts, Ltd (Willow Creek) |
|---|---|---|
| Equity Interest: | | |
| Assets | $750 | $1,661 |
| Revenues | $40 | $201 |
| Net Income (Loss) | ($23) | ($94) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing Partners XIII LP | 99.00% by Edison Capital Housing Partners VII LP |

| Name of Entity: | WPA/Edison LLC (Pier A) Dissolved in `02 | Yale Street LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $0 | $827 |
| Revenues | $0 | $47 |
| Net Income (Loss) | $0 | ($27) |
| Ownership Interest(s): | 99.00% by Edison Capital Housing New York | 99.90% by Edison Capital Housing Partners XII LP |

EDISON CAPITAL
Equity Investments
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

| Name of Entity: | AIG Asian Infrastructure Fund II LP | AIG Emerging Europe Infrastructure Fund LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $53,678 | $8,544 |
| Revenues | $1,668 | $18 |
| Net Income (Loss) | ($7,192) | ($1,541) |
| Ownership Interest(s): | 5.80% by Edison Capital Latin American Investments (Bermuda) Ltd. | 22.70% by Edison Capital Latin American Investments (Bermuda) Ltd. |

| Name of Entity: | AIG-GE Capital Latin American Infrastructure Fund LP | Compania Adminstradora de Empresas Bolivia SA (Cade) |
|---|---|---|
| Equity Interest: | | |
| Assets | $48,518 | $832 |
| Revenues | $539 | $596 |
| Net Income (Loss) | ($992) | $248 |
| Ownership Interest(s): | 8.00% by Edison Capital Latin American Investments (Bermuda) Ltd. | 12.55% by Edison Capital International (Bermuda) Ltd. |

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EDISON CAPITAL
Equity Investments
December 31, 2002 - Based on financial statements as of December 31, 2000
(In thousands)

| Name of Entity: | Empresa de Servicios Edeser S.A. (Edesar) | Empresa de Luz y Fuerza Electrica de Oruro SA (Elfeo) |
|---|---|---|
| Equity Interest: | | |
| Assets | $419 | $1,736 |
| Revenues | $484 | $1,469 |
| Net Income (Loss) | $103 | $29 |
| Ownership Interest(s): | 12.55% by Edison Capital International (Bermuda) Ltd. | 12.55% by Edison Capital International (Bermuda) Ltd. |

| Name of Equity | Lakota Ridge LLC | Olmeca Cable Investments Ltd. |
|---|---|---|
| Equity Interest: | | |
| Assets | $10,607 | $17,907 |
| Revenues | $743 | $18 |
| Net Income (Loss) | ($302) | ($434) |
| Ownership Interest(s): | 75.00% by Mission Funding Zeta | 21.7% by Edison Capital International (Bermuda) Ltd. |

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EDISON CAPITAL
Equity Investments
December 31, 2002 - Based on financial statements as of December 31, 2000
(In thousands)

| Name of Entity: | Storm Lake Power Partners | Trinidad and Tobago Methanol Company Limited |
|---|---|---|
| Equity Interest: | | |
| Assets | $173,103 | $3,512 |
| Revenues | $11,265 | $1,372 |
| Net Income (Loss) | ($3,287) | $201 |
| Ownership Interest(s): | 99.00% by Mission Iowa Wind Company | 1.0% by Edison Capital LAI (Bermuda) Ltd. |

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MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Associated Southern Investment Company (Inactive) | Calabasas Palatino, Inc. (Inactive) |
|---|---|---|

| | | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |
| Total assets | | |

MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Centrelake Partners LP (Inactive) | Irwindale Land Company (Inact |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |

| | | |
|---|---|---|
| Assets of discontinued operations | | |
| Total assets | | |

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MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Industrial Constructors, Inc. (Inactive) | Mission-Oceang (Inactive) |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |

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MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission South Bay Company (Inactive) | Mission Texas Property Holdi Inc. (Inactive |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |

| | | |
|---|---|---|
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |
| Total assets | | |

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MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Land Company | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $98 | |
| Receivables - net | 14,222 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |

| | | |
|---|---|---|
| Prepayments and other current assets | | |
| Total current assets | 14,320 | |
| Nonutility property - net | (1,860) | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | 1,860 | |
| Total investment and other assets | 0 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |
| Total assets | $14,320 | |

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MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Associated | Calabasas |
|---|---|---|

| | Southern Investment Company (Inactive) | Palatino, Inc. (Inactive) |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Centrelake Partners LP (Inactive) | Irwindale Land Company (Inact |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |

| | | |
|---|---|---|
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |



MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Industrial Constructors, Inc. (Inactive) | Mission-Oceang (Inactive) |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |

| | | |
|---|---|---|
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission South Bay Company (Inactive) | Mission Texas Property Holdi Inc. (Inactive |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt as due within one year | | |

| | | |
|---|---|---|
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Land Company | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $38 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | 267 | |
| Other current liabilities | 425 | |
| Total current liabilities | 730 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 3,188 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | 2,547 | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 5,735 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |

| | | |
|---|---|---|
| Retained earnings | 7,855 | |
| Total common shareholders' equity | 7,855 | |
| Total liabilities and shareholders' equity | $14,320 | |

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MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Associated Southern Investment Company | Calabasas Palatino, In (Inactive) |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | $4,482 | ($ |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | ($4,482) | $ |
| Retained earnings - end of year | | |



MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Centrelake Partners LP (Inactive) | Irwindale La Company (Ina |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |

| | | |
|---|---|---|
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($2,040) | $ |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | $2,040 | ($ |
| Retained earnings - end of year | | |

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MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Industrial Constructors, Inc. (Inactive) | Mission-Ocea |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |

| | | |
|---|---|---|
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($1) | $2 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | $1 | ($2 |
| Retained earnings - end of year | | |

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MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission South Bay Company (Inactive) | Mission Texa Property Hol Inc. (Inacti |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |

| | | |
|---|---|---|
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | $92 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | ($92) | |
| Retained earnings - end of year | | |

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MISSION LAND COMPANY and Subsidiaries [Tier 3]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Land Company | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |

| | | |
|---|---|---|
| Financial services and other | $10,487 | |
| Total operating revenue | 10,487 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 4,585 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | 6 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 4,591 | |
| Operating income (loss) | 5,896 | |
| Interest and dividend income | 239 | |
| Other nonoperating income | 334 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 6,469 | |
| Income taxes (benefit) | 3,553 | |
| Income (loss) from continuing operations | 2,916 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 2,916 | |
| Retained earnings - beginning of year | 167 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $3,083 | |

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MISSION POWER ENGINEERING COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Associated Southern Engineering | Mission Power Engineering Company (Inact |
|---|---|---|

| | Company (Inactive) | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |
| Total assets | | |

MISSION POWER ENGINEERING COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Power Engineering Company Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | $60 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 60 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 5 | |
| Total deferred charges | 5 | |

| | | |
|---|---|---|
| Assets of discontinued operations | | |
| Total assets | $65 | |

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MISSION POWER ENGINEERING COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Associated Southern Engineering Company (Inactive) | Mission Power Engineering Company (Inact |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | ($8, |
| Total deferred credits and other liabilities | | (8, |
| Liabilities of discontinued operations | | |

| Minority Interest | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | ($4) | (3, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | $4 | 11, |
| Total common shareholders' equity | | 8, |
| Total liabilities and shareholders' equity | | ( |

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MISSION POWER ENGINEERING COMPANY and Subsidiaries [Tier 3]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Power Engineering Company Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |

| | | |
|---|---|---|
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | ($8,913) | |
| Total deferred credits and other liabilities | (8,913) | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (3,000) | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 11,848 | |
| Total common shareholders' equity | 8,848 | |
| Total liabilities and shareholders' equity | ($65) | |

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MISSION POWER ENGINEERING COMPANY and Subsidiaries [Tier 3]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Associated Southern Engineering Company (Inactive) | Mission Powe Engineering Company (Ina |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($3) | (1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | (1) | |
| Retained earnings - end of year | ($4) | ($1 |

MISSION POWER ENGINEERING COMPANY and Subsidiaries [Tier 3]
Consolidating Statements of Income (Loss) and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Power Engineering Company Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $58 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 58 | |
| Operating income (loss) | (58) | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (58) | |
| Income taxes (benefit) | (64) | |
| Income (loss) from continuing operations | 6 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 6 | |
| Retained earnings - beginning of year | (11,854) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($11,848) | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Aguila Energy Company | Anacapa Energy Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 16, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 16, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |

| | |
|---|---|
| Assets of discontinued operations | |
| Total assets | $16, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Balboa Energy Company | Blue Ridge Ene Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Camino Energy Company | Capistrano Cogeneration Company Sold 01/11/200 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | $329 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 393 | |
| Total current assets | 722 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 96,833 | |
| Investments in leveraged leases | | |
| Other investments | | |

| | | |
|---|---|---|
| Total investment and other assets | 96,833 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 224 | |
| Total deferred charges | 224 | |
| Assets of discontinued operations | | |
| Total assets | $97,779 | |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Chesapeake Bay Energy Company | Chester Energy Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |

| | | |
|---|---|---|
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Colonial Energy Company (Inactive) | Coronado Energ Company |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002

(In thousands)

| | Del Mar Energy Company | Delaware Energ Conservers, In (Inactive) |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | $41 | |
| Total current assets | 41 | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 8,867 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 8,867 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $8,908 | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Devereaux Energy Company | East Maine Ene Company (Inact |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets – net | | |
| Other deferred charges | | |

| | | |
|---|---|---|
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Development, Inc. | Edison Mission Energy Fuel Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | $26 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 26 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | $111, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 111, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |

| | | |
|---|---|---|
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $26 | $111, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Interface Ltd. | Edison Mission Energy Service Inc. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | $ |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships | | |

| | | |
|---|---|---|
| and unconsolidated subsidiaries | $366 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 366 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $366 | $ |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Fuel Transportation, Inc. | Edison Mission Marketing and Trading, Inc. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $11, |
| Receivables - net | | 58, |

| | | |
|---|---|---|
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | 29, |
| Prepayments and other current assets | | 1, |
| Total current assets | | 100, |
| Nonutility property - net | | 4, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 4, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | 2, |
| Regulatory assets - net | | |
| Other deferred charges | | 14, |
| Total deferred charges | | 16, |
| Assets of discontinued operations | | |
| Total assets | | $121, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Holdings Co. Consolidated | Edison Mission Operation and Maintenance, I |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $59,177 | $ |
| Receivables - net | 1,295 | 6, |
| Fuel inventory | 27,257 | |
| Materials and supplies, at average cost | 24,159 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | (291) | |
| Prepayments and other current assets | 70,314 | |
| Total current assets | 181,911 | 7, |
| Nonutility property - net | 429,047 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 429,047 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 159,536 | |
| Total deferred charges | 159,536 | |
| Assets of discontinued operations | | |
| Total assets | $770,494 | $7, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | El Dorado Energy Company | EME CP Holding Co. Consolidat |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $1, |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | 3, |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | 98, |
| Total deferred charges | | 98, |

| | | |
|---|---|---|
| Assets of discontinued operations | | |
| Total assets | | $101, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EMOM Services, Inc. | EMP Inc. (Inac |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Global Power Investors, Inc. | Hancock Genera LLC |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |

| | | |
|---|---|---|
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Holtsville Energy Company | Indian Bay Ene Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |

| | | |
|---|---|---|
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Kings Canyon Energy Company | Kingspark Ener Company |
|---|---|---|

| | (Inactive) | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |

EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | La Jolla Energy Company (Inactive) | Lakeview Energ Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |

| | | |
|---|---|---|
| Total assets | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Longview Cogeneration Company | Madera Energy Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |

| | | |
|---|---|---|
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Majestic Energy Limited Consolidated | Midwest Genera EME, LLC Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $2 | $320, |
| Receivables - net | 1 | 62, |
| Fuel inventory | | 79, |
| Materials and supplies, at average cost | | 18, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | 2, |
| Prepayments and other current assets | | 27, |
| Total current assets | 3 | 509, |
| Nonutility property - net | | 4,031, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 4,031, |

| | | |
|---|---|---|
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | 62, |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | 62, |
| Assets of discontinued operations | | |
| Total assets | $3 | $4,602, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Capital LP | Mission Del Ci Inc. Consolida |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |

| | |
|---|---|
| Nonutility property - net | |
| Nuclear decommissioning trusts | |
| Investments in partnerships and unconsolidated subsidiaries | 23, |
| Investments in leveraged leases | |
| Other investments | |
| Total investment and other assets | 23, |
| Utility plant, at original cost: | |
| Transmission and distribution | |
| Generation | |
| Accumulated provision for depreciation and decommissioning | |
| Construction work in progress | |
| Nuclear fuel, at amortized cost | |
| Total utility plant | |
| Goodwill | |
| Regulatory assets - net | |
| Other deferred charges | |
| Total deferred charges | |
| Assets of discontinued operations | |
| Total assets | $24, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Construction Services, Inc. | Mission Energy Generation, In (Inactive) |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | | |
| Receivables - net | $1,070 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 1,070 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 3,946 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 3,946 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $5,016 | |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002

(In thousands)

| | Mission Energy Holdings International Inc. Consolidated | Mission Energy Indonesia (Inactive) |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $206,578 | |
| Receivables - net | 178,367 | |
| Fuel inventory | 5,006 | |
| Materials and supplies, at average cost | 22,086 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | 9,775 | |
| Prepayments and other current assets | 27,751 | |
| Total current assets | 449,563 | |
| Nonutility property - net | 3,528,044 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 1,297,837 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,825,881 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | 669,995 | |
| Regulatory assets - net | | |
| Other deferred charges | 70,733 | |
| Total deferred charges | 740,728 | |
| Assets of discontinued operations | | |
| Total assets | $6,016,172 | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy New York, Inc. | Mission Energy Wales Company Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $45 | |
| Receivables - net | 3,159 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 3,204 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 76,119 | $228, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 76,119 | 228, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |

| | | |
|---|---|---|
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $79,323 | $228, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Triple Cycle Systems Company | North Jackson Energy Company (Inactive) |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |

| | | |
|---|---|---|
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Ortega Energy Company | Panther Timber Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |

| | | |
|---|---|---|
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Pleasant Valley Energy Company | Prince George Energy Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |

| | | |
|---|---|---|
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Rapidan Energy Company | Reeves Bay Ene Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $10 | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 10 | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 654 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 654 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $664 | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Rio Escondido Energy Company | Riverport Ener Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |

| | | |
|---|---|---|
| Assets of discontinued operations | | |
| Total assets | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | San Joaquin Energy Company | San Juan Energ Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | $134 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 177 | $ |
| Total current assets | 311 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 51,238 | 49, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 51,238 | 49, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 76 | |
| Total deferred charges | 76 | |
| Assets of discontinued operations | | |
| Total assets | $51,625 | $49, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Santa Ana Energy Company | Santa Clara En Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |

| | | |
|---|---|---|
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Silver Springs Energy Company | Sonoma Geother Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |

| | | |
|---|---|---|
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Southern Sierra Energy Company | Thorofare Ener Company (Inact |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | | |
| Receivables - net | $8 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 279 | |
| Total current assets | 287 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 46,119 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 46,119 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 126 | |
| Total deferred charges | 126 | |
| Assets of discontinued operations | | |
| Total assets | $46,532 | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Vista Energy Company (Inactive) | Western Sierra Energy Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 61, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 61, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | $61, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Edison Mission Energy Consoli |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | ($87) | $647, |
| Receivables - net | (58,573) | 309, |
| Fuel inventory | (1) | 111, |
| Materials and supplies, at average cost | 1 | 64, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | (7,971) | 33, |
| Prepayments and other current assets | 64,499 | 195, |
| Total current assets | (2,132) | 1,362, |
| Nonutility property - net | (1,266,669) | 6,761, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (7,459,112) | 1,645, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | (8,725,781) | 8,406, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | (74,167) | 659, |
| Regulatory assets - net | | |
| Other deferred charges | 243,397 | 652, |

| | | |
|---|---|---|
| Total deferred charges | 169,230 | 1,312, |
| Assets of discontinued operations | 10,273 | 10, |
| Total assets | ($8,548,410) | $11,092, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Aguila Energy Company | Anacapa Energy Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($33,653) | $1, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (33,653) | 1, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 34,639 | 3, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 34,639 | 3, |
| Liabilities of discontinued operations | | |

| Minority Interest | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 7,867 | 10, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (8,853) | 2, |
| Total common shareholders' equity | ($986) | 12, |
| Total liabilities and shareholders' equity | | $16, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Balboa Energy Company | Blue Ridge Ene Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |

| | | |
|---|---|---|
| Long-term debt | | |
| Accumulated deferred income taxes - net | ($4) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (4) | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 14 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (10) | |
| Total common shareholders' equity | $4 | |
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Camino Energy Company | Capistrano Cogeneration |
|---|---|---|

| | | Company Sold 01/11/200 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($804) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (804) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 19,355 | |
| Accumulated deferred investment tax credits | 7,140 | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 26,495 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 48,506 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 23,582 | |
| Total common shareholders' equity | 72,088 | |
| Total liabilities and shareholders' equity | $97,779 | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Chesapeake Bay Energy Company | Chester Energy Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($1) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (1) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 1 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 1 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |

| | | |
|---|---|---|
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 1,518 | $ |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | ($1,518) | ($ |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Colonial Energy Company (Inactive) | Coronado Energ Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | $4 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | ($4) | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Del Mar Energy Company | Delaware Energ Conservers, In (Inactive) |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($120) | |

| | | |
|---|---|---|
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (120) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 2,971 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 2,971 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 3,738 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 2,319 | |
| Total common shareholders' equity | 6,057 | |
| Total liabilities and shareholders' equity | $8,908 | |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet

December 31, 2002
(In thousands)

| | Devereaux Energy Company | East Maine Ene Company (Inact |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $2,421 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 2,421 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 4,004 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 4,004 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (6,425) | |

| | | |
|---|---|---|
| Total common shareholders' equity | ($6,425) | |
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Development, Inc. | Edison Mission Energy Fuel Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | ($10, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($70,849) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | (248) | |
| Total current liabilities | (71,097) | (9, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 53 | 16, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 53 | 16, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 83,793 | 86, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (12,723) | 17, |
| Total common shareholders' equity | 71,070 | 104, |
| Total liabilities and shareholders' equity | $26 | $111, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Interface Ltd. | Edison Mission Energy Service Inc. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $62 | $ |
| Accrued taxes | (2) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 60 | |
| Long-term debt | | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 315 | |
| Accumulated other comprehensive income (loss) | (76) | |
| Retained earnings | 67 | ( |
| Total common shareholders' equity | 306 | |
| Total liabilities and shareholders' equity | $366 | $ |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Fuel Transportation, Inc. | Edison Mission Marketing and Trading, Inc. |
|---|---|---|

| | | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | $38, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | 30, |
| Other current liabilities | | 2, |
| Total current liabilities | | 71, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | (15, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 16, |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 60, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | (11, |
| Total common shareholders' equity | | 49, |
| Total liabilities and shareholders' equity | | $121, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Holdings Co. Consolidated | Edison Mission Operation and Maintenance, I |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $206 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (28,580) | ($20, |
| Accrued taxes | (1,705) | |
| Trading and price risk management liabilities | 9,293 | |
| Other current liabilities | 17,341 | 12, |
| Total current liabilities | (3,445) | (7, |
| Long-term debt | 324 | |
| Accumulated deferred income taxes - net | 15,359 | (3, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 19,259 | |
| Total deferred credits and other liabilities | 34,618 | (3, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |

| | | |
|---|---|---|
| Total preferred securities of subsidiaries | | |
| Common stock | 648,938 | 13, |
| Accumulated other comprehensive income (loss) | (4,415) | |
| Retained earnings | 94,474 | 4, |
| Total common shareholders' equity | 738,997 | 18, |
| Total liabilities and shareholders' equity | $770,494 | $7, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | El Dorado Energy Company | EME CP Holding Co. Consolidat |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $ |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $272 | (1, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | 3, |
| Other current liabilities | | |
| Total current liabilities | 272 | 3, |
| Long-term debt | | 82, |
| Accumulated deferred income taxes - net | (1,542) | 8, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | (1,542) | 8, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 9,217 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (7,947) | 6, |
| Total common shareholders' equity | $1,270 | 6, |
| Total liabilities and shareholders' equity | | $101, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EMOM Services, Inc. | EMP, Inc. (Inactive) |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | ($8, |

| | | |
|---|---|---|
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | (8, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 9, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | (1, |
| Total common shareholders' equity | | $8, |
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet

December 31, 2002
(In thousands)

| | Global Power Investors, Inc. | Hancock Genera LLC |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |

| | | |
|---|---|---|
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Holtsville Energy Company | Indian Bay Ene Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($169) | ( |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (169) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 169 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 169 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 896 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | ($896) | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Kings Canyon Energy Company (Inactive) | Kingspark Ener Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | ($1, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | (1, |

| | | |
|---|---|---|
| Long-term debt | | |
| Accumulated deferred income taxes - net | | 1, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | $1, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | $6 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | ($6) | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | La Jolla Energy Company (Inactive) | Lakeview Energ Company |
|---|---|---|

| | | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | $6 |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | ($6) |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Longview Cogeneration Company | Madera Energy Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |

| | | |
|---|---|---|
| Total preferred securities of subsidiaries | | |
| Common stock | $6 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | ($6) | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Majestic Energy Limited Consolidated | Midwest Genera EME, LLC Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $911, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $1,706 | (1,398, |
| Accrued taxes | 2,478 | |
| Trading and price risk management liabilities | | 2, |
| Other current liabilities | 145 | 166, |
| Total current liabilities | 4,329 | (317, |
| Long-term debt | | 2,127, |
| Accumulated deferred income taxes - net | 67 | 110, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 118, |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | 67 | 229, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 304,894 | 2,456, |
| Accumulated other comprehensive income (loss) | (482) | ( |
| Retained earnings | (308,805) | 107, |
| Total common shareholders' equity | (4,393) | 2,562, |
| Total liabilities and shareholders' equity | $3 | $4,602, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Capital LP | Mission Del Ci Inc. Consolida |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($154,639) | $5, |

| | | |
|---|---|---|
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (154,639) | 5, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | 2, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | 2, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | 150,000 | |
| Total preferred securities of subsidiaries | 150,000 | |
| Common stock | 4,640 | (2, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (1) | 18, |
| Total common shareholders' equity | $4,639 | 15, |
| Total liabilities and shareholders' equity | | $24, |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet

December 31, 2002
(In thousands)

| | Mission Energy Construction Services, Inc. | Mission Energy Generation, In (Inactive) |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($195) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (195) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 702 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 702 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,842 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (333) | |

| | | |
|---|---|---|
| Total common shareholders' equity | 4,509 | |
| Total liabilities and shareholders' equity | $5,016 | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Holdings International Inc. Consolidated | Mission Energy Indonesia (Inactive) |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | $77,551 | |
| Long-term debt due within one year | 131,222 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 150,516 | |
| Accrued taxes | 24,518 | |
| Trading and price risk management liabilities | 5,795 | |
| Other current liabilities | 87,959 | |
| Total current liabilities | 477,561 | |
| Long-term debt | 2,116,083 | |
| Accumulated deferred income taxes - net | 387,790 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 479,144 | |
| Total deferred credits and other liabilities | 866,934 | |
| Liabilities of discontinued operations | | |

| | | |
|---|---|---|
| Minority Interest | 579,656 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | 131,225 | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | 131,225 | |
| Common stock | 3,508,221 | |
| Accumulated other comprehensive income (loss) | (210,002) | |
| Retained earnings | (1,453,506) | |
| Total common shareholders' equity | 1,844,713 | |
| Total liabilities and shareholders' equity | $6,016,172 | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy New York, Inc. | Mission Energy Wales Company Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $117,055 | ($164, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 431 | |
| Total current liabilities | 117,486 | (164, |

| | | |
|---|---|---|
| Long-term debt | | |
| Accumulated deferred income taxes - net | 36,171 | 285, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 36,171 | 285, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 27,502 | 69, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (101,836) | 37, |
| Total common shareholders' equity | (74,334) | 106, |
| Total liabilities and shareholders' equity | $79,323 | $228, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Triple | North Jackson |
|---|---|---|

| | Cycle Systems Company | Energy Company (Inactive) |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | ($175) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (175) | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 176 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (1) | |
| Total common shareholders' equity | $175 | |
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Ortega Energy Company | Panther Timber Company | |
|---|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | | |
| Short-term debt | | | |
| Long-term debt due within one year | | | |
| Preferred stock to be redeemed within one year | | | |
| Accounts payable | | | |
| Accrued taxes | | | |
| Trading and price risk management liabilities | | | |
| Other current liabilities | | | |
| Total current liabilities | | | |
| Long-term debt | | | |
| Accumulated deferred income taxes - net | | | ($ |
| Accumulated deferred investment tax credits | | | |
| Customer advances and other deferred credits | | | |
| Power-purchase contracts | | | |
| Accumulated provision for pension and benefits | | | |
| Other long-term liabilities | | | |
| Total deferred credits and other liabilities | | | ( |
| Liabilities of discontinued operations | | | |
| Minority Interest | | | |
| Preferred stock of utility: | | | |
| Not subject to mandatory redemption | | | |
| Subject to mandatory redemption | | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | | |
| Other preferred securities | | | |

| | | |
|---|---|---|
| Total preferred securities of subsidiaries | | |
| Common stock | $7 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | ($7) | |
| Total common shareholders' equity | | $ |
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Pleasant Valley Energy Company | Prince George Energy Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($2,741) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (2,741) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 983 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | 983 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 3,221 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (1,463) | |
| Total common shareholders' equity | $1,758 | |
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Rapidan Energy Company | Reeves Bay Ene Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $32 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |

| | | |
|---|---|---|
| Other current liabilities | | |
| Total current liabilities | 32 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | (1,186) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (1,186) | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 3,947 | $ |
| Accumulated other comprehensive income (loss) | (54) | |
| Retained earnings | (2,075) | ($ |
| Total common shareholders' equity | 1,818 | |
| Total liabilities and shareholders' equity | $664 | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Rio Escondido Energy Company | Riverport Ener Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($116) | ( |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (116) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 116 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | $116 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |

| | | |
|---|---|---|
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | San Joaquin Energy Company | San Juan Energ Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $18,892 | $5, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 18,892 | 5, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 8,982 | 7, |
| Accumulated deferred investment tax credits | 2,453 | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 11,435 | 7, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |

| | | |
|---|---|---|
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 10,188 | 5, |
| Accumulated other comprehensive income (loss) | | 4, |
| Retained earnings | 11,110 | 26, |
| Total common shareholders' equity | 21,298 | 36, |
| Total liabilities and shareholders' equity | $51,625 | $49, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Santa Ana Energy Company | Santa Clara En Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | ($4) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |

| | | |
|---|---|---|
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (4) | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 13 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (9) | |
| Total common shareholders' equity | $4 | |
| Total liabilities and shareholders' equity | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Silver Springs Energy Company | Sonoma Geother Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |

| | | |
|---|---|---|
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | $ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | ( |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | ( |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | $6 | 3, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | ($6) | (3, |
| Total common shareholders' equity | | $ |
| Total liabilities and shareholders' equity | | |

EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Southern Sierra Energy Company | Thorofare Ener Company (Inact |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($23,728) | ( |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (23,728) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 5,533 | |
| Accumulated deferred investment tax credits | 3,239 | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 8,772 | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 44,190 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 17,298 | |

| | | |
|---|---|---|
| Total common shareholders' equity | 61,488 | |
| Total liabilities and shareholders' equity | $46,532 | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Vista Energy Company (Inactive) | Western Sierra Energy Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($1,452) | ($20, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (1,452) | (20, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 1,035 | 11, |
| Accumulated deferred investment tax credits | | 3, |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 1,035 | 14, |
| Liabilities of discontinued operations | | |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 1,097 | 51, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (680) | 16, |
| Total common shareholders' equity | $417 | 67, |
| Total liabilities and shareholders' equity | | $61, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Edison Mission Energy Consoli |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | $77, |
| Long-term debt due within one year | $10,333 | 1,089, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (13,129) | 181, |
| Accrued taxes | 1,710 | 34, |
| Trading and price risk management liabilities | (7,972) | 44, |
| Other current liabilities | (45,507) | 344, |
| Total current liabilities | (54,565) | 1,772, |
| Long-term debt | (1,319,646) | 4,872, |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | 60,360 | 1,161, |
| Accumulated deferred investment tax credits | (1) | 18, |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | 29, |
| Other long-term liabilities | 146,273 | 836, |
| Total deferred credits and other liabilities | 206,632 | 2,046, |
| Liabilities of discontinued operations | 3,024 | 3, |
| Minority Interest | (156,732) | 423, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | 131, |
| Other preferred securities | | 150, |
| Total preferred securities of subsidiaries | | 281, |
| Common stock | (8,401,276) | 2,697, |
| Accumulated other comprehensive income (loss) | (106,000) | (212, |
| Retained earnings | 1,280,153 | (791, |
| Total common shareholders' equity | (7,227,123) | 1,693, |
| Total liabilities and shareholders' equity | ($8,548,410) | $11,092, |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Aguila Energy Company | Anacapa Ener Company |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $ |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($8,853) | |
| Dividends declared on common stock | | ( |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($8,853) | $ |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002

(In thousands)

| | Balboa Energy Company | Blue Ridge E Company |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($10) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($10) | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Camino Energy Company | Capistrano Cogeneration Company Sold 01/11/2 |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $42,613 | |
| Financial services and other | | |
| Total operating revenue | 42,613 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 590 | |
| Depreciation, decommissioning and amortization | 575 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1,165 | |
| Operating income (loss) | 41,448 | |
| Interest and dividend income | (2,270) | |
| Other nonoperating income | (36) | |
| Interest expense - net of amounts capitalized | (113) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 39,029 | |
| Income (taxes) benefit | (15,051) | |
| Income (loss) from continuing operations | 23,978 | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | 23,978 | |
| Retained earnings - beginning of year | 874 | (1 |
| Dividends declared on common stock | (1,270) | $1 |
| Dividends declared on preferred stock | | |

| | | |
|---|---|---|
| Retained earnings - end of year | $23,582 | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Chesapeake Bay Energy Company | Chester Ener Company |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |

| | |
|---|---|
| Net income (loss) | |
| Retained earnings - beginning of year | ($1,518) |
| Dividends declared on common stock | |
| Dividends declared on preferred stock | |
| Retained earnings - end of year | ($1,518) |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Colonial Energy Company (Inactive) | Coronado Ene Company |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($4) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($4) | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Del Mar Energy Company | Delaware Ene Conservers, (Inactive) |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $7,985 | |
| Financial services and other | | |
| Total operating revenue | 7,985 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 61 | |
| Depreciation, decommissioning and amortization | 15 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 76 | |
| Operating income (loss) | 7,909 | |
| Interest and dividend income | | |

| | | |
|---|---|---|
| Other nonoperating income | (1) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 7,908 | |
| Income (taxes) benefit | (3,049) | |
| Income (loss) from continuing operations | 4,859 | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | 4,859 | |
| Retained earnings - beginning of year | 2,055 | |
| Dividends declared on common stock | (4,595) | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $2,319 | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Devereaux Energy Company | East Maine E Company (Ina |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |

| | | |
|---|---|---|
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($6,425) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($6,425) | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Development, Inc. | Edison Missi Energy Fuel Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $1 |
| Financial services and other | | |
| Total operating revenue | | 1 |

| | | |
|---|---|---|
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | 1 |
| Interest and dividend income | $1,389 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 1,389 | 1 |
| Income (taxes) benefit | (536) | ( |
| Income (loss) from continuing operations | 853 | 1 |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | 853 | 1 |
| Retained earnings - beginning of year | (13,576) | 1 |
| Dividends declared on common stock | | (1 |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($12,723) | $1 |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Energy Interface Ltd | Edison Missi Energy Servi Inc. |
|---|---|---|
| | | |

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $12 | |
| Financial services and other | | |
| Total operating revenue | 12 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 2 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 2 | |
| Operating income (loss) | 10 | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 10 | |
| Income (taxes) benefit | (6) | |
| Income (loss) from continuing operations | 4 | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | 4 | |
| Retained earnings - beginning of year | 63 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $67 | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Fuel Transportation, Inc. | Edison Missi Marketing an Trading, Inc |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $1 |
| Financial services and other | | |
| Total operating revenue | | 1 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | 4 |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | 4 |
| Operating income (loss) | | (2 |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | (2 |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | (1 |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | (1 |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | ($1 |

EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Holdings Co. Consolidated | Edison Missi Operation an Maintenance, |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $387,490 | $2 |
| Financial services and other | | |
| Total operating revenue | 387,490 | 2 |
| Fuel | 147,927 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 189,074 | 2 |
| Depreciation, decommissioning and amortization | 14,629 | |
| Property and other taxes | 366 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 351,996 | 2 |
| Operating income (loss) | 35,494 | |
| Interest and dividend income | (46,767) | |
| Other nonoperating income | 48,870 | |
| Interest expense - net of amounts capitalized | (826) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 36,771 | |
| Income (taxes) benefit | (14,513) | |
| Income (loss) from continuing operations | 22,258 | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | 22,258 | |
| Retained earnings - beginning of year | 72,212 | |
| Dividends declared on common stock | 4 | ( |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $94,474 | $ |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | El Dorado Energy Company | EME CP Holdi Co. Consolid |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $2 |
| Financial services and other | | |
| Total operating revenue | | 2 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | 2 |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | ( |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | 1 |
| Income (taxes) benefit | | ( |
| Income (loss) from continuing operations | | 1 |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | 1 |

| | | |
|---|---|---|
| Retained earnings - beginning of year | ($7,947) | |
| Dividends declared on common stock | | ( |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($7,947) | $ |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EMOM Services, Inc. | EMP, Inc. (Inactive) |
|---|---|---|
| | | |
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations | | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | ($ |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | ($ |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Global Power Investors, Inc. | Hancock Gene LLC |
|---|---|---|
| | | |
| | | |
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |

| | | |
|---|---|---|
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Holtsville Energy Company | Indian Bay E Company |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |

| | | |
|---|---|---|
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($896) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($896) | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Kings Canyon Energy Company (Inactive) | Kingspark En Company |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |

| | | |
|---|---|---|
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($6) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($6) | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | La Jolla Energy Company (Inactive) | Lakeview Ene Company |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($6) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($6) | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Longview Cogeneration Company | Madera Energ Company |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($6) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($6) | |

EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Majestic Energy Limited Consolidated | Midwest Gene EME, LLC Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $1,14 |
| Financial services and other | | |
| Total operating revenue | | 1,14 |
| Fuel | | 39 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $73 | 38 |
| Depreciation, decommissioning and amortization | | 15 |
| Property and other taxes | | 1 |
| Net gain on sale of utility plant | | |
| Total operating expenses | 73 | 94 |
| Operating income (loss) | (73) | 19 |
| Interest and dividend income | 1 | 12 |
| Other nonoperating income | 171 | |
| Interest expense - net of amounts capitalized | | (16 |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 99 | 15 |
| Income (taxes) benefit | (59) | (6 |
| Income (loss) from continuing operations | 40 | 9 |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | 40 | 9 |
| Retained earnings - beginning of year | (308,845) | 1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($308,805) | $10 |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Capital LP | Mission Del Inc. Consoli |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $1 |
| Financial services and other | | |
| Total operating revenue | | 1 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | 1 |
| Interest and dividend income | $13,953 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | (13,953) | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | 1 |
| Income (taxes) benefit | | ( |
| Income (loss) from continuing operations | | 1 |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | 1 |

| | | |
|---|---|---|
| Retained earnings - beginning of year | (1) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($1) | $1 |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Energy Construction Services, Inc. | Mission Ener Generation, |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | $521 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 521 | |
| Operating income (loss) | (521) | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (521) | |
| Income (taxes) benefit | 201 | |

| | | |
|---|---|---|
| Income (loss) from continuing operations | (320) | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | (320) | |
| Retained earnings - beginning of year | (13) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($333) | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Energy Holdings International Inc. Consolidated | Mission Ener Indonesia (Inactive) |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $1,309,295 | |
| Financial services and other | | |
| Total operating revenue | 1,309,295 | |
| Fuel | 426,747 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 484,097 | |
| Depreciation, decommissioning and amortization | 114,772 | |
| Property and other taxes | 12,600 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1,038,216 | |
| Operating income (loss) | 271,079 | |
| Interest and dividend income | 11,097 | |
| Other nonoperating income | 21,455 | |

| | | |
|---|---|---|
| Interest expense - net of amounts capitalized | (183,693) | |
| Other nonoperating deductions | (33,829) | |
| Dividends on preferred securities | (7,005) | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 79,104 | |
| Income (taxes) benefit | (59,698) | |
| Income (loss) from continuing operations | 19,406 | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | 19,406 | |
| Retained earnings - beginning of year | (1,501,920) | |
| Dividends declared on common stock | 29,008 | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($1,453,506) | |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Energy New York, Inc. | Mission Ener Wales Compan Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | ($4,534) | $ |
| Financial services and other | | |
| Total operating revenue | (4,534) | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 1,148 | |
| Depreciation, decommissioning and amortization | 1,271 | |
| Property and other taxes | | |

| | | |
|---|---|---|
| Net gain on sale of utility plant | | |
| Total operating expenses | 2,419 | |
| Operating income (loss) | (6,953) | |
| Interest and dividend income | (20,105) | |
| Other nonoperating income | 15 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (27,043) | 1 |
| Income (taxes) benefit | 8,760 | ( |
| Income (loss) from continuing operations | (18,283) | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | (18,283) | |
| Retained earnings - beginning of year | (83,553) | 3 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($101,836) | $3 |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Triple Cycle Systems Company | North Jackso Energy Compa (Inactive) |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |

| | | |
|---|---|---|
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($1) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($1) | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Ortega Energy Company | Panther Timb Company |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($7) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($7) | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Pleasant Valley Energy Company | Prince Georg Energy Compa |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $129 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 129 | |
| Operating income (loss) | (129) | |
| Interest and dividend income | | |
| Other nonoperating income | 2 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (127) | |
| Income (taxes) benefit | 49 | |
| Income (loss) from continuing operations | (78) | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | (78) | |
| Retained earnings - beginning of year | (1,385) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($1,463) | |

EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Rapidan Energy Company | Reeves Bay E Company |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $105 | |
| Financial services and other | | |
| Total operating revenue | 105 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | 4 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 4 | |
| Operating income (loss) | 101 | |
| Interest and dividend income | | |
| Other nonoperating income | 21 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 122 | |
| Income (taxes) benefit | (47) | |
| Income (loss) from continuing operations | 75 | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | 75 | |
| Retained earnings - beginning of year | (2,150) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($2,075) | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Rio Escondido Energy Company | Riverport En Company |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | $4 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 4 | |
| Income (taxes) benefit | (2) | |
| Income (loss) from continuing operations | 2 | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | 2 | |
| Retained earnings - beginning of year | (3) | |
| Dividends declared on common stock | $1 | |

| | | |
|---|---|---|
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | San Joaquin Energy Company | San Juan Ene Company |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $16,167 | $1 |
| Financial services and other | | |
| Total operating revenue | 16,167 | 1 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 311 | |
| Depreciation, decommissioning and amortization | 30 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 341 | |
| Operating income (loss) | 15,826 | 1 |
| Interest and dividend income | (671) | |
| Other nonoperating income | 4 | |
| Interest expense - net of amounts capitalized | (38) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 15,121 | 1 |
| Income (taxes) benefit | (5,742) | ( |
| Income (loss) from continuing operations | 9,379 | 1 |
| Loss from discontinued operations | | |

| | | |
|---|---|---|
| (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | 9,379 | 1 |
| Retained earnings - beginning of year | 2,122 | 1 |
| Dividends declared on common stock | (391) | ( |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $11,110 | $2 |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Santa Ana Energy Company | Santa Clara Company |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($9) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($9) | |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Silver Springs Energy Company | Sonoma Geoth Company |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |

| | | |
|---|---|---|
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income (taxes) benefit | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($6) | ($ |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($6) | ($ |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Southern Sierra Energy Company | Thorofare En Company (Ina |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $29,070 | |
| Financial services and other | | |
| Total operating revenue | 29,070 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 427 | |
| Depreciation, decommissioning and amortization | 58 | |
| Property and other taxes | | |

| | |
|---|---|
| Net gain on sale of utility plant | |
| Total operating expenses | 485 |
| Operating income (loss) | 28,585 |
| Interest and dividend income | (1,931) |
| Other nonoperating income | 109 |
| Interest expense - net of amounts capitalized | (63) |
| Other nonoperating deductions | |
| Dividends on preferred securities | |
| Dividends on utility preferred stock | |
| Income (loss) from continuing operations before taxes | 26,700 |
| Income (taxes) benefit | (10,146) |
| Income (loss) from continuing operations | 16,554 |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | |
| Income (taxes) benefit on discontinued operations | |
| Net income (loss) | 16,554 |
| Retained earnings - beginning of year | 1,140 |
| Dividends declared on common stock | (396) |
| Dividends declared on preferred stock | |
| Retained earnings - end of year | $17,298 |

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Vista Energy Company (Inactive) | Western Sier Energy Compa |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $2 |
| Financial services and other | | |
| Total operating revenue | | 2 |

| | | |
|---|---|---|
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | 2 |
| Interest and dividend income | | |
| Other nonoperating income | $680 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 680 | 2 |
| Income (taxes) benefit | (262) | ( |
| Income (loss) from continuing operations | 418 | 1 |
| Loss from discontinued operations (including loss on disposal of $1,309, net of tax) | | |
| Income (taxes) benefit on discontinued operations | | |
| Net income (loss) | 418 | 1 |
| Retained earnings - beginning of year | (1,098) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($680) | $1 |



EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | Edison Missi Energy Conso |
|---|---|---|
| | | |

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | ($89,615) | $3,03 |
| Financial services and other | | |
| Total operating revenue | (89,615) | 3,03 |
| Fuel | (27,380) | 94 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | (45,695) | 1,22 |
| Depreciation, decommissioning and amortization | (51,002) | 24 |
| Property and other taxes | (1,828) | 2 |
| Net gain on sale of utility plant | | |
| Total operating expenses | (125,905) | 2,44 |
| Operating income (loss) | 36,290 | 58 |
| Interest and dividend income | 48,272 | 2 |
| Other nonoperating income | (52,287) | ( |
| Interest expense - net of amounts capitalized | 90,808 | (45 |
| Other nonoperating deductions | 7,590 | (2 |
| Dividends on preferred securities | | (2 |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 130,573 | 11 |
| Income (taxes) benefit | (30,102) | (2 |
| Income (loss) from continuing operations | 110,471 | 8 |
| Loss from discontinued operations | (74,632) | (7 |
| Income (taxes) benefit on discontinued operations | (17,303) | 1 |
| Net income (loss) | 43,142 | 2 |
| Retained earnings - beginning of year | 1,204,465 | (81 |
| Dividends declared on common stock | 32,546 | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $1,280,153 | ($79 |

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EDISON MISSION ENERGY [Tier 5]
Equity Investments
December 31, 2002
(In thousands)

| Name of Entity: | American Bituminous Power Partners, LP | American Kiln Partners, LP |
|---|---|---|
| Equity Interest: | | |
| Assets | $65,479 | |
| Revenues | $10,396 | |
| Net Income (Loss) | ($2,551) | |
| Nature/Purpose of Business: | To own an 80MW cogeneration facility in Grant Town, WV. | Currently inactive. |
| Ownership Interest(s): | 49.5% by Aguila Energy Company<br>0.5% by Pleasant Valley Energy Co. | 2% by Panther Timber Company<br>49.5% of 53% by Aguila Energy Company<br>0.5% of 53% by Pleasant Valley Energy Company |

| Name of Entity: | Brookhaven Cogeneration LP | Brooklyn Navy Yard Cogeneration Partners, LP |
|---|---|---|
| Equity Interest: | | |
| Assets | | $226,019 |
| Revenues | | $70,109 |
| Net Income (Loss) | | ($14,289) |
| Nature/Purpose of Business: | To own and operate power production facilities. | To own and operate a 286MW power production facility near the Brooklyn Bridge, NY. |
| Ownership Interest(s): | 50% by Holtsville Energy Company<br>50% by Madera Energy Company | 50% by Mission Energy New York, Inc. |

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EDISON MISSION ENERGY [Tier 5]
Equity Investments
December 31, 2002
(In thousands)

| Name of Entity: | CL Power Sales Two, L.L.C. [6] | CL Power Sales Six, L.L.C. [6] |
|---|---|---|
| Equity Interest: | | |
| Assets | $23,777 | |
| Revenues | | |
| Net Income (Loss) | $61 | ($15) |
| Nature/Purpose of Business: | To own and operate power production facilities. | To own and operate power production facilities. |
| Ownership Interest(s): | 25% by Citizens Power Holdings One, LLC | 25% by Citizens Power Holdings One, LLC |

| Name of Entity: | CL Power Sales Eight, L.L.C. [6] | CL Power Sales Nine, L.L.C. [6] |
|---|---|---|
| Equity Interest: | | |
| Assets | $46,337 | $2,717 |
| Revenues | | |
| Net Income (Loss) | ($1,046) | $17 |
| Nature/Purpose of Business: | To own and operate power production facilities. | To own and operate power production facilities. |
| Ownership Interest(s): | 25% by Citizens Power Holdings One, LLC | 25% by Citizens Power Holdings One, LLC |

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EDISON MISSION ENERGY [Tier 5]
Equity Investments
December 31, 2002
(In thousands)

| Name of Entity: | Coalinga Cogeneration Company | Commonwealth Atlantic LP Sold 01/14/2002 |
|---|---|---|
| Equity Interest: | | |
| Assets | $18,169 | |
| Revenues | $14,353 | |
| Net Income (Loss) | $6,613 | |
| Nature/Purpose of Business: | To own and operate a 38MW cogeneration facility in Fresno County, CA. | To own a 340MW power production facility in Chesapeake, VA. |
| Ownership Interest(s): | 50% by Silverado Energy Company | 50% by Chickahominy River Energy Corp. |

| Name of Entity: | Delaware Clean Energy Project | Four Star Oil and Gas Company |
|---|---|---|
| Equity Interest: | | |
| Assets | | $124,607 |
| Revenues | | $84,719 |
| Net Income (Loss) | | $25,371 |

| | | |
|---|---|---|
| Nature/Purpose of Business: | To own and operate power production facilities. | To own an interest in common stock of domestic oil and gas exploration and production co. |
| Ownership Interest(s): | 50% by Chesapeake Bay Energy Company | 37.196% by Edison Mission Energy Oil and Gas |



EDISON MISSION ENERGY [Tier 5]
Equity Investments
December 31, 2002
(In thousands)

| Name of Entity: | Gordonsville Energy, LP | Harbor Cogeneration Company SOLD |
|---|---|---|
| Equity Interest: | | SOLD |
| Assets | $84,187 | |
| Revenues | $20,149 | |
| Net Income (Loss) | $4,978 | |
| Nature/Purpose of Business: | To own and operate a 240MW cogeneration facility in Gordonsville, VA. | To own and operate a 80MW cogeneration facility at Wilmington Oil Field in LA, CA. |
| Ownership Interest(s): | 49% by Madison Energy Company<br>1% by Rapidan Energy Company | 30% by South Coast Energy Company |

| Name of Entity: | Kern River Cogeneration Company | March Point Cogeneration Company |
|---|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | $58,477 | $68,823 |
| Revenues | $96,093 | $40,389 |
| Net Income (Loss) | $29,254 | $17,896 |
| Nature/Purpose of Business: | To own and operate a 300MW Kern River (Omar Hill) cogeneration facility at Texaco's Kern River Oil Field near Bakersfield, CA. | To own and operate a 140MW cogeneration facility in Anacortes, WA. |
| Ownership Interest(s): | 50% by Southern Sierra Energy Company | 50% by San Juan Energy Company |

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EDISON MISSION ENERGY [Tier 5]
Equity Investments
December 31, 2002
(In thousands)

| Name of Entity: | Midway-Sunset Cogeneration Company | Mission Interface Partnership |
|---|---|---|
| Equity Interest: | | |
| Assets | $76,808 | $367 |
| Revenues | $66,021 | |
| Net Income (Loss) | $14,405 | |
| Nature/Purpose of Business: | To own and operate a 225MW cogeneration facility near Taft in Kern County, CA. | To own and operate power production facilities. |

| | | |
|---|---|---|
| Ownership Interest(s): | 50% by San Joaquin Energy Company | 50% by Edison Mission Energy Interface, Ltd |

| Name of Entity: | Northville Energy Corporation | Oconee Energy, LP |
|---|---|---|
| Equity Interest: | | |
| Assets | | |
| Revenues | | |
| Net Income (Loss) | | |
| Nature/Purpose of Business: | To own and operate power production facilities. | To own and operate power production facilities. |
| Ownership Interest(s): | 100% by North Shore Energy LP | 50% by Clayville Energy Company<br>50% by Coronado Energy Company |

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EDISON MISSION ENERGY [Tier 5]
Equity Investments
December 31, 2002
(In thousands)

| Name of Entity: | Riverhead Cogeneration II, LP | Riverhead Cogeneration III, LP |
|---|---|---|
| Equity Interest: | | |
| Assets | | |
| Revenues | | |

| | | |
|---|---|---|
| Net Income (Loss) | | |
| Nature/Purpose of Business: | To own and operate power production facilities. | To own and operate power production facilities. |
| Ownership Interest(s): | 50% by Riverport Energy Company<br>50% by San Pedro Energy Company | 50% by Indian Bay Energy Company<br>50% by Santa Ana Energy Company |

| Name of Entity: | Salinas River Cogeneration Company | Sargent Canyon Cogeneration Company |
|---|---|---|
| Equity Interest: | | |
| Assets | $19,776 | $19,859 |
| Revenues | $13,365 | $13,731 |
| Net Income (Loss) | $7,235 | $7,767 |
| Nature/Purpose of Business: | To own and operate a 38MW cogeneration facility in Monterey Co., CA. | To own and operate a 38MW cogeneration facility in Monterey Co, CA |
| Ownership Interest(s): | 50% by Anacapa Energy Company | 50% by Viejo Energy Company |

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EDISON MISSION ENERGY [Tier 5]
Equity Investments
December 31, 2002
(In thousands)

| Name of Entity: | Sobel Cogeneration Company | Sycamore Cogeneration Company |
|---|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | | $75,938 |
| Revenues | | $100,936 |
| Net Income (Loss) | | $27,253 |
| Nature/Purpose of Business: | Currently is inactive. | To own and operate a 300MW cogeneration facility at Texaco's Kern River Oil Field near Bakersfield, CA. |
| Ownership Interest(s): | 50% by Northern Sierra Energy Company | 50% by Western Sierra Energy Co. |

| Name of Entity: | Triple Cycle Partnership | Watson Cogeneration Company |
|---|---|---|
| Equity Interest: | | |
| Assets | | $102,269 |
| Revenues | | $114,956 |
| Net Income (Loss) | | $32,627 |
| Nature/Purpose of Business: | To own 25% interest in partnership that has rights to a proprietary technology. | To own and operate a 385MW cogeneration facility at ARCO's LA Refinery in Carson, CA |
| Ownership Interest(s): | 50% by Mission Triple Cycle Systems Company | 49% by Camino Energy Company |



EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Fuel | Edison Mission Energy Oil and |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $24,204 | $30, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 24,204 | 30, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $24,204 | $30, |

Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Pocono Fuels Company (Inactive) | Southern Sierr Gas Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | ($1, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | (1, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | ($1, |

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EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Fuel Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $111,435 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 111,435 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |

| | | |
|---|---|---|
| Total assets | $111,435 | |

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EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Fuel | Edison Mission Energy Oil and |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | ($9, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | (8, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | $2,291 | 13, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 2,291 | 13, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |

| | | |
|---|---|---|
| Total preferred securities of subsidiaries | | |
| Common stock | 5,127 | 16, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 16,786 | 8, |
| Total common shareholders' equity | 21,913 | 24, |
| Total liabilities and shareholders' equity | $24,204 | $30, |

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EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Pocono Fuels Company (Inactive) | Southern Sierr Gas Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($562) | ($ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (562) | ( |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 563 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 563 | |

| | | |
|---|---|---|
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (1) | ( |
| Total common shareholders' equity | ($1) | ( |
| Total liabilities and shareholders' equity | | ($1, |



EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Fuel Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($10,333) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 645 | |

| | | |
|---|---|---|
| Total current liabilities | (9,688) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 16,837 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 16,837 | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 86,468 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 17,818 | |
| Total common shareholders' equity | 104,286 | |
| Total liabilities and shareholders' equity | $111,435 | |

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EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Energy Fuel | Edison Missi Energy Oil a |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $2 |
| Financial services and other | | |
| Total operating revenue | | 2 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | 1 |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | 2 |
| Income taxes (benefit) | | ( |
| Income (loss) from continuing operations | | 1 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | 1 |
| Retained earnings - beginning of year | $18,636 | |
| Dividends declared on common stock | (1,850) | (1 |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $16,786 | $ |



EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Pocono Fuels Company (Inactive) | Southern Sie Gas Company |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | ($ |
| Financial services and other | | |
| Total operating revenue | | ( |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | ( |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | ( |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | ($1) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($1) | |

EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Energy Fuel Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $19,848 | |
| Financial services and other | | |
| Total operating revenue | 19,848 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | 1,124 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1,124 | |
| Operating income (loss) | 18,724 | |
| Interest and dividend income | 633 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 19,357 | |
| Income taxes (benefit) | (2,570) | |
| Income (loss) from continuing operations | 16,787 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 16,787 | |
| Retained earnings - beginning of year | 19,668 | |
| Dividends declared on common stock | (18,637) | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $17,818 | |

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Chestnut Ridge Energy Company | Homer City Property Holdi Inc. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $46,962 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 46,962 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |

| | | |
|---|---|---|
| Total deferred charges | | |
| Total assets | $46,962 | $ |

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Homer City Generation LP [6] | Edison Mission Finance Co. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $59,174 | |
| Receivables - net | 1,295 | |
| Fuel inventory | 27,257 | |
| Materials and supplies, at average cost | 24,159 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | (291) | |
| Prepayments and other current assets | 70,314 | |
| Total current assets | 181,908 | |
| Nonutility property - net | 1,969,605 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 1,969,605 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |

| | | |
|---|---|---|
| Regulatory assets - net | | |
| Other deferred charges | 77,910 | |
| Total deferred charges | 77,910 | |
| Total assets | $2,229,423 | |

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Edison Mission Holdings Co. Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $59, |
| Receivables - net | | 1, |
| Fuel inventory | | 27, |
| Materials and supplies, at average cost | | 24, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | ( |
| Prepayments and other current assets | | 70, |
| Total current assets | | 181, |
| Nonutility property - net | ($1,540,943) | 429, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (753,652) | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | (2,294,595) | 429, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |

| | | |
|---|---|---|
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 81,626 | 159, |
| Total deferred charges | 81,626 | 159, |
| Total assets | ($2,212,969) | $770, |

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Chestnut Ridge Energy Company | Homer City Property Holdi Inc. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($939) | ( |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (939) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 2,639 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | 2,639 | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 63,897 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (18,635) | ( |
| Total common shareholders' equity | 45,262 | |
| Total liabilities and shareholders' equity | $46,962 | $ |

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Homer City Generation LP [6] | Edison Mission Finance Co. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $59,723 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 630,730 | ($658, |
| Accrued taxes | (1,705) | |
| Trading and price risk management liabilities | 9,293 | |
| Other current liabilities | 59,082 | |

| | | |
|---|---|---|
| Total current liabilities | 757,123 | (658, |
| Long-term debt | 1,426,961 | |
| Accumulated deferred income taxes - net | (17,324) | ( |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 19,259 | |
| Total deferred credits and other liabilities | 1,935 | ( |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 62,801 | 626, |
| Accumulated other comprehensive income (loss) | (4,415) | |
| Retained earnings | (14,982) | 33, |
| Total common shareholders' equity | 43,404 | $659, |
| Total liabilities and shareholders' equity | $2,229,423 | |

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Edison Mission Holdings Co. |
|---|---|---|

| | | Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | ($59,517) | $ |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | (28, |
| Accrued taxes | | (1, |
| Trading and price risk management liabilities | | 9, |
| Other current liabilities | (41,741) | 17, |
| Total current liabilities | (101,258) | (3, |
| Long-term debt | (1,426,637) | |
| Accumulated deferred income taxes - net | 30,968 | 15, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 19, |
| Total deferred credits and other liabilities | 30,968 | 34, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (754,208) | 648, |
| Accumulated other comprehensive income (loss) | | (4, |
| Retained earnings | 38,166 | 94, |
| Total common shareholders' equity | (716,042) | 738, |
| Total liabilities and shareholders' equity | ($2,212,969) | $770, |

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Chestnut Ridge Energy Company | Homer City Property Hol Inc. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | $161 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 161 | |
| Income taxes (benefit) | (62) | |
| Income (loss) from continuing operations | 99 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 99 | |
| Retained earnings - beginning of year | 24,765 | |
| Dividends declared on common stock | (43,499) | |
| Dividends declared on preferred stock | | |

| | | |
|---|---|---|
| Retained earnings - end of year | ($18,635) | |

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Homer City Generation LP [6] | Edison Missi Finance Co. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $387,490 | |
| Financial services and other | | |
| Total operating revenue | 387,490 | |
| Fuel | 147,927 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 86,788 | |
| Depreciation, decommissioning and amortization | 61,892 | |
| Property and other taxes | 366 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 296,973 | |
| Operating income (loss) | 90,517 | |
| Interest and dividend income | (46,767) | |
| Other nonoperating income | (1,009) | 4 |
| Interest expense - net of amounts capitalized | (119,845) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (77,104) | 4 |
| Income taxes (benefit) | 33,561 | (1 |
| Income (loss) from continuing operations | (43,543) | 3 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (43,543) | 3 |

| | | |
|---|---|---|
| Retained earnings - beginning of year | 28,561 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($14,982) | $3 |

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | Edison Missi Holdings Co. Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $38 |
| Financial services and other | | |
| Total operating revenue | | 38 |
| Fuel | | 14 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $102,208 | 18 |
| Depreciation, decommissioning and amortization | (47,267) | 1 |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 54,941 | 35 |
| Operating income (loss) | (54,941) | 3 |
| Interest and dividend income | | (4 |
| Other nonoperating income | | 4 |
| Interest expense - net of amounts capitalized | 119,019 | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 64,078 | 3 |
| Income taxes (benefit) | (28,871) | (1 |

| | | |
|---|---|---|
| Income (loss) from continuing operations | 35,207 | 2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 35,207 | 2 |
| Retained earnings - beginning of year | (53,526) | 7 |
| Dividends declared on common stock | 56,485 | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $38,166 | $9 |

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EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Bretton Woods Funding I, L.L.C. | CP Power Sales Five, L.L.C. Cancelled 06/03/2002 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |

| | | |
|---|---|---|
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | CP Power Sales Fourteen, L.L.C. Cancelled 06/03/2002 | CP Power Sales Fifteen, L.L.C Cancelled 06/03/2002 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |

| | | |
|---|---|---|
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | CP Power Sales Nineteen, L.L.C. | CP Power Sales Twenty, L.L.C. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |

| | | |
|---|---|---|
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME CP Holdings Co. | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |

| | | |
|---|---|---|
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $16,105 | ($16, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 16,105 | (16, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $16,105 | ($16, |

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EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Bretton Woods Funding I, L.L.C. | CP Power Sales Five, L.L.C. Cancelled 06/03/2002 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | CP Power Sales Fourteen, L.L.C. Cancelled 06/03/2002 | CP Power Sales Fifteen, L.L.C Cancelled 06/03/2002 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |

| | | |
|---|---|---|
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | CP Power Sales Nineteen, L.L.C. | CP Power Sales Twenty, L.L.C. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |

| | | |
|---|---|---|
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME CP Holdings Co. | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($1,463) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (1,463) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 8,213 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |

| | | |
|---|---|---|
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 8,213 | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 9,355 | ($16, |
| Total common shareholders' equity | 9,355 | (16, |
| Total liabilities and shareholders' equity | $16,105 | ($16, |

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EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Bretton Woods Funding I, L.L.C. | CP Power Sal Five, L.L.C. Cancelled 06/03/2002 |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |

| | | |
|---|---|---|
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | CP Power Sales Fourteen, L.L.C. Cancelled | CP Power Sal Fifteen, L.L Cancelled |
|---|---|---|

| | 06/03/2002 | 06/03/2002 |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | CP Power Sales Nineteen, L.L.C. | CP Power Sal Twenty, L.L. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME CP Holdings Co. | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | $6,438 | |
| Income (loss) from continuing operations | (6,438) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (6,438) | |
| Retained earnings - beginning of year | 15,793 | ($1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $9,355 | ($1 |

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EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Athens Funding, L.L.C. | Citizens Power Holdings One, |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | $5, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 5, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |

| | | |
|---|---|---|
| Total deferred charges | | |
| Total assets | | $5, |

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EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Eastern Holdings Co. | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $6,818 | $1, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 6,818 | 1, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |

| | | |
|---|---|---|
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $6,818 | $1, |

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EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Athens Funding, L.L.C. | Citizens Power Holdings One, |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | $ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | ( |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | ( |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 7, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | ( |
| Total common shareholders' equity | | 6, |
| Total liabilities and shareholders' equity | | $5, |

480

EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Eastern Holdings Co. | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($486) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (486) | |
| Long-term debt | 100 | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 6,697 | $1, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 507 | |
| Total common shareholders' equity | 7,204 | 1, |
| Total liabilities and shareholders' equity | $6,818 | $1, |

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EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Athens Funding, L.L.C. | Citizens Pow Holdings One |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |

| | | |
|---|---|---|
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | ( |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Eastern Holdings Co. | Consolidatin Adjustments |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | $1,846 | |
| Dividends declared on common stock | (1,339) | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $507 | |

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HANOVER ENERGY COMPANY and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002

(In thousands)

This entity and its subsidiary were sold in January 2002.

| | Chickahominy River Energy Corp. | Hanover Energy Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | $9, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 9, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | $9, |

HANOVER ENERGY COMPANY and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

This entity and its subsidiary were sold in January 2002.

| | Hanover Energy Company Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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HANOVER ENERGY COMPANY and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

This entity and its subsidiary were sold in January 2002.

| | Chickahominy River Energy Corp. | Hanover Energy Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $622 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 622 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |

| | | |
|---|---|---|
| Common stock | 10,622 | $10, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (11,244) | ( |
| Total common shareholders' equity | ($622) | 9, |
| Total liabilities and shareholders' equity | | $9, |

486

HANOVER ENERGY COMPANY and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

This entity and its subsidiary were sold in January 2002.

| | Hanover Energy Company Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $622 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 622 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |

| | | |
|---|---|---|
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 10,622 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (11,244) | |
| Total common shareholders' equity | ($622) | |
| Total liabilities and shareholders' equity | | |

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HANOVER ENERGY COMPANY and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

This entity and its subsidiary were sold in January 2002.

| | Chickahominy River Energy Corp. | Hanover Ener Company |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |

| | | |
|---|---|---|
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | ($94) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (94) | |
| Income taxes (benefit) | 36 | |
| Income (loss) from continuing operations | (58) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (58) | |
| Retained earnings - beginning of year | (908) | |
| Dividends declared on common stock | (10,278) | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($11,244) | |

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HANOVER ENERGY COMPANY and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

This entity and its subsidiary were sold in January 2002.

| | Hanover Energy Company Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |

| | |
|---|---|
| Total operating revenue | |
| Fuel | |
| Purchased power | |
| Provisions for regulatory adjustment clauses - net | |
| Other operation and maintenance | |
| Depreciation, decommissioning and amortization | |
| Property and other taxes | |
| Net gain on sale of utility plant | |
| Total operating expenses | |
| Operating income (loss) | |
| Interest and dividend income | |
| Other nonoperating income | ($94) |
| Interest expense - net of amounts capitalized | |
| Other nonoperating deductions | |
| Dividends on preferred securities | |
| Dividends on utility preferred stock | |
| Income (loss) from continuing operations before taxes | (94) |
| Income taxes (benefit) | 36 |
| Income (loss) from continuing operations | (58) |
| Loss from discontinued operations | |
| Income taxes (benefit) on discontinued operations | |
| Net income (loss) | (58) |
| Retained earnings - beginning of year | (598) |
| Dividends declared on common stock | (10,588) |
| Dividends declared on preferred stock | |
| Retained earnings - end of year | ($11,244) |

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MAJESTIC ENERGY LIMITED and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Majestic Energy Limited | EME Royale Lim |
|---|---|---|

| ASSETS | | |
|---|---|---|
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $281,241 | $55, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 281,241 | 55, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $281,241 | $55, |

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MAJESTIC ENERGY LIMITED and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Majestic Energ Limited Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | ($336,281) | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | (336,281) | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | ($336,281) | |

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MAJESTIC ENERGY LIMITED and Subsidiaries [Tier 5]

Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Majestic Energy Limited | EME Royale Lim |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $151 | $1, |
| Accrued taxes | | ( |
| Trading and price risk management liabilities | | |
| Other current liabilities | 105 | |
| Total current liabilities | 256 | 1, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 304,894 | 304, |
| Accumulated other comprehensive income (loss) | (2,438) | (43, |
| Retained earnings | (21,471) | (207, |
| Total common shareholders' equity | 280,985 | 53, |

| | | |
|---|---|---|
| Total liabilities and shareholders' equity | $281,241 | $55, |

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MAJESTIC ENERGY LIMITED and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Majestic Energ Limited Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | $1, |
| Accrued taxes | | ( |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | 1, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |

| | | |
|---|---|---|
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | ($607,712) | 304, |
| Accumulated other comprehensive income (loss) | 45,880 | ( |
| Retained earnings | 225,551 | (305, |
| Total common shareholders' equity | (336,281) | (1, |
| Total liabilities and shareholders' equity | ($336,281) | |

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MAJESTIC ENERGY LIMITED and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Majestic Energy Limited | EME Royale L |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $42 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 42 | |

| | | |
|---|---|---|
| Operating income (loss) | (42) | |
| Interest and dividend income | | |
| Other nonoperating income | (11) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (53) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (53) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (53) | |
| Retained earnings - beginning of year | (21,418) | (20 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($21,471) | ($20 |

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MAJESTIC ENERGY LIMITED and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | Majestic Ene Limited Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |

| | | |
|---|---|---|
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | $225,551 | (30 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $225,551 | ($30 |

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MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Midwest Generation EME, LLC | Collins Holdin EME, LLC |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $425 | |
| Receivables - net | 52 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 63 | |
| Total current assets | 540 | |
| Nonutility property - net | 8,505 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 2,507,077 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 2,515,582 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $2,516,122 | |



MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Fuel Services, LLC [6] | Edison Mission Overseas Co. [ |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | $ |

497

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Midwest Generation | Consolidating |
|---|---|---|

| | LLC [6] | Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $74,652 | |
| Receivables – net | 61,090 | |
| Fuel inventory | 79,293 | |
| Materials and supplies, at average cost | 18,636 | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | 2,311 | |
| Prepayments and other current assets | 26,844 | |
| Total current assets | 262,826 | |
| Nonutility property – net | 4,805,137 | ($782, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | (6,313, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,805,137 | (7,096, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | 3,155 | |
| Total deferred charges | 3,155 | |
| Total assets | $5,071,118 | ($7,096, |

498

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Midwest Generation EME, LLC | Collins Holdin EME, LLC |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $10,808 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | (249) | |
| Total current liabilities | 10,559 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 413 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 413 | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 2,456,512 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 48,638 | |
| Total common shareholders' equity | 2,505,150 | |
| Total liabilities and shareholders' equity | $2,516,122 | |

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MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Fuel Services, LLC [6] | Edison Mission Overseas Co. [ |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | ($3,343, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | (3,343, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | (4, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | (4, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |

| | | |
|---|---|---|
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 3,312, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | 36, |
| Total common shareholders' equity | | 3,348, |
| Total liabilities and shareholders' equity | | $ |

500

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Midwest Generation LLC [6] | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $9,792 | ($9, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 2,060,412 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | 2,959 | |
| Other current liabilities | 179,026 | (21, |
| Total current liabilities | 2,252,189 | (31, |
| Long-term debt | 2,169,855 | (850, |
| Accumulated deferred income taxes - net | 73,354 | 40, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 118,430 | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | 191,784 | 40, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 650,000 | (6,387, |
| Accumulated other comprehensive income (loss) | (999) | |
| Retained earnings | (191,711) | 132, |
| Total common shareholders' equity | 457,290 | (6,255, |
| Total liabilities and shareholders' equity | $5,071,118 | ($7,096, |

501

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Midwest Generation EME, LLC | Collins Hold EME, LLC |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |

| | | |
|---|---|---|
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $17,325 | $2 |
| Depreciation, decommissioning and amortization | 3,412 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 20,737 | 2 |
| Operating income (loss) | (20,737) | (2 |
| Interest and dividend income | (845) | |
| Other nonoperating income | (2) | 2 |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (21,584) | |
| Income taxes (benefit) | (8,323) | |
| Income (loss) from continuing operations | (13,261) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (13,261) | |
| Retained earnings - beginning of year | (25,944) | |
| Dividends declared on common stock | 87,843 | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $48,638 | |

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MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Energy Fuel Services, LLC [6] | Edison Missi Overseas Co. |
|---|---|---|
| Electric utility | | |

| | | |
|---|---|---|
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | $22 |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | 22 |
| Income taxes (benefit) | | 8 |
| Income (loss) from continuing operations | | 13 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | 13 |
| Retained earnings - beginning of year | | 3 |
| Dividends declared on common stock | | (13 |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | $3 |

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MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Midwest Generation | Consolidatin |
|---|---|---|

| | LLC [6] | Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $1,148,676 | |
| Financial services and other | | |
| Total operating revenue | 1,148,676 | |
| Fuel | 396,345 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 340,520 | ($ |
| Depreciation, decommissioning and amortization | 175,631 | (2 |
| Property and other taxes | 16,662 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 929,158 | (2 |
| Operating income (loss) | 219,518 | 2 |
| Interest and dividend income | (107,274) | |
| Other nonoperating income | (1,422) | (2 |
| Interest expense - net of amounts capitalized | (118,940) | 3 |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (8,118) | 3 |
| Income taxes (benefit) | (2,875) | 1 |
| Income (loss) from continuing operations | (5,243) | 2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (5,243) | 2 |
| Retained earnings - beginning of year | (186,467) | 19 |
| Dividends declared on common stock | (1) | (8 |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($191,711) | $13 |

504

MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002

(In thousands)

| | Mission Del Cielo Inc. | Mission Del So |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $180,471 | 188, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 180,471 | 188, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $180,471 | $188, |

505

MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission De Las Estrellas LLC [7] | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $30 | ($ |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 30 | ( |
| Nonutility property - net | (30) | (84, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | (344, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | ($30) | (429, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | ($429, |

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MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Del Cielo Inc. | Mission Del So |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | $5, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | 5, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | 2, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | 2, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |

| | | |
|---|---|---|
| Common stock | $161,585 | 161, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 18,886 | 18, |
| Total common shareholders' equity | 180,471 | 180, |
| Total liabilities and shareholders' equity | $180,471 | $188, |

507

MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission De Las Estrellas, LLC [7] | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | $79, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | 79, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | (490, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | (18, |
| Total common shareholders' equity | | (509, |
| Total liabilities and shareholders' equity | | ($429, |

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MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Del Cielo Inc. | Mission Del |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $1 |
| Financial services and other | | |
| Total operating revenue | | 1 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |

| | | |
|---|---|---|
| Total operating expenses | | |
| Operating income (loss) | | 1 |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | 1 |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | 1 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | 1 |
| Retained earnings - beginning of year | $8,393 | |
| Dividends declared on common stock | 10,493 | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $18,886 | $1 |

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MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission De Las Estrellas, LLC [7] | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |

| | | |
|---|---|---|
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | ($ |
| Dividends declared on common stock | | (1 |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | ($1 |

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Investments, LLC | EME Southwest Power Corporat |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |

| | | |
|---|---|---|
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | $386, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 386, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | $386, |

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC International B.V. Consolidated | Mission Energy Holdings International, |
|---|---|---|

| | | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $206,578 | |
| Receivables - net | 178,367 | |
| Fuel inventory | 5,006 | |
| Materials and supplies, at average cost | 22,086 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | 9,775 | |
| Prepayments and other current assets | 27,751 | |
| Total current assets | 449,563 | |
| Nonutility property - net | 3,528,044 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 769,221 | $804, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,297,265 | 804, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Goodwill | 669,995 | |
| Other deferred charges | 70,733 | |
| Total deferred charges | 740,728 | |
| Total assets | $5,487,556 | $804, |

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Holdings International, Inc. Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $206,578 | |
| Receivables – net | 178,367 | |
| Fuel inventory | 5,006 | |
| Materials and supplies, at average cost | 22,086 | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | 9,775 | |
| Prepayments and other current assets | 27,751 | |
| Total current assets | 449,563 | |
| Nonutility property – net | 3,528,044 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 1,307,032 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,835,076 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Goodwill | 669,995 | |
| Other deferred charges | 70,733 | |
| Total deferred charges | 740,728 | |
| Total assets | $6,025,367 | |

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Investments, LLC | EME Southwest Power Corporat |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | $ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 384, |
| Accumulated other comprehensive income (loss) | | |

| | | |
|---|---|---|
| Retained earnings | | 1, |
| Total common shareholders' equity | | 385, |
| Total liabilities and shareholders' equity | | $386, |

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002 (In thousands)

| | MEC International B.V. Consolidated | Mission Energy Holdings International, |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | $77,551 | |
| Long-term debt due within one year | 131,222 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 413,245 | ($165, |
| Accrued taxes | 16,886 | |
| Trading and price risk management liabilities | 5,795 | |
| Other current liabilities | 87,957 | |
| Total current liabilities | 732,656 | (165, |
| Long-term debt | 2,116,083 | |
| Accumulated deferred income taxes - net | 388,318 | 1, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 479,144 | |
| Total deferred credits and other liabilities | 867,462 | 1, |
| Minority Interest | 579,656 | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | 131,225 | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | 131,225 | |
| Common stock | 1,850,773 | 1,709, |
| Accumulated other comprehensive income (loss) | (209,848) | |
| Retained earnings | (580,451) | (741, |
| Total common shareholders' equity | 1,060,474 | 968, |
| Total liabilities and shareholders' equity | $5,487,556 | $804, |

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002 (In thousands)

| | Mission Energy Holdings Intern'l, Inc. Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | $77,551 | |
| Long-term debt due within one year | 131,222 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 150,517 | |
| Accrued taxes | 16,886 | |
| Trading and price risk management liabilities | 5,795 | |
| Other current liabilities | 87,957 | |
| Total current liabilities | 469,928 | |
| Long-term debt | 2,116,083 | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | 389,883 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 479,144 | |
| Total deferred credits and other liabilities | 869,027 | |
| Minority Interest | 579,656 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | 131,225 | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | 131,225 | |
| Common stock | 3,508,221 | |
| Accumulated other comprehensive income (loss) | (209,848) | |
| Retained earnings | (1,438,925) | |
| Total common shareholders' equity | 1,859,448 | |
| Total liabilities and shareholders' equity | $6,025,367 | |

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Investments, LLC | EME Southwes Power Corpor |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |

| | | |
|---|---|---|
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | $ |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | $ |

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | MEC International B.V. Consolidated | Mission Ener Holdings Internationa |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $1,302,740 | |
| Financial services and other | | |
| Total operating revenue | 1,302,740 | |
| Fuel | 426,747 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 475,638 | |
| Depreciation, decommissioning and amortization | 114,772 | |
| Property and other taxes | 12,600 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1,029,757 | |
| Operating income (loss) | 272,983 | |
| Interest and dividend income | (3,190) | $ |
| Other nonoperating income | 21,455 | |
| Interest expense - net of amounts capitalized | (183,693) | |
| Other nonoperating deductions | (33,829) | |
| Dividends on preferred securities | (7,005) | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 66,721 | |
| Income taxes (benefit) | 33,263 | 1 |
| Income (loss) from continuing operations | 33,458 | ( |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 33,458 | ( |
| Retained earnings - beginning of year | (613,909) | (73 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($580,451) | ($74 |

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Energy Holdings International, Inc. Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $1,302,740 | |
| Financial services and other | | |
| Total operating revenue | 1,302,740 | |
| Fuel | 426,747 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 475,638 | |
| Depreciation, decommissioning and amortization | 114,772 | |
| Property and other taxes | 12,600 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1,029,757 | |
| Operating income (loss) | 272,983 | |
| Interest and dividend income | 11,097 | |
| Other nonoperating income | 21,455 | |
| Interest expense - net of amounts capitalized | (183,693) | |
| Other nonoperating deductions | (33,829) | |
| Dividends on preferred securities | (7,005) | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 81,008 | |
| Income taxes (benefit) | 54,312 | |
| Income (loss) from continuing operations | 26,696 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 26,696 | |
| Retained earnings - beginning of year | (1,465,619) | |
| Dividends declared on common stock | (2) | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($1,438,925) | |

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MISSION ENERGY WALES COMPANY and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | Mission Energy Wales Company |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,390 | |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,001 | |
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 2,963,026 | $228, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,190,269 | 228, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 64,204 | |
| Total deferred charges | 64,204 | |

| | | |
|---|---|---|
| Total assets | $4,401,474 | $228, |

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MISSION ENERGY WALES COMPANY and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Wales Company Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $228,629 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 228,629 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |

| | | |
|---|---|---|
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $228,629 | |

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MISSION ENERGY WALES COMPANY and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | Mission Energy Wales Company |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (140,396) | ($164, |
| Accrued taxes | 9,069 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | (13,921) | (164, |
| Long-term debt | 953,322 | |
| Accumulated deferred income taxes - net | 56,550 | 285, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | 285, |
| Minority Interest | 63,622 | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,138,409 | 69, |
| Accumulated other comprehensive income (loss) | (387,440) | |
| Retained earnings | (525,985) | 37, |
| Total common shareholders' equity | 3,224,984 | 106, |
| Total liabilities and shareholders' equity | $4,401,474 | $228, |

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MISSION ENERGY WALES COMPANY and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Wales Company Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | ($164,595) | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (164,595) | |

| | | |
|---|---|---|
| Long-term debt | | |
| Accumulated deferred income taxes - net | 285,464 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 285,464 | |
| Minority Interest | 920 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 69,272 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 37,568 | |
| Total common shareholders' equity | 106,840 | |
| Total liabilities and shareholders' equity | $228,629 | |

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MISSION ENERGY WALES COMPANY and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | Mission Ener Wales Compan |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | $ |
| Financial services and other | | |
| Total operating revenue | 393,411 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,430 | |
| Depreciation, decommissioning and amortization | 21,462 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,506 | |
| Operating income (loss) | 120,905 | |
| Interest and dividend income | 131,262 | |
| Other nonoperating income | (4,155) | |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 49,246 | 1 |
| Income taxes (benefit) | 6,377 | |
| Income (loss) from continuing operations | 42,869 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 42,869 | |
| Retained earnings - beginning of year | (568,854) | 3 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($525,985) | $3 |

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MISSION ENERGY WALES COMPANY and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Wales Company Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $7,590 | |
| Financial services and other | | |
| Total operating revenue | 7,590 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | 7,590 | |
| Interest and dividend income | 4,710 | |
| Other nonoperating income | (8) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | (920) | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 11,372 | |
| Income taxes (benefit) | 5,682 | |
| Income (loss) from continuing operations | 5,690 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 5,690 | |
| Retained earnings - beginning of year | 31,878 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $37,568 | |

MISSION ENERGY WALES COMPANY
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | Mission Hydro Limited Partne |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,390 | |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,001 | |
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 3,226,397 | ($263, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,453,640 | (263, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 64,204 | |
| Total deferred charges | 64,204 | |
| Total assets | $4,664,845 | ($263, |

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MISSION ENERGY WALES COMPANY
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,390 | |
| Receivables – net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,001 | |
| Nonutility property – net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 2,963,026 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,190,269 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | 64,204 | |

| | | |
|---|---|---|
| Total deferred charges | 64,204 | |
| Total assets | $4,401,474 | |

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MISSION ENERGY WALES COMPANY
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | Mission Hydro Limited Partne |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (113,103) | ($27, |
| Accrued taxes | 9,069 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | 13,372 | (27, |
| Long-term debt | 1,002,514 | (49, |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |

| | | |
|---|---|---|
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 3,924,809 | 213, |
| Accumulated other comprehensive income (loss) | (387,133) | ( |
| Retained earnings | (125,806) | (400, |
| Total common shareholders' equity | 3,411,870 | (186, |
| Total liabilities and shareholders' equity | $4,664,845 | ($263, |

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MISSION ENERGY WALES COMPANY
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (140,396) | |
| Accrued taxes | 9,069 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | (13,921) | |
| Long-term debt | 953,322 | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,138,409 | |
| Accumulated other comprehensive income (loss) | (387,440) | |
| Retained earnings | (525,985) | |
| Total common shareholders' equity | 3,224,984 | |
| Total liabilities and shareholders' equity | $4,401,474 | |

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MISSION ENERGY WALES COMPANY
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | Mission Hydr Limited Part |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | |
| Financial services and other | | |
| Total operating revenue | 393,411 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,430 | |
| Depreciation, decommissioning and amortization | 21,462 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,506 | |
| Operating income (loss) | 120,905 | |
| Interest and dividend income | 128,066 | $ |
| Other nonoperating income | 573 | ( |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 50,778 | ( |
| Income taxes (benefit) | 6,377 | |
| Income (loss) from continuing operations | 44,401 | ( |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 44,401 | ( |
| Retained earnings - beginning of year | (170,207) | (39 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($125,806) | ($40 |

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MISSION ENERGY WALES COMPANY
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | |
| Financial services and other | | |
| Total operating revenue | 393,411 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,430 | |
| Depreciation, decommissioning and amortization | 21,462 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,506 | |
| Operating income (loss) | 120,905 | |
| Interest and dividend income | 131,262 | |
| Other nonoperating income | (4,155) | |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 49,246 | |
| Income taxes (benefit) | 6,377 | |
| Income (loss) from continuing operations | 42,869 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 42,869 | |
| Retained earnings - beginning of year | (568,854) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($525,985) | |

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Operation & Maintenance Limited | EME Victoria Generation Limi |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $44 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 58 | |
| Total current assets | 102 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 27,468 | |
| Total deferred charges | 27,468 | |
| Total assets | $27,570 | |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [9] | Mission Energy Development Australia Pty [8] |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | ($5, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | (5, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |

| | | |
|---|---|---|
| Total deferred charges | | |
| Total assets | | ($5 |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Loy Yang B Joint Venture [10] | Energy Capital Partnership |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | $706, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 706, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | $706, |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Holdings Company | First Hydro Company [8] |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $4,838 | $61, |
| Receivables - net | 4 | 37, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 1, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 4, |
| Total current assets | 4,842 | 105, |
| Nonutility property - net | 21,676 | 724, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 852,247 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 873,923 | 724, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |

| | | |
|---|---|---|
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $878,765 | $829, |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Company [9] | Loyvic Pty Ltd |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |

| | | |
|---|---|---|
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [9] | EME Generation Holdings Limit |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |

| | | |
|---|---|---|
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | ($218, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | (218, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | ($218, |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,390 | |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |

| | | |
|---|---|---|
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,001 | |
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 3,226,397 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,453,640 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 64,204 | |
| Total deferred charges | 64,204 | |
| Total assets | $4,664,845 | |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Operation & Maintenance Limited | EME Victoria Generation Limi |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $565 | $ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 37 | |
| Total current liabilities | 602 | |
| Long-term debt | 27,361 | 22, |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | (8) | (21, |
| Retained earnings | (385) | (1, |
| Total common shareholders' equity | (393) | ($22, |
| Total liabilities and shareholders' equity | $27,570 | |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [9] | Mission Energy Development Australia Pty [8] |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($353,681) | ($5, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (353,681) | (5, |
| Long-term debt | (651,415) | |
| Accumulated deferred income taxes - net | (2) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (2) | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 831,438 | |
| Accumulated other comprehensive income (loss) | (150,048) | |
| Retained earnings | 323,708 | |

| | | |
|---|---|---|
| Total common shareholders' equity | $1,005,098 | |
| Total liabilities and shareholders' equity | | ($5, |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Loy Yang B Joint Venture [10] | Energy Capital Partnership |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $6, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | 335, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 11, |
| Total current liabilities | | 353, |
| Long-term debt | | 651, |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | 25, |
| Retained earnings | | (323, |
| Total common shareholders' equity | | (298, |
| Total liabilities and shareholders' equity | | $706, |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Holdings Company | First Hydro Company [8] |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $677,214 | $11, |
| Accrued taxes | | 8, |
| Trading and price risk management liabilities | | |
| Other current liabilities | 44 | |
| Total current liabilities | 677,258 | 20, |
| Long-term debt | | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | | ( |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 181,987 | 626, |
| Accumulated other comprehensive income (loss) | 18,116 | 5, |
| Retained earnings | 1,404 | 176, |
| Total common shareholders' equity | 201,507 | 808, |
| Total liabilities and shareholders' equity | $878,765 | $829, |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Company [9] | Loyvic Pty Ltd |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]

Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [9] | EME Generation Holdings Limit |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($353,681) | $ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (353,681) | |
| Long-term debt | (651,415) | ( |
| Accumulated deferred income taxes - net | (2) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (2) | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 831,438 | 180, |
| Accumulated other comprehensive income (loss) | (150,048) | |
| Retained earnings | 323,708 | (398, |
| Total common shareholders' equity | $1,005,098 | (218, |

| | | |
|---|---|---|
| Total liabilities and shareholders' equity | | ($218, |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (113,103) | |
| Accrued taxes | 9,069 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,934 | |
| Total current liabilities | 13,371 | |
| Long-term debt | 1,002,515 | |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |

| | | |
|---|---|---|
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 3,924,809 | |
| Accumulated other comprehensive income (loss) | (387,133) | |
| Retained earnings | (125,806) | |
| Total common shareholders' equity | 3,411,870 | |
| Total liabilities and shareholders' equity | $4,664,845 | |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Operation & Maintenance Limited | EME Victoria Generation Li |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $194 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 194 | |
| Operating income (loss) | (194) | |

| | | |
|---|---|---|
| Interest and dividend income | (222) | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (416) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (416) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (416) | |
| Retained earnings - beginning of year | 31 | ( |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($385) | ($ |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [9] | Mission Ener Development Australia Pt [8] |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |

| | | |
|---|---|---|
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | $46,744 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 46,744 | |
| Income taxes (benefit) | 14,546 | |
| Income (loss) from continuing operations | 32,198 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 32,198 | |
| Retained earnings - beginning of year | 291,510 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $323,708 | |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Loy Yang B Joint Venture [10] | Energy Capit Partnership |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |

| | | |
|---|---|---|
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | (4 |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | (4 |
| Income taxes (benefit) | | (1 |
| Income (loss) from continuing operations | | (3 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | (3 |
| Retained earnings - beginning of year | | (29 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | ($32 |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | First Hydro Holdings Company | First Hydro Company [8] |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $32 |
| Financial services and other | | |
| Total operating revenue | | 32 |
| Fuel | | 16 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $88 | 4 |
| Depreciation, decommissioning and amortization | 86 | 1 |
| Property and other taxes | | 1 |
| Net gain on sale of utility plant | | |
| Total operating expenses | 174 | 24 |
| Operating income (loss) | (174) | 8 |
| Interest and dividend income | (54,050) | |
| Other nonoperating income | 604 | |
| Interest expense - net of amounts capitalized | (73) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | 54,260 | (5 |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 567 | 2 |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 567 | 2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 567 | 2 |
| Retained earnings - beginning of year | 837 | 14 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $1,404 | $17 |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | First Hydro Company [9] | Loyvic Pty L |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [9] | EME Generati Holdings Lim |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | $46,744 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 46,744 | |
| Income taxes (benefit) | 14,546 | |
| Income (loss) from continuing operations | 32,198 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 32,198 | |
| Retained earnings - beginning of year | 291,510 | (39 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $323,708 | ($39 |

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | |
| Financial services and other | | |
| Total operating revenue | 393,411 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,430 | |
| Depreciation, decommissioning and amortization | 21,462 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,506 | |
| Operating income (loss) | 120,905 | |
| Interest and dividend income | 128,066 | |
| Other nonoperating income | 573 | |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 50,778 | |
| Income taxes (benefit) | 6,377 | |
| Income (loss) from continuing operations | 44,401 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 44,401 | |
| Retained earnings - beginning of year | (170,207) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($125,806) | |

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MEC INTERNATIONAL B.V. and Subsidiaries [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Adelaide Ventures Ltd. Dissolved 01/14/2003 | Beheer-en Beleggingsmaat Jydeno B.V. | |
|---|---|---|---|
| ASSETS | | | |
| Cash and equivalents | | | |
| Receivables - net | | | |
| Fuel inventory | | | |
| Materials and supplies, at average cost | | | |
| Accumulated deferred income taxes - net | | | |
| Trading and price risk management assets | | | |
| Prepayments and other current assets | | | |
| Total current assets | | | |
| Nonutility property - net | | | |
| Nuclear decommissioning trusts | | | |
| Investments in partnerships and unconsolidated subsidiaries | | | (1, |
| Investments in leveraged leases | | | |
| Other investments | | | |
| Total investment and other assets | | | (1, |
| Utility plant, at original cost: | | | |
| Transmission and distribution | | | |
| Generation | | | |
| Accumulated provision for depreciation and decommissioning | | | |
| Construction work in progress | | | |
| Nuclear fuel, at amortized cost | | | |
| Total utility plant | | | |
| Regulatory assets - net | | | |

| | | |
|---|---|---|
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | ($1, |

553

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Coaltrade Services International Pte Ltd. [8] | Edison Mission Advantage B.V. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

554

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Ausone Pty Ltd. | Edison Mission Energy Asia Pt Ltd. Consolida |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $2, |
| Receivables - net | | 16, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | 20, |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 340, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 340, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |

| | | |
|---|---|---|
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | 2, |
| Total deferred charges | | 2, |
| Total assets | | $362, |

555

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Services B.V. | Edison Mission Millennium B.V Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 29, |
| Investments in leveraged leases | | |

| | | |
|---|---|---|
| Other investments | | |
| Total investment and other assets | | 29, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | $29, |

556

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Retail Pty Ltd. | Edison Mission Utilities Pty |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |

| | | |
|---|---|---|
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| GOODWILL | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

557

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Italian Vento Power Corporation 4 S.r.l. [7] | Edison Mission Vendesi Pty Lt |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |

| | | |
|---|---|---|
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| GOODWILL | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

558

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Tri Gen B.V. | EME Victoria B [Inactive] |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $1 | |
| Receivables - net | | |

| | | |
|---|---|---|
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 1 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 18,323 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 18,323 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $18,324 | |



MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Renewables | Global Generat B.V. Consolida |
|---|---|---|

| | (COWL) Limited | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $6, |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | 7, |
| Nonutility property - net | | 8, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 8, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | 6, |
| Total deferred charges | | 6, |
| Total assets | | $22, |

560

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Iberian Hy-Power Amsterdam B.V. Consolidated | Latrobe Power Ltd. Consolida |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $617 | $7, |
| Receivables - net | 13,657 | 25, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 7, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | (12,510) | |
| Prepayments and other current assets | 677 | 4, |
| Total current assets | 2,441 | 44, |
| Nonutility property - net | 165,722 | 1,126, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 3,090 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 168,812 | 1,126, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 6,394 | 3, |
| Total deferred charges | 6,394 | 3, |
| Total assets | $177,647 | $1,174, |

561

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Valley Power Pty Ltd. [7] | Loy Yang Holdi Pty Ltd. Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $29, |
| Receivables - net | | 83, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 26, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 16, |
| Total current assets | | 156, |
| Nonutility property - net | | 3,984, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 48, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 4,033, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | 12, |
| Total deferred charges | | 12, |
| Total assets | | $4,202, |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC IES B.V. | ISAB Energy Services s.r.l |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $2 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 2 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 2,299 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 2,299 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |

| | | |
|---|---|---|
| Total assets | $2,301 | |

563

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Power [7] | MEC Indo Coal |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 16 |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 16 |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |

| | | |
|---|---|---|
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | $17 |

564

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC International Holdings B.V. Consolidated | MEC Laguna Pow B.V. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $120,245 | |
| Receivables - net | 66,337 | |
| Fuel inventory | 4,928 | |
| Materials and supplies, at average cost | 9,996 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | 40 | |
| Prepayments and other current assets | 10,183 | |
| Total current assets | 211,729 | |
| Nonutility property - net | 1,417,240 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 3,167,179 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,584,419 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 100,712 | |
| Total deferred charges | 100,712 | |
| Total assets | $4,896,860 | |

565

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Perth B.V. Consolidated | MEC Priolo B.V |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $4,657 | |
| Receivables - net | 3,384 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 2,933 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 288 | |
| Total current assets | 11,262 | |
| Nonutility property - net | 57,447 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 49, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 57,447 | 49, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |

| | | |
|---|---|---|
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | (2,544) | |
| Total deferred charges | (2,544) | |
| Total assets | $66,165 | $49, |

566

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Sidi Krir B.V. | MEC Sumatra B. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $7 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 7 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |

| | | |
|---|---|---|
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| GOODWILL | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $7 | |

567

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Company (UK) Limited Consolidated | Mission Energy Italia s.r.l. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $162,998 | $ |
| Receivables - net | 83,898 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 7,924 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | 25,642 | |
| Prepayments and other current assets | 13,653 | |
| Total current assets | 294,115 | |
| Nonutility property - net | 2,213,003 | |
| Nuclear decommissioning trusts | | |

| | | |
|---|---|---|
| Investments in partnerships and unconsolidated subsidiaries | 2,818,742 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 5,031,745 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | 273,840 | |
| Regulatory assets - net | | |
| Other deferred charges | 93,207 | |
| Total deferred charges | 367,047 | |
| Total assets | $5,692,907 | $ |

568

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Pride Hold Limited Consolidated | EcoElectrica S.a.r.l. Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $25 | $ |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |

| | | |
|---|---|---|
| Total current assets | 25 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 218, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 218, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $25 | $218, |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Traralgon Power Pty. Ltd. Consolidated | MEC Internatio B.V. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $7,072 | $14, |
| Receivables - net | 5,795 | |

| | | |
|---|---|---|
| Fuel inventory | | |
| Materials and supplies, at average cost | 4,490 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 4,132 | |
| Total current assets | 21,489 | 14, |
| Nonutility property - net | 598,001 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships | | |
| and unconsolidated subsidiaries | (1,519) | 1,829, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 596,482 | 1,829, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation | | |
| and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| GOODWILL | | |
| Other deferred charges | 3,229 | |
| Total deferred charges | 3,229 | |
| Assets of discontinued operations | | |
| | | |
| | | |
| Total assets | $621,200 | $1,844, |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC International B.V. Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $206,578 | |
| Receivables – net | 178,367 | |
| Fuel inventory | 5,006 | |
| Materials and supplies, at average cost | 22,086 | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | 9,775 | |
| Prepayments and other current assets | 27,751 | |
| Total current assets | 449,563 | |
| Nonutility property – net | 3,528,044 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 769,221 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,297,265 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| GOODWILL | 669,995 | |
| Other deferred charges | 70,733 | |
| Total deferred charges | 740,728 | |
| Assets of discontinued operations | | |
| | | |
| Total assets | $5,487,556 | |

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Adelaide Ventures Ltd. Dissolved 01/14/2003 | Beheer-en Beleggingsmaat Jydeno B.V. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | ($1, |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | (1, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |

| | | |
|---|---|---|
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | ($1, |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Coaltrade Services International Pte Ltd. [8] | Edison Mission Advantage B.V. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Ausone Pty Ltd. | Edison Mission Energy Asia Pt Ltd Consolidat |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | ($9, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 1, |
| Total current liabilities | | (8, |
| Long-term debt | | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | | 1, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | 1, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 338, |
| Accumulated other comprehensive income (loss) | | ( |
| Retained earnings | | 32, |
| Total common shareholders' equity | | 369, |
| Total liabilities and shareholders' equity | | $362, |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Services B.V. | Edison Mission Millennium B.V Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $9 | $ |
| Accrued taxes | (9) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 19 | 42, |
| Accumulated other comprehensive income (loss) | | (17, |
| Retained earnings | ($19) | 4, |
| Total common shareholders' equity | | 29, |
| Total liabilities and shareholders' equity | | $29, |

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Retail Pty Ltd. | Edison Mission Utilities Pty |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |

| | | |
|---|---|---|
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Italian Vento Power Corporation 4 S.r.l. [7] | Edison Mission Vendesi Pty Lt |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |

| | | |
|---|---|---|
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Tri Gen B.V. | EME Victoria B [Inactive] |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $2 | |
| Accrued taxes | (10) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (8) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |

| | | |
|---|---|---|
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 24,438 | |
| Accumulated other comprehensive income (loss) | (8,079) | |
| Retained earnings | 1,973 | |
| Total common shareholders' equity | 18,332 | ( |
| Total liabilities and shareholders' equity | $18,324 | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Renewables (COWL) Limited [7] | Global Generat B.V. Consolida |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $190, |
| Preferred stock to be redeemed within one year | | |

| | | |
|---|---|---|
| Accounts payable | | 528, |
| Accrued taxes | | (4, |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 3, |
| Total current liabilities | | 717, |
| Long-term debt | | 181, |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 1,005, |
| Accumulated other comprehensive income (loss) | | (13, |
| Retained earnings | | (1,869, |
| Total common shareholders' equity | | (876, |
| Total liabilities and shareholders' equity | | $22, |

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Iberian HyPower Amsterdam B.V. Consolidated | Latrobe Power Ltd. Consolida |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $70,948 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 17,175 | ($16, |
| Accrued taxes | (1,633) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 422 | 623, |
| Total current liabilities | 86,912 | 607, |
| Long-term debt | 76,223 | 347, |
| Accumulated deferred income taxes - net | (4,720) | 3, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 3,720 | 254, |
| Total deferred credits and other liabilities | (1,000) | 257, |
| Minority Interest | 518 | 11, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 17,796 | |
| Accumulated other comprehensive income (loss) | (18,464) | (9, |
| Retained earnings | 15,662 | (40, |

| | | |
|---|---|---|
| Total common shareholders' equity | 14,994 | (49, |
| Total liabilities and shareholders' equity | $177,647 | $1,174, |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Valley Power Pty Ltd. [7] | Loy Yang Holdi Pty Ltd. Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | (75, |
| Accrued taxes | | 1, |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 1,880, |
| Total current liabilities | | 1,806, |
| Long-term debt | | 1,390, |
| Accumulated deferred income taxes - net | | 7, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 1,016, |
| Total deferred credits and other liabilities | | 1,023, |
| Minority Interest | | 24, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |

| | | |
|---|---|---|
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | (241, |
| Accumulated other comprehensive income (loss) | | (228, |
| Retained earnings | | 427, |
| Total common shareholders' equity | | (42, |
| Total liabilities and shareholders' equity | | $4,202, |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC IES B.V. | ISAB Energy Services s.r.l |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $344 | |
| Accrued taxes | (97) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 247 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |

| | | |
|---|---|---|
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 117 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 1,937 | |
| Total common shareholders' equity | 2,054 | |
| Total liabilities and shareholders' equity | $2,301 | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Power [7] | MEC Indo Coal |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |

| | | |
|---|---|---|
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 15, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | 16, |
| Total liabilities and shareholders' equity | | $17, |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC International Holdings B.V. Consolidated | MEC Laguna Pow B.V. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $63,667 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (524,578) | |
| Accrued taxes | 23,353 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 78,745 | |
| Total current liabilities | (358,813) | |
| Long-term debt | 1,081,134 | |
| Accumulated deferred income taxes - net | 40,957 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 194,210 | |
| Total deferred credits and other liabilities | 235,167 | |
| Minority Interest | 78,948 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,587,217 | 6, |
| Accumulated other comprehensive income (loss) | (383,179) | |
| Retained earnings | (343,614) | (6, |
| Total common shareholders' equity | 3,860,424 | ( |
| Total liabilities and shareholders' equity | $4,896,860 | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Perth B.V. Consolidated | MEC Priolo B.V |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $3,915 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (21,992) | $1, |
| Accrued taxes | 233 | ( |
| Trading and price risk management liabilities | | |
| Other current liabilities | 4,327 | |
| Total current liabilities | (13,517) | 1, |
| Long-term debt | 43,205 | |
| Accumulated deferred income taxes - net | (4,067) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 12,407 | |
| Total deferred credits and other liabilities | 8,340 | |
| Minority Interest | 3,299 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |

| | | |
|---|---|---|
| Total preferred securities of subsidiaries | | |
| Common stock | 23 | 31, |
| Accumulated other comprehensive income (loss) | (3,799) | |
| Retained earnings | 28,614 | 17, |
| Total common shareholders' equity | 24,838 | 48, |
| Total liabilities and shareholders' equity | $66,165 | $49, |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Sidi Krir B.V. | MEC Sumatra B. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $24 | |
| Accrued taxes | (12) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 12 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |

| | | |
|---|---|---|
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 26 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (31) | |
| Total common shareholders' equity | (5) | |
| Total liabilities and shareholders' equity | $7 | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Company (UK) Limited Consolidated | Mission Energy Italia s.r.l. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt within one year | $77,442 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (128,309) | ( |
| Accrued taxes | 18,271 | ( |
| Trading and price risk management liabilities | | |
| Other current liabilities | 96,117 | |

| | | |
|---|---|---|
| Total current liabilities | 63,521 | ( |
| Long-term debt | 1,597,122 | |
| Accumulated deferred income taxes - net | 324,279 | ( |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 135,781 | |
| Total deferred credits and other liabilities | 460,060 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,358,809 | |
| Accumulated other comprehensive income (loss) | (384,240) | |
| Retained earnings | (465,987) | |
| Total common shareholders' equity | 3,508,582 | |
| Total liabilities and shareholders' equity | $5,692,907 | $ |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Pride Hold Limited | EcoElectrica |
|---|---|---|

| | Consolidated | S.a.r.l. Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $12 | ($1, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 15 | |
| Total current liabilities | 27 | (1, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 3,675 | |
| Total deferred credits and other liabilities | 3,675 | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 161 | 258, |
| Accumulated other comprehensive income (loss) | 13,335 | (37, |
| Retained earnings | (17,173) | ( |
| Total common shareholders' equity | (3,677) | 220, |
| Total liabilities and shareholders' equity | $25 | $218, |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Traralgon Power Pty. Ltd Consolidated | MEC Internatio B.V. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($17,395) | 284, |
| Accrued taxes | 303 | (17, |
| Trading and price risk management liabilities | | |
| Other current liabilities | 8,939 | |
| Total current liabilities | (8,153) | 267, |
| Long-term debt | 347,525 | |
| Accumulated deferred income taxes - net | 3,023 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 254,029 | |
| Total deferred credits and other liabilities | 257,052 | |
| Liabilities of discontinued operations | | |
| | | |
| Minority Interest | 11,286 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |

| | | |
|---|---|---|
| Total preferred securities of subsidiaries | | |
| Common stock | | 1,575, |
| Accumulated other comprehensive income (loss) | (5,720) | 34, |
| Retained earnings | 19,210 | (32, |
| Total common shareholders' equity | 13,490 | 1,576, |
| Total liabilities and shareholders' equity | $621,200 | $1,844, |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC International B.V. Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | $77,551 | |
| Long-term debt due within one year | 131,222 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 413,245 | |
| Accrued taxes | 16,886 | |
| Trading and price risk management liabilities | 5,795 | |
| Other current liabilities | 87,957 | |
| Total current liabilities | 732,656 | |
| Long-term debt | 2,116,083 | |
| Accumulated deferred income taxes - net | 388,318 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 479,144 | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | 867,462 | |
| Liabilities of discontinued operations | | |
| Minority Interest | 579,656 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | 131,225 | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | 131,225 | |
| Common stock | 1,850,773 | |
| Accumulated other comprehensive income (loss) | (209,848) | |
| Retained earnings | (580,451) | |
| Total common shareholders' equity | 1,060,474 | |
| Total liabilities and shareholders' equity | $5,487,556 | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Adelaide Ventures Ltd. Dissolved 01/14/2003 | Beheer-en Beleggingsma Jydeno B.V. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |

| | | |
|---|---|---|
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Coaltrade Services International Pte Ltd [8] | Edison Missi Advantage B. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |

| | | |
|---|---|---|
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Ausone Pty Ltd. | Edison Missi Energy Asia Ltd. Consoli |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $ |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | 1 |
| Operating income (loss) | | ( |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | 3 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | $3 |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Energy Services B.V. | Edison Miss Millennium Consolidate |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $ |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $2 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 2 | |
| Operating income (loss) | (2) | |
| Interest and dividend income | | |
| Other nonoperating income | (1) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (3) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (3) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (3) | |
| Retained earnings - beginning of year | (16) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($19) | $ |

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Retail Pty Ltd. | Edison Miss Utilities P |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Italian Vento Power Corporation 4 S.r.l. [7] | Edison Missi Vendesi Pty |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |

| | | |
|---|---|---|
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Tri Gen B.V. | EME Victoria (Inactive) |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $3,265 | |
| Financial services and other | | |
| Total operating revenue | 3,265 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 10 | |
| Depreciation, decommissioning and amortization | 274 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 289 | |
| Operating income (loss) | 2,976 | |
| Interest and dividend income | (2) | |
| Other nonoperating income | (1) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 2,973 | |
| Income taxes (benefit) | (1) | |
| Income (loss) from continuing operations | 2,974 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |

| | | |
|---|---|---|
| Net income (loss) | 2,974 | |
| Retained earnings - beginning of year | (1,001) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $1,973 | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | First Hydro Renewables (COWL) Limited | Global Gener B.V. Consoli |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | ( |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | ( |
| Interest and dividend income | | (3 |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | (1 |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | (4 |
| Income taxes (benefit) | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations | | (4 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | (4 |
| Retained earnings - beginning of year | | (1,82 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | ($1,86 |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Iberian Hy-Power Amsterdam B.V. Consolidated | Latrobe Powe Ltd. Consoli |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $9,262 | $8 |
| Financial services and other | | |
| Total operating revenue | 9,262 | 8 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 2,880 | 1 |
| Depreciation, decommissioning and amortization | 910 | 1 |
| Property and other taxes | 68 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 3,858 | 3 |
| Operating income (loss) | 5,404 | 5 |
| Interest and dividend income | 360 | (2 |
| Other nonoperating income | (921) | |
| Interest expense - net of amounts capitalized | (7,001) | |

| | | |
|---|---|---|
| Other nonoperating deductions | 49 | (1 |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (2,109) | 1 |
| Income taxes (benefit) | 858 | |
| Income (loss) from continuing operations | (2,967) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (2,967) | |
| Retained earnings - beginning of year | 18,629 | (4 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $15,662 | ($4 |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Valley Power Pty Ltd. [7] | Loy Yang Hol Pty. Ltd. Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $40 |
| Financial services and other | | |
| Total operating revenue | | 40 |
| Fuel | | 3 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | 6 |
| Depreciation, decommissioning and amortization | | 5 |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | 15 |

| | | |
|---|---|---|
| Operating income (loss) | | 25 |
| Interest and dividend income | | (9 |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | (2 |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | 13 |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | 12 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | 12 |
| Retained earnings - beginning of year | | 29 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | $42 |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | MEC IES B.V. | ISAB Energy Services s.r |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $917 | |
| Financial services and other | | |
| Total operating revenue | 917 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 53 | |

| | | |
|---|---|---|
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 53 | |
| Operating income (loss) | 864 | |
| Interest and dividend income | 4 | |
| Other nonoperating income | 14 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 882 | |
| Income taxes (benefit) | 6 | |
| Income (loss) from continuing operations | 876 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 876 | |
| Retained earnings - beginning of year | 1,061 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $1,937 | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Energy Power [7] | MEC Indo Coa |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |

| | | |
|---|---|---|
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | MEC International Holdings B.V. Consolidated | MEC Laguna P B.V. |
|---|---|---|
| Electric utility | | |

| | | |
|---|---|---|
| Nonutility power generation | $596,672 | |
| Financial services and other | | |
| Total operating revenue | 596,672 | |
| Fuel | 260,154 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 85,156 | |
| Depreciation, decommissioning and amortization | 33,682 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | 13,640 | |
| Total operating expenses | 392,632 | |
| Operating income (loss) | 204,040 | |
| Interest and dividend income | 140,044 | |
| Other nonoperating income | (2,357) | |
| Interest expense - net of amounts capitalized | (215,723) | |
| Other nonoperating deductions | (3,394) | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 122,610 | |
| Income taxes (benefit) | 14,416 | |
| Income (loss) from continuing operations | 108,194 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 108,194 | |
| Retained earnings - beginning of year | (451,808) | ( |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($343,614) | ($ |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

MEC Perth B.V. MEC Priolo B

| | Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $32,755 | $2 |
| Financial services and other | | |
| Total operating revenue | 32,755 | 2 |
| Fuel | 17,048 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 4,169 | |
| Depreciation, decommissioning and amortization | 3,786 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 25,003 | |
| Operating income (loss) | 7,752 | 2 |
| Interest and dividend income | 1,572 | |
| Other nonoperating income | 9 | |
| Interest expense - net of amounts capitalized | (5,122) | |
| Other nonoperating deductions | (933) | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 3,278 | 2 |
| Income taxes (benefit) | 904 | |
| Income (loss) from continuing operations | 2,374 | 2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 2,374 | 2 |
| Retained earnings - beginning of year | 26,240 | ( |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $28,614 | $1 |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | MEC Sidi Krir B.V. | MEC Sumatra |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $2 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 2 | |
| Operating income (loss) | (2) | |
| Interest and dividend income | | |
| Other nonoperating income | 1 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (1) | |
| Income taxes (benefit) | 1 | |
| Income (loss) from continuing operations | (2) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (2) | |
| Retained earnings - beginning of year | (29) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($31) | |

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Energy Company (UK) Limited Consolidated | Mission Ener Italia s.r.l |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $786,159 | |
| Financial services and other | | |
| Total operating revenue | 786,159 | |
| Fuel | 369,084 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 242,216 | |
| Depreciation, decommissioning and amortization | 46,097 | |
| Property and other taxes | 28,668 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 686,065 | |
| Operating income (loss) | 100,094 | |
| Interest and dividend income | 135,584 | |
| Other nonoperating income | 15,947 | |
| Interest expense - net of amounts capitalized | (257,432) | |
| Other nonoperating deductions | 328 | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (5,479) | |
| Income taxes (benefit) | (17,895) | |
| Income (loss) from continuing operations | 12,416 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 12,416 | |
| Retained earnings - beginning of year | (478,403) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($465,987) | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Pride Hold Limited Consolidated | EcoElectrica S.a.r.l. Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $73,771 | $ |
| Financial services and other | | |
| Total operating revenue | 73,771 | |
| Fuel | 27,174 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 89,284 | |
| Depreciation, decommissioning and amortization | 7,612 | |
| Property and other taxes | 1,827 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 125,897 | |
| Operating income (loss) | (52,126) | |
| Interest and dividend income | 1,000 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | (3,199) | |
| Other nonoperating deductions | 78 | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (54,247) | |
| Income taxes (benefit) | (17,303) | |
| Income (loss) from continuing operations | (36,944) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (36,944) | |
| Retained earnings - beginning of year | 19,771 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |

| | | |
|---|---|---|
| Retained earnings - end of year | ($17,173) | |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Traralgon Power Pty. Ltd. Consolidated | MEC Internat B.V. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $83,088 | |
| Financial services and other | | |
| Total operating revenue | 83,088 | |
| Fuel | 9,147 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 11,784 | $ |
| Depreciation, decommissioning and amortization | 13,298 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 34,229 | |
| Operating income (loss) | 48,859 | ( |
| Interest and dividend income | (23,912) | |
| Other nonoperating income | 12 | |
| Interest expense - net of amounts capitalized | (55) | ( |
| Other nonoperating deductions | (13,483) | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 11,421 | ( |
| Income taxes (benefit) | 3,200 | |
| Income (loss) from continuing operations | 8,221 | ( |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |

| | | |
|---|---|---|
| Net income (loss) | 8,221 | ( |
| Retained earnings - beginning of year | 10,989 | (2 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $19,210 | ($3 |

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | MEC International B.V. Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $1,302,740 | |
| Financial services and other | | |
| Total operating revenue | 1,302,740 | |
| Fuel | 426,747 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 475,638 | |
| Depreciation, decommissioning and amortization | 114,772 | |
| Property and other taxes | 12,600 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1,029,757 | |
| Operating income (loss) | 272,983 | |
| Interest and dividend income | (3,190) | |
| Other nonoperating income | 21,455 | |
| Interest expense - net of amounts capitalized | (183,693) | |
| Other nonoperating deductions | (33,829) | |
| Dividends on preferred securities | (7,005) | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 66,721 | |
| Income taxes (benefit) | 33,263 | |

| | | |
|---|---|---|
| Income (loss) from continuing operations | 33,458 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 33,458 | |
| Retained earnings - beginning of year | (613,909) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($580,451) | |

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MEC INTERNATIONAL B.V.
EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Asia Pacific Pte Ltd. | Edison Mission Energy Fuel Company Pte Lt |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $9 | |
| Receivables - net | 30 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 15 | |
| Total current assets | 54 | |
| Nonutility property - net | 3 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |

| | | |
|---|---|---|
| Total investment and other assets | 3 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $57 | |

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MEC INTERNATIONAL B.V.
EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | P.T. Edison Mission Operation and Maintenance Indonesia | Edison Mission Energy Asia Pt Ltd. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $2,014 | $ |
| Receivables - net | 2,084 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 56 | |
| Total current assets | 4,154 | 1, |

| | | |
|---|---|---|
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 338, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 338, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | 2, |
| Total deferred charges | | 2, |
| Total assets | $4,154 | $342, |

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MEC INTERNATIONAL B.V.
EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Asia Pte Ltd Consolidated |
|---|---|
| ASSETS | |
| Cash and equivalents | $2,772 |
| Receivables - net | 16,714 |
| Fuel inventory | |
| Materials and supplies, at average cost | |
| Accumulated deferred income taxes - net | |
| Trading and price risk management assets | |

| | |
|---|---|
| Prepayments and other current assets | 531 |
| Total current assets | 20,017 |
| Nonutility property - net | 251 |
| Nuclear decommissioning trusts | |
| Investments in partnerships and unconsolidated subsidiaries | 340,333 |
| Investments in leveraged leases | |
| Other investments | |
| Total investment and other assets | 340,584 |
| Utility plant, at original cost: | |
| Transmission and distribution | |
| Generation | |
| Accumulated provision for depreciation and decommissioning | |
| Construction work in progress | |
| Nuclear fuel, at amortized cost | |
| Total utility plant | |
| Regulatory assets - net | |
| Other deferred charges | 2,142 |
| Total deferred charges | 2,142 |
| Total assets | $362,743 |

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MEC INTERNATIONAL B.V.
EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Asia Pacific Pte Ltd. | Edison Mission Energy Fuel Company Pte Lt |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $1,319 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 163 | |
| Total current liabilities | 1,482 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | 39 | |
| Retained earnings | (1,464) | |
| Total common shareholders' equity | (1,425) | |
| Total liabilities and shareholders' equity | $57 | |

MEC INTERNATIONAL B.V.
EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | P.T. Edison Mission Operation and Maintenance Indonesia | Edison Mission Energy Asia Pt Ltd. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $627 | ($24, |
| Accrued taxes | 451 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 32 | 1, |
| Total current liabilities | 1,110 | (22, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | (3) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (3) | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 1,500 | 338, |
| Accumulated other comprehensive income (loss) | | ( |

| | | |
|---|---|---|
| Retained earnings | 1,547 | 26, |
| Total common shareholders' equity | 3,047 | 364, |
| Total liabilities and shareholders' equity | $4,154 | $342, |

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MEC INTERNATIONAL B.V.
EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Asia Pte Ltd. Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($9,888) | |
| Accrued taxes | 22 | |
| Trading and price risk management liabilities | 2 | |
| Other current liabilities | 1,575 | |
| Total current liabilities | (8,289) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 1,096 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 11 | |
| Total deferred credits and other liabilities | 1,107 | |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 338,641 | |
| Accumulated other comprehensive income (loss) | (747) | |
| Retained earnings | 32,031 | |
| Total common shareholders' equity | 369,925 | |
| Total liabilities and shareholders' equity | $362,743 | |

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MEC INTERNATIONAL B.V.
EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Energy Asia Pacific Pte Ltd | Edison Missi Energy Fuel Company Pte |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $649 | |
| Depreciation, decommissioning and amortization | 9 | |

| | |
|---|---|
| Property and other taxes | |
| Net gain on sale of utility plant | |
| Total operating expenses | 658 |
| Operating income (loss) | (658) |
| Interest and dividend income | |
| Other nonoperating income | 160 |
| Interest expense - net of amounts capitalized | |
| Other nonoperating deductions | |
| Dividends on preferred securities | |
| Dividends on utility preferred stock | |
| Income (loss) from continuing operations before taxes | (498) |
| Income taxes (benefit) | 9 |
| Income (loss) from continuing operations | (507) |
| Loss from discontinued operations | |
| Income taxes (benefit) on discontinued operations | |
| Net income (loss) | (507) |
| Retained earnings - beginning of year | (957) |
| Dividends declared on common stock | |
| Dividends declared on preferred stock | |
| Retained earnings - end of year | ($1,464) |

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MEC INTERNATIONAL B.V.
EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | P.T. Edison Mission Operation and Maintenance Indonesia | Edison Missi Energy Asia Ltd. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $8,151 | |
| Financial services and other | | |

| | | |
|---|---|---|
| Total operating revenue | 8,151 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 5,764 | $ |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 5,764 | |
| Operating income (loss) | 2,387 | ( |
| Interest and dividend income | 17 | |
| Other nonoperating income | 24 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 2,428 | ( |
| Income taxes (benefit) | 803 | |
| Income (loss) from continuing operations | 1,625 | ( |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 1,625 | ( |
| Retained earnings - beginning of year | (78) | 2 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $1,547 | $2 |

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MEC INTERNATIONAL B.V.
EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Energy Asia Pte Ltd. Consolidated | |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $8,151 | |
| Financial services and other | | |
| Total operating revenue | 8,151 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 9,678 | |
| Depreciation, decommissioning and amortization | 371 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 10,049 | |
| Operating income (loss) | (1,898) | |
| Interest and dividend income | (742) | |
| Other nonoperating income | 5,256 | |
| Interest expense - net of amounts capitalized | (3) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 2,613 | |
| Income taxes (benefit) | 1,429 | |
| Income (loss) from continuing operations | 1,184 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 1,184 | |
| Retained earnings - beginning of year | 30,847 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $32,031 | |

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MEC INTERNATIONAL B.V.
EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Caliraya B.V. | CBK Power Comp Ltd. [8] |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $1 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 1 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 28,574 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 28,574 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $28,575 | |

MEC INTERNATIONAL B.V.
EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | CBK Power Company Ltd. [8] | Edison Missi Millennium B |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 4 |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 4 |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | $4 |

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MEC INTERNATIONAL B.V.
EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Millennium B.V. Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $9 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 9 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 29,406 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 29,406 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |

| | |
|---|---|
| Regulatory assets - net | |
| Other deferred charges | |
| Total deferred charges | |
| Total assets | $29,415 |

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MEC INTERNATIONAL B.V.
EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Caliraya B.V. | CBK Power Comp Ltd. [8] |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $168 | |
| Accrued taxes | (9) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 159 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 41,203 | |
| Accumulated other comprehensive income (loss) | (17,210) | |
| Retained earnings | 4,423 | |
| Total common shareholders' equity | 28,416 | |
| Total liabilities and shareholders' equity | $28,575 | |

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MEC INTERNATIONAL B.V.
EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | CBK Power Company Ltd. [8] | Edison Mission Millennium B.V |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |

| | | |
|---|---|---|
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 42, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | 42, |
| Total liabilities and shareholders' equity | | $42, |

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MEC INTERNATIONAL B.V.
EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Millennium B.V. Consolidated |
|---|---|

| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $150 | |
| Accrued taxes | (39) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 111 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 42,084 | |
| Accumulated other comprehensive income (loss) | (17,210) | |
| Retained earnings | 4,430 | |
| Total common shareholders' equity | 29,304 | |
| Total liabilities and shareholders' equity | $29,415 | |

MEC INTERNATIONAL B.V.
EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Caliraya B.V. | CBK Power Co Ltd. [8] |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $4,605 | |
| Financial services and other | | |
| Total operating revenue | 4,605 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 42 | |
| Depreciation, decommissioning and amortization | (18) | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 24 | |
| Operating income (loss) | 4,581 | |
| Interest and dividend income | | |
| Other nonoperating income | (1) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 4,580 | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 4,580 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 4,580 | |
| Retained earnings - beginning of year | (157) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $4,423 | |

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MEC INTERNATIONAL B.V.
EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | CBK Power Company Ltd. [8] | Edison Missi Millennium B |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |

| | |
|---|---|
| Dividends declared on preferred stock | |
| Retained earnings - end of year | |

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MEC INTERNATIONAL B.V.
EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Millennium B.V. Consolidated |
|---|---|
| Electric utility | |
| Nonutility power generation | $4,699 |
| Financial services and other | |
| Total operating revenue | 4,699 |
| Fuel | |
| Purchased power | |
| Provisions for regulatory adjustment clauses - net | |
| Other operation and maintenance | 33 |
| Depreciation, decommissioning and amortization | (18) |
| Property and other taxes | |
| Net gain on sale of utility plant | |
| Total operating expenses | 28 |
| Operating income (loss) | 4,671 |
| Interest and dividend income | |
| Other nonoperating income | (2) |
| Interest expense - net of amounts capitalized | |
| Other nonoperating deductions | |
| Dividends on preferred securities | |
| Dividends on utility preferred stock | |
| Income (loss) from continuing operations before taxes | 4,669 |
| Income taxes (benefit) | |
| Income (loss) from continuing operations | 4,669 |

| | | |
|---|---|---|
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 4,669 | |
| Retained earnings - beginning of year | (239) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $4,430 | |

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MEC INTERNATIONAL B.V.
EDISON MISSION OPERATION AND MAINTENANCE SERVICES, B.V. and Subsidiaries[Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Operation and Maintenance (Thailand) Company Limited | EME Philippine Services Corporation |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $103 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 103 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |

| | | |
|---|---|---|
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $103 | $ |

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MEC INTERNATIONAL B.V.
EDISON MISSION OPERATION AND MAINTENANCE SERVICES, B.V. and Subsidiaries[Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Operation and Maintenance Services, B.V. | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $1 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 1 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships | | |

| | | |
|---|---|---|
| and unconsolidated subsidiaries | 517 | ( |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 517 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $518 | ( |

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MEC INTERNATIONAL B.V.
EDISON MISSION OPERATION AND MAINTENANCE SERVICES, B.V. and Subsidiaries[Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Operation and Maintenance (Thailand) Company Limited | EME Philippine Services Corporation |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $1 | $ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |

| | | |
|---|---|---|
| Other current liabilities | | |
| Total current liabilities | 1 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 103 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (1) | ( |
| Total common shareholders' equity | 102 | ( |
| Total liabilities and shareholders' equity | $103 | $ |

630

MEC INTERNATIONAL B.V.
EDISON MISSION OPERATION AND MAINTENANCE SERVICES, B.V. and Subsidiaries[Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Operation and Maintenance Services, B.V. | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($115) | |
| Accrued taxes | (9) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (124) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 431 | ($ |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 211 | |
| Total common shareholders' equity | 642 | ( |
| Total liabilities and shareholders' equity | $518 | ($ |

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MEC INTERNATIONAL B.V.
EDISON MISSION OPERATION AND MAINTENANCE SERVICES, B.V. and Subsidiaries[Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Operation and Maintenance (Thailand) Company Ltd | EME Philippi Services Corporation |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $ |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |

| | | |
|---|---|---|
| Retained earnings - beginning of year | ($1) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($1) | |

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MEC INTERNATIONAL B.V.
EDISON MISSION OPERATION AND MAINTENANCE SERVICES, B.V. and Subsidiaries[Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Operation and Maintenance Services, B.V. | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $232 | |
| Financial services and other | | |
| Total operating revenue | 232 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 2 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 2 | |
| Operating income (loss) | 230 | |
| Interest and dividend income | | |
| Other nonoperating income | (1) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations before taxes | 229 | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 229 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 229 | |
| Retained earnings - beginning of year | (18) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $211 | |

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MEC INTERNATIONAL B.V.
EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Ascot Limited | EME Buckingham Limited [8] |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $297,622 | $297, |
| Investments in leveraged leases | | |
| Other investments | | |

| | | |
|---|---|---|
| Total investment and other assets | 297,622 | 297, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $297,622 | $297, |

634

MEC INTERNATIONAL B.V.
EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Universal Holdings Consolidated [10] | EME Atlantic Holdings Limit |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $32,848 | |
| Receivables - net | 79,585 | |
| Fuel inventory | 78 | |
| Materials and supplies, at average cost | 7,034 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | (9,652) | |
| Prepayments and other current assets | 7,295 | |

| | | |
|---|---|---|
| Total current assets | 117,188 | |
| Nonutility property - net | 1,125,330 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (1,389) | $297, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 1,123,941 | 297, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| GOODWILL | 396,153 | |
| Other deferred charges | 96,377 | |
| Total deferred charges | 492,530 | |
| Total assets | $1,733,659 | $297, |

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MEC INTERNATIONAL B.V.
EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Atlantic Holdings Limited Consolidated | |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | $32,873 | |
| Receivables - net | 79,585 | |
| Fuel inventory | 78 | |
| Materials and supplies, at average cost | 7,034 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | (9,652) | |
| Prepayments and other current assets | 7,295 | |
| Total current assets | 117,213 | |
| Nonutility property - net | 1,125,330 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 159,627 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 1,284,957 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| GOODWILL | 396,153 | |
| Other deferred charges | 96,377 | |
| Total deferred charges | 492,530 | |
| Total assets | $1,894,700 | |

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MEC INTERNATIONAL B.V.
EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Ascot Limited | EME Buckingham Limited [8] |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $31 | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 31 | |
| Total current liabilities | 62 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 297,622 | 297, |
| Accumulated other comprehensive income (loss) | (10) | |
| Retained earnings | (52) | |
| Total common shareholders' equity | 297,560 | 297, |
| Total liabilities and shareholders' equity | $297,622 | $297, |

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MEC INTERNATIONAL B.V.
EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Universal Holdings Consolidated [10] | EME Atlantic Holdings Limit |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | $77,551 | |
| Long-term debt due within one year | 36,743 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 79,633 | $ |
| Accrued taxes | 9,766 | |
| Trading and price risk management liabilities | 844 | |
| Other current liabilities | 6,012 | |
| Total current liabilities | 210,549 | |
| Long-term debt | 417,333 | |
| Accumulated deferred income taxes - net | 120,459 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 6,183 | |
| Total deferred credits and other liabilities | 126,642 | |
| Minority Interest | 408,272 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | 131,225 | |
| solely parent company debentures | | |
| Other preferred securities | | |

| | | |
|---|---|---|
| Total preferred securities of subsidiaries | 131,225 | |
| Common stock | 448,295 | 297, |
| Accumulated other comprehensive income (loss) | 1,226 | |
| Retained earnings | (9,883) | ( |
| Total common shareholders' equity | 439,638 | 297, |
| Total liabilities and shareholders' equity | $1,733,659 | $297, |

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MEC INTERNATIONAL B.V.
EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Atlantic Holdings Limited Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | $77,551 | |
| Long-term debt due within one year | 36,743 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (88,481) | |
| Accrued taxes | 10,108 | |
| Trading and price risk management liabilities | 844 | |
| Other current liabilities | 6,152 | |
| Total current liabilities | 42,917 | |
| Long-term debt | 417,333 | |
| Accumulated deferred income taxes - net | 120,459 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 6,183 | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | 126,642 | |
| Minority Interest | 408,272 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | 131,225 | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | 131,225 | |
| Common stock | 745,938 | |
| Accumulated other comprehensive income (loss) | 19,362 | |
| Retained earnings | 3,011 | |
| Total common shareholders' equity | 768,311 | |
| Total liabilities and shareholders' equity | $1,894,700 | |

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MEC INTERNATIONAL B.V.
EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Ascot Limited | EME Buckingh Limited [8] |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |

| | | |
|---|---|---|
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $12 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 12 | |
| Operating income (loss) | (12) | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (12) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (12) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (12) | |
| Retained earnings - beginning of year | (40) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($52) | |



MEC INTERNATIONAL B.V.
EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Energy Universal Holdings Consolidated [10] | EME Atlantic Holdings Lim |
|---|---|---|
| Electric utility | | |

| | | |
|---|---|---|
| Nonutility power generation | $505,733 | |
| Financial services and other | | |
| Total operating revenue | 505,733 | |
| Fuel | 128,691 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 235,968 | |
| Depreciation, decommissioning and amortization | 39,641 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 404,300 | |
| Operating income (loss) | 101,433 | |
| Interest and dividend income | 2,963 | |
| Other nonoperating income | 8 | |
| Interest expense - net of amounts capitalized | (37,850) | |
| Other nonoperating deductions | (23,767) | |
| Dividends on preferred securities | (7,005) | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 35,782 | |
| Income taxes (benefit) | 35,225 | |
| Income (loss) from continuing operations | 557 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 557 | |
| Retained earnings - beginning of year | (10,440) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($9,883) | |

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MEC INTERNATIONAL B.V.
EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

EME Atlantic

| | Holdings Limited Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $505,733 | |
| Financial services and other | | |
| Total operating revenue | 505,733 | |
| Fuel | 128,691 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 236,258 | |
| Depreciation, decommissioning and amortization | 39,641 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 404,590 | |
| Operating income (loss) | 101,143 | |
| Interest and dividend income | 10,308 | |
| Other nonoperating income | 178 | |
| Interest expense - net of amounts capitalized | (37,850) | |
| Other nonoperating deductions | (23,767) | |
| Dividends on preferred securities | (7,005) | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 43,007 | |
| Income taxes (benefit) | 35,289 | |
| Income (loss) from continuing operations | 7,718 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 7,718 | |
| Retained earnings - beginning of year | (4,707) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $3,011 | |

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Balance Sheet

December 31, 2002
(In thousands)

| | Mission Contact Finance Limited | Mission Energy Five Star |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $43 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 43 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 131,225 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 131,225 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $131,268 | |

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Contact Energy Limited | Mission Ener Universal Ho |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $8,856 | $ |
| Receivables - net | 76,084 | |
| Fuel inventory | 78 | |
| Materials and supplies, at average cost | 7,034 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 7,295 | |
| Total current assets | 99,347 | |
| Nonutility property - net | 1,567,724 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 1,703 | 14 |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 1,569,427 | 14 |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | 92,306 | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | 92,306 | |

| | | |
|---|---|---|
| Total assets | $1,761,080 | $14 |

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Universal Holdings Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $32,848 | |
| Receivables - net | 79,585 | |
| Fuel inventory | 78 | |
| Materials and supplies, at average cost | 7,034 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | (9,652) | |
| Prepayments and other current assets | 7,295 | |
| Total current assets | 117,188 | |
| Nonutility property - net | 1,125,330 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (1,389) | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 1,123,941 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | 396,153 | |

| | | |
|---|---|---|
| Regulatory assets - net | | |
| Other deferred charges | 96,377 | |
| Total deferred charges | 492,530 | |
| Total assets | $1,733,659 | |

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Contact Finance Limited | Mission Energy Five Star |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $40 | $1, |
| Accrued taxes | 1 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 41 | 1, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | 131,225 | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | 131,225 | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | ( |
| Retained earnings | 2 | (1, |
| Total common shareholders' equity | 2 | (1, |
| Total liabilities and shareholders' equity | $131,268 | |

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Contact Energy Limited | Mission Energy Universal Hold |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | $77,551 | |
| Long-term debt due within one year | 36,743 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 75,404 | ($18, |
| Accrued taxes | (1,515) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 2,163 | |
| Total current liabilities | 190,346 | (18, |
| Long-term debt | 289,725 | |
| Accumulated deferred income taxes - net | | |

| | | |
|---|---|---|
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 6,183 | |
| Total deferred credits and other liabilities | 6,183 | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 348,178 | 172, |
| Accumulated other comprehensive income (loss) | 886,534 | 3, |
| Retained earnings | 40,114 | (10, |
| Total common shareholders' equity | 1,274,826 | 166, |
| Total liabilities and shareholders' equity | $1,761,080 | $147, |

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Universal Holdings Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | $77,551 | |
| Long-term debt due within one year | 36,743 | |
| Preferred stock to be redeemed within one year | | |

| | | |
|---|---|---|
| Accounts payable | 79,633 | |
| Accrued taxes | 9,766 | |
| Trading and price risk management liabilities | 844 | |
| Other current liabilities | 6,012 | |
| Total current liabilities | 210,549 | |
| Long-term debt | 417,333 | |
| Accumulated deferred income taxes - net | 120,459 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 6,183 | |
| Total deferred credits and other liabilities | 126,642 | |
| Minority Interest | 408,272 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | 131,225 | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | 131,225 | |
| Common stock | 448,295 | |
| Accumulated other comprehensive income (loss) | 1,226 | |
| Retained earnings | (9,883) | |
| Total common shareholders' equity | 439,638 | |
| Total liabilities and shareholders' equity | $1,733,659 | |



MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002

(In thousands)

| | Mission Contact Finance Limited | Mission Ener Five Star |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $1 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1 | |
| Operating income (loss) | (1) | |
| Interest and dividend income | 2 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 1 | |
| Income taxes (benefit) | 1 | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | 2 | ( |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $2 | ($ |

MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Contact Energy Limited | Mission Ener Universal Ho |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $506,840 | |
| Financial services and other | | |
| Total operating revenue | 506,840 | |
| Fuel | 129,302 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 233,183 | |
| Depreciation, decommissioning and amortization | 39,408 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 401,893 | |
| Operating income (loss) | 104,947 | |
| Interest and dividend income | 2,480 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | (26,588) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 80,839 | |
| Income taxes (benefit) | 27,261 | |
| Income (loss) from continuing operations | 53,578 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 53,578 | |
| Retained earnings - beginning of year | (13,464) | (1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $40,114 | ($1 |

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Energy Universal Holdings Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $505,733 | |
| Financial services and other | | |
| Total operating revenue | 505,733 | |
| Fuel | 128,691 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 235,968 | |
| Depreciation, decommissioning and amortization | 39,641 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 404,300 | |
| Operating income (loss) | 101,433 | |
| Interest and dividend income | 2,963 | |
| Other nonoperating income | 8 | |
| Interest expense - net of amounts capitalized | (37,850) | |
| Other nonoperating deductions | (23,767) | |
| Dividends on preferred securities | (7,005) | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 35,782 | |
| Income taxes (benefit) | 35,225 | |
| Income (loss) from continuing operations | 557 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 557 | |
| Retained earnings - beginning of year | (10,440) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |

| | | |
|---|---|---|
| Retained earnings - end of year | ($9,883) | |

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MEC INTERNATIONAL B.V.
GLOBAL GENERATION B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Caresale Services Limited | Edison First P Holdings II Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $70 | $6, |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 70 | 6, |
| Nonutility property - net | | 8, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 8, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |

| | | |
|---|---|---|
| ASSETS OF DISCONTINUED OPERATIONS | | |
| Other deferred charges | | 6, |
| Total deferred charges | | 6, |
| Total assets | $70 | $22, |

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MEC INTERNATIONAL B.V.
GLOBAL GENERATION B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Global Generation B.V. | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $126 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 126 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 1,046,456 | ($1,046, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 1,046,456 | (1,046, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |

| | | |
|---|---|---|
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| ASSETS OF DISCONTINUED OPERATIONS | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $1,046,582 | ($1,046, |

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MEC INTERNATIONAL B.V.
GLOBAL GENERATION B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Caresale Services Limited | Edison First P Holdings II Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $190, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $2 | (174, |
| Accrued taxes | (2) | ( |
| Trading and price risk management liabilities | | |
| Other current liabilities | 10 | 3, |
| Total current liabilities | 10 | 18, |
| Long-term debt | | 181, |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| LIABILITIES OF DISCONTINUED OPERATIONS | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 559,652 | 1,046, |
| Accumulated other comprehensive income (loss) | 1,124 | (14, |
| Retained earnings | (560,716) | (1,210, |
| Total common shareholders' equity | 60 | (178, |
| Total liabilities and shareholders' equity | $70 | $22, |

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MEC INTERNATIONAL B.V.
GLOBAL GENERATION B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Global Generation B.V. | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $702,661 | |
| Accrued taxes | (4,246) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 35 | |

| | | |
|---|---|---|
| Total current liabilities | 698,450 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| LIABILITIES FROM DISCONTINUED OPERATIONS | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 446,251 | ($1,046, |
| Accumulated other comprehensive income (loss) | 152 | |
| Retained earnings | (98,271) | |
| Total common shareholders' equity | 348,132 | (1,046, |
| Total liabilities and shareholders' equity | $1,046,582 | ($1,046, |

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MEC INTERNATIONAL B.V.
GLOBAL GENERATION B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Caresale Services Limited | Edison First Holdings II Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $1 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | ( |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1 | |
| Operating income (loss) | (1) | ( |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | (1 |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (1) | (1 |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (1) | (1 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (1) | (1 |
| Retained earnings - beginning of year | (560,715) | (1,19 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($560,716) | ($1,21 |

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MEC INTERNATIONAL B.V.
GLOBAL GENERATION B.V. and Subsidiaries [Tier 7]

Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Global Generation B.V. | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $37 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | 19 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 56 | |
| Operating income (loss) | (56) | |
| Interest and dividend income | (31,337) | |
| Other nonoperating income | 10 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (31,383) | |
| Income taxes (benefit) | 4 | |
| Income (loss) from continuing operations | (31,387) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (31,387) | |
| Retained earnings - beginning of year | (66,884) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($98,271) | |

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II and Subsidiaries
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison First Power I Holdings Consolidated | Edison First P II Holdings |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $6,624 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 340 | |
| Total current assets | 6,964 | |
| Nonutility property - net | 8,438 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 8,438 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| ASSETS OF DISCONTINUED OPERATIONS | | |
| Other deferred charges | 6,621 | |
| Total deferred charges | 6,621 | |

| | |
|---|---|
| Total assets | $22,023 |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II and Subsidiaries
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison First Power II Holdings Consolidated |
|---|---|
| ASSETS | |
| Cash and equivalents | $6,624 |
| Receivables - net | |
| Fuel inventory | |
| Materials and supplies, at average cost | |
| Accumulated deferred income taxes - net | |
| Trading and price risk management assets | |
| Prepayments and other current assets | 340 |
| Total current assets | 6,964 |
| Nonutility property - net | 8,438 |
| Nuclear decommissioning trusts | |
| Investments in partnerships and unconsolidated subsidiaries | |
| Investments in leveraged leases | |
| Other investments | |
| Total investment and other assets | 8,438 |
| Utility plant, at original cost: | |
| Transmission and distribution | |
| Generation | |
| Accumulated provision for depreciation and decommissioning | |
| Construction work in progress | |
| Nuclear fuel, at amortized cost | |
| Total utility plant | |

| | | |
|---|---|---|
| ASSETS OF DISCONTINUED OPERATIONS | | |
| Other deferred charges | 6,621 | |
| Total deferred charges | 6,621 | |
| Total assets | $22,023 | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II and Subsidiaries
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison First Power I Holdings Consolidated | Edison First P II Holdings |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $190,146 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (174,569) | |
| Accrued taxes | (641) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 3,721 | |
| Total current liabilities | 18,657 | |
| Long-term debt | 181,552 | (265, |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| LIABILITIES OF DISCONTINUED OPERATIONS | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 2,094,688 | 772, |
| Accumulated other comprehensive income (loss) | (12,203) | 26, |
| Retained earnings | (2,260,671) | (532, |
| Total common shareholders' equity | (178,186) | 265, |
| Total liabilities and shareholders' equity | $22,023 | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II and Subsidiaries
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison First Power II Holdings Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $190,146 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (174,569) | |
| Accrued taxes | (641) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 3,744 | |
| Total current liabilities | 18,680 | |

| | | |
|---|---|---|
| Long-term debt | 181,552 | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| LIABILITIES OF DISCONTINUED OPERATIONS | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 1,046,418 | |
| Accumulated other comprehensive income (loss) | (14,298) | |
| Retained earnings | (1,210,329) | |
| Total common shareholders' equity | (178,209) | |
| Total liabilities and shareholders' equity | $22,023 | |



MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II and Subsidiaries
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison First Power I Holdings Consolidated | Edison First II Holdings |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | ($43) | |
| Financial services and other | | |
| Total operating revenue | (43) | |
| Fuel | 211 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | 6,862 | |
| Other operation and maintenance | 3,376 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | (2,943) | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 7,506 | |
| Operating income (loss) | (7,549) | |
| Interest and dividend income | 935 | |
| Other nonoperating income | 2,817 | |
| Interest expense - net of amounts capitalized | (11,654) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (15,451) | |
| Income taxes (benefit) | (159) | |
| | (15,292) | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (15,292) | |
| Retained earnings - beginning of year | (2,245,379) | (53 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($2,260,671) | ($53 |



MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II and Subsidiaries
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison First Power II Holdings Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | ($43) | |
| Financial services and other | | |
| Total operating revenue | (43) | |
| Fuel | 211 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 6,862 | |
| Depreciation, decommissioning and amortization | 3,398 | |
| Property and other taxes | (2,943) | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 7,528 | |
| Operating income (loss) | (7,571) | |
| Interest and dividend income | 935 | |
| Other nonoperating income | 2,817 | |
| Interest expense - net of amounts capitalized | (11,654) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (15,473) | |
| Income taxes (benefit) | (159) | |
| Income (loss) from continuing operations | (15,314) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (15,314) | |
| Retained earnings - beginning of year | (1,195,015) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($1,210,329) | |

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
EDISON FIRST POWER HOLDINGS II,
EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Caresale Services Limited | Edison Mission Marketing and Services Limit |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $70 | $2, |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 70 | 2, |
| Nonutility property - net | | 8, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 8, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| | | |
| Assets of discontinued operations | | |

| | | |
|---|---|---|
| Total assets | $70 | $10, |

664

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
EDISON FIRST POWER HOLDINGS II,
EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | South Australian Holdings Ltd. Consolidated | Energy Generat Finance PLC |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |

| | | |
|---|---|---|
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
EDISON FIRST POWER HOLDINGS II,
EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison First Power Holdings I | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $6 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 6 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 12,929 | ($12, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 12,929 | (12, |

| | | |
|---|---|---|
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $12,935 | ($12, |

666

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
EDISON FIRST POWER HOLDINGS II,
EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Caresale Services Limited | Edison Mission Marketing and Services Limit |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $2 | $6, |
| Accrued taxes | (3) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 11 | |

| | | |
|---|---|---|
| Total current liabilities | 10 | 7, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 559,652 | 11, |
| Accumulated other comprehensive income (loss) | 1,124 | |
| Retained earnings | (560,716) | (8, |
| Total common shareholders' equity | 60 | 3, |
| Total liabilities and shareholders' equity | $70 | $10, |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
EDISON FIRST POWER HOLDINGS II,
EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | South Australian Holdings Ltd. Consolidated | Energy Generat Finance PLC |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| | | |
| Liabilities of discontinued operations | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |

| | | |
|---|---|---|
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
EDISON FIRST POWER HOLDINGS II,
EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison First Power Holdings I | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $256 | |
| Accrued taxes | (623) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 59 | |
| Total current liabilities | (308) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| | | |
| Liabilities of discontinued operations | | |

| Minority Interest | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 772,064 | ($1,702, |
| Accumulated other comprehensive income (loss) | 2,799 | (4, |
| Retained earnings | (761,620) | 1,694, |
| Total common shareholders' equity | 13,243 | (12, |
| Total liabilities and shareholders' equity | $12,935 | ($12, |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
EDISON FIRST POWER HOLDINGS II,
EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Caresale Services Limited | Edison Missi Marketing an Services Lim |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | ($1) | $ |
| Depreciation, decommissioning and amortization | | |

| | | |
|---|---|---|
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | (1) | |
| Operating income (loss) | 1 | ( |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 1 | ( |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 1 | ( |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 1 | ( |
| Retained earnings - beginning of year | (560,717) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($560,716) | ($ |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
EDISON FIRST POWER HOLDINGS II,
EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | South Australian Holdings Ltd. Consolidated | Energy Gener Finance PLC |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |

| | | |
|---|---|---|
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |



MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
EDISON FIRST POWER HOLDINGS II,
EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison First Power Holdings I | Consolidatin Adjustments |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $82 | ($ |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 82 | ( |
| Operating income (loss) | (82) | |
| Interest and dividend income | | |
| Other nonoperating income | | ( |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (82) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (82) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (82) | |
| Retained earnings - beginning of year | (761,538) | 1,69 |
| Ddends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($761,620) | $1,69 |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD. and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME International Dragon Limited Consolidated Being Liquidated | South Austra Holdings Ltd |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD. and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | South Australian Holdings Ltd. Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |

| | | |
|---|---|---|
| Total assets | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD. and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME International Dragon Limited Consolidated Being Liquidated | South Australi Holdings Ltd. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |

| | | |
|---|---|---|
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD. and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | South Australian Holdings Ltd. Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |

| | | |
|---|---|---|
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD. and Subsidiaries [Tier 9]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME International Dragon Limited Consolidated Being Liquidated | South Austra Holdings Ltd |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD. and Subsidiaries [Tier 9]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | South Australian Holdings Ltd. Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD.
EME INTERNATIONAL DRAGON LIMITED and Subsidiaries [Tier 10]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Adelaide Energy Ltd. Being Liquidated | EME Monet Ltd. Being Liquidat |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD.
EME INTERNATIONAL DRAGON LIMITED and Subsidiaries [Tier 10]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | EME Internati Dragon Limite Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |

| | | |
|---|---|---|
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD.
EME INTERNATIONAL DRAGON LIMITED and Subsidiaries [Tier 10]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Adelaide Energy Ltd. Being Liquidated | EME Monet Ltd. Being Liquidat |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |

| Minority Interest | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD.
EME INTERNATIONAL DRAGON LIMITED and Subsidiaries [Tier 10]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | EME Internatio Dragon Limited Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |

| | | |
|---|---|---|
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD.
EME INTERNATIONAL DRAGON LIMITED and Subsidiaries [Tier 10]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Adelaide Energy Ltd. Being Liquidated | EME Monet Lt Being Liquid |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.

EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD.
EME INTERNATIONAL DRAGON LIMITED and Subsidiaries [Tier 10]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | EME Internat Dragon Limit Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
MAPLEKEY HOLDINGS LIMITED and Subsidiaries [Tier 9. et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Maplekey UK Finance Limited | Maplekey UK Limited [10] |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | | |

| | | |
|---|---|---|
| Total deferred charges | | |
| Total assets | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
MAPLEKEY HOLDINGS LIMITED and Subsidiaries [Tier 9. et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Maplekey Holdings Limited | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |

| | | |
|---|---|---|
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
MAPLEKEY HOLDINGS LIMITED and Subsidiaries [Tier 9. et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Maplekey UK Finance Limited | Maplekey UK Limited [10] |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | $5 | |
| Total current liabilities | 5 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 423,075 | 423, |
| Accumulated other comprehensive income (loss) | 846 | |
| Retained earnings | (423,926) | (423, |
| Total common shareholders' equity | ($5) | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
MAPLEKEY HOLDINGS LIMITED and Subsidiaries [Tier 9. et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Maplekey Holdings Limited | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |

| | | |
|---|---|---|
| Trading and price risk management liabilities | | |
| Other current liabilities | $5 | |
| Total current liabilities | 5 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 423,075 | |
| Accumulated other comprehensive income (loss) | 846 | |
| Retained earnings | (423,926) | |
| Total common shareholders' equity | ($5) | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
MAPLEKEY HOLDINGS LIMITED and Subsidiaries [Tier 9. et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Maplekey UK Finance Limited | Maplekey UK Limited [10] |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $1 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1 | |
| Operating income (loss) | (1) | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (1) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (1) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (1) | |
| Retained earnings - beginning of year | (423,925) | (42 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($423,926) | ($42 |

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
MAPLEKEY HOLDINGS LIMITED and Subsidiaries [Tier 9. et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Maplekey Holdings Limited | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $1 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1 | |
| Operating income (loss) | (1) | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (1) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (1) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (1) | |
| Retained earnings - beginning of year | (423,925) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($423,926) | |

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MEC INTERNATIONAL B.V.
HYDRO ENERGY B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Iberica de Energias S.L. | Electro Metalurgica de Ebro, S.L. [8] |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $239 | |
| Receivables - net | 5,072 | 3, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 219 | |
| Total current assets | 5,530 | 3, |
| Nonutility property - net | 46,631 | 50, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 3,090 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 49,721 | 50, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |

| | | |
|---|---|---|
| Other deferred charges | 1,661 | 3, |
| Total deferred charges | 1,661 | 3, |
| Total assets | $56,912 | $57, |

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MEC INTERNATIONAL B.V.
HYDRO ENERGY B.V.and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Hydro Energy B.V | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | ($6, |
| Prepayments and other current assets | | |
| Total current assets | | (6, |
| Nonutility property - net | ($11,921) | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 24,871 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 12,950 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $12,950 | ($6, |

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MEC INTERNATIONAL B.V.
HYDRO ENERGY B.V.and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Iberica de Energias S.L. | Electro Metalurgica de Ebro, S.L. [8] |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $2,566 | $6, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (6,505) | 3, |
| Accrued taxes | 14 | ( |
| Trading and price risk management liabilities | | |
| Other current liabilities | 133 | |
| Total current liabilities | (3,792) | 10, |
| Long-term debt | 18,432 | 39, |
| Accumulated deferred income taxes - net | | ( |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 1,001 | 1, |
| Total deferred credits and other liabilities | 1,001 | 1, |

| | | |
|---|---|---|
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 24,932 | |
| Accumulated other comprehensive income (loss) | (4,321) | ( |
| Retained earnings | 20,660 | 7, |
| Total common shareholders' equity | 41,271 | 6, |
| Total liabilities and shareholders' equity | $56,912 | $57, |

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MEC INTERNATIONAL B.V.
HYDRO ENERGY B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Hydro Energy B.V | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $29,504 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 2,893 | |
| Accrued taxes | (110) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |

| | | |
|---|---|---|
| Total current liabilities | 32,287 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | ($2, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | (2, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 25 | |
| Accumulated other comprehensive income (loss) | 340 | (4, |
| Retained earnings | (19,702) | |
| Total common shareholders' equity | (19,337) | (4, |
| Total liabilities and shareholders' equity | $12,950 | ($6, |

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MEC INTERNATIONAL B.V.
HYDRO ENERGY B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Iberica de | Electro |
|---|---|---|

| | Energias S.L. | Metalurgica Ebro, S.L. [ |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $9,262 | $ |
| Financial services and other | | |
| Total operating revenue | 9,262 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 3,106 | |
| Depreciation, decommissioning and amortization | 1,477 | |
| Property and other taxes | 68 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 4,651 | |
| Operating income (loss) | 4,611 | |
| Interest and dividend income | 446 | |
| Other nonoperating income | 540 | |
| Interest expense - net of amounts capitalized | (4,522) | ( |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 1,075 | |
| Income taxes (benefit) | 8 | |
| Income (loss) from continuing operations | 1,067 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 1,067 | |
| Retained earnings - beginning of year | 19,593 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $20,660 | $ |

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MEC INTERNATIONAL B.V.
HYDRO ENERGY B.V. and Subsidiaries [Tier 6]
Consolidating Statements of Income and Retained Earnings

For the Year Ended December 31, 2002
(In thousands)

| | Hydro Energy B.V | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | ($6) | |
| Depreciation, decommissioning and amortization | (625) | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | (631) | |
| Operating income (loss) | 631 | |
| Interest and dividend income | (131) | |
| Other nonoperating income | (133) | |
| Interest expense - net of amounts capitalized | (2,335) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (1,968) | |
| Income taxes (benefit) | (113) | |
| Income (loss) from continuing operations | (1,855) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (1,855) | |
| Retained earnings - beginning of year | (17,847) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($19,702) | |

MEC INTERNATIONAL B.V.
IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Desarrello Espana S.L. | Hydro Energy B |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $373 | |
| Receivables - net | 8,585 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | (6,255) | |
| Prepayments and other current assets | 458 | |
| Total current assets | 3,161 | |
| Nonutility property - net | 106,762 | ($11, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 24, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 106,762 | 12, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 4,733 | |
| Total deferred charges | 4,733 | |
| Total assets | $114,656 | $12, |

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MEC INTERNATIONAL B.V.
IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Electro Metalurgica del Ebro, S.L. [9] | Monasterio de Rueda, S.L. [1 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |

| | | |
|---|---|---|
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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MEC INTERNATIONAL B.V.
IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Electro Metalurgica del Ebro, S.L. [8] | Monasterio de Rueda, S.L. [9 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |

| | | |
|---|---|---|
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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MEC INTERNATIONAL B.V.
IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Iberian Hy-Power Amste B.V. Consolida |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $ |
| Receivables - net | | 13, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | ($6,255) | (12, |
| Prepayments and other current assets | | |
| Total current assets | (6,255) | 2, |
| Nonutility property - net | 22,779 | 165, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (26,837) | 3, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | (4,058) | 168, |

| | | |
|---|---|---|
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | 6, |
| Total deferred charges | | 6, |
| Total assets | ($10,313) | $177, |

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MEC INTERNATIONAL B.V.
IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Desarrello Espana S.L. | Hydro Energy B |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $38,878 | $29, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 10,529 | 2, |
| Accrued taxes | (892) | ( |
| Trading and price risk management liabilities | | |
| Other current liabilities | 289 | |
| Total current liabilities | 48,804 | 32, |
| Long-term debt | 57,791 | |
| Accumulated deferred income taxes - net | (2,531) | |

| | | |
|---|---|---|
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 2,719 | |
| Total deferred credits and other liabilities | 188 | |
| Minority Interest | 518 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 9,211 | |
| Accumulated other comprehensive income (loss) | (9,653) | |
| Retained earnings | 7,797 | (19, |
| Total common shareholders' equity | 7,355 | (19, |
| Total liabilities and shareholders' equity | $114,656 | $12, |

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MEC INTERNATIONAL B.V.
IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Electro Metalurgica del Ebro, S.L. [9] | Monasterio de Rueda, S.L. [1 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |



MEC INTERNATIONAL B.V.

IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Electro Metalurgica del Ebro, S.L. [8] | Monasterio de Rueda, S.L. [9 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |

| | | |
|---|---|---|
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V.
IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Iberian Hy-Power Amste B.V. Consolida |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $70, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | 17, |
| Accrued taxes | | (1, |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | 86, |
| Long-term debt | | 76, |
| Accumulated deferred income taxes - net | ($2,189) | (4, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 3, |
| Total deferred credits and other liabilities | (2,189) | (1, |
| Minority Interest | | |
| Preferred stock of utility: | | |

| | | |
|---|---|---|
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (18,523) | 17, |
| Accumulated other comprehensive income (loss) | (4,745) | (18, |
| Retained earnings | 15,144 | 15, |
| Total common shareholders' equity | (8,124) | 14, |
| Total liabilities and shareholders' equity | ($10,313) | $177, |

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MEC INTERNATIONAL B.V.
IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Desarrello Espana S.L. | Hydro Energy |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $444 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 444 | |

| | | |
|---|---|---|
| Operating income (loss) | (444) | |
| Interest and dividend income | | |
| Other nonoperating income | (3) | |
| Interest expense - net of amounts capitalized | | ( |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (447) | ( |
| Income taxes (benefit) | 1,064 | |
| Income (loss) from continuing operations | (1,511) | ( |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (1,511) | ( |
| Retained earnings - beginning of year | 9,308 | (1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $7,797 | ($1 |

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MEC INTERNATIONAL B.V.
IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Electro Metalurgica del Ebro, S.L. [9] | Monasterio d Rueda, S.L. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |

| | | |
|---|---|---|
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V.
IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Electro Metalurgica del Ebro, S.L. [8] | Monasterio d Rueda, S.L. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |

| | | |
|---|---|---|
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V.
IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | Iberian Hy-Power Ams |
|---|---|---|

| | | B.V. Consoli |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $ |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | ($811) | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | (811) | |
| Operating income (loss) | 811 | |
| Interest and dividend income | | |
| Other nonoperating income | (602) | |
| Interest expense - net of amounts capitalized | | ( |
| Other nonoperating deductions | 49 | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 258 | ( |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 258 | ( |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 258 | ( |
| Retained earnings - beginning of year | 14,886 | 1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $15,144 | $1 |



MEC INTERNATIONAL B.V.
LATROBE POWER PTY LTD and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002

(In thousands)

| | Mission Victoria Partnership | Latrobe Power Partnership [8 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $55 | $7, |
| Receivables – net | | 25, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 7, |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 4, |
| Total current assets | 55 | 44, |
| Nonutility property – net | | 1,126, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 25,953 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 25,953 | 1,126, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | | 3, |
| Total deferred charges | | 3, |
| Total assets | $26,008 | $1,174, |

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MEC INTERNATIONAL B.V.
LATROBE POWER PTY LTD and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Latrobe Power Pty Ltd | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $14,139 | ($40, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 14,139 | (40, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $14,139 | ($40, |

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MEC INTERNATIONAL B.V.
LATROBE POWER PTY LTD and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Victoria Partnership | Latrobe Power Partnership [8 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($1,781) | ($12, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 623, |
| Total current liabilities | (1,781) | 610, |
| Long-term debt | | 347, |
| Accumulated deferred income taxes - net | (9) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 254, |
| Total deferred credits and other liabilities | (9) | 254, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |

| | | |
|---|---|---|
| Common stock | (60,223) | (60, |
| Accumulated other comprehensive income (loss) | (49,754) | (53, |
| Retained earnings | 137,775 | 75, |
| Total common shareholders' equity | 27,798 | (38, |
| Total liabilities and shareholders' equity | $26,008 | $1,174, |

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MEC INTERNATIONAL B.V.
LATROBE POWER PTY LTD and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Latrobe Power Pty Ltd | Consolidating Adjustments | |
|---|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | | |
| Short-term debt | | | |
| Long-term debt due within one year | | | |
| Preferred stock to be redeemed within one year | | | |
| Accounts payable | ($1,971) | | |
| Accrued taxes | | | |
| Trading and price risk management liabilities | | | |
| Other current liabilities | | | |
| Total current liabilities | (1,971) | | |
| Long-term debt | | | |
| Accumulated deferred income taxes - net | 3,686 | | |
| Accumulated deferred investment tax credits | | | |
| Customer advances and other deferred credits | | | |
| Power-purchase contracts | | | |
| Accumulated provision for pension and benefits | | | |
| Other long-term liabilities | | | |
| Total deferred credits and other liabilities | 3,686 | | |
| Minority Interest | | | $11, |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 120, |
| Accumulated other comprehensive income (loss) | (7,107) | 101, |
| Retained earnings | 19,531 | (273, |
| Total common shareholders' equity | 12,424 | (51, |
| Total liabilities and shareholders' equity | $14,139 | ($40, |

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MEC INTERNATIONAL B.V.
LATROBE POWER PTY LTD and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Victoria Partnership | Latrobe Powe Partnership |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $27,683 | $8 |
| Financial services and other | | |
| Total operating revenue | 27,683 | 8 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | 1 |
| Depreciation, decommissioning and amortization | | 1 |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |

| | | |
|---|---|---|
| Total operating expenses | | 3 |
| Operating income (loss) | 27,683 | 5 |
| Interest and dividend income | 2 | (2 |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 27,685 | 2 |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 27,685 | 2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 27,685 | 2 |
| Retained earnings - beginning of year | 110,090 | 4 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $137,775 | $7 |

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MEC INTERNATIONAL B.V.
LATROBE POWER PTY LTD and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Latrobe Power Pty Ltd | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $14,482 | ($4 |
| Financial services and other | | |
| Total operating revenue | 14,482 | (4 |
| Fuel | | |

| | | |
|---|---|---|
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 824 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 824 | |
| Operating income (loss) | 13,658 | (4 |
| Interest and dividend income | 261 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | (1 |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 13,919 | (5 |
| Income taxes (benefit) | 3,902 | |
| Income (loss) from continuing operations | 10,017 | (5 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 10,017 | (5 |
| Retained earnings - beginning of year | 9,514 | (21 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $19,531 | ($27 |



MEC INTERNATIONAL B.V.
LATROBE VALLEY B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Valley Power Pty Ltd. | Latrobe Valley |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | $18,997 | |
| Receivables - net | 443 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 36 | |
| Total current assets | 19,476 | |
| Nonutility property - net | 55,714 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 55,174 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 967 | |
| Total deferred charges | 967 | |
| Total assets | $76,157 | |

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MEC INTERNATIONAL B.V.
LATROBE VALLEY B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Latrobe Valley

| | B.V. Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $18,998 | |
| Receivables - net | 448 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 36 | |
| Total current assets | 19,482 | |
| Nonutility property - net | 55,714 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 55,714 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | (144) | |
| Total deferred charges | (144) | |
| Total assets | $75,052 | |

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MEC INTERNATIONAL B.V.
LATROBE VALLEY B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002

(In thousands)

| | Valley Power Pty Ltd. | Latrobe Valley |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $4,780 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 40,927 | |
| Accrued taxes | (188) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 6,521 | |
| Total current liabilities | 52,040 | |
| Long-term debt | 30,667 | |
| Accumulated deferred income taxes - net | (3,837) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (3,837) | |
| Minority Interest | (4,771) | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (2,576) | |
| Accumulated other comprehensive income (loss) | 37 | |
| Retained earnings | 4,597 | |
| Total common shareholders' equity | 2,058 | |
| Total liabilities and shareholders' equity | $76,157 | |

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MEC INTERNATIONAL B.V.
LATROBE VALLEY B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Latrobe Valley B.V. Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $4,780 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 40,948 | |
| Accrued taxes | (191) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 6,521 | |
| Total current liabilities | 52,058 | |
| Long-term debt | 30,667 | |
| Accumulated deferred income taxes - net | (4,170) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (4,170) | |
| Minority Interest | (4,771) | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |

| | | |
|---|---|---|
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (2,557) | |
| Accumulated other comprehensive income (loss) | (741) | |
| Retained earnings | 4,566 | |
| Total common shareholders' equity | 1,268 | |
| Total liabilities and shareholders' equity | $75,052 | |

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MEC INTERNATIONAL B.V.
LATROBE VALLEY B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Valley Power Pty Ltd. | Latrobe Vall |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $13,303 | |
| Financial services and other | | |
| Total operating revenue | 13,303 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 388 | |
| Depreciation, decommissioning and amortization | 1,446 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1,834 | |
| Operating income (loss) | 11,469 | |
| Interest and dividend income | (410) | |
| Other nonoperating income | 1 | |
| Interest expense - net of amounts capitalized | (2,545) | |

| | | |
|---|---|---|
| Other nonoperating deductions | (3,444) | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 5,071 | |
| Income taxes (benefit) | 474 | |
| Income (loss) from continuing operations | 4,597 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 4,597 | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $4,597 | |

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MEC INTERNATIONAL B.V.
LATROBE VALLEY B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Latrobe Valley B.V. Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $13,303 | |
| Financial services and other | | |
| Total operating revenue | 13,303 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 408 | |
| Depreciation, decommissioning and amortization | 1,446 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1,854 | |

| | | |
|---|---|---|
| Operating income (loss) | 11,449 | |
| Interest and dividend income | (410) | |
| Other nonoperating income | 1 | |
| Interest expense - net of amounts capitalized | (2,545) | |
| Other nonoperating deductions | (3,444) | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 5,501 | |
| Income taxes (benefit) | 474 | |
| Income (loss) from continuing operations | 4,577 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 4,577 | |
| Retained earnings - beginning of year | (11) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $4,566 | |



MEC INTERNATIONAL B.V.
LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Holdings Pty Ltd Consolidated | Latrobe Power Ltd Consolidat |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $7,982 | $7, |
| Receivables - net | 26,036 | 25, |
| Fuel inventory | | |
| Materials and supplies, at average cost | 7,454 | 7, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |

| | | |
|---|---|---|
| Prepayments and other current assets | 4,261 | 4, |
| Total current assets | 45,733 | 44, |
| Nonutility property - net | 1,133,539 | 1,126, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (1,323) | 25, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 1,132,216 | 1,152, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 3,280 | 3, |
| Total deferred charges | 3,280 | 3, |
| Total assets | $1,181,229 | $1,200, |



MEC INTERNATIONAL B.V.
LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Traralgon Power Pty Ltd Consolidated | Loy Yang Holdi Pty Ltd |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | $7,702 | |
| Receivables - net | 5,795 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 4,490 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 4,132 | |
| Total current assets | 21,489 | |
| Nonutility property - net | 598,001 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (1,519) | ($1, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 596,482 | ($1, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 3,229 | |
| Total deferred charges | 3,229 | |
| Total assets | $621,200 | ($1, |

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MEC INTERNATIONAL B.V.
LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Loy Yang Holdings Pty Ltd Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $29,198 | |
| Receivables – net | 83,563 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 26,852 | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 16,657 | |
| Total current assets | 156,270 | |
| Nonutility property – net | 3,984,388 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 48,758 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,033,146 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | 12,967 | |
| Total deferred charges | 12,967 | |
| Total assets | $4,202,383 | |

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MEC INTERNATIONAL B.V.
LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]

Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Holdings Pty Ltd Consolidated | Latrobe Power Ltd Consolidat |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $85 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (27,251) | ($16, |
| Accrued taxes | 302 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 625,371 | 623, |
| Total current liabilities | 598,507 | 607, |
| Long-term debt | 347,714 | 347, |
| Accumulated deferred income taxes - net | 221 | 3, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 254,091 | 254, |
| Total deferred credits and other liabilities | 254,312 | 257, |
| Minority Interest | | 12, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (60,412) | (60, |
| Accumulated other comprehensive income (loss) | (58,663) | (60, |
| Retained earnings | 99,771 | 95, |

| | | |
|---|---|---|
| Total common shareholders' equity | (19,304) | (25, |
| Total liabilities and shareholders' equity | $1,181,229 | $1,200, |

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MEC INTERNATIONAL B.V.
LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Traralgon Power Pty Ltd Consolidated | Loy Yang Holdi Pty Ltd |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($17,395) | |
| Accrued taxes | 303 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 8,939 | |
| Total current liabilities | (8,153) | |
| Long-term debt | 347,525 | |
| Accumulated deferred income taxes - net | 3,023 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 254,029 | |
| Total deferred credits and other liabilities | 257,052 | |
| Minority Interest | 11,286 | |
| Preferred stock of utility: | | |

| | | |
|---|---|---|
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | (5,720) | ( |
| Retained earnings | 19,210 | (1, |
| Total common shareholders' equity | 13,490 | (1, |
| Total liabilities and shareholders' equity | $621,200 | ($1, |

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MEC INTERNATIONAL B.V.
Loy Yang Holdings Pty Ltd and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousand s)

| | Loy Yang Holdings Pty Ltd Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $85 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (75,224) | |
| Accrued taxes | 1,146 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 1,880,716 | |
| Total current liabilities | 1,806,723 | |
| Long-term debt | 1,390,289 | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | 7,105 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 1,016,178 | |
| Total deferred credits and other liabilities | 1,023,283 | |
| Minority Interest | 24,198 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (241,459) | |
| Accumulated other comprehensive income (loss) | (228,492) | |
| Retained earnings | 427,841 | |
| Total common shareholders' equity | (42,110) | |
| Total liabilities and shareholders' equity | $4,202,383 | |

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MEC INTERNATIONAL B.V.
LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Energy Holdings Pty Ltd Consolidated | Latrobe Powe Ltd Consolid |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $95,293 | $11 |
| Financial services and other | | |
| Total operating revenue | 95,293 | 11 |
| Fuel | 9,147 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 27,553 | 1 |
| Depreciation, decommissioning and amortization | 14,058 | 1 |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 50,758 | 3 |
| Operating income (loss) | 44,535 | 7 |
| Interest and dividend income | (23,511) | (2 |
| Other nonoperating income | 6,780 | |
| Interest expense - net of amounts capitalized | (72) | |
| Other nonoperating deductions | | (1 |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 27,732 | 4 |
| Income taxes (benefit) | (43) | |
| Income (loss) from continuing operations | 27,775 | 3 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 27,775 | 3 |
| Retained earnings - beginning of year | 71,996 | 5 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $99,771 | $9 |

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MEC INTERNATIONAL B.V.
LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Traralgon Power Pty Ltd Consolidated | Loy Yang Hol Pty Ltd |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $83,088 | |
| Financial services and other | | |
| Total operating revenue | 83,088 | |
| Fuel | 9,147 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 11,784 | |
| Depreciation, decommissioning and amortization | 13,298 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 34,229 | |
| Operating income (loss) | 48,859 | |
| Interest and dividend income | (23,912) | |
| Other nonoperating income | 12 | |
| Interest expense - net of amounts capitalized | (55) | |
| Other nonoperating deductions | (13,483) | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 11,421 | |
| Income taxes (benefit) | 3,200 | |
| Income (loss) from continuing operations | 8,221 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 8,221 | |
| Retained earnings - beginning of year | 10,989 | ($ |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $19,210 | ($ |

MEC INTERNATIONAL B.V.
LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Loy Yang Holdings Pty Ltd Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $403,312 | |
| Financial services and other | | |
| Total operating revenue | 403,312 | |
| Fuel | 36,588 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,259 | |
| Depreciation, decommissioning and amortization | 53,952 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 152,799 | |
| Operating income (loss) | 250,513 | |
| Interest and dividend income | (95,142) | |
| Other nonoperating income | 6,800 | |
| Interest expense - net of amounts capitalized | (237) | |
| Other nonoperating deductions | (26,686) | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 135,248 | |
| Income taxes (benefit) | 6,660 | |
| Income (loss) from continuing operations | 128,588 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 128,588 | |
| Retained earnings - beginning of year | 299,253 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $427,841 | |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Australia Ltd. | Latrobe Power Partnership [9 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $21 | $7, |
| Receivables - net | | 25, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 7, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 4, |
| Total current assets | 21 | 44, |
| Nonutility property - net | | 1,126, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (1,627) | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | (1,627) | 1,126, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | 3, |

| | | |
|---|---|---|
| Total deferred charges | | 3, |
| Total assets | ($1,606) | $1,174, |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Australia Pilbara Power Pty Ltd. | Edison Mission Operation and Maintenance Kwinana Pty Lt |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Holdings Superannuation Fund Pty Ltd | Mission Energy (Kwinana) Pty |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | $ |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |

| | | |
|---|---|---|
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | $ |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Perth Power Partnership [10] | Edison Mission Energy Holding Pty Ltd |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $ |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | 1, |
| Nonutility property - net | | 1, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships | | |

| | | |
|---|---|---|
| and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 1, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | $2, |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Holdings Pty Ltd Consolidated |
|---|---|
| ASSETS | |
| Cash and equivalents | $7,982 |
| Receivables - net | 26,036 |
| Fuel inventory | |
| Materials and supplies, at average cost | 7,454 |
| Accumulated deferred income taxes - net | |
| Trading and price risk management assets | |
| Prepayments and other current assets | 4,261 |

| | | |
|---|---|---|
| Total current assets | 45,733 | |
| Nonutility property - net | 1,133,539 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (1,323) | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 1,132,216 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 3,280 | |
| Total deferred charges | 3,280 | |
| Total assets | $1,181,229 | |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Australia Ltd. | Latrobe Power Partnership [9 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |

| | | |
|---|---|---|
| Accounts payable | ($757) | ($12, |
| Accrued taxes | (8) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 623, |
| Total current liabilities | (765) | 610, |
| Long-term debt | | 347, |
| Accumulated deferred income taxes - net | 329 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 254, |
| Total deferred credits and other liabilities | 329 | 254, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | (60, |
| Accumulated other comprehensive income (loss) | (2,093) | (53, |
| Retained earnings | 923 | 75, |
| Total common shareholders' equity | (1,170) | (38, |
| Total liabilities and shareholders' equity | ($1,606) | $1,174, |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002

(In thousands)

| | Edison Mission Energy Australia Pilbara Power Pty Ltd. | Edison Mission Operation and Maintenance Kwinana Pty Lt |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | ($1, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | (1, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | ( |
| Retained earnings | | 1, |
| Total common shareholders' equity | | $1, |

Total liabilities and shareholders' equity

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Holdings Superannuation Fund Pty Ltd | Mission Energy (Kwinana) Pty |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |

| | | |
|---|---|---|
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | $ |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Perth Power Partnership [10] | Edison Mission Energy Holding Pty Ltd |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | (12, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 2, |
| Total current liabilities | | (9, |
| Long-term debt | | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | | (1, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | (1, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | 14, |
| Total common shareholders' equity | | 14, |
| Total liabilities and shareholders' equity | | $2, |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy Holdings Pty Ltd Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | $85 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (27,251) | |
| Accrued taxes | 302 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 625,371 | |
| Total current liabilities | 598,507 | |
| Long-term debt | 347,714 | |
| Accumulated deferred income taxes - net | 221 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 254,091 | |
| Total deferred credits and other liabilities | 254,312 | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (60,412) | |
| Accumulated other comprehensive income (loss) | (58,663) | |
| Retained earnings | 99,771 | |
| Total common shareholders' equity | (19,304) | |
| Total liabilities and shareholders' equity | $1,181,229 | |

MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Energy Australia Ltd. | Latrobe Powe Partnership |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $280 | $8 |
| Financial services and other | | |
| Total operating revenue | 280 | 8 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 994 | 1 |
| Depreciation, decommissioning and amortization | | 1 |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 994 | 3 |
| Operating income (loss) | (714) | 5 |
| Interest and dividend income | 5 | (2 |
| Other nonoperating income | 981 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 272 | 2 |
| Income taxes (benefit) | 76 | |
| Income (loss) from continuing operations | 196 | 2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 196 | 2 |
| Retained earnings - beginning of year | 727 | 4 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $923 | $7 |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Energy Australia Pilbara Power Pty Ltd. | Edison Missi Operation an Maintenance Kwinana Pty |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $ |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |

| | | |
|---|---|---|
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | $ |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Energy Holdings Superannuation Fund Pty Ltd | Mission Ener (Kwinana) Pt |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Perth Power Partnership [10] | Edison Missi Energy Holdi Pty Ltd |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | $ |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | ( |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |

| | | |
|---|---|---|
| Dividends on preferred securities | | 1 |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | 1 |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | 1 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | 1 |
| Retained earnings - beginning of year | | ( |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | $1 |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Energy Holdings Pty Ltd Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $95,293 | |
| Financial services and other | | |
| Total operating revenue | 95,293 | |
| Fuel | 9,147 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 27,553 | |
| Depreciation, decommissioning and amortization | 14,058 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |

| | | |
|---|---|---|
| Total operating expenses | 50,758 | |
| Operating income (loss) | 44,535 | |
| Interest and dividend income | (23,511) | |
| Other nonoperating income | 6,780 | |
| Interest expense - net of amounts capitalized | (72) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 27,732 | |
| Income taxes (benefit) | (43) | |
| Income (loss) from continuing operations | 27,775 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 27,775 | |
| Retained earnings - beginning of year | 71,996 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $99,771 | |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
LATROBE POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Victoria Partnership | Latrobe Power Partnership [9 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $55 | $7, |
| Receivables - net | | 25, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 7, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 4, |

| | | |
|---|---|---|
| Total current assets | 55 | 44, |
| Nonutility property - net | | 1,126, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 25,953 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 25,953 | 1,126, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | 3, |
| Total deferred charges | | 3, |
| Total assets | $26,008 | $1,174, |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
LATROBE POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Latrobe Power Pty Ltd. | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |

| | | |
|---|---|---|
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $14,139 | ($40, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 14,139 | (40, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Assets of discontinued operations | | |
| Total assets | $14,139 | ($40, |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
LATROBE POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Victoria | Latrobe Power |
|---|---|---|

| | Partnership | Partnership [9 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($1,781) | ($12, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 623, |
| Total current liabilities | (1,781) | 610, |
| Long-term debt | | 347, |
| Accumulated deferred income taxes - net | (9) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 254, |
| Total deferred credits and other liabilities | (9) | 254, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (60,223) | (60, |
| Accumulated other comprehensive income (loss) | (49,754) | (53, |
| Retained earnings | 137,775 | 75, |
| Total common shareholders' equity | 27,798 | (38, |
| Total liabilities and shareholders' equity | $26,008 | $1,174, |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
LATROBE POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Latrobe Power Pty Ltd. | Consolidating Adjustments | |
|---|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | | |
| Short-term debt | | | |
| Long-term debt due within one year | | | |
| Preferred stock to be redeemed within one year | | | |
| Accounts payable | ($1,971) | | |
| Accrued taxes | | | |
| Trading and price risk management liabilities | | | |
| Other current liabilities | | | |
| Total current liabilities | (1,971) | | |
| Long-term debt | | | |
| Accumulated deferred income taxes - net | 3,686 | | |
| Accumulated deferred investment tax credits | | | |
| Customer advances and other deferred credits | | | |
| Power-purchase contracts | | | |
| Accumulated provision for pension and benefits | | | |
| Other long-term liabilities | | | |
| Total deferred credits and other liabilities | 3,686 | | |
| Minority Interest | | | $11, |
| Preferred stock of utility: | | | |
| Not subject to mandatory redemption | | | |
| Subject to mandatory redemption | | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | | |
| Other preferred securities | | | |
| Total preferred securities of subsidiaries | | | |

| | | |
|---|---|---|
| Common stock | | 120, |
| Accumulated other comprehensive income (loss) | (7,107) | 101, |
| Retained earnings | 19,531 | (273, |
| Total common shareholders' equity | 12,424 | (51, |
| Total liabilities and shareholders' equity | $14,139 | ($40, |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
LATROBE POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Victoria Partnership | Latrobe Powe Partnership |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $27,683 | $8 |
| Financial services and other | | |
| Total operating revenue | 27,683 | 8 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | 1 |
| Depreciation, decommissioning and amortization | | 1 |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | 3 |
| Operating income (loss) | 27,683 | 5 |
| Interest and dividend income | 2 | (2 |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 27,685 | 2 |

| | | |
|---|---|---|
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 27,685 | 2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 27,685 | 2 |
| Retained earnings - beginning of year | 110,090 | 4 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $137,775 | $7 |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
LATROBE POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Latrobe Power Pty Ltd. | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $14,482 | ($4 |
| Financial services and other | | |
| Total operating revenue | 14,482 | (4 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 824 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 824 | |
| Operating income (loss) | 13,658 | (4 |
| Interest and dividend income | 261 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |

| | | |
|---|---|---|
| Other nonoperating deductions | | (1 |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 13,919 | (5 |
| Income taxes (benefit) | 3,902 | |
| Income (loss) from continuing operations | 10,017 | (5 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 10,017 | (5 |
| Retained earnings - beginning of year | 9,514 | (21 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $19,531 | ($27 |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
MISSION ENERGY VENTURES AUSTRALIA PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Victoria Partnership | Latrobe Power Partnership [9 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $55 | $7, |
| Receivables - net | | 25, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 7, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 4, |
| Total current assets | 55 | 44, |
| Nonutility property - net | | 1,126, |
| Nuclear decommissioning trusts | | |

| | | |
|---|---|---|
| Investments in partnerships and unconsolidated subsidiaries | 25,953 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 25,953 | 1,126, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | 3, |
| Total deferred charges | | 3, |
| Total assets | $26,008 | $1,174, |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
MISSION ENERGY VENTURES AUSTRALIA PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Ventures Australia Pty Ltd | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |

| | | |
|---|---|---|
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $270 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 270 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $270 | |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
MISSION ENERGY VENTURES AUSTRALIA PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Victoria Partnership | Latrobe Power Partnership [9 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |

| | | |
|---|---|---|
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($1,781) | ($12, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 623, |
| Total current liabilities | (1,781) | 610, |
| Long-term debt | | 347, |
| Accumulated deferred income taxes - net | (9) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 254, |
| Total deferred credits and other liabilities | (9) | 254, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (60,223) | (60, |
| Accumulated other comprehensive income (loss) | (49,754) | (53, |
| Retained earnings | 137,775 | 75, |
| Total common shareholders' equity | 27,798 | (38, |
| Total liabilities and shareholders' equity | $26,008 | $1,174, |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
MISSION ENERGY VENTURES AUSTRALIA PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet

December 31, 2002
(In thousands)

| | Mission Energy Ventures Australia Pty Ltd | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $5 | |
| Accrued taxes | (65) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (60) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 61 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 61 | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | (158) | |
| Retained earnings | 427 | |
| Total common shareholders' equity | 269 | |

| | |
|---|---|
| Total liabilities and shareholders' equity | $270 |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
MISSION ENERGY VENTURES AUSTRALIA PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Victoria Partnership | Latrobe Powe Partnership |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $27,683 | $8 |
| Financial services and other | | |
| Total operating revenue | 27,683 | 8 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | 1 |
| Depreciation, decommissioning and amortization | | 1 |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | 3 |
| Operating income (loss) | 27,683 | 5 |
| Interest and dividend income | 2 | (2 |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 27,685 | 2 |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 27,685 | 2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |

| | | |
|---|---|---|
| Net income (loss) | 27,685 | 2 |
| Retained earnings - beginning of year | 110,090 | 4 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $137,775 | $7 |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
MISSION ENERGY VENTURES AUSTRALIA PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Energy Ventures Australia Pty Ltd | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $277 | |
| Financial services and other | | |
| Total operating revenue | 277 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 16 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 16 | |
| Operating income (loss) | 261 | |
| Interest and dividend income | 6 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations before taxes | 267 | |
| Income taxes (benefit) | 75 | |
| Income (loss) from continuing operations | 192 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 192 | |
| Retained earnings - beginning of year | 235 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $427 | |



MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
TRARALGON POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Victoria Partnership | Latrobe Power Partnership [9 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $55 | $7, |
| Receivables - net | | 25, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 7, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 4, |
| Total current assets | 55 | 44, |
| Nonutility property - net | | 1,126, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 25,953 | |
| Investments in leveraged leases | | |
| Other investments | | |

| | | |
|---|---|---|
| Total investment and other assets | 25,953 | 1,126, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | 3, |
| Total deferred charges | | 3, |
| Total assets | $26,008 | $1,174, |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
TRARALGON POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Traralgon Power Pty Ltd | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | ($20, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | (2, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | (23, |

| | | |
|---|---|---|
| Nonutility property - net | | (528, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $12,620 | (40, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 12,620 | (568, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $12,620 | ($591, |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
TRARALGON POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Victoria Partnership | Latrobe Power Partnership [9 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($1,781) | ($12, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 623, |

| | | |
|---|---|---|
| Total current liabilities | (1,781) | 610, |
| Long-term debt | | 347, |
| Accumulated deferred income taxes - net | (9) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 254, |
| Total deferred credits and other liabilities | (9) | 254, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (60,223) | (60, |
| Accumulated other comprehensive income (loss) | (49,754) | (53, |
| Retained earnings | 137,775 | 75, |
| Total common shareholders' equity | 27,798 | (38, |
| Total liabilities and shareholders' equity | $26,008 | $1,174, |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
TRARALGON POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Traralgon Power Pty Ltd | Consolidating Adjustments |
|---|---|---|

| | | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($3,089) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | ($614, |
| Total current liabilities | (3,089) | (614, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 2,965 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | 2,965 | |
| Minority Interest | | 11, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 120, |
| Accumulated other comprehensive income (loss) | (7,079) | 105, |
| Retained earnings | 19,823 | (214, |
| Total common shareholders' equity | 12,744 | 11, |
| Total liabilities and shareholders' equity | $12,620 | ($591, |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
TRARALGON POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Victoria Partnership | Latrobe Powe Partnership |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $27,683 | $8 |
| Financial services and other | | |
| Total operating revenue | 27,683 | 8 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | 1 |
| Depreciation, decommissioning and amortization | | 1 |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | 3 |
| Operating income (loss) | 27,683 | 5 |
| Interest and dividend income | 2 | (2 |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 27,685 | 2 |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 27,685 | 2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 27,685 | 2 |
| Retained earnings - beginning of year | 110,090 | 4 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $137,775 | $7 |

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
TRARALGON POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Traralgon Power Pty Ltd | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $12,926 | ($4 |
| Financial services and other | | |
| Total operating revenue | 12,926 | (4 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 735 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 735 | |
| Operating income (loss) | 12,191 | (4 |
| Interest and dividend income | 81 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | (1 |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 12,272 | (5 |
| Income taxes (benefit) | 3,437 | |
| Income (loss) from continuing operations | 8,835 | (5 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 8,835 | (5 |

| | | |
|---|---|---|
| Retained earnings - beginning of year | 10,988 | (15 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $19,823 | ($21 |

MEC INTERNATIONAL B.V.
MEC ESENYURT B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Doga Enerji Uretim Sanayi ve Ticaret L.S. | Doga Isi Satis Hizmetleri ve Ticaret L.S. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $40,548 | $ |
| Receivables - net | 16,821 | |
| Fuel inventory | 6,651 | |
| Materials and supplies, at average cost | 950 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 3,230 | |
| Total current assets | 68,200 | 1, |
| Nonutility property - net | 12,643 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 12,643 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |

| | | |
|---|---|---|
| Other deferred charges | 173,528 | |
| Total deferred charges | 173,528 | |
| Total assets | $254,371 | $1, |

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MEC INTERNATIONAL B.V.
MEC ESENYURT B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Esenyurt B.V. | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $14 | ($16, |
| Receivables - net | | (1, |
| Fuel inventory | | (1, |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | (2, |
| Total current assets | 14 | (21, |
| Nonutility property - net | 11,123 | 108, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 21,687 | (21, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 32,810 | 86, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 309 | (137, |
| Total deferred charges | 309 | (137, |
| Total assets | $33,133 | ($72, |

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MEC INTERNATIONAL B.V.
MEC ESENYURT B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Doga Enerji Uretim Sanayi ve Ticaret L.S. | Doga Isi Satis Hizmetleri ve Ticaret L.S. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | ($4,333) | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 11,219 | $ |
| Accrued taxes | 904 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 772 | |
| Total current liabilities | 8,562 | 1, |
| Long-term debt | 100,291 | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 58 | |
| Total deferred credits and other liabilities | 58 | |

| | | |
|---|---|---|
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 36,111 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 109,349 | |
| Total common shareholders' equity | 145,460 | |
| Total liabilities and shareholders' equity | $254,371 | $1, |

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MEC INTERNATIONAL B.V.
MEC ESENYURT B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Esenyurt B.V. | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $15, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($771) | (24, |
| Accrued taxes | 236 | 7, |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 3, |

| | | |
|---|---|---|
| Total current liabilities | (535) | 2, |
| Long-term debt | | (15, |
| Accumulated deferred income taxes - net | | (11, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 630 | 56, |
| Total deferred credits and other liabilities | 630 | 45, |
| Minority Interest | | 12, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 37,118 | (36, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (4,080) | (79, |
| Total common shareholders' equity | 33,038 | (116, |
| Total liabilities and shareholders' equity | $33,133 | ($72, |

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MEC INTERNATIONAL B.V.
MEC ESENYURT B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

Doga Enerji Uretim Doga Isi Sat

| | Sanayi ve Ticaret L.S. | Hizmetleri v Ticaret L.S. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $130,634 | |
| Financial services and other | | |
| Total operating revenue | 130,634 | |
| Fuel | 68,068 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 22,551 | |
| Depreciation, decommissioning and amortization | 3,720 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 94,339 | |
| Operating income (loss) | 36,295 | |
| Interest and dividend income | (2,920) | |
| Other nonoperating income | 6,084 | |
| Interest expense - net of amounts capitalized | (10,451) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 29,008 | |
| Income taxes (benefit) | 1,018 | |
| Income (loss) from continuing operations | 27,990 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 27,990 | |
| Retained earnings - beginning of year | 81,359 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $109,349 | |



MEC INTERNATIONAL B.V.
MEC ESENYURT B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings

For the Year Ended December 31, 2002
(In thousands)

| | MEC Esenyurt B.V. | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | ($2 |
| Financial services and other | | |
| Total operating revenue | | (2 |
| Fuel | | ( |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $810 | (1 |
| Depreciation, decommissioning and amortization | 81 | |
| Property and other taxes | 182 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1,073 | (1 |
| Operating income (loss) | (1,073) | ( |
| Interest and dividend income | 117 | |
| Other nonoperating income | (175) | ( |
| Interest expense - net of amounts capitalized | | ( |
| Other nonoperating deductions | | ( |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (1,131) | (1 |
| Income taxes (benefit) | 714 | |
| Income (loss) from continuing operations | (1,845) | (1 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (1,845) | (1 |
| Retained earnings - beginning of year | (2,235) | (6 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($4,080) | ($7 |

MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy International B.V. | MEC Esenyurt B Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $92 | $24, |
| Receivables - net | 8 | 16, |
| Fuel inventory | | 4, |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 1, |
| Total current assets | 100 | 48, |
| Nonutility property - net | 25 | 132, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 25 | 132, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | 36, |
| Total deferred charges | | 36, |

| | | |
|---|---|---|
| Total assets | $125 | $217, |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | ISAB Energy Services s.r.l. [8] | MEC India B.V. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |

| | | |
|---|---|---|
| Total deferred charges | | |
| Total assets | | |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Indo Coal B.V. | MEC Indonesia |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $222 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 222 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 16,974 | 118, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 16,974 | 118, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $17,196 | $118, |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Gulf Power Generation Co. Ltd. [8] | MEC Perth B.V. Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $4, |
| Receivables - net | | 3, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 2, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | 11, |
| Nonutility property - net | | 57, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 57, |
| Utility plant, at original cost: | | |

| | | |
|---|---|---|
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | (2, |
| Total deferred charges | | (2, |
| Total assets | | $66, |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC San Pascual B.V. Consolidated | MEC Sidi Krir |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | $1 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 1 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |

| | | |
|---|---|---|
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $1 | |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Wales B.V. Consolidated | Mission Energy Italia s.r.l. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,590 | $ |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,201 | |

| | | |
|---|---|---|
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 2,980,005 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,207,248 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 65,902 | |
| Total deferred charges | 65,902 | |
| Total assets | $4,420,351 | $ |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC International Holdings B.V. | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $22 | |
| Receivables - net | | |
| Fuel inventory | | |

| | | |
|---|---|---|
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 22 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 5,460 | ($5, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 5,460 | (5, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $5,482 | ($5, |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Energy International B.V. | MEC Esenyurt B Consolidated |
|---|---|---|

| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | $11, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $1,553 | (14, |
| Accrued taxes | 351 | 9, |
| Trading and price risk management liabilities | | |
| Other current liabilities | 87 | 5, |
| Total current liabilities | 1,991 | 11, |
| Long-term debt | | 84, |
| Accumulated deferred income taxes - net | | (11, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 57, |
| Total deferred credits and other liabilities | | 46, |
| Minority Interest | | 12, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 235 | 37, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (2,101) | 25, |
| Total common shareholders' equity | (1,866) | 62, |
| Total liabilities and shareholders' equity | $125 | $217, |

MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | ISAB Energy Services s.r.l. [8] | MEC India B.V. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |

| | | |
|---|---|---|
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Indo Coal B.V. | MEC Indonesia |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $2 | $ |
| Accrued taxes | 365 | ( |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 367 | ( |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 6, |
| Total deferred credits and other liabilities | | 6, |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 15,845 | 126, |
| Accumulated other comprehensive income (loss) | | (27, |
| Retained earnings | 984 | 13, |
| Total common shareholders' equity | 16,829 | 112, |
| Total liabilities and shareholders' equity | $17,196 | $118, |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Gulf Power Generation Co. Ltd. [8] | MEC Perth B.V. Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $3, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | (21, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 4, |
| Total current liabilities | | (13, |

| | | |
|---|---|---|
| Long-term debt | | 43, |
| Accumulated deferred income taxes - net | | (4, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 12, |
| Total deferred credits and other liabilities | | 8, |
| Minority Interest | | 3, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | (3, |
| Retained earnings | | 28, |
| Total common shareholders' equity | | 24, |
| Total liabilities and shareholders' equity | | $66, |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC San Pascual B.V. Consolidated | MEC Sidi Krir |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $98 | |
| Accrued taxes | (16) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | 82 | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,793 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (4,874) | |
| Total common shareholders' equity | (81) | |
| Total liabilities and shareholders' equity | $1 | |

MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Wales B.V. Consolidated | Mission Energy Italia s.r.l. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (492,853) | ( |
| Accrued taxes | 14,194 | ( |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | (361,253) | ( |
| Long-term debt | 953,322 | |
| Accumulated deferred income taxes - net | 56,550 | ( |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,363,133 | |

| | | |
|---|---|---|
| Accumulated other comprehensive income (loss) | (352,087) | |
| Retained earnings | (419,853) | |
| Total common shareholders' equity | 3,591,193 | |
| Total liabilities and shareholders' equity | $4,420,351 | $ |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC International Holdings B.V. | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($47) | |
| Accrued taxes | (24) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (71) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |

| Minority Interest | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 5,064 | ($5, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 489 | ( |
| Total common shareholders' equity | 5,553 | (5, |
| Total liabilities and shareholders' equity | $5,482 | ($5, |

781

MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Energy International B.V. | MEC Esenyurt Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $11 |
| Financial services and other | | |
| Total operating revenue | | 11 |
| Fuel | | 6 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $233 | 1 |
| Depreciation, decommissioning and amortization | 26 | |

| | | |
|---|---|---|
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 259 | 8 |
| Operating income (loss) | (259) | 2 |
| Interest and dividend income | 5 | |
| Other nonoperating income | (259) | |
| Interest expense - net of amounts capitalized | | (1 |
| Other nonoperating deductions | | ( |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (513) | 1 |
| Income taxes (benefit) | 14 | |
| Income (loss) from continuing operations | (527) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (527) | |
| Retained earnings - beginning of year | (1,574) | 1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($2,101) | $2 |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | ISAB Energy Services s.r.l. [8] | MEC India B. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |

| | | |
|---|---|---|
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | MEC Indo Coal B.V. | MEC Indonesi |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $2 |
| Financial services and other | | |
| Total operating revenue | | 2 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $10 | |
| Depreciation, decommissioning and amortization | 153 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 163 | |
| Operating income (loss) | (163) | 2 |
| Interest and dividend income | | |
| Other nonoperating income | 259 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 96 | 2 |
| Income taxes (benefit) | 171 | |
| Income (loss) from continuing operations | (75) | 2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (75) | 2 |
| Retained earnings - beginning of year | 1,059 | ( |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $984 | $1 |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Gulf Power Generation Co. Ltd. [8] | MEC Perth B. Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $3 |
| Financial services and other | | |
| Total operating revenue | | 3 |
| Fuel | | 1 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | 2 |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | ( |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | 2 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | $2 |

MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | MEC San Pascual B.V. Consolidated | MEC Sidi Kri |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $30 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | 45 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 75 | |
| Operating income (loss) | (75) | |
| Interest and dividend income | | |
| Other nonoperating income | 2 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (73) | |
| Income taxes (benefit) | 1 | |
| Income (loss) from continuing operations | (74) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (74) | |
| Retained earnings - beginning of year | (4,800) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($4,874) | |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | MEC Wales B.V. Consolidated | Mission Ener Italia s.r.l |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,422 | |
| Financial services and other | | |
| Total operating revenue | 393,422 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,440 | |
| Depreciation, decommissioning and amortization | 21,513 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,567 | |
| Operating income (loss) | 120,855 | |
| Interest and dividend income | 136,661 | |
| Other nonoperating income | (4,124) | |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 54,626 | |
| Income taxes (benefit) | 6,418 | |
| Income (loss) from continuing operations | 48,208 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 48,208 | |
| Retained earnings - beginning of year | (468,061) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |

| | | |
|---|---|---|
| Retained earnings - end of year | ($419,853) | |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | MEC International Holdings B.V. | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $3 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 3 | |
| Operating income (loss) | (3) | |
| Interest and dividend income | | |
| Other nonoperating income | (2) | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (5) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (5) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |

| | | |
|---|---|---|
| Net income (loss) | (5) | |
| Retained earnings - beginning of year | 494 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $489 | |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC ESENYURT B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Doga Enerji Uretim Sanayi ve Ticaret L.S. | Doga Isi Satis Hizmetleri ve Ticaret L.S. | |
|---|---|---|---|
| ASSETS | | | |
| Cash and equivalents | $40,548 | | $ |
| Receivables - net | 16,821 | | |
| Fuel inventory | 6,651 | | |
| Materials and supplies, at average cost | 950 | | |
| Accumulated deferred income taxes - net | | | |
| Trading and price risk management assets | | | |
| Prepayments and other current assets | 3,230 | | |
| Total current assets | 68,200 | | 1, |
| Nonutility property - net | 12,643 | | |
| Nuclear decommissioning trusts | | | |
| Investments in partnerships and unconsolidated subsidiaries | | | |
| Investments in leveraged leases | | | |
| Other investments | | | |
| Total investment and other assets | 12,643 | | |
| Utility plant, at original cost: | | | |
| Transmission and distribution | | | |

| | | |
|---|---|---|
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 173,528 | |
| Total deferred charges | 173,528 | |
| Total assets | $254,371 | $1, |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC ESENYURT B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Esenyurt B.V. | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $14 | ($16, |
| Receivables - net | | (1, |
| Fuel inventory | | (1, |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | (2, |
| Total current assets | 14 | (21, |
| Nonutility property - net | 11,123 | 108, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 21,687 | (21, |
| Investments in leveraged leases | | |
| Other investments | | |

| | | |
|---|---|---|
| Total investment and other assets | 32,810 | 86, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 309 | (137, |
| Total deferred charges | 309 | (137, |
| Total assets | $33,133 | ($72, |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC ESENYURT B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Doga Enerji Uretim Sanayi ve Ticaret L.S. | Doga Isi Satis Hizmetleri ve Ticaret L.S. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | ($4,333) | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 11,219 | $ |
| Accrued taxes | 904 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 772 | |
| Total current liabilities | 8,562 | 1, |

| | | |
|---|---|---|
| Long-term debt | 100,291 | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 58 | |
| Total deferred credits and other liabilities | 58 | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 36,111 | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | 109,349 | |
| Total common shareholders' equity | 145,460 | |
| Total liabilities and shareholders' equity | $254,371 | $1, |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC ESENYURT B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Esenyurt B.V. | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | $15, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($771) | (24, |
| Accrued taxes | 236 | 7, |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 3, |
| Total current liabilities | (535) | 2, |
| Long-term debt | | (15, |
| Accumulated deferred income taxes - net | | (11, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 630 | 56, |
| Total deferred credits and other liabilities | 630 | 45, |
| Minority Interest | | 12, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 37,118 | (36, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | (4,080) | (79, |
| Total common shareholders' equity | 33,038 | (116, |
| Total liabilities and shareholders' equity | $33,133 | ($72, |

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC ESENYURT B.V. and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Doga Enerji Uretim Sanayi ve Ticaret L.S. | Doga Isi Sat Hizmetleri v Ticaret L.S. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $130,634 | |
| Financial services and other | | |
| Total operating revenue | 130,634 | |
| Fuel | 68,068 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 22,551 | |
| Depreciation, decommissioning and amortization | 3,720 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 94,339 | |
| Operating income (loss) | 36,295 | |
| Interest and dividend income | (2,920) | |
| Other nonoperating income | 6,084 | |
| Interest expense - net of amounts capitalized | (10,451) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 29,008 | |
| Income taxes (benefit) | 1,018 | |
| Income (loss) from continuing operations | 27,990 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 27,990 | |
| Retained earnings - beginning of year | 81,359 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $109,349 | |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC ESENYURT B.V. and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | MEC Esenyurt B.V. | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | ($2 |
| Financial services and other | | |
| Total operating revenue | | (2 |
| Fuel | | ( |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $810 | (1 |
| Depreciation, decommissioning and amortization | 81 | |
| Property and other taxes | 182 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 1,073 | (1 |
| Operating income (loss) | (1,073) | ( |
| Interest and dividend income | 117 | |
| Other nonoperating income | (175) | ( |
| Interest expense - net of amounts capitalized | | ( |
| Other nonoperating deductions | | ( |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (1,131) | (1 |
| Income taxes (benefit) | 714 | |
| Income (loss) from continuing operations | (1,845) | (1 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (1,845) | (1 |
| Retained earnings - beginning of year | (2,235) | (6 |
| Dividends declared on common stock | | |

| | | |
|---|---|---|
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($4,080) | ($7 |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC PERTH B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Kwinana Power Partnership | Perth Power Partnership [9 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $4, |
| Receivables - net | | 3, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 2, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | 11, |
| Nonutility property - net | | 73, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $18,008 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 18,008 | 73, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | 1, |
| Total deferred charges | | 1, |
| Total assets | $18,008 | $86, |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC PERTH B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | MEC Perth B.V. Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $4, |
| Receivables - net | | 3, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 2, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | 11, |
| Nonutility property - net | ($16,146) | 57, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (48,491) | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | (64,637) | 57, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |

| | | |
|---|---|---|
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | (4,234) | (2, |
| Total deferred charges | (4,234) | (2, |
| Total assets | ($68,871) | $66, |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC PERTH B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Kwinana Power Partnership | Perth Power Partnership [9 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $3, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($28,277) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 8 | 4, |
| Total current liabilities | (28,269) | 8, |
| Long-term debt | | 43, |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |

| | | |
|---|---|---|
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 6,330 | 6, |
| Total deferred credits and other liabilities | 6,330 | 6, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 43, |
| Accumulated other comprehensive income (loss) | (3,054) | (3, |
| Retained earnings | 43,001 | (11, |
| Total common shareholders' equity | 39,947 | 28, |
| Total liabilities and shareholders' equity | $18,008 | $86, |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC PERTH B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | MEC Perth B.V. Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $3, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | (21, |

| | | |
|---|---|---|
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 4, |
| Total current liabilities | | (13, |
| Long-term debt | | 43, |
| Accumulated deferred income taxes - net | ($4,654) | (4, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 12, |
| Total deferred credits and other liabilities | (4,654) | 8, |
| Minority Interest | 3,299 | 3, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (43,054) | |
| Accumulated other comprehensive income (loss) | 4,226 | (3, |
| Retained earnings | (28,688) | 28, |
| Total common shareholders' equity | (67,516) | 24, |
| Total liabilities and shareholders' equity | ($68,871) | $66, |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC PERTH B.V. and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Kwinana Power Partnership | Perth Power Partnership |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $1,419 | $3 |
| Financial services and other | | |
| Total operating revenue | 1,419 | 3 |
| Fuel | | 1 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | (748) | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | (748) | 2 |
| Operating income (loss) | 2,167 | |
| Interest and dividend income | 1,102 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | ( |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 3,269 | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 3,269 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 3,269 | |
| Retained earnings - beginning of year | 39,732 | (1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $43,001 | ($1 |

800

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC PERTH B.V. and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | MEC Perth B. Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | ($5,475) | $3 |
| Financial services and other | | |
| Total operating revenue | (5,475) | 3 |
| Fuel | | 1 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | (1,071) | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | (1,071) | 2 |
| Operating income (loss) | (4,404) | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | ( |
| Other nonoperating deductions | (933) | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (5,337) | |
| Income taxes (benefit) | 140 | |
| Income (loss) from continuing operations | (5,477) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (5,477) | |
| Retained earnings - beginning of year | (23,211) | 2 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($28,688) | $2 |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | San Pascual Cogeneration Company International B.V. | Morningstar Holdings B.V. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |

| | | |
|---|---|---|
| Total deferred charges | | |
| Total assets | | |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | MEC San Pascua B.V. Consolida |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | San Pascual Cogeneration Company International B.V. | Morningstar Holdings B.V. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | MEC San Pascua B.V. Consolida |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |

| | | |
|---|---|---|
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 4, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | (4, |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | San Pascual Cogeneration Company International B.V. | Morningstar Holdings B.V |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.

MEC SAN PASCUAL B.V. and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | MEC San Pasc B.V. Consoli |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | ( |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | ($ |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V.
MEC WALES B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | MEC Wales B.V. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,390 | $ |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,001 | |
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 2,963,026 | 16, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,190,269 | 16, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 64,204 | 1, |

| | | |
|---|---|---|
| Total deferred charges | 64,204 | 1, |
| Total assets | $4,401,474 | $18, |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V.
MEC WALES B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Wales B.V. Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,590 | |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,201 | |
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 2,980,005 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,207,248 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 65,902 | |
| Total deferred charges | 65,902 | |
| Total assets | $4,420,351 | |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V.
MEC WALES B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | MEC Wales B.V. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (140,396) | ($352, |
| Accrued taxes | 9,069 | 5, |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | (13,921) | (347, |
| Long-term debt | 953,322 | |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,138,409 | 224, |
| Accumulated other comprehensive income (loss) | (387,440) | 35, |
| Retained earnings | (525,985) | 106, |
| Total common shareholders' equity | 3,224,984 | 366, |
| Total liabilities and shareholders' equity | $4,401,474 | $18, |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V.
MEC WALES B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Wales B.V. Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (492,853) | |
| Accrued taxes | 14,194 | |
| Trading and price risk management liabilities | | |

| | | |
|---|---|---|
| Other current liabilities | 68,935 | |
| Total current liabilities | (361,253) | |
| Long-term debt | 953,322 | |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,363,133 | |
| Accumulated other comprehensive income (loss) | (352,087) | |
| Retained earnings | (419,853) | |
| Total common shareholders' equity | 3,591,193 | |
| Total liabilities and shareholders' equity | $4,420,351 | |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V.
MEC WALES B.V. and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | MEC Wales B. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | |
| Financial services and other | | |
| Total operating revenue | 393,411 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,430 | |
| Depreciation, decommissioning and amortization | 21,462 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,506 | |
| Operating income (loss) | 120,905 | |
| Interest and dividend income | 131,262 | |
| Other nonoperating income | (4,155) | |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 49,246 | |
| Income taxes (benefit) | 6,377 | |
| Income (loss) from continuing operations | 42,869 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 42,869 | |
| Retained earnings - beginning of year | (568,854) | 10 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($525,985) | $10 |

MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V.
MEC WALES B.V. and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | MEC Wales B.V. Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,422 | |
| Financial services and other | | |
| Total operating revenue | 393,422 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,440 | |
| Depreciation, decommissioning and amortization | 21,513 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,567 | |
| Operating income (loss) | 120,855 | |
| Interest and dividend income | 136,661 | |
| Other nonoperating income | (4,124) | |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 54,626 | |
| Income taxes (benefit) | 6,418 | |
| Income (loss) from continuing operations | 48,208 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 48,208 | |
| Retained earnings - beginning of year | (468,061) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($419,853) | |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V., MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | Mission Hydro Limited Partne |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,390 | |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,001 | |
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 3,226,397 | ($263, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,453,640 | (263, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |

| | | |
|---|---|---|
| Regulatory assets - net | | |
| Other deferred charges | 64,204 | |
| Total deferred charges | 64,204 | |
| Total assets | $4,664,845 | ($263, |

814

MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V., MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,390 | |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,001 | |
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 2,963,026 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,190,269 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |

| | | |
|---|---|---|
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 64,204 | |
| Total deferred charges | 64,204 | |
| Total assets | $4,401,474 | |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V., MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | Mission Hydro Limited Partne |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (113,103) | ($27, |
| Accrued taxes | 9,069 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | 13,372 | (27, |
| Long-term debt | 1,002,514 | (49, |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |

| | | |
|---|---|---|
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 3,924,809 | 213, |
| Accumulated other comprehensive income (loss) | (387,133) | ( |
| Retained earnings | (125,806) | (400, |
| Total common shareholders' equity | 3,411,870 | (186, |
| Total liabilities and shareholders' equity | $4,664,845 | ($263, |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V., MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (140,396) | |
| Accrued taxes | 9,069 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | (13,921) | |
| Long-term debt | 953,322 | |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,138,409 | |
| Accumulated other comprehensive income (loss) | (387,440) | |
| Retained earnings | (525,985) | |
| Total common shareholders' equity | 3,224,984 | |
| Total liabilities and shareholders' equity | $4,401,474 | |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V., MEC WALES B.V.

MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | Mission Hydr Limited Part |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | |
| Financial services and other | | |
| Total operating revenue | 393,411 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,430 | |
| Depreciation, decommissioning and amortization | 21,462 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,506 | |
| Operating income (loss) | 120,905 | |
| Interest and dividend income | 128,066 | $ |
| Other nonoperating income | 573 | ( |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 50,778 | ( |
| Income taxes (benefit) | 6,377 | |
| Income (loss) from continuing operations | 44,401 | ( |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 44,401 | ( |
| Retained earnings - beginning of year | (170,207) | (39 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($125,806) | ($40 |

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V., MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | |
| Financial services and other | | |
| Total operating revenue | 393,411 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,430 | |
| Depreciation, decommissioning and amortization | 21,462 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,506 | |
| Operating income (loss) | 120,905 | |
| Interest and dividend income | 131,262 | |
| Other nonoperating income | (4,155) | |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 49,246 | |
| Income taxes (benefit) | 6,377 | |
| Income (loss) from continuing operations | 42,869 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 42,869 | |
| Retained earnings - beginning of year | (568,854) | |
| Dividends declared on common stock | | |

| | |
|---|---|
| Dividends declared on preferred stock | |
| Retained earnings - end of year | ($525,985) |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Operation & Maintenance Limited | EME Victoria Generation Lim |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $44 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 58 | |
| Total current assets | 102 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |

| | | |
|---|---|---|
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 27,468 | |
| Total deferred charges | 27,468 | |
| Total assets | $27,570 | |

820

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [12] | Mission Energy Development Australia Pty |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | ($5, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | (5, |

| | | |
|---|---|---|
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | ($5, |

821

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Loy Yang B Joint Venture [12] | Energy Capital Partnership |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |

| | | |
|---|---|---|
| Investments in partnerships and unconsolidated subsidiaries | | $706, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 706, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | $706, |

822

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Holdings Company | First Hydro Company [11] |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $4,838 | $61, |
| Receivables - net | 4 | 37, |
| Fuel inventory | | |
| Materials and supplies, at average cost | 1,587 | 1, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 4, |

| | | |
|---|---|---|
| Total current assets | 4,842 | 105, |
| Nonutility property - net | 21,676 | 724, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 852,247 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 873,923 | 724, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $878,765 | $829, |

823

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Company [12] | Loyvic Pty Ltd |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

824

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [12] | EME Generation Holdings Limit |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | ($218, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | (218, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | ($218, |

825

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]

Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,390 | |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,001 | |
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 3,226,937 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,453,640 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 64,204 | |
| Total deferred charges | 64,204 | |
| Total assets | $4,664,845 | |

826

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Operation & Maintenance Limited | EME Victoria Generation Lim |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $565 | $ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 37 | |
| Total current liabilities | 602 | |
| Long-term debt | 27,361 | 22, |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |

| | | |
|---|---|---|
| Common stock | | |
| Accumulated other comprehensive income (loss) | (8) | (21, |
| Retained earnings | (385) | (1, |
| Total common shareholders' equity | (393) | ($22, |
| Total liabilities and shareholders' equity | $27,570 | |

827

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [12] | Mission Energy Development Australia Pty |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($353,681) | ($5, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (353,681) | (5, |
| Long-term debt | (651,415) | |
| Accumulated deferred income taxes - net | (2) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | (2) | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 831,438 | |
| Accumulated other comprehensive income (loss) | (150,048) | |
| Retained earnings | 323,708 | |
| Total common shareholders' equity | $1,005,098 | |
| Total liabilities and shareholders' equity | | ($5, |

828

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Loy Yang B Joint Venture [12] | Energy Capital Partnership |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $6, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | 335, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |

| | | |
|---|---|---|
| Other current liabilities | | 11, |
| Total current liabilities | | 353, |
| Long-term debt | | 651, |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | 25, |
| Retained earnings | | (323, |
| Total common shareholders' equity | | (298, |
| Total liabilities and shareholders' equity | | $706, |

829

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Holdings Company | First Hydro Company [11] |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $677,214 | $11, |
| Accrued taxes | | 8, |
| Trading and price risk management liabilities | | |
| Other current liabilities | 44 | |
| Total current liabilities | 677,258 | 20, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | ( |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 181,987 | 626, |
| Accumulated other comprehensive income (loss) | 18,116 | 5, |
| Retained earnings | 1,404 | 176, |
| Total common shareholders' equity | 201,507 | 808, |
| Total liabilities and shareholders' equity | $878,765 | $829, |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Company [12] | Loyvic Pty Ltd |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |

| | | |
|---|---|---|
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

831

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [12] | EME Generation Holdings Limit |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($353,681) | $ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (353,681 | |
| Long-term debt | (651,415) | ( |
| Accumulated deferred income taxes - net | (2) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |

| | | |
|---|---|---|
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (2) | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 831,438 | 180, |
| Accumulated other comprehensive income (loss) | (150,048) | |
| Retained earnings | 323,708 | (398, |
| Total common shareholders' equity | $1,005,098 | (218, |
| Total liabilities and shareholders' equity | | ($218, |

832

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |

| | | |
|---|---|---|
| Accounts payable | (113,103) | |
| Accrued taxes | 9,069 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | 13,372 | |
| Long-term debt | 1,002,514 | |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 3,924,809 | |
| Accumulated other comprehensive income (loss) | (387,133) | |
| Retained earnings | (125,806) | |
| Total common shareholders' equity | 3,411,870 | |
| Total liabilities and shareholders' equity | $4,664,845 | |

833

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings

For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Operation & Maintenance Limited | EME Victoria Generation L |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $194 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 194 | |
| Operating income (loss) | (194) | |
| Interest and dividend income | (222) | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (416) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (416) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (416) | |
| Retained earnings - beginning of year | 31 | ( |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($385) | ($ |

834

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [12] | Mission Ener Development Australia Pt |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | $46,744 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 46,744 | |
| Income taxes (benefit) | 14,546 | |
| Income (loss) from continuing operations | 32,198 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 32,198 | |
| Retained earnings - beginning of year | 291,510 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |

| | |
|---|---|
| Retained earnings - end of year | $323,718 |

835

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Loy Yang B Joint Venture [12] | Energy Capit Partnership |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | (4 |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | (4 |
| Income taxes (benefit) | | (1 |
| Income (loss) from continuing operations | | (3 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |

| | | |
|---|---|---|
| Net income (loss) | | (3 |
| Retained earnings - beginning of year | | (29 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | ($32 |

836

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | First Hydro Holdings Company | First Hydro Company [11] |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $32 |
| Financial services and other | | |
| Total operating revenue | | 32 |
| Fuel | | 16 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $88 | 4 |
| Depreciation, decommissioning and amortization | 86 | 1 |
| Property and other taxes | | 1 |
| Net gain on sale of utility plant | | |
| Total operating expenses | 174 | 24 |
| Operating income (loss) | (174) | 8 |
| Interest and dividend income | (54,050) | |
| Other nonoperating income | 604 | |
| Interest expense - net of amounts capitalized | (73) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | 54,260 | (5 |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 567 | 2 |

| | | |
|---|---|---|
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 567 | 2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 567 | 2 |
| Retained earnings - beginning of year | 837 | 14 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $1,404 | $17 |

837

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | First Hydro Company [12] | Loyvic Pty L |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |

| | | |
|---|---|---|
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [12] | EME Generati Holdings Lim |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |

| | | |
|---|---|---|
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | $46,744 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 46,744 | |
| Income taxes (benefit) | 14,546 | |
| Income (loss) from continuing operations | 32,198 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 32,198 | |
| Retained earnings - beginning of year | 291,510 | (39 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $323,708 | ($39 |

839

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | |
| Financial services and other | | |
| Total operating revenue | 393,411 | |

| | |
|---|---|
| Fuel | 175,349 |
| Purchased power | |
| Provisions for regulatory adjustment clauses - net | |
| Other operation and maintenance | 62,430 |
| Depreciation, decommissioning and amortization | 21,462 |
| Property and other taxes | 13,265 |
| Net gain on sale of utility plant | |
| Total operating expenses | 272,506 |
| Operating income (loss) | 120,905 |
| Interest and dividend income | 128,066 |
| Other nonoperating income | 573 |
| Interest expense - net of amounts capitalized | (198,766) |
| Other nonoperating deductions | |
| Dividends on preferred securities | |
| Dividends on utility preferred stock | |
| Income (loss) from continuing operations before taxes | 50,778 |
| Income taxes (benefit) | 6,377 |
| Income (loss) from continuing operations | 44,401 |
| Loss from discontinued operations | |
| Income taxes (benefit) on discontinued operations | |
| Net income (loss) | 44,401 |
| Retained earnings - beginning of year | (170,207) |
| Dividends declared on common stock | |
| Dividends declared on preferred stock | |
| Retained earnings - end of year | ($125,806) |

840

MEC INTERNATIONAL B.V.
MEC PERTH B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Kwinana Power Partnership | Perth Power Partnership [8 |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | | $4, |
| Receivables - net | | 3, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 2, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | 11, |
| Nonutility property - net | | 73, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $18,008 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 18,008 | 73, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | 1, |
| Total deferred charges | | 1, |
| Total assets | $18,008 | $86, |

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MEC INTERNATIONAL B.V.
MEC PERTH B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | MEC Perth B.V. Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $4, |
| Receivables – net | | 3, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 2, |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | 11, |
| Nonutility property – net | ($16,146) | 57, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (48,491) | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | (64,637) | 57, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | (4,234) | (2, |
| Total deferred charges | (4,234) | (2, |
| Total assets | ($68,871) | $66, |

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MEC INTERNATIONAL B.V.
MEC PERTH B.V. and Subsidiaries [Tier 7]

Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Kwinana Power Partnership | Perth Power Partnership [8 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $3, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($28,277) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 8 | 4, |
| Total current liabilities | (28,269) | 8, |
| Long-term debt | | 43, |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 6,330 | 6, |
| Total deferred credits and other liabilities | 6,330 | 6, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 43, |
| Accumulated other comprehensive income (loss) | (3,054) | (3, |
| Retained earnings | 43,001 | (11, |
| Total common shareholders' equity | 39,947 | 28, |

| | | |
|---|---|---|
| Total liabilities and shareholders' equity | $18,008 | $86, |

843

MEC INTERNATIONAL B.V.
MEC PERTH B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | MEC Perth B.V. Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $3, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | (21, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 4, |
| Total current liabilities | | (13, |
| Long-term debt | | 43, |
| Accumulated deferred income taxes - net | ($4,654) | (4, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 12, |
| Total deferred credits and other liabilities | (4,654) | 8, |
| Minority Interest | 3,299 | 3, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |

| | | |
|---|---|---|
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | (43,054) | |
| Accumulated other comprehensive income (loss) | 4,226 | (3, |
| Retained earnings | (28,688) | 28, |
| Total common shareholders' equity | (67,516) | 24, |
| Total liabilities and shareholders' equity | ($68,871) | $66, |

844

MEC INTERNATIONAL B.V.
MEC PERTH B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Kwinana Power Partnership | Perth Power Partnership |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $1,419 | $3 |
| Financial services and other | | |
| Total operating revenue | 1,419 | 3 |
| Fuel | | 1 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | (748) | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | (748) | 2 |
| Operating income (loss) | 2,167 | |
| Interest and dividend income | 1,102 | |

| | | |
|---|---|---|
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | ( |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 3,269 | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 3,269 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 3,269 | |
| Retained earnings - beginning of year | 39,732 | (1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $43,001 | ($1 |

845

MEC INTERNATIONAL B.V.
MEC PERTH B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | MEC Perth B. Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | ($5,475) | $3 |
| Financial services and other | | |
| Total operating revenue | (5,475) | 3 |
| Fuel | | 1 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | (1,071) | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |

| | | |
|---|---|---|
| Total operating expenses | (1,071) | 2 |
| Operating income (loss) | (4,404) | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | ( |
| Other nonoperating deductions | (933) | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (5,337) | |
| Income taxes (benefit) | 140 | |
| Income (loss) from continuing operations | (5,477) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (5,477) | |
| Retained earnings - beginning of year | (23,211) | 2 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($28,688) | $2 |

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MEC INTERNATIONAL B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | San Pascual Cogeneration Company International B.V. | Morningstar Holdings B.V. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |

| | | |
|---|---|---|
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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MEC INTERNATIONAL B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | MEC San Pascua B.V. Consolida |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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MEC INTERNATIONAL B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | San Pascual | Morningstar |
|---|---|---|

| | Cogeneration Company International B.V. | Holdings B.V. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | MEC San Pascua B.V. Consolida |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |

| | | |
|---|---|---|
| Common stock | | 4, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | (4, |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | San Pascual Cogeneration Company International B.V. | Morningstar Holdings B.V |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |

| | | |
|---|---|---|
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | MEC San Pasc B.V. Consoli |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |

| | | |
|---|---|---|
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | ( |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | ($ |

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MEC INTERNATIONAL B.V.
MEC WALES B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | MEC Wales B.V. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,390 | $ |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,001 | |
| Nonutility property - net | 1,227,243 | |

| | | |
|---|---|---|
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 2,963,026 | 16, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,190,269 | 16, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 64,204 | 1, |
| Total deferred charges | 64,204 | 1, |
| Total assets | $4,401,474 | $18, |

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MEC INTERNATIONAL B.V.
MEC WALES B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Wales B.V. Consolidated |
|---|---|
| ASSETS | |
| Cash and equivalents | $88,590 |
| Receivables - net | 43,862 |
| Fuel inventory | |
| Materials and supplies, at average cost | 6,119 |
| Accumulated deferred income taxes - net | |

| | | |
|---|---|---|
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,201 | |
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 2,980,005 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,207,248 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 65,902 | |
| Total deferred charges | 65,902 | |
| Total assets | $4,420,351 | |



MEC INTERNATIONAL B.V.
MEC WALES B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | MEC Wales B.V. |
|---|---|---|

| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (140,396) | ($352, |
| Accrued taxes | 9,069 | 5, |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | (13,921) | (347, |
| Long-term debt | 953,322 | |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,138,409 | 224, |
| Accumulated other comprehensive income (loss) | (387,440) | 35, |
| Retained earnings | (525,985) | 106, |
| Total common shareholders' equity | 3,224,984 | 366, |
| Total liabilities and shareholders' equity | $4,401,474 | $18, |

MEC INTERNATIONAL B.V.
MEC WALES B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | MEC Wales B.V. Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (492,853) | |
| Accrued taxes | 14,194 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | (361,253) | |
| Long-term debt | 953,322 | |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,363,133 | |
| Accumulated other comprehensive income (loss) | (352,087) | |

| | |
|---|---|
| Retained earnings | (419,853) |
| Total common shareholders' equity | 3,591,193 |
| Total liabilities and shareholders' equity | $4,420,351 |

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MEC INTERNATIONAL B.V.
MEC WALES B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | MEC Wales B. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | |
| Financial services and other | | |
| Total operating revenue | 393,411 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,430 | |
| Depreciation, decommissioning and amortization | 21,462 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,506 | |
| Operating income (loss) | 120,905 | |
| Interest and dividend income | 131,262 | |
| Other nonoperating income | (4,155) | |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 49,246 | |

| | | |
|---|---|---|
| Income taxes (benefit) | 6,377 | |
| Income (loss) from continuing operations | 42,869 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 42,869 | |
| Retained earnings - beginning of year | (568,854) | 10 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($525,985) | $10 |

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MEC INTERNATIONAL B.V.
MEC WALES B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | MEC Wales B.V. Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,422 | |
| Financial services and other | | |
| Total operating revenue | 393,422 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,440 | |
| Depreciation, decommissioning and amortization | 21,513 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,567 | |
| Operating income (loss) | 120,855 | |
| Interest and dividend income | 136,661 | |
| Other nonoperating income | (4,124) | |
| Interest expense - net of amounts capitalized | (198,766) | |

| | |
|---|---|
| Other nonoperating deductions | |
| Dividends on preferred securities | |
| Dividends on utility preferred stock | |
| Income (loss) from continuing operations before taxes | 54,626 |
| Income taxes (benefit) | 6,418 |
| Income (loss) from continuing operations | 48,208 |
| Loss from discontinued operations | |
| Income taxes (benefit) on discontinued operations | |
| Net income (loss) | 48,208 |
| Retained earnings - beginning of year | (468,061) |
| Dividends declared on common stock | |
| Dividends declared on preferred stock | |
| Retained earnings - end of year | ($419,853) |



MEC INTERNATIONAL B.V.
MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | Mission Hydro Limited Partne |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,390 | |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,001 | |

| | | |
|---|---|---|
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 3,226,397 | ($263, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,453,640 | (263, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 64,204 | |
| Total deferred charges | 64,204 | |
| Total assets | $4,664,845 | ($263, |

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MEC INTERNATIONAL B.V.
MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated |
|---|---|
| ASSETS | |
| Cash and equivalents | $88,390 |
| Receivables - net | 43,862 |
| Fuel inventory | |

| | | |
|---|---|---|
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,001 | |
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 2,963,026 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,190,269 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 64,204 | |
| Total deferred charges | 64,204 | |
| Total assets | $4,401,474 | |

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MEC INTERNATIONAL B.V.
MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | Mission Hydro Limited Partne |
|---|---|---|

| | | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (113,103) | ($27, |
| Accrued taxes | 9,069 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | (13,372) | (27, |
| Long-term debt | 1,002,514 | (49, |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 3,924,809 | 213, |
| Accumulated other comprehensive income (loss) | (387,133) | ( |
| Retained earnings | (125,806) | (400, |
| Total common shareholders' equity | 3,411,870 | (186, |
| Total liabilities and shareholders' equity | $4,664,845 | ($263, |

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MEC INTERNATIONAL B.V.
MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (140,396) | |
| Accrued taxes | 9,069 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | 13,921 | |
| Long-term debt | 953,322 | |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |

| | | |
|---|---|---|
| Common stock | 4,138,409 | |
| Accumulated other comprehensive income (loss) | (387,440) | |
| Retained earnings | (525,985) | |
| Total common shareholders' equity | 3,224,984 | |
| Total liabilities and shareholders' equity | $4,401,474 | |

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MEC INTERNATIONAL B.V.
MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | Mission Hydr Limited Part |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | |
| Financial services and other | | |
| Total operating revenue | 393,411 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,430 | |
| Depreciation, decommissioning and amortization | 21,462 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,506 | |
| Operating income (loss) | 120,905 | |
| Interest and dividend income | 128,066 | $ |
| Other nonoperating income | 573 | ( |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |

| | | |
|---|---|---|
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 50,778 | ( |
| Income taxes (benefit) | 6,377 | |
| Income (loss) from continuing operations | 44,401 | ( |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 44,401 | ( |
| Retained earnings - beginning of year | (170,207) | (39 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($125,806) | ($40 |

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MEC INTERNATIONAL B.V.
MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | |
| Financial services and other | | |
| Total operating revenue | 393,411 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,430 | |
| Depreciation, decommissioning and amortization | 21,462 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |

| | | |
|---|---|---|
| Total operating expenses | 272,506 | |
| Operating income (loss) | 120,905 | |
| Interest and dividend income | 131,262 | |
| Other nonoperating income | (4,155) | |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 49,246 | |
| Income taxes (benefit) | 6,377 | |
| Income (loss) from continuing operations | 42,869 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 42,869 | |
| Retained earnings - beginning of year | (568,854) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($525,985) | |



MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Operation & Maintenance Limited | EME Victoria Generation Lim |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $44 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |

| | | |
|---|---|---|
| Trading and price risk management assets | | |
| Prepayments and other current assets | 58 | |
| Total current assets | 102 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 27,468 | |
| Total deferred charges | 27,468 | |
| Total assets | $27,570 | |

706,816

865

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [11] | Mission Energy Development Australia Pty |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | ($5, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | (5, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | ($5, |

866

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Loy Yang B Joint Venture [12] | Energy Capital Partnership |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | $706, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 706, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | $706, |

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Holdings Company | First Hydro Company [10] |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $4,838 | $61, |
| Receivables - net | 4 | 37, |
| Fuel inventory | | |
| Materials and supplies, at average cost | 1,587 | 1, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 4, |
| Total current assets | 4,842 | 105, |
| Nonutility property - net | 21,676 | 724, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 852,247 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 873,923 | 724, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $878,765 | $829, |

868

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Company [11] | Loyvic Pty Ltd |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | | |

| | | |
|---|---|---|
| Total deferred charges | | |
| Total assets | | |

869

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [11] | EME Generation Holdings Limit |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | ($218, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | (218, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | ($218, |

870

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,390 | |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,001 | |
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 3,226,397 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,453,640 | |
| Utility plant, at original cost: | | |

| | | |
|---|---|---|
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 64,204 | |
| Total deferred charges | 64,204 | |
| Total assets | $4,664,845 | |

871

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Operation & Maintenance Limited | EME Victoria Generation Lim |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $565 | $ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 37 | |
| Total current liabilities | 602 | |
| Long-term debt | 27,361 | 22, |
| Accumulated deferred income taxes - net | | |

| | | |
|---|---|---|
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | (8) | (21, |
| Retained earnings | (385) | (1, |
| Total common shareholders' equity | (393) | ($22, |
| Total liabilities and shareholders' equity | $27,570 | |

872

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [11] | Mission Energy Development Australia Pty |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($353,681) | ($5, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (353,681) | (5, |
| Long-term debt | (651,415) | |
| Accumulated deferred income taxes - net | (2) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (2) | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 831,438 | |
| Accumulated other comprehensive income (loss) | (150,048) | |
| Retained earnings | 323,708 | |
| Total common shareholders' equity | $1,005,098 | |
| Total liabilities and shareholders' equity | | ($5, |

873

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Loy Yang B Joint Venture [12] | Energy Capital Partnership |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $6, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | 335, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 11, |
| Total current liabilities | | 353, |
| Long-term debt | | 651, |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | 25, |
| Retained earnings | | (323, |

| | | |
|---|---|---|
| Total common shareholders' equity | | (298, |
| Total liabilities and shareholders' equity | | $706, |

874

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Holdings Company | First Hydro Company [10] |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $677,214 | $11, |
| Accrued taxes | | 8, |
| Trading and price risk management liabilities | | |
| Other current liabilities | 44 | |
| Total current liabilities | 677,258 | 20, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | ( |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |

| | | |
|---|---|---|
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 181,987 | 626, |
| Accumulated other comprehensive income (loss) | 18,116 | 5, |
| Retained earnings | 1,404 | 176, |
| Total common shareholders' equity | 201,507 | 808, |
| Total liabilities and shareholders' equity | $878,765 | $829, |

875

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Company [11] | Loyvic Pty Ltd |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

876

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [11] | EME Generation Holdings Limit |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |

| | | |
|---|---|---|
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($353,681) | $ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (353,681) | |
| Long-term debt | (651,415) | ( |
| Accumulated deferred income taxes - net | (2) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (2) | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 831,438 | 180, |
| Accumulated other comprehensive income (loss) | (150,048) | |
| Retained earnings | 323,708 | (398, |
| Total common shareholders' equity | $1,005,098 | (218, |
| Total liabilities and shareholders' equity | | ($218, |

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (113,103) | |
| Accrued taxes | 9,069 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | 13,372 | |
| Long-term debt | 1,002,514 | |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 3,924,809 | |

| | | |
|---|---|---|
| Accumulated other comprehensive income (loss) | (387,133) | |
| Retained earnings | (125,806) | |
| Total common shareholders' equity | 3,411,870 | |
| Total liabilities and shareholders' equity | $4,664,845 | |

878

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Operation & Maintenance Limited | EME Victoria Generation L |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $194 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 194 | |
| Operating income (loss) | (194) | |
| Interest and dividend income | (222) | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations before taxes | (416) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (416) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (416) | |
| Retained earnings - beginning of year | 31 | ( |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($385) | ($ |

879

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [11] | Mission Ener Development Australia Pt |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |

| | | |
|---|---|---|
| Interest and dividend income | $46,744 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 46,744 | |
| Income taxes (benefit) | 14,546 | |
| Income (loss) from continuing operations | 32,198 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 32,198 | |
| Retained earnings - beginning of year | 291,510 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $323,708 | |

880

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Loy Yang B Joint Venture [12] | Energy Capit Partnership |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |

| | | |
|---|---|---|
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | (4 |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | (4 |
| Income taxes (benefit) | | (1 |
| Income (loss) from continuing operations | | (3 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | (3 |
| Retained earnings - beginning of year | | (29 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | ($32 |

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MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | First Hydro Holdings Company | First Hydro Company [10] |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $32 |
| Financial services and other | | |
| Total operating revenue | | 32 |

| | | |
|---|---|---|
| Fuel | | 16 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $88 | 4 |
| Depreciation, decommissioning and amortization | 86 | 1 |
| Property and other taxes | | 1 |
| Net gain on sale of utility plant | | |
| Total operating expenses | 174 | 24 |
| Operating income (loss) | (174) | 8 |
| Interest and dividend income | (54,050) | |
| Other nonoperating income | 604 | |
| Interest expense - net of amounts capitalized | (73) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | 54,260 | (5 |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 567 | 2 |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 567 | 2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 567 | 2 |
| Retained earnings - beginning of year | 837 | 14 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $1,404 | $17 |

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MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | First Hydro Company [11] | Loyvic Pty L |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [11] | EME Generati Holdings Lim |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | $46,744 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 46,744 | |
| Income taxes (benefit) | 14,546 | |
| Income (loss) from continuing operations | 32,198 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 32,198 | |
| Retained earnings - beginning of year | 291,510 | (39 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $323,708 | ($39 |

MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | |
| Financial services and other | | |
| Total operating revenue | 393,411 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,430 | |
| Depreciation, decommissioning and amortization | 21,462 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,506 | |
| Operating income (loss) | 120,905 | |
| Interest and dividend income | 128,066 | |
| Other nonoperating income | 573 | |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 50,778 | |
| Income taxes (benefit) | 6,377 | |
| Income (loss) from continuing operations | 44,401 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 44,401 | |
| Retained earnings - beginning of year | (170,207) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($125,806) | |

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Celtic Offshore Wind Limited | Edison Mission Energy Limited |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $5,311 | $1, |
| Receivables - net | 563 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 51 | |
| Total current assets | 5,925 | 2, |
| Nonutility property - net | | 1, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 1, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |

| | | |
|---|---|---|
| Total assets | $5,925 | $4, |

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro (UK) Limited Consolidated | Pride Hold Lim Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $155,189 | |
| Receivables - net | 81,962 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 7,924 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | 25,642 | |
| Prepayments and other current assets | 13,232 | |
| Total current assets | 283,949 | |
| Nonutility property - net | 2,211,020 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 2,813,249 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 5,024,269 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |

| | | |
|---|---|---|
| Goodwill | 273,840 | |
| Regulatory assets - net | | |
| Other deferred charges | 93,207 | |
| Total deferred charges | 367,047 | |
| Total assets | $5,675,265 | |

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Company (UK) Limited | Consolidating Adjustments | |
|---|---|---|---|
| ASSETS | | | |
| Cash and equivalents | $539 | | |
| Receivables - net | | | $ |
| Fuel inventory | | | |
| Materials and supplies, at average cost | | | |
| Accumulated deferred income taxes - net | | | |
| Trading and price risk management assets | | | |
| Prepayments and other current assets | | | |
| Total current assets | 539 | | |
| Nonutility property - net | | | |
| Nuclear decommissioning trusts | | | |
| Investments in partnerships and unconsolidated subsidiaries | 8,387 | | (2, |
| Investments in leveraged leases | | | |
| Other investments | | | |
| Total investment and other assets | 8,387 | | (2, |
| Utility plant, at original cost: | | | |
| Transmission and distribution | | | |
| Generation | | | |

| | | |
|---|---|---|
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $8,926 | ($2, |

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Celtic Offshore Wind Limited | Edison Mission Energy Limited |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $4,667 | ($2, |
| Accrued taxes | (67) | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 540 | 1, |
| Total current liabilities | 5,140 | ( |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |

| | | |
|---|---|---|
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | (285) | |
| Retained earnings | 1,070 | 4, |
| Total common shareholders' equity | 785 | 5, |
| Total liabilities and shareholders' equity | $5,925 | $4, |

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro (UK) Limited Consolidated | Pride Hold Lim Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $77,442 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (125,454) | |

| | | |
|---|---|---|
| Accrued taxes | 17,897 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 93,666 | |
| Total current liabilities | 63,551 | |
| Long-term debt | 1,597,122 | |
| Accumulated deferred income taxes - net | 324,279 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 117,588 | 3, |
| Total deferred credits and other liabilities | 441,867 | 3, |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,329,285 | |
| Accumulated other comprehensive income (loss) | (373,361) | 13, |
| Retained earnings | (446,821) | (17, |
| Total common shareholders' equity | 3,509,103 | (3, |
| Total liabilities and shareholders' equity | $5,675,265 | |

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Energy Company (UK) Limited | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($4,874) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 84 | |
| Total current liabilities | (4,790) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 14, |
| Total deferred credits and other liabilities | | 14, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 38,412 | (9, |
| Accumulated other comprehensive income (loss) | (3,619) | (21, |
| Retained earnings | (21,077) | 12, |
| Total common shareholders' equity | 13,716 | (17, |

| | | |
|---|---|---|
| Total liabilities and shareholders' equity | $8,926 | ($2, |

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Celtic Offshore Wind Limited | Edison Missi Energy Limit |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $55 | 1 |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 55 | 2 |
| Operating income (loss) | (55) | (2 |
| Interest and dividend income | | |
| Other nonoperating income | | 2 |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (55) | ( |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (55) | ( |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (55) | ( |

| | | |
|---|---|---|
| Retained earnings - beginning of year | 1,125 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $1,070 | $ |

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Hydro (UK) Limited Consolidated | Pride Hold L Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $706,106 | 7 |
| Financial services and other | | |
| Total operating revenue | 706,106 | 7 |
| Fuel | 341,910 | 2 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 112,214 | 8 |
| Depreciation, decommissioning and amortization | 35,969 | |
| Property and other taxes | 26,530 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 516,623 | 12 |
| Operating income (loss) | 189,483 | (5 |
| Interest and dividend income | 134,511 | |
| Other nonoperating income | (3,559) | |
| Interest expense - net of amounts capitalized | (254,233) | ( |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 66,202 | (5 |
| Income taxes (benefit) | (628) | (1 |

| | | |
|---|---|---|
| Income (loss) from continuing operations | 66,830 | (3 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 66,830 | (3 |
| Retained earnings - beginning of year | (513,651) | 1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($446,821) | ($1 |

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Energy Company (UK) Limited | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $ |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $18,574 | |
| Depreciation, decommissioning and amortization | 1,133 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 19,707 | |
| Operating income (loss) | (19,707) | |
| Interest and dividend income | 6 | |
| Other nonoperating income | (811) | |

| | | |
|---|---|---|
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | 3,823 | ( |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (16,689) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (16,689) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (16,689) | |
| Retained earnings - beginning of year | (4,388) | 1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($21,077) | $1 |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Holdings Company Consolidated | Mission Hydro Limited Partnership Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $66,791 | $88, |
| Receivables - net | 38,100 | 43, |
| Fuel inventory | | |
| Materials and supplies, at average cost | 1,805 | 6, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | 25,642 | |
| Prepayments and other current assets | 4,602 | 8, |
| Total current assets | 136,940 | 147, |

| | | |
|---|---|---|
| Nonutility property - net | 983,777 | 1,227, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | (157,731) | 2,963, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 826,046 | 4,190, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | 273,840 | |
| Regulatory assets - net | | |
| Other deferred charges | 29,003 | 64, |
| Total deferred charges | 302,843 | 64, |
| Total assets | $1,265,829 | $4,401, |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Mission Hydro Limited Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | $155, |
| Receivables - net | | 81, |
| Fuel inventory | | |

| | | |
|---|---|---|
| Materials and supplies, at average cost | | 7, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | 25, |
| Prepayments and other current assets | | 13, |
| Total current assets | | 283, |
| Nonutility property - net | | 2,211, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 2,813, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 5,024, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | 273, |
| Regulatory assets - net | | |
| Other deferred charges | | 93, |
| Total deferred charges | | 367, |
| Total assets | | $5,675, |



MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Holdings Company Consolidated | Mission Hydro Limited Partnership Consolidated |
|---|---|---|

| | | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $28,971 | $48, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | 24,254 | (140, |
| Accrued taxes | 8,778 | 9, |
| Trading and price risk management liabilities | | |
| Other current liabilities | 24,715 | 68, |
| Total current liabilities | 86,718 | (13, |
| Long-term debt | 643,800 | 953, |
| Accumulated deferred income taxes - net | 267,729 | 56, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 671 | 116, |
| Total deferred credits and other liabilities | 268,400 | 173, |
| Minority Interest | | 63, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 181,987 | 4,138, |
| Accumulated other comprehensive income (loss) | 14,178 | (387, |
| Retained earnings | 70,746 | (525, |
| Total common shareholders' equity | 266,911 | 3,224, |
| Total liabilities and shareholders' equity | $1,265,829 | $4,401, |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Mission Hydro Limited Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $77, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | (125, |
| Accrued taxes | | 17, |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 93, |
| Total current liabilities | | 63, |
| Long-term debt | | 1,597, |
| Accumulated deferred income taxes - net | | 324, |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 117, |
| Total deferred credits and other liabilities | | 441, |
| Minority Interest | | 63, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |

| | |
|---|---|
| Common stock | 4,329, |
| Accumulated other comprehensive income (loss) | (373, |
| Retained earnings | (446, |
| Total common shareholders' equity | 3,509, |
| Total liabilities and shareholders' equity | $5,675, |



MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | First Hydro Holdings Company Consolidated | Mission Hydr Limited Partnership Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $312,695 | $39 |
| Financial services and other | | |
| Total operating revenue | 312,695 | 39 |
| Fuel | 166,561 | 17 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 49,770 | 6 |
| Depreciation, decommissioning and amortization | 14,507 | 2 |
| Property and other taxes | 13,265 | 1 |
| Net gain on sale of utility plant | | |
| Total operating expenses | 244,103 | 27 |
| Operating income (loss) | 68,592 | 12 |
| Interest and dividend income | 3,241 | 13 |
| Other nonoperating income | 596 | ( |
| Interest expense - net of amounts capitalized | (55,467) | (19 |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations before taxes | 16,962 | 4 |
| Income taxes (benefit) | (7,043) | |
| Income (loss) from continuing operations | 24,005 | 4 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 24,005 | 4 |
| Retained earnings - beginning of year | 46,741 | (56 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $70,746 | ($52 |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | Mission Hydr Limited Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $70 |
| Financial services and other | | |
| Total operating revenue | | 70 |
| Fuel | | 34 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | 11 |
| Depreciation, decommissioning and amortization | | 3 |
| Property and other taxes | | 2 |
| Net gain on sale of utility plant | | |
| Total operating expenses | | 51 |
| Operating income (loss) | | 18 |

| | | |
|---|---|---|
| Interest and dividend income | | 13 |
| Other nonoperating income | | ( |
| Interest expense - net of amounts capitalized | | (25 |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | 6 |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | 6 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | 6 |
| Retained earnings - beginning of year | | (51 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | ($44 |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
FIRST HYDRO HOLDINGS COMPANY and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Company | First Hydro Finance plc |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $61,622 | $ |
| Receivables - net | 37,632 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 1,805 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 4,602 | |
| Total current assets | 105,661 | |

| | | |
|---|---|---|
| Nonutility property - net | 724,113 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 10, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 724,113 | 10, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 32 | 28, |
| Total deferred charges | 32 | 28, |
| Total assets | $829,806 | $40, |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
FIRST HYDRO HOLDINGS COMPANY and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Holdings Company | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $4,838 | |
| Receivables - net | 4 | |

| | | |
|---|---|---|
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | $25, |
| Prepayments and other current assets | | |
| Total current assets | 4,842 | 25, |
| Nonutility property - net | 21,676 | 237, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 852,247 | (1,020, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 873,923 | (782, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | 273, |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | 27,3 |
| Total assets | $878,765 | ($482, |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
FIRST HYDRO HOLDINGS COMPANY and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Company | First Hydro Finance plc |
|---|---|---|

| | | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $28, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $11,973 | (664, |
| Accrued taxes | 8,778 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 2 | 24, |
| Total current liabilities | 20,753 | (611, |
| Long-term debt | | 643, |
| Accumulated deferred income taxes - net | (402) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 671 | |
| Total deferred credits and other liabilities | 269 | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 626,655 | |
| Accumulated other comprehensive income (loss) | 5,599 | |
| Retained earnings | 176,530 | 7, |
| Total common shareholders' equity | 808,784 | 7, |
| Total liabilities and shareholders' equity | $829,806 | $40, |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
FIRST HYDRO HOLDINGS COMPANY and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Holdings Company | Consolidating Adjustments | |
|---|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | | |
| Short-term debt | | | |
| Long-term debt due within one year | | | |
| Preferred stock to be redeemed within one year | | | |
| Accounts payable | $677,214 | | |
| Accrued taxes | | | |
| Trading and price risk management liabilities | | | |
| Other current liabilities | 44 | | |
| Total current liabilities | 677,258 | | |
| Long-term debt | | | |
| Accumulated deferred income taxes - net | | | $268, |
| Accumulated deferred investment tax credits | | | |
| Customer advances and other deferred credits | | | |
| Power-purchase contracts | | | |
| Accumulated provision for pension and benefits | | | |
| Other long-term liabilities | | | |
| Total deferred credits and other liabilities | | | 268, |
| Minority Interest | | | |
| Preferred stock of utility: | | | |
| Not subject to mandatory redemption | | | |
| Subject to mandatory redemption | | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | | |
| Other preferred securities | | | |
| Total preferred securities of subsidiaries | | | |

| | | |
|---|---|---|
| Common stock | 181,987 | (626, |
| Accumulated other comprehensive income (loss) | 18,116 | (9, |
| Retained earnings | 1,404 | (114, |
| Total common shareholders' equity | 201,507 | (751, |
| Total liabilities and shareholders' equity | $878,765 | ($482, |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
FIRST HYDRO HOLDINGS COMPANY and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | First Hydro Company | First Hydro Finance plc |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $321,460 | |
| Financial services and other | | |
| Total operating revenue | 321,460 | |
| Fuel | 166,561 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 49,684 | |
| Depreciation, decommissioning and amortization | 10,635 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 240,145 | |
| Operating income (loss) | 81,315 | |
| Interest and dividend income | 2,106 | 5 |
| Other nonoperating income | (8) | |
| Interest expense - net of amounts capitalized | | (5 |
| Other nonoperating deductions | | |
| Dividends on preferred securities | (54,808) | |
| Dividends on utility preferred stock | | |

| | | |
|---|---|---|
| Income (loss) from continuing operations before taxes | 28,605 | |
| Income taxes (benefit) | (308) | |
| Income (loss) from continuing operations | 28,913 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 28,913 | |
| Retained earnings - beginning of year | 147,617 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $176,530 | $ |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
FIRST HYDRO HOLDINGS COMPANY and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | First Hydro Holdings Company | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | ($ |
| Financial services and other | | |
| Total operating revenue | | ( |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $88 | |
| Depreciation, decommissioning and amortization | 86 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 174 | |

| | | |
|---|---|---|
| Operating income (loss) | (174) | (1 |
| Interest and dividend income | (54,050) | |
| Other nonoperating income | 604 | |
| Interest expense - net of amounts capitalized | (73) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | 54,260 | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 567 | (1 |
| Income taxes (benefit) | | ( |
| Income (loss) from continuing operations | 567 | ( |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 567 | ( |
| Retained earnings - beginning of year | 837 | (10 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $1,404 | ($11 |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | Mission Hydro Limited Partne |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,390 | |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |

| | | |
|---|---|---|
| Total current assets | 147,001 | |
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 3,226,397 | ($263, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,453,640 | (263, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 64,204 | |
| Total deferred charges | 64,204 | |
| Total assets | $4,664,845 | ($263, |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | $88,390 | |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,001 | |
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 2,963,026 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,190,269 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 64,204 | |
| Total deferred charges | 64,204 | |
| Total assets | $4,401,474 | |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | Mission Hydro Limited Partne |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (113,103) | ($27, |
| Accrued taxes | 9,069 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | 13,372 | (27, |
| Long-term debt | 1,002,514 | (49, |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 3,924,809 | 213, |
| Accumulated other comprehensive income (loss) | (387,133) | ( |
| Retained earnings | (125,806) | (400, |
| Total common shareholders' equity | 3,411,870 | (186, |
| Total liabilities and shareholders' equity | $4,664,845 | ($263, |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (140,396) | |
| Accrued taxes | 9,069 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | (13,921) | |
| Long-term debt | 953,322 | |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |

| | | |
|---|---|---|
| securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 4,138,409 | |
| Accumulated other comprehensive income (loss) | (387,440) | |
| Retained earnings | (525,985) | |
| Total common shareholders' equity | 3,224,984 | |
| Total liabilities and shareholders' equity | $4,401,474 | |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | Mission Hydr Limited Part |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | |
| Financial services and other | | |
| Total operating revenue | 393,411 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,430 | |
| Depreciation, decommissioning and amortization | 21,462 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,506 | |

| | | |
|---|---|---|
| Operating income (loss) | 120,905 | |
| Interest and dividend income | 128,066 | $ |
| Other nonoperating income | 573 | ( |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 50,778 | ( |
| Income taxes (benefit) | 6,377 | |
| Income (loss) from continuing operations | 44,401 | ( |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 44,401 | ( |
| Retained earnings - beginning of year | (170,207) | (39 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($125,806) | ($40 |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Hydro Limited Partnership Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | |
| Financial services and other | | |
| Total operating revenue | 393,411 | |
| Fuel | 175,349 | |
| Purchased power | | |

| | |
|---|---|
| Provisions for regulatory adjustment clauses - net | |
| Other operation and maintenance | 62,430 |
| Depreciation, decommissioning and amortization | 21,462 |
| Property and other taxes | 13,265 |
| Net gain on sale of utility plant | |
| Total operating expenses | 272,506 |
| Operating income (loss) | 120,905 |
| Interest and dividend income | 131,262 |
| Other nonoperating income | (4,155) |
| Interest expense - net of amounts capitalized | (198,766) |
| Other nonoperating deductions | |
| Dividends on preferred securities | |
| Dividends on utility preferred stock | |
| Income (loss) from continuing operations before taxes | 49,246 |
| Income taxes (benefit) | 6,377 |
| Income (loss) from continuing operations | 42,869 |
| Loss from discontinued operations | |
| Income taxes (benefit) on discontinued operations | |
| Net income (loss) | 42,869 |
| Retained earnings - beginning of year | (568,854) |
| Dividends declared on common stock | |
| Dividends declared on preferred stock | |
| Retained earnings - end of year | ($525,985) |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Operation & Maintenance Limited | EME Victoria Generation Lim |
|---|---|---|
| ASSETS | | |

| | | |
|---|---|---|
| Cash and equivalents | $44 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 58 | |
| Total current assets | 102 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | 27,468 | |
| Total deferred charges | 27,468 | |
| Total assets | $27,570 | |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [12] | Mission Energy Development Australia Pty |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables – net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property – net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | ($5, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | (5, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | ($5, |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,

MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Loy Yang B Joint Venture [12] | Energy Capital Partnership |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | $706, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 706, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | $70 |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Holdings Company | First Hydro Company [11] |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $4,838 | $61, |
| Receivables - net | 4 | 37, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 1, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 4, |
| Total current assets | 4,842 | 105, |
| Nonutility property - net | 21,676 | 724, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 852,247 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 873,923 | 724, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |

| | | |
|---|---|---|
| Total deferred charges | | |
| Total assets | $878,765 | $829, |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Company [12] | Loyvic Pty Ltd |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |

| | | |
|---|---|---|
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [12] | EME Generation Holdings Limit |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | ($218, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | (218, |

| | | |
|---|---|---|
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | ($218, |



MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $88,390 | |
| Receivables - net | 43,862 | |
| Fuel inventory | | |
| Materials and supplies, at average cost | 6,119 | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | 8,630 | |
| Total current assets | 147,001 | |
| Nonutility property - net | 1,227,243 | |
| Nuclear decommissioning trusts | | |

| | | |
|---|---|---|
| Investments in partnerships and unconsolidated subsidiaries | 3,226,397 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 4,453,640 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Goodwill | | |
| Regulatory assets - net | | |
| Other deferred charges | 64,204 | |
| Total deferred charges | 64,204 | |
| Total assets | $4,664,845 | |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Edison Mission Operation & Maintenance Limited | EME Victoria Generation Lim |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $565 | $ |
| Accrued taxes | | |

| | | |
|---|---|---|
| Trading and price risk management liabilities | | |
| Other current liabilities | 37 | |
| Total current liabilities | 602 | |
| Long-term debt | 27,361 | 22, |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | (8) | (21, |
| Retained earnings | (385) | (1, |
| Total common shareholders' equity | (393) | ($22, |
| Total liabilities and shareholders' equity | $27,570 | |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [12] | Mission Energy Development Australia Pty |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($353,681) | ($5, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (353,681) | (5, |
| Long-term debt | (651,415) | |
| Accumulated deferred income taxes - net | (2) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (2) | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 831,438 | |
| Accumulated other comprehensive income (loss) | (150,048) | |
| Retained earnings | 323,708 | |
| Total common shareholders' equity | $1,005,098 | |
| Total liabilities and shareholders' equity | | ($5, |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Loy Yang B Joint Venture [12] | Energy Capital Partnership |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | $6, |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | 335, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 11, |
| Total current liabilities | | 353, |
| Long-term debt | | 651, |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding | | |

| | | |
|---|---|---|
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | 25, |
| Retained earnings | | (323, |
| Total common shareholders' equity | | (298, |
| Total liabilities and shareholders' equity | | $706, |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Holdings Company | First Hydro Company [11] |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | $677,214 | $11, |
| Accrued taxes | | 8, |
| Trading and price risk management liabilities | | |
| Other current liabilities | 44 | |
| Total current liabilities | 677,258 | 20, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | ( |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |

| | | |
|---|---|---|
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 181,987 | 626, |
| Accumulated other comprehensive income (loss) | 18,116 | 5, |
| Retained earnings | 1,404 | 176, |
| Total common shareholders' equity | 201,507 | 808, |
| Total liabilities and shareholders' equity | $878,765 | $829, |



MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | First Hydro Company [12] | Loyvic Pty Ltd |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |

| | | |
|---|---|---|
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | |
| Total liabilities and shareholders' equity | | |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]

Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [12] | EME Generation Holdings Limit |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($353,681) | $ |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (353,681) | |
| Long-term debt | (651,415) | ( |
| Accumulated deferred income taxes - net | (2) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | (2) | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 831,438 | 180, |
| Accumulated other comprehensive income (loss) | (150,048) | |
| Retained earnings | 323,708 | (398, |
| Total common shareholders' equity | $1,005,098 | (218, |

| | | |
|---|---|---|
| Total liabilities and shareholders' equity | | ($218, |

925

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME Generation Holdings Limited Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | $48,471 | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | (113,103) | |
| Accrued taxes | 9,069 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | 68,935 | |
| Total current liabilities | 13,372 | |
| Long-term debt | 1,002,514 | |
| Accumulated deferred income taxes - net | 56,550 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | 116,917 | |
| Total deferred credits and other liabilities | 173,467 | |
| Minority Interest | 63,622 | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |

| | | |
|---|---|---|
| securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 3,924,809 | |
| Accumulated other comprehensive income (loss) | (387,133) | |
| Retained earnings | (125,806) | |
| Total common shareholders' equity | 3,411,870 | |
| Total liabilities and shareholders' equity | $4,664,845 | |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Edison Mission Operation & Maintenance Limited | EME Victoria Generation L |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $194 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 194 | |
| Operating income (loss) | (194) | |
| Interest and dividend income | (222) | |
| Other nonoperating income | | |

| | | |
|---|---|---|
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (416) | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | (416) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (416) | |
| Retained earnings - beginning of year | 31 | ( |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($385) | ($ |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [12] | Mission Ener Development Australia Pt |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |

| | | |
|---|---|---|
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | $46,744 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 46,744 | |
| Income taxes (benefit) | 14,546 | |
| Income (loss) from continuing operations | 32,198 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 32,198 | |
| Retained earnings - beginning of year | 291,510 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $323,708 | |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Loy Yang B Joint Venture [12] | Energy Capit Partnership |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |

| | |
|---|---|
| Other operation and maintenance | |
| Depreciation, decommissioning and amortization | |
| Property and other taxes | |
| Net gain on sale of utility plant | |
| Total operating expenses | |
| Operating income (loss) | |
| Interest and dividend income | |
| Other nonoperating income | |
| Interest expense - net of amounts capitalized | (4 |
| Other nonoperating deductions | |
| Dividends on preferred securities | |
| Dividends on utility preferred stock | |
| Income (loss) from continuing operations before taxes | (4 |
| Income taxes (benefit) | (1 |
| Income (loss) from continuing operations | (3 |
| Loss from discontinued operations | |
| Income taxes (benefit) on discontinued operations | |
| Net income (loss) | (3 |
| Retained earnings - beginning of year | (29 |
| Dividends declared on common stock | |
| Dividends declared on preferred stock | |
| Retained earnings - end of year | ($32 |

929

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | First Hydro Holdings Company | First Hydro Company [11] |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $32 |
| Financial services and other | | |
| Total operating revenue | | 32 |

| | | |
|---|---|---|
| Fuel | | 16 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $88 | 4 |
| Depreciation, decommissioning and amortization | 86 | 1 |
| Property and other taxes | | 1 |
| Net gain on sale of utility plant | | |
| Total operating expenses | 174 | 24 |
| Operating income (loss) | (174) | 8 |
| Interest and dividend income | (54,050) | |
| Other nonoperating income | 604 | |
| Interest expense - net of amounts capitalized | (73) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | 54,260 | (5 |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 567 | 2 |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 567 | 2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 567 | 2 |
| Retained earnings - beginning of year | 837 | 14 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $1,404 | $17 |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | First Hydro Company [12] | Loyvic Pty L |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Enerloy Pty Ltd [12] | EME Generati Holdings Lim |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | $46,744 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 46,744 | |
| Income taxes (benefit) | 14,546 | |
| Income (loss) from continuing operations | 32,198 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 32,198 | |
| Retained earnings - beginning of year | 291,510 | (39 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $323,708 | ($39 |



MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002

(In thousands)

| | EME Generation Holdings Limited Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $393,411 | |
| Financial services and other | | |
| Total operating revenue | 393,411 | |
| Fuel | 175,349 | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 62,430 | |
| Depreciation, decommissioning and amortization | 21,462 | |
| Property and other taxes | 13,265 | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 272,506 | |
| Operating income (loss) | 120,905 | |
| Interest and dividend income | 128,066 | |
| Other nonoperating income | 573 | |
| Interest expense - net of amounts capitalized | (198,766) | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 50,778 | |
| Income taxes (benefit) | 6,377 | |
| Income (loss) from continuing operations | 44,401 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 44,401 | |
| Retained earnings - beginning of year | (170,207) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($125,806) | |

MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED
PRIDE HOLD LIMITED and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Lakeland Power Development Company | Lakeland Power |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $2 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 2 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $2 | |

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED
PRIDE HOLD LIMITED and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Pride Hold Lim Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $3,027 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 3,027 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |

| | | |
|---|---|---|
| Total deferred charges | | |
| Total assets | $3,027 | |

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED
PRIDE HOLD LIMITED and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Lakeland Power Development Company | Lakeland Power |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($180) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (180) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | $3, |
| Total deferred credits and other liabilities | | 3, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |

| | | |
|---|---|---|
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | 2 | 3, |
| Retained earnings | 180 | (7, |
| Total common shareholders' equity | 182 | ($3, |
| Total liabilities and shareholders' equity | $2 | |

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED
PRIDE HOLD LIMITED and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Pride Hold Lim Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |

| | | |
|---|---|---|
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 3, |
| Total deferred credits and other liabilities | | 3, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | ($2) | |
| Accumulated other comprehensive income (loss) | 10,141 | 13, |
| Retained earnings | (7,112) | (17, |
| Total common shareholders' equity | 3,027 | (3, |
| Total liabilities and shareholders' equity | $3,027 | |

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED
PRIDE HOLD LIMITED and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Lakeland Power Development Company | Lakeland Pow |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $7 |
| Financial services and other | | |
| Total operating revenue | | 7 |

| | | |
|---|---|---|
| Fuel | | 2 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | 9 |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | 12 |
| Operating income (loss) | | (5 |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | ( |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | (5 |
| Income taxes (benefit) | | 1 |
| Income (loss) from continuing operations | | (3 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | (3 |
| Retained earnings - beginning of year | $180 | 3 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $180 | ($ |

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED
PRIDE HOLD LIMITED and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | Pride Hold L Consolidated |
|---|---|---|

| | | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $7 |
| Financial services and other | | |
| Total operating revenue | | 7 |
| Fuel | | 2 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | ($3,478) | 8 |
| Depreciation, decommissioning and amortization | 866 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | (2,612) | 12 |
| Operating income (loss) | 2,612 | (5 |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | ( |
| Other nonoperating deductions | 78 | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 2,690 | (5 |
| Income taxes (benefit) | (79) | (1 |
| Income (loss) from continuing operations | 2,769 | (3 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 2,769 | (3 |
| Retained earnings - beginning of year | (9,881) | 1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($7,112) | ($1 |

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MEC INTERNATIONAL B.V.
PRIDE HOLD LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Lakeland Power | Lakeland Power |
|---|---|---|

| | Development Company | |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $2 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 2 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $2 | |

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MEC INTERNATIONAL B.V.
PRIDE HOLD LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002

(In thousands)

| | Consolidating Adjustments | Pride Hold Lim Consolidated |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $3,027 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 3,027 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $3,027 | |

MEC INTERNATIONAL B.V.
PRIDE HOLD LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Lakeland Power Development Company | Lakeland Power |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($180) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (180) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | $3, |
| Total deferred credits and other liabilities | | 3, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | |
| Accumulated other comprehensive income (loss) | 2 | 3, |
| Retained earnings | 180 | (7, |

| | | |
|---|---|---|
| Total common shareholders' equity | 182 | ($3, |
| Total liabilities and shareholders' equity | $2 | |

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MEC INTERNATIONAL B.V.
PRIDE HOLD LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Consolidating Adjustments | Pride Hold Lim Consolidated |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 3, |
| Total deferred credits and other liabilities | | 3, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |

| | | |
|---|---|---|
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | ($2) | |
| Accumulated other comprehensive income (loss) | 10,141 | 13, |
| Retained earnings | (7,112) | (17, |
| Total common shareholders' equity | 3,027 | (3, |
| Total liabilities and shareholders' equity | $3,027 | |

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MEC INTERNATIONAL B.V.
PRIDE HOLD LIMITED and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Lakeland Power Development Company | Lakeland Pow |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $7 |
| Financial services and other | | |
| Total operating revenue | | 7 |
| Fuel | | 2 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | 9 |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | 12 |
| Operating income (loss) | | (5 |
| Interest and dividend income | | |

| | | |
|---|---|---|
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | ( |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | (5 |
| Income taxes (benefit) | | (1 |
| Income (loss) from continuing operations | | (3 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | (3 |
| Retained earnings - beginning of year | $180 | 3 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $180 | ($ |

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MEC INTERNATIONAL B.V.
PRIDE HOLD LIMITED and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Consolidating Adjustments | Pride Hold L Consolidated |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $7 |
| Financial services and other | | |
| Total operating revenue | | 7 |
| Fuel | | 2 |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | ($3,478) | 8 |
| Depreciation, decommissioning and amortization | 866 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | (2,612) | 12 |

| | | |
|---|---|---|
| Operating income (loss) | 2,612 | (5 |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | ( |
| Other nonoperating deductions | 78 | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 2,690 | (5 |
| Income taxes (benefit) | (79) | (1 |
| Income (loss) from continuing operations | 2,769 | (3 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 2,769 | (3 |
| Retained earnings - beginning of year | (9,881) | 1 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($7,112) | ($1 |

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MEC INTERNATIONAL B.V.
ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME del Caribe Holding GmbH | EME del Caribe |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $325 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 325 | |

| | | |
|---|---|---|
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 257,037 | $218, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 257,037 | 218, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $257,362 | $218, |

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MEC INTERNATIONAL B.V.
ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EcoElectrica Ltd. [10] | EcoElectrica S.a.r.l. |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |

| | | |
|---|---|---|
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | | 224, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | | 224, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | | $225, |

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MEC INTERNATIONAL B.V.
ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EcoElectrica S.a.r.l. Consolidated |
|---|---|
| ASSETS | |

| | | |
|---|---|---|
| Cash and equivalents | $339 | |
| Receivables - net | | |
| Fuel inventory | | |
| Materials and supplies, at average cost | | |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | 339 | |
| Nonutility property - net | | |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 218,593 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 218,593 | |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $218,932 | |

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MEC INTERNATIONAL B.V.
ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EME del Caribe Holding GmbH | EME del Caribe |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($1,428) | $ |
| Accrued taxes | 30 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (1,398) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 258,493 | 256, |
| Accumulated other comprehensive income (loss) | | (37, |
| Retained earnings | 267 | ( |
| Total common shareholders' equity | 258,760 | 217, |
| Total liabilities and shareholders' equity | $257,362 | $218, |

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MEC INTERNATIONAL B.V.
ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EcoElectrica Ltd. [10] | EcoElectrica S.a.r.l. |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |

| | | |
|---|---|---|
| Total preferred securities of subsidiaries | | |
| Common stock | | 225, |
| Accumulated other comprehensive income (loss) | | |
| Retained earnings | | |
| Total common shareholders' equity | | 224, |
| Total liabilities and shareholders' equity | | $225, |

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MEC INTERNATIONAL B.V.
ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | EcoElectrica S.a.r.l. Consolidated | |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($1,281) | |
| Accrued taxes | 142 | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | |
| Total current liabilities | (1,139) | |
| Long-term debt | | |
| Accumulated deferred income taxes - net | | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | | |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | 258,508 | |
| Accumulated other comprehensive income (loss) | (37,890) | |
| Retained earnings | (547) | |
| Total common shareholders' equity | 220,071 | |
| Total liabilities and shareholders' equity | $218,932 | |

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MEC INTERNATIONAL B.V.
ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EME del Caribe Holding GmbH | EME del Cari |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | $ |
| Financial services and other | | |
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |

| | | |
|---|---|---|
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | $43 | |
| Depreciation, decommissioning and amortization | 30 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 73 | |
| Operating income (loss) | (73) | |
| Interest and dividend income | 135 | |
| Other nonoperating income | 6 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 68 | |
| Income taxes (benefit) | 23 | |
| Income (loss) from continuing operations | 45 | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 45 | |
| Retained earnings - beginning of year | 222 | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $267 | |

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MEC INTERNATIONAL B.V.
ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | EcoElectrica Ltd. [10] | EcoElectrica S.a.r.l. |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | | |
| Financial services and other | | |

| | | |
|---|---|---|
| Total operating revenue | | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | |
| Operating income (loss) | | |
| Interest and dividend income | | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | | |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | | |
| Retained earnings - beginning of year | | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | | |

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MEC INTERNATIONAL B.V.
ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

EcoElectrica
S.a.r.l.

| | Consolidated | |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $5,915 | |
| Financial services and other | | |
| Total operating revenue | 5,915 | |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 106 | |
| Depreciation, decommissioning and amortization | 6,414 | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 6,520 | |
| Operating income (loss) | (605) | |
| Interest and dividend income | 135 | |
| Other nonoperating income | 8 | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | (462) | |
| Income taxes (benefit) | 23 | |
| Income (loss) from continuing operations | (485) | |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | (485) | |
| Retained earnings - beginning of year | (62) | |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | ($547) | |

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MEC INTERNATIONAL B.V.
TRARALGON POWER PTY LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002

(In thousands)

| | Mission Victoria Partnership | Latrobe Power Partnership [8 |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | $55 | $7, |
| Receivables – net | | 25, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | 7, |
| Accumulated deferred income taxes – net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | 4, |
| Total current assets | 55 | 44, |
| Nonutility property – net | | 1,126, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | 25,953 | |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 25,953 | 1,126, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets – net | | |
| Other deferred charges | | 3, |
| Total deferred charges | | 3, |
| Total assets | $26,008 | $1,174, |

MEC INTERNATIONAL B.V.
TRARALGON POWER PTY LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Traralgon Power Pty Ltd | Consolidating Adjustments |
|---|---|---|
| ASSETS | | |
| Cash and equivalents | | |
| Receivables - net | | ($20, |
| Fuel inventory | | |
| Materials and supplies, at average cost | | (2, |
| Accumulated deferred income taxes - net | | |
| Trading and price risk management assets | | |
| Prepayments and other current assets | | |
| Total current assets | | (23, |
| Nonutility property - net | | (528, |
| Nuclear decommissioning trusts | | |
| Investments in partnerships and unconsolidated subsidiaries | $12,620 | (40, |
| Investments in leveraged leases | | |
| Other investments | | |
| Total investment and other assets | 12,620 | (568, |
| Utility plant, at original cost: | | |
| Transmission and distribution | | |
| Generation | | |
| Accumulated provision for depreciation and decommissioning | | |
| Construction work in progress | | |
| Nuclear fuel, at amortized cost | | |
| Total utility plant | | |
| Regulatory assets - net | | |
| Other deferred charges | | |
| Total deferred charges | | |
| Total assets | $12,620 | ($591, |

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MEC INTERNATIONAL B.V.
TRARALGON POWER PTY LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Mission Victoria Partnership | Latrobe Power Partnership [8 |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($1,781) | ($12, |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | 623, |
| Total current liabilities | (1,781) | 610, |
| Long-term debt | | 347, |
| Accumulated deferred income taxes - net | (9) | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | 254, |
| Total deferred credits and other liabilities | (9) | 254, |
| Minority Interest | | |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures | | |
| Other preferred securities | | |

| | | |
|---|---|---|
| Total preferred securities of subsidiaries | | |
| Common stock | (60,223) | (60, |
| Accumulated other comprehensive income (loss) | (49,754) | (53, |
| Retained earnings | 137,775 | 75, |
| Total common shareholders' equity | 27,798 | (38, |
| Total liabilities and shareholders' equity | $26,008 | $1,174, |

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MEC INTERNATIONAL B.V.
TRARALGON POWER PTY LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

| | Traralgon Power Pty Ltd | Consolidating Adjustments |
|---|---|---|
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| Short-term debt | | |
| Long-term debt due within one year | | |
| Preferred stock to be redeemed within one year | | |
| Accounts payable | ($3,089) | |
| Accrued taxes | | |
| Trading and price risk management liabilities | | |
| Other current liabilities | | ($614, |
| Total current liabilities | (3,089) | (614, |
| Long-term debt | | |
| Accumulated deferred income taxes - net | 2,965 | |
| Accumulated deferred investment tax credits | | |
| Customer advances and other deferred credits | | |
| Power-purchase contracts | | |
| Accumulated provision for pension and benefits | | |
| Other long-term liabilities | | |

| | | |
|---|---|---|
| Total deferred credits and other liabilities | 2,965 | |
| Minority Interest | | 11, |
| Preferred stock of utility: | | |
| Not subject to mandatory redemption | | |
| Subject to mandatory redemption | | |
| Company-obligated mandatorily redeemable | | |
| securities of subsidiaries holding | | |
| solely parent company debentures | | |
| Other preferred securities | | |
| Total preferred securities of subsidiaries | | |
| Common stock | | 120, |
| Accumulated other comprehensive income (loss) | (7,079) | 105, |
| Retained earnings | 19,823 | (214, |
| Total common shareholders' equity | 12,744 | 11, |
| Total liabilities and shareholders' equity | $12,620 | ($591, |

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MEC INTERNATIONAL B.V.
TRARALGON POWER PTY LTD and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Mission Victoria Partnership | Latrobe Powe Partnership |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $27,683 | $8 |
| Financial services and other | | |
| Total operating revenue | 27,683 | 8 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |

| | | |
|---|---|---|
| Other operation and maintenance | | 1 |
| Depreciation, decommissioning and amortization | | 1 |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | | 3 |
| Operating income (loss) | 27,683 | 5 |
| Interest and dividend income | 2 | (2 |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 27,685 | 2 |
| Income taxes (benefit) | | |
| Income (loss) from continuing operations | 27,685 | 2 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 27,685 | 2 |
| Retained earnings - beginning of year | 110,090 | 4 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $137,775 | $7 |



MEC INTERNATIONAL B.V.
TRARALGON POWER PTY LTD and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

| | Traralgon Power Pty Ltd | Consolidatin Adjustments |
|---|---|---|
| Electric utility | | |
| Nonutility power generation | $12,926 | ($4 |

| | | |
|---|---|---|
| Financial services and other | | |
| Total operating revenue | 12,926 | (4 |
| Fuel | | |
| Purchased power | | |
| Provisions for regulatory adjustment clauses - net | | |
| Other operation and maintenance | 735 | |
| Depreciation, decommissioning and amortization | | |
| Property and other taxes | | |
| Net gain on sale of utility plant | | |
| Total operating expenses | 735 | |
| Operating income (loss) | 12,191 | (4 |
| Interest and dividend income | 81 | |
| Other nonoperating income | | |
| Interest expense - net of amounts capitalized | | |
| Other nonoperating deductions | | (1 |
| Dividends on preferred securities | | |
| Dividends on utility preferred stock | | |
| Income (loss) from continuing operations before taxes | 12,272 | (5 |
| Income taxes (benefit) | 3,437 | |
| Income (loss) from continuing operations | 8,835 | (5 |
| Loss from discontinued operations | | |
| Income taxes (benefit) on discontinued operations | | |
| Net income (loss) | 8,835 | (5 |
| Retained earnings - beginning of year | 10,988 | (15 |
| Dividends declared on common stock | | |
| Dividends declared on preferred stock | | |
| Retained earnings - end of year | $19,823 | ($21 |

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MEC INTERNATIONAL B.V.
Equity Investments
December 31, 2002
(In thousands)

| Name of Entity: | CBK Power Company Lt. | Derwent Cogeneration Limited |
|---|---|---|

| | | |
|---|---|---|
| Equity Interest: | | |
| Assets | $234,343 | $24,564 |
| Revenues | $25,664 | $13,884 |
| Net Income (Loss) | $18,408 | $1,372 |
| Nature/Purpose of Business: | To own and operate a 728 MW hydroelectric power plant in the Philippines | To own and operate a 214 MW gas-fired, combined cycle cogeneration facility in the United Kingdom. |
| Ownership Interest(s) | 49% LP by EME Caliraya B.V.<br>1% GP by EME Kayalaan B.V. | 33% by Mission Energy Company (UK) Limited |

| Name of Entity: | ISAB Energy s.r.l. | P.T. Adaro Indonesia |
|---|---|---|
| Equity Interest: | | |
| Assets | $495,946 | |
| Revenues | $197,005 | |
| Net Income (Loss) | $39,963 | |
| Nature/Purpose of Business: | To own and operate a 518 MW cogeneration facility located in Sicily, Italy | Fuel supplier for P.T. Paiton Energy Company located in Indonesia |
| Ownership Interest(s) | 49% by MEC Priolo B.V. | 8.17% MEC Indo Coal B.V. |

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MEC INTERNATIONAL B.V.
Equity Investments

December 31, 2002
(In thousands)

| Name of Entity: | San Pascual Cogeneration Company (Philippines) Ltd. | Tri Energy Company Limited |
|---|---|---|
| Equity Interest: | | |
| Assets | | $100,152 |
| Revenues | | $46,485 |
| Net Income (Loss) | | $6,2938 |
| Nature/Purpose of Business: | | To own and operate a 700 MW combined cycle cogeneration facility located in Thailand. |
| Ownership Interest(s) | | 25% by EME Tri Gen B.V. |

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