American Municipal Power, Inc.

Consolidated Financial Statements and Supplementary Information
December 31, 2014 and 2013

American Municipal Power, Inc.
Index
December 31, 2014 and 2013

Independent Auditor's Report

To the Board of Trustees and Members of
American Municipal Power, Inc.

We have audited the accompanying consolidated financial statements of American Municipal Power, Inc. and its subsidiaries, which comprise the consolidated balance sheets as of December 31, 2014 and 2013, and the related consolidated statements of revenues and expenses, of changes in member and patron equities, and of cash flows for the years then ended.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Company's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we express no such opinion.

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An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of American Municipal Power, Inc. and its subsidiaries at December 31, 2014 and 2013, and the results of their operations and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

PricewaterhouseCoopers LLP

Columbus, Ohio
April 29, 2015

American Municipal Power, Inc.
Consolidated Balance Sheets
December 31, 2014 and 2013

	2014	2013
Assets		
Utility plant		
Electric plant in service	$ 1,952,276,566	$ 1,936,036,112
Accumulated depreciation	(154,691,827)	(100,754,040)
Total utility plant	1,797,584,739	1,835,282,072
Nonutility property and equipment		
Nonutility property and equipment	24,766,761	24,167,606
Accumulated depreciation	(12,748,680)	(9,528,647)
Total nonutility property and equipment	12,018,081	14,638,959
Construction work-in-progress	2,193,559,995	1,727,721,974
Plant held for future use	35,115,838	34,881,075
Coal reserves	25,045,650	25,506,676
Trustee funds and other assets		
Trustee funds	571,454,907	996,326,349
Financing receivables - members	14,878,755	24,893,008
Notes receivable	50,759,327	3,075,000
Regulatory assets	263,745,272	284,446,708
Prepaid pension costs	-	1,659,693
Investment in The Energy Authority	10,211,442	-
Intangible and other assets, net of accumulated amortization of $23,513,508 and $18,811,092, respectively	74,742,555	79,696,822
Total trustee funds and other assets	985,792,258	1,390,097,580
Current assets		
Cash and cash equivalents	70,570,137	44,668,388
Cash and cash equivalents - restricted	25,267,618	40,662,081
Trustee funds	309,926,968	339,425,325
Investments	14,872,390	14,347,943
Collateral postings	20,789,600	18,038,979
Accounts receivable	75,082,328	77,963,509
Interest receivable	29,565,866	33,864,812
Financing receivables - members	14,438,195	10,488,231
Notes receivable	9,956,514	-
Inventories	7,361,057	8,852,549
Regulatory assets	23,433,943	3,939,809
Prepaid expenses and other assets	5,816,293	6,952,080
Total current assets	607,080,909	599,203,706
Total assets	$ 5,656,197,470	$ 5,627,332,042

American Municipal Power, Inc.
Consolidated Balance Sheets
December 31, 2014 and 2013

	2014	2013
Equities and Liabilities		
Member and patron equities		
Contributed capital	$ 806,248	$ 806,248
Patronage capital	60,990,058	58,412,402
Total member and patron equities	61,796,306	59,218,650
Long-term debt		
Term debt	4,796,401,675	4,950,774,240
Term debt on behalf of members	-	5,160,000
Term debt on behalf of Central Virginia Electric Cooperative	22,770,833	23,625,000
Revolving credit loan	316,000,000	190,000,000
Total long-term debt	5,135,172,508	5,169,559,240
Current liabilities		
Accounts payable	165,997,415	102,664,393
Accrued pension and postretirement benefits	682,061	750,000
Accrued interest	114,510,827	115,712,590
Term debt	64,650,843	44,134,412
Term debt on behalf of members	12,113,000	13,347,000
Term debt on behalf of Central Virginia Electric Cooperative	854,167	854,167
Regulatory liabilities	645,779	1,116,701
Other liabilities	24,927,413	11,161,063
Total current liabilities	384,381,505	289,740,326
Other noncurrent liabilities		
Accrued postretirement benefits	100,000	4,341,068
Deferred gain on sale of real estate	1,260,748	1,276,789
Other liabilities	31,400,728	27,052,175
Asset retirement obligations	7,728,419	7,669,336
Regulatory liabilities	34,357,256	68,474,458
Total other noncurrent liabilities	74,847,151	108,813,826
Total liabilities	5,594,401,164	5,568,113,392
Total equities and liabilities	$ 5,656,197,470	$ 5,627,332,042

The accompanying notes are an integral part of these consolidated financial statements.

American Municipal Power, Inc.
Consolidated Statements of Revenues and Expenses
Years Ended December 31, 2014 and 2013

	2014	2013
Revenues		
Electric revenue	$ 1,012,684,268	$ 953,077,162
Service fees	10,913,504	9,648,054
Programs and other	16,305,240	19,769,641
Total revenues	1,039,903,012	982,494,857
Operating expenses		
Purchased electric power	625,803,418	610,212,025
Production	91,259,957	66,589,310
Fuel	122,543,694	113,312,952
Depreciation and amortization	58,488,373	57,578,445
Administrative and general	10,396,927	9,829,551
Property and real estate taxes	9,367,224	3,561,677
Programs and other	19,985,419	18,714,669
Total operating expenses	937,845,012	879,798,629
Operating margin	102,058,000	102,696,228
Nonoperating revenues (expenses)		
Interest expense	(118,989,279)	(118,680,542)
Interest income, subsidy	13,523,203	13,550,548
Interest income, other	4,235,351	6,017,591
Other, net	1,750,381	1,694,974
Total nonoperating expenses	(99,480,344)	(97,417,429)
Net margin	$ 2,577,656	$ 5,278,799

The accompanying notes are an integral part of these consolidated financial statements.

American Municipal Power, Inc.
Consolidated Statements of Changes in Member and Patron Equities
Years Ended December 31, 2014 and 2013

	Contributed Capital	Patronage Capital	Total
Balances, December 31, 2012	$ 801,208	$ 53,133,603	$ 53,934,811
Capital contributions	5,040	-	5,040
Net margin	-	5,278,799	5,278,799
Balances, December 31, 2013	806,248	58,412,402	59,218,650
Net margin	-	2,577,656	2,577,656
Balances, December 31, 2014	$ 806,248	$ 60,990,058	$ 61,796,306

The accompanying notes are an integral part of these consolidated financial statements.

American Municipal Power, Inc.
Consolidated Statements of Cash Flows
Years Ended December 31, 2014 and 2013

	2014	2013
Cash flows from operating activities		
Net margin	$ 2,577,656	$ 5,278,799
Adjustments to reconcile net margin to net cash provided by (used in) operating activities		
Depreciation and amortization	58,027,347	56,993,776
Depletion of coal reserves	461,026	582,923
Amortization of deferred financing costs	3,938,011	3,718,587
Amortization of bond premium, net of amortization of bond discount	(1,728,153)	(2,414,124)
Accretion of interest on asset retirement obligations	151,282	207,196
Gain (loss) on disposal of property and equipment	(13,401)	378,963
Unrealized gain on investments	(2,624,641)	(1,724,964)
Changes in assets and liabilities		
Collateral postings	(2,750,621)	3,269,321
Accounts receivable	4,565,191	(3,324,798)
Interest receivable	(18,126)	(314,916)
Inventories	1,491,492	(2,659,815)
Prepaid expenses and other assets	344,047	1,094,605
Regulatory assets and liabilities, net	(13,487,855)	(74,400,754)
Accounts payable	4,176,474	3,507,802
Accrued pension and postretirement benefits	(2,649,314)	(43,679)
Accrued interest	(1,067,662)	(4,997,355)
Asset retirement obligations	(78,459)	(2,226,902)
Other liabilities	(1,791,806)	(1,657,186)
Net cash provided by (used in) operating activities	49,522,488	(18,732,521)
Cash flows from investing activities		
Purchase of utility property and equipment	(3,089,640)	(2,387,223)
Sale of utility property and equipment	-	420,893
Purchase of nonutility property and equipment	(497,583)	(212,799)
Purchase of plant held for future use	(234,763)	-
Proceeds from insurance claim	1,628,200	-
Purchase of construction work-in-progress	(417,470,808)	(434,824,780)
Proceeds from the sale of investments	1,123,004,595	1,325,692,524
Purchase of investments	(666,550,642)	(808,785,659)
Loans made to related parties	(66,750,000)	-
Proceeds due to payments on loans made to related parties	9,109,159	-
Investment in The Energy Authority	(10,211,442)	-
Change in restricted cash and cash equivalents	15,394,463	7,345,766
Net cash (used in) provided by investing activities	(15,668,461)	87,248,722

American Municipal Power, Inc.
Consolidated Statements of Cash Flows
Years Ended December 31, 2014 and 2013

	2014	2013
Cash flows from financing activities		
Proceeds from revolving credit loan	352,000,000	75,000,000
Payments on revolving credit loan	(226,000,000)	(69,000,000)
Cost of issuance of debt	(640,419)	(1,093,495)
Principal payments on term debt	(147,189,412)	(108,197,412)
Proceeds from issuance of term debt	15,061,431	13,755,000
Principal payments on term debt on behalf of members	(17,530,000)	(16,476,000)
Proceeds from issuance of term debt on behalf of members	11,136,000	12,168,000
Principal payments on term debt on behalf of Central Virginia Electric Cooperative	(854,167)	(520,833)
Proceeds from financing receivables - members	17,097,606	9,708,525
Funding of financing receivables - members	(11,033,317)	(4,423,101)
Capital contributions	-	5,040
Net cash used in financing activities	(7,952,278)	(89,074,276)
Net change in cash and cash equivalents	25,901,749	(20,558,075)
Cash and cash equivalents		
Beginning of year	44,668,388	65,226,463
End of year	$ 70,570,137	$ 44,668,388
Supplemental disclosure of cash flow information		
Cash paid during the year for interest	$ 120,056,941	$ 127,399,763
Supplemental disclosure of noncash investing and financing activities		
Capital expenditures included in accounts payable	93,982,183	34,825,632
Capital expenditures included in accrued interest, net of interest receivable	47,361,170	43,178,201

The accompanying notes are an integral part of these consolidated financial statements.

1. Description of Business

American Municipal Power, Inc. ("AMP") is a not-for-profit Ohio corporation organized to provide electric capacity and energy and to furnish other services to its members on a cooperative basis. AMP is a tax-exempt organization for federal tax purposes under Section 501(c)(12) of the Internal Revenue Service Code ("IRC"). As AMP derives its income from the exercise of an essential government function and will accrue to a state or a political subdivision there of; AMP's income is excludable from gross income under IRC Section 115. AMP is a membership organization comprised of 83 municipalities throughout Ohio, two municipalities in West Virginia, 29 municipalities in Pennsylvania, six municipalities in Michigan, five municipalities in Virginia, three municipalities in Kentucky, one municipality in Indiana, and one joint action agency in Delaware, all but one of which own and operate electric systems. AMP purchases and generates electric capacity and energy for sale to its members. AMPO, Inc. is a for-profit subsidiary that provides electric and natural gas aggregation consulting services to both members and nonmembers in Ohio.

In addition, AMP serves as a project manager for Ohio members participating in joint venture projects to share ownership of power generation and transmission facilities, known as Ohio Municipal Electric Generation Agency Joint Ventures: 1, 2, 4, 5, and 6 ("OMEGA" "JV1," "JV2," "JV4," "JV5," and "JV6") (collectively, the "OMEGA Joint Ventures").

AMP is closely aligned with Ohio Municipal Electric Association ("OMEA"), the legislative liaison for the state's municipal electric systems. In addition to the OMEGA Joint Ventures, Municipal Energy Services Agency ("MESA") has also been formed by the members. MESA provides management and technical services to AMP, its members, and the OMEGA Joint Ventures.

AMP has received approval pursuant to a private letter ruling from the Internal Revenue Service ("IRS") to issue tax-exempt securities on behalf of its members. In connection with the financing of projects undertaken by the electric systems of certain member communities, AMP has issued tax-exempt debt on their behalf. Additionally, AMP has issued tax-exempt and other tax-advantaged bonds to finance the construction of its generating projects.

AMP 368 LLC ("AMP 368") is a wholly owned and consolidated subsidiary of AMP, which through AMP 368 is the owner of a 23.26%, or 368MW, undivided interest in the Prairie State Energy Campus ("PSEC"). The PSEC is a mine-mouth, pulverized coal-fired generating station in southwest Illinois.

Meldahl LLC is a wholly owned and consolidated subsidiary of AMP, which through Meldahl LLC, is the owner of the 105MW Meldahl project under construction as a run-of-the river hydroelectric facility on the Ohio River.

2. Summary of Significant Accounting Policies

Basis of Consolidation

The consolidated financial statements include the accounts of AMP and its wholly owned subsidiaries, AMPO, Inc., Meldahl LLC, and AMP 368. All intercompany transactions have been eliminated in the preparation of the consolidated financial statements.

AMP purchases power from two unrelated limited liability companies engaged in methane recovery to generate electricity. Their activities are primarily conducted on behalf of AMP. AMP was unable to obtain the necessary financial information from the limited liability companies to calculate the expected losses in accordance with the Financial Accounting Standards Board ("FASB") standard for consolidation of variable interest entities. AMP does not have an equity interest in these limited liability companies, and therefore does not consolidate these entities. Power purchases from these companies for the years ended December 31, 2014 and 2013, were approximately $14,055,259 and $14,489,479, respectively. Management does not believe that the amount of these purchases is material to its operations.

Utility Plant

AMP records amounts expended in connection with the purchase or construction of utility plant assets at cost. Major renewals, betterments and replacements are capitalized, while maintenance and repair costs are charged to operations as incurred. Operations are charged with labor, material, supervision and other costs incurred to maintain the utility plant. When utility plant assets are retired, accumulated depreciation is charged with the cost of assets, plus removal costs, less any salvage value, and any resulting gain or loss is reflected in net margin in the consolidated statements of revenues and expenses.

Depreciation on utility plant assets is provided for by the straight-line method over the estimated useful lives of the property. The provisions are determined primarily by the use of functional composite rates as follows:

Production plant	5%-10%
Transmission plant	5%
General plant	5%-33%
Station equipment	4.4%-20%

Nonutility Property and Equipment

Nonutility property and equipment is recorded at cost. Major renewals, betterments and replacements are capitalized, while maintenance and repair costs are charged to operations as incurred. When nonutility property and equipment is retired or otherwise disposed of, the related cost and accumulated depreciation are removed from the accounts, and the related gains or losses are reflected in net margin in the consolidated statements of revenues and expenses.

Depreciation on nonutility property and equipment is provided for on the straight-line method over the estimated useful lives of the property as follows:

Building	25 years
Furniture and equipment	5-10 years
Computer software	3-5 years
Vehicles	3-5 years

Construction Work-in-Progress

AMP records amounts expended in connection with construction work-in-progress projects at cost. Upon completion of a project, AMP places the asset in service and the related costs are recorded as either utility plant or nonutility property and equipment.

Plant Held for Future Use
In November 2009, the participants in the AMP Generating Station Project (the "AMPGS Project") voted to terminate the development of the pulverized coal power plant in Meigs County, Ohio. The AMPGS Project was to be a 1,000 MW base load, clean-coal technology plant scheduled to go on-line in 2014. This pulverized coal plant was estimated to be a $3 billion project, but the project's targeted capital costs increased by 37% and the engineer, procure and construct ("EPC") contractor could not guarantee that the costs would not continue to escalate. At the termination date, minimal construction had been performed on the AMPGS Project at the Meigs County site.

The AMPGS project participants signed "take or pay" contracts with AMP. As such, the participants of the project are obligated to pay any costs incurred for the project. To date it has not been determined what those total final costs are for the project participants.

In August 2010, the 81 AMPGS participants voted to pursue conversion of the AMPGS Project to a Natural Gas Combined Cycle Plant (the "NGCC Plant") to be developed under a lump-sum-turn-key fixed-price contract that would be open to interested AMP members. The NGCC Plant was planned to be developed on the Meigs County site previously planned for the AMPGS project. In February 2011, development of the NGCC Plant was suspended, when AMP determined to pursue the purchase of AFEC instead, AMP still intends to develop this site for the construction of a generating asset; however, at December 31, 2014, the type of future generating asset had not been determined.

As a result of these decisions to date, the AMPGS Project costs have been reclassified out of construction work-in-progress and into plant held for future use or regulatory assets in the consolidated balance sheets. At December 31, 2010, AMP reclassified $34,881,075 of costs to plant held for future use as these costs were determined to be associated with the undeveloped Meigs County site regardless of the type of generating asset ultimately developed on the site. The remaining costs previously incurred were determined to be impaired but reclassified as a regulatory asset which is fully recoverable from the AMPGS Project participants as part of their unconditional obligation under the "take or pay" contract. At December 31, 2014, AMP has a regulatory asset of $45,125,226 for the recovery of these abandoned construction costs.

On April 15, 2014, the AMP Board of Trustees voted to approve collection of $39,947,959 of stranded costs, related to the cancelled AMPGS coal project, from the AMPGS Participants pursuant to the AMPGS take-or-pay power sales contract, subject to the approval of the Participants. The Board of Trustees also voted to have AMP repay $11,674,131 of AMPGS stranded costs from service fee and other member related revenues over the same term. On April 16, the AMPGS Participants voted to approve these collections from Participants and Members, respectively, over a 15 year term.

Impairment of Long-lived Assets
Long-lived assets are reviewed for impairment whenever events or changes in circumstances indicate that full recoverability is questionable. The determination of whether an impairment has occurred is based on an estimate of undiscounted future cash flows attributable to the assets, as compared with the carrying value of the assets. If an impairment has occurred, the amount of the impairment recognized is the excess of the carrying value of the assets over fair value of the assets.

Coal Reserves
AMP has purchased coal reserves in conjunction with the construction of the PSEC. The coal reserves are recorded at cost. AMP also has a contractual right of first refusal for additional coal reserves. These reserves are valued at $25,045,650 and $25,506,676 (net of depletion) as of December 31, 2014 and 2013, respectively.

Trustee Funds
AMP maintains funds on deposit with the trustees ("trustee funds") under its various trust indentures securing bonds issued for its various projects (Note 10). Investments of the trustee funds include money market funds and debt securities. The debt securities are classified as held-to-maturity under the FASB's standard for debt and equity securities, and are recorded at amortized cost. The debt securities mature at various dates through January 2030. Realized gains and losses on investment transactions are determined on the basis of specific identification. Gross unrealized holding gains at December 31, 2014 and 2013 were $2,100,194 and $1,482,612, respectively. Gross unrealized holding gains and losses are included in other income in the consolidated statements of revenues and expenses.

Investments
Investments include equity securities, debt securities and alternative investments. The equity securities and debt securities are classified as trading under the FASB standard for debt and equity securities. These investments are recorded at fair value. Realized gains and losses on investment transactions are determined on the basis of specific identification. Gross unrealized holding gains at December 31, 2014 and 2013 were $524,447 and $242,352, respectively. Gross unrealized holding gains and losses on debt and equity securities are included in programs and other in the consolidated statements of revenues and expenses.

Financing Receivable – Members
Financing receivable - members is comprised of debt service obligations on AMP's limited recourse tax-exempt debt issued on behalf of its members (Note 9).

In connection with the issuance of municipal project notes, AMP has entered into loan agreements with individual member communities. The terms of these loan agreements provide that the member community will issue its note to AMP in the same amount as the related AMP project note. The member community note issued to AMP is payable solely from the net revenue of the member community's electric system. Certain of these loan agreements also provide that a portion of the proceeds from the issuance of municipal project notes shall be deposited in a project fund held for the purpose of making payments of project costs as designated by the member community. The project fund amounts are invested at the direction of the member community and are disbursed by AMP upon submission of a payment requisition satisfactory to AMP. Project fund deposits are restricted to the payment of designated project costs.

Notes Receivable
42 of AMP's members are members of OMEGA JV5, the Belleville hydroelectric project, which includes backup diesel generation. In February 2004, OMEGA JV5 issued 2004 Beneficial Interest Refunding Certificates ("2004 BIRCs"). At December 31, 2013, OMEGA JV5 had $76,345,000, in principal amount of 2004 BIRCs outstanding. On February 15, 2014, all of the 2004 BIRCs were redeemed from funds held under the trust agreement securing the 2004 BIRCs and the proceeds of a promissory note issued to AMP by OMEGA JV5. The resulting balance was $65,891,509 at February 28, 2014. Due to scheduled principal repayments, the resulting note receivable has been reduced at December 31, 2014 to $57,679,473. AMP will continue to collect debt service from the OMEGA JV5 participants until the note is paid in full.

The principal of and interest on this promissory note is payable in monthly installments on the twentieth day of each calendar month, beginning February 20, 2014. The repayments are based on a fixed schedule, subject to change, reviewed and approved by the JV5 participants on a yearly basis. Payments are to be credited first to the interest then due and payable and the balance, if any, to be credited against the unpaid principal of the promissory note. The balance of the principal, if not theretofore paid, is due on February 15, 2024. The monthly interest amount is determined using the variable rate of the Facility.

Investment in The Energy Authority

On January 1, 2014 AMP entered into a membership agreement with The Energy Authority (TEA). As a condition of membership, AMP is subject to TEA operations and settlement procedures as AMP receives services from TEA for dispatch services and natural gas management. AMP is also subject to guaranty agreements where if TEA is unable to deliver capacity, energy or gas obligations, AMP is obligated to pay that amount to relevant counterparties the extent of the guaranty limit, which is $28,928,571 for capacity and energy and $6,800,000 for natural gas.

Intangible and Other Assets

Intangible and other assets include deferred financing costs and contractual valuations. Deferred financing costs are amortized on the effective interest method and are recorded as interest expense on the consolidated statements of revenues and expenses. The amortization associated with deferred financing costs was $3,938,011 and $3,718,587 for the years ended December 31, 2014 and 2013, respectively.

In 2011, American Municipal Power Inc. entered into an asset purchase agreement with FirstEnergy Generation Corporation for the acquisition of the AMP Fremont Energy Center (“AFEC”) and acquired all assigned contracts and permits relating to that facility. AFEC is a 707 MW natural gas fired combined cycle generation plant located in the City of Fremont, Ohio. On January 21, 2012, AFEC began commercial operation. In June 2012, AMP sold 5.16% undivided ownership interest in AFEC to Michigan Public Power Agency (“MPPA”) and entered into a power sales contract with Central Virginia Electric Cooperative (“CVEC”) for the output associated with a 4.15% undivided ownership interest (the “4.15% Ownership Interest”) in AFEC held by AMP. AMP has sold the output of the remaining 90.69% undivided ownership interest to the AFEC participants, which consist of 87 of its members, pursuant to a take-or-pay power sales contract.

Included in the approximately $596 million investment for the AFEC project, were two interconnections contracts for off-site facilities: 1) electric interconnections and other necessary improvements to the electric grid, and the legal rights and contractual terms associated with them and 2) water/waste water interconnections and other necessary improvements to the City of Fremont’s water and waste water systems, and the legal rights and contractual terms associated with them. At the time of the acquisition, these interconnection contracts were recorded as part of the utility plant. The gross value related to these contracts was $28,665,190 and was transferred to intangible and other assets. For the years ended December 31, 2014 and 2013, these contracts were net of accumulated amortization of $2,293,215 and $1,528,810, respectively.

Cash and Cash Equivalents

For purposes of the consolidated statements of cash flows, cash equivalents consist of highly-liquid cash and short-term investments with original maturities of three months or less.

Concentration of Credit Risk and Accounts Receivable
AMP periodically maintains cash balances in excess of the federally insured limit. At December 31, 2014 and 2013, 9% and 8% of accounts receivable were due from one customer, respectively, and 9% and 10% of revenues were due from one customer, respectively.

Inventories
Inventories consist of fuel inventory and materials and supplies inventories. Fuel inventory is the recorded amount of unused coal inventory at PSEC. This amount is verified semi-annually by a third party and is valued at the weighted average cost. Materials and supplies inventories are recorded at average cost. These items are used primarily for maintenance and daily operational requirements.

Member and Patron Equities
Contributed capital represents initial capital contributions made by members. Should AMP cease business, these amounts, if available, will be returned to the members, and any available patronage capital will also be distributed to members and former members based on their patronage of AMP while they were members.

Collateral Postings
At December 31, 2014 and 2013, AMP posted collateral deposits to the bank accounts of certain of its power suppliers related to long-term power supply agreements with the suppliers and collateral deposits with insurance companies in connection with long-term construction projects. AMP also has collateral posted to Midwest Independent Transmission System Operator, Inc. ("MISO") for the ability to participate in auctions for future transmission rights. AMP has recorded these collateral postings as current assets in the accompanying consolidated balance sheets.

Asset Retirement Obligations
AMP records, at fair value initially, legal obligations associated with the retirement or removal of long-lived assets that can be reasonably estimated. The recognition of a liability is accompanied by a corresponding increase in utility plant. The liability is adjusted for any revisions to the expected value of the retirement obligation (with corresponding adjustments to utility plant) and for accretion due to the passage of time.

Revenue Recognition and Rates
Revenues are recognized when service is delivered. AMP's rates for capacity and energy billed to members are designed by the AMP board of trustees to recover actual costs. In general, costs are defined to include AMP's costs of purchased power and operations (except for depreciation and amortization) and debt service requirements.

Rates charged to members for nonproject power are based on the actual cost of purchased power. Members also pay a service fee based on kilowatt hours purchased through AMP and retail sales of kilowatt hours in each member electric system.

Programs and other revenues consist of the reimbursement for expenses incurred from programs that AMP offers to its members. These programs include the energy control center, an energy efficiency program, a renewable energy credits program, certain feasibility studies and other services. Revenue from these programs is recorded as costs are incurred.

Accounts receivable includes $65,592,448 and $67,526,559 during the years ended December 31, 2014 and 2013, respectively, for capacity and energy delivered to members that were not billed until the subsequent year.

Project Power Sales Contracts

AMP's member power sales contracts for AMPGS, AFEC, PSEC and the hydro projects are long-term take or pay agreements, which must be paid regardless of delivery, construction completion or power availability.

Regulatory Assets and Liabilities

In accordance with the FASB standard for accounting for regulated entities, AMP records regulatory assets (capitalized expenses to be recovered in rates in future periods) and regulatory liabilities (deferred revenues for rates collected for expenses not yet incurred). Regulatory assets include the deferral of depreciation expense associated with asset retirement costs, the costs associated with the abandoned AMPGS Project, funds for member rate stabilization plans, unrecognized actuarial losses associated with the pension and postretirement healthcare plans and other capital expenditures not yet recovered through rates approved by the AMP board of trustees. Regulatory liabilities include revenues collected and intended to fund future capital expenditures, emission allowances, and other differences between the rates collected from members and expense recognition. As the capital expenditures are depreciated and inventories are used, regulatory assets and liabilities are amortized to match revenues with the related expenditures. Regulatory liabilities or regulatory assets are also recognized for unrealized mark-to-market gains and losses on derivative instruments that are subject to the ratemaking process when realized (Note 6).

Taxes

The IRS ruled that AMP is tax-exempt under Section 501(a) as an organization described in Section 501(c)(12) of the Internal Revenue Code ("IRC"), provided 85% of its total revenue consists of amounts collected from its members for the sole purpose of meeting losses and expenses. As AMP derives its income from the exercise of an essential government function and will accrue to a state or a political subdivision thereof; AMP's income is excludable from gross income under IRC Section 115. For the years ended December 31, 2014 and 2013, AMP complied with this requirement. Accordingly, no provision for federal or state income taxes has been made. AMP is subject to State of Ohio personal property, real estate and sales taxes. AMP has signed agreements with the taxing authorities in West Virginia and Kentucky obligating payment of agreed upon amounts in lieu of real estate taxes.

AMPO, Inc. is a for-profit entity subject to federal, state and local income taxes. Deferred taxes result from temporary differences between the book and tax basis of assets and liabilities. Deferred tax assets are reduced by a valuation allowance if it is more likely than not that some portion or all of the deferred tax asset will not be realized.

Market and Credit Risk

AMP is potentially exposed to market risk associated with commodity prices for electricity and natural gas. AMP manages this risk through the use of long-term power purchase contracts and long-term natural gas supply arrangements.

AMP has credit risk associated with the ability of members to repay amounts due from power sales and other services and of counterparties to long-term power supply arrangements. AMP regularly monitors receivables from its members. AMP does not require collateral with its trade receivables.

AMP has established a risk management function that regularly monitors the credit quality of counterparties to its power purchase arrangements. The risk management function uses multiple sources of information in evaluating credit risk including credit reports, published credit ratings of the counterparty and AMP's historical experience with the counterparty. Credit limits are established depending on the risk evaluation and, when warranted, AMP requires credit protection through letters of credit or other guarantees. The inability of counterparties to deliver power under power supply arrangements could cause the cost of power to members to be in excess of prices in the power supply arrangements. Management believes recent events in the credit markets have not significantly increased credit risk relating to counterparties to power purchase arrangements at December 31, 2014.

Derivative Instruments
AMP accounts for derivative instruments on its consolidated balance sheets at fair value unless the instruments qualify to be accounted for as normal purchases and normal sales. The fair values of derivative instruments accounted for using mark-to-market accounting are based on exchange prices and broker quotes, when available. If a quoted market price is not available, the estimate of fair value is based on the best information available including valuation models that estimate future energy prices based on existing market and broker quotes and supply and demand market data and other assumptions. The fair values determined are reduced by the appropriate valuation adjustments for items such as discounting, liquidity, credit quality and modeling risk. There is inherent risk in valuation modeling given the complexity and volatility of energy markets. Therefore, it is possible that results in future periods may be materially different as contracts are ultimately settled.

AMP has determined that each of its power purchase and power sales contracts which meet the definition of a derivative instrument qualifies to be accounted for as normal purchases and normal sales.

AMP’s interest rate management strategy uses derivative instruments to minimize interest expense fluctuations caused by interest rate volatility associated with AMP’s variable rate debt. The derivative instruments used to meet AMP’s risk management objectives are interest rate swaps.

AMP has entered into interest rate swap agreements which are carried at their fair value on the consolidated balance sheets. The fair value of the swaps was $0 and $272,908 at December 31, 2014 and 2013, respectively, and is included in other liabilities. A corresponding regulatory asset has been recorded equal to the unrealized loss.

AMP has adopted a fuel procurement and hedging program which contemplates that AMP will, subject to market conditions, undertake to secure, at times when AMP deems such advantageous and prudent, contracts with fuel providers and financial institutions, the effect of which will be to hedge, on a rolling 36-month basis, the price of up to 80% of the natural gas volume that AMP projects will be consumed by AFEC operating at its base capacity. AMP has entered into a number of International Swaps and Derivatives Association ("ISDA") agreements that are specific to AFEC in managing its natural gas supply requirements. All of these agreements are with investment grade or higher counterparties (Baa3/BBB-). AMP utilizes fixed-for-floating swap contracts to economically hedge a portion of its total natural gas fuel expense and records them at fair value. AMP does not utilize derivative financial instruments for speculative purposes, nor does it have trading operations.

The maturities of the swaps highly correlate to forecasted purchases of natural gas, during time frames through December 2023. Under such agreements, AMP pays the counterparty at a fixed rate and receives from the counterparty a floating rate per MMBtu ("decatherm" or "Dth") of natural gas. Only the net differential is actually paid or received. The differential is calculated based on the notional amounts under the agreements. Notional amounts under contracts were $253,565,189 and $222,617,133 for December 31, 2014 and 2013, respectively.

On the short term agreements, there was an unrealized loss of $12,990,410 at December 31, 2014 and $415,215 at December 31, 2013, which is included in other liabilities. On the long-term agreements, there was an unrealized loss of $31,310,347 at December 31, 2014 and $17,971,587 at December 31, 2013 which is included in other liabilities. A net loss of $25,913,955 and $18,386,802 was recognized in fuel on AMP's consolidated statements of revenues and expenses for the years ending December 31, 2014 and 2013, respectively. A corresponding regulatory asset has been recorded equal to the unrealized loss.

Use of Estimates
The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Presentation
Certain prior years' balances have been reclassified to conform with the current year presentation.

Recently Issued Accounting Pronouncements
In May 2014, the FASB issued ASU No. 2014-09, Revenue from Contracts with Customers (Topic 606). The amendment supersedes the existing revenue recognition requirements of ASC 605, Revenue Recognition, and instead provides a core principle to recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The amendment is mandatorily effective as of the beginning of the Company's 2018 fiscal year and may be adopted early as of the beginning of the Company's 2017 fiscal year. The amendment is required to be applied retrospectively. The Company has not determined the effect of the amendment on the consolidated financial statements, if any.

3. Utility Plant

Utility plant cost consists of the following at December 31:

	2014	2013
Land	$ 44,664,467	$ 44,258,492
Production plant	1,586,761,472	1,571,194,573
Station equipment	23,911,140	23,911,140
Transmission plant	114,178,648	114,178,648
General plant	182,760,839	182,493,259
	$ 1,952,276,566	$ 1,936,036,112

Depreciation expense for utility plant for the years ended December 31, 2014 and 2013 was $54,080,981 and $53,647,544, respectively.

Jointly-Owned Utility Plant

Under ownership agreements with other joint owners, AMP has a 23.26% undivided ownership interest in PSEC. Each of the respective owners is responsible for its portion of the construction costs. Kilowatt-hour generation and variable operating expenses are divided on an owner's percentage of dispatched power and fixed operating expenses are allocated by project ownership with each owner reflecting its respective costs in its statements of revenues and expenses. AMP's ownership interest in PSEC includes the proportionate share of PSEC's balance sheet as provided for under ASC 970-810-45, Undivided Interests. This Accounting Standard requires the recording of undivided interests in assets and liabilities when given conditions are met. Information relative to AMP's ownership interest in these facilities at December 31 is as follows:

	2014	2013
Utility plant in service	$ 1,135,417,577	$ 1,125,139,036
Construction work-in-progress	5,888,279	14,637,072
AMP's ownership share	23.26%	23.26%

4. Nonutility Property and Equipment

Nonutility property and equipment cost consists of the following at December 31:

	2014	2013
Land	$ 1,537,031	$ 1,476,592
Building	8,921,259	8,960,708
Furniture and equipment	864,301	545,343
Computer software	11,710,374	11,583,372
Vehicles	1,733,796	1,601,591
	$ 24,766,761	$ 24,167,606

Depreciation expense for nonutility property and equipment for the years ended December 31, 2014 and 2013 was $3,236,533 and $2,581,827, respectively.

5. Construction Work-in-Progress

Construction work-in-progress consists of the following at December 31:

	2014	2013
Prairie State Energy Campus	$ 5,888,279	$ 14,637,072
Hydro Plants	2,177,741,690	1,706,139,241
AMP Fremont Energy Center	5,493,753	6,101,912
Other	4,436,273	843,749
	$ 2,193,559,995	$ 1,727,721,974

There is $1,074,625 of land included in the construction work-in-progress account at both December 31, 2014 and 2013. There is $437,568,663 and $318,784,919 of capitalized interest included in the construction work-in-progress account at December 31, 2014 and 2013, respectively. AMP capitalized interest costs in the amount of $118,783,744 and $103,486,072 for the years ended December 31, 2014 and 2013, respectively.

6. Regulatory Assets and Liabilities

Regulatory assets and liabilities consist of the following at December 31:

	2014	2013
Regulatory assets		
Asset retirement costs	$ 4,427,672	$ 4,087,078
Projects on behalf of	10,443,933	3,524,594
Debt service costs (a)	112,661,090	181,985,560
Abandoned construction costs	45,125,226	-
Operating and maintenance expenditures (b)	8,548,238	9,901,147
Fair value of derivative instruments	44,300,357	18,659,710
Rate stabilization programs	35,064,552	44,077,024
Pension and postretirement healthcare plan obligations	8,884,942	9,513,894
Interest rate lock expense	5,480,791	5,422,092
Closure of retired power plant	12,242,414	11,102,698
Other	-	112,720
Total regulatory assets	287,179,215	288,386,517
Current portion	(23,433,943)	(3,939,809)
Noncurrent portion	$ 263,745,272	$ 284,446,708
Regulatory liabilities		
Capital improvement expenditures	$ 790,756	$ 826,907
Debt service costs (a)	6,198,320	42,467,775
Operating and maintenance expenditures (b)	2,401,766	4,641,386
Working capital expenditures	14,944,588	14,944,588
Rate stabilization programs	8,120,857	3,142,328
Gains on early termination of power purchase contracts	1,884,224	2,445,556
Other	662,524	1,122,619
Total regulatory liabilities	35,003,035	69,591,159
Current portion	(645,779)	(1,116,701)
Noncurrent portion	$ 34,357,256	$ 68,474,458

(a) Debt service costs – Represents over or under recovery of depreciation expenses principally related to power received from the AFEC and PSEC generating assets. When the project expenses recorded in the consolidated statements of revenues and expenses exceed the billings, a regulatory asset is created. When the project expenses recorded in the consolidated statements of revenues and expenses are lower than the billings, a regulatory liability is created.

(b) Operating and maintenance expenditures – Represents over (under) collection of operating and maintenance expenditures principally related to power received from the AFEC and PSEC generating assets.

7. Restricted Cash

Restricted cash consists of the following at December 31:

	2014	2013
Contractual restrictions	$ 265,947	$ 635,138
Collateral deposits	25,001,671	40,026,943
	$ 25,267,618	$ 40,662,081

Cash from members for contractual restrictions on rate stabilization plans is held in trust for the benefit of the members. Collateral deposits represent amounts held as insurance collateral for long-term construction projects which AMP maintains in its name.

8. Related Parties

AMP has entered into agreements for management and agency services ("Service Agreements") with the OMEGA Joint Ventures, MESA, and OMEA. Participants in these organizations are all members of AMP. The AMP board of trustees has established a joint venture oversight committee that is responsible for reviewing financial information and operating matters related to the OMEGA Joint Ventures. Under these Service Agreements, AMP serves as agent and provides planning, construction and financial management, operations, and other professional and technical services. AMP is compensated based on an allocation of direct expenses and overhead. Compensation for these services for the years ended December 31, 2014 and 2013 was $2,469,410 and $4,751,598, respectively.

MESA provides engineering, administrative and other services to AMP and its members. The expense related to these services for the years ended December 31, 2014 and 2013 was $18,377,571 and $18,126,735, respectively.

Certain members of AMP are also members of OMEGA: JV1, JV2, JV4, and JV6. In addition, all of OMEGA JV5 generation is delivered to OMEGA JV5 members. AMP purchases power and fuel on behalf of OMEGA JV5. Power and fuel purchases for the years ended December 31, 2014 and 2013 were $4,487,086 and $4,225,152, respectively.

For each of the years ended December 31, 2014 and 2013, AMP made contributions of $252,000 to OMEA.

At December 31, 2014, accounts receivable and accounts payable include $393,706 and $3,679,983, respectively, of amounts due from/to affiliates. At December 31, 2013, accounts receivable and accounts payable include $578,328 and $1,936,583, respectively, of amounts due from/to affiliates.

TEA provides various power scheduling and commodity management services to AMP as well as purchases natural gas on behalf of AMP. Expenses related to these services were $100,997,321 for 2014 and $94,764,804 for 2013, respectively.

9. Revolving Credit Loan and Term Debt

Revolving Credit Loan

AMP has a revolving credit loan facility ("Facility") with a syndicate of lenders led by JPMorgan Chase Bank, N.A. Other members of the syndicate include KeyBank, N.A.; Wells Fargo Bank, N.A.; Suntrust Bank; U.S. Bank, N.A.; Bank of America, N.A.; Huntington National Bank; Royal Bank of Canada; and Bank of Montreal. The Facility allows AMP to obtain loans with different interest rates and terms and letters of credit. AMP's base borrowing capacity under the Facility is $750,000,000, with an accordion feature to expand to $1 billion. At December 31, 2014, AMP had $316,000,000 outstanding under the Facility and the effective interest rate was 1.0625%. At December 31, 2013, AMP had $190,000,000 outstanding under the Facility and the effective interest rate was 1.0625%.

On December 29, 2014, AMP amended the Facility to extend the expiration date one additional year to January 10, 2020.

The Facility contains various restrictions including a) proceeds of loans and letters of credit will be used only i) to refinance the existing revolving credit loan, ii) for general working capital purposes and iii) for transitional financing to bond financing and bond anticipation notes; b) AMP is required to give notice of certain ERISA events exceeding $500,000 in any year or $1,000,000 for all periods; c) AMP is required to give notice of events causing a material adverse effect on the business, assets or condition of AMP or the rights or benefits of the lenders under the Facility; d) AMP will not incur indebtedness or make guarantees of indebtedness except for indebtedness fully supported by commitments of AMP members and except for i) indebtedness to finance any prepayment for power supply or indebtedness or capital lease obligations for acquisition, construction or improvement of assets up to $35,000,000 or ii) other unsecured indebtedness up to $25,000,000; e) AMP will not make loans to i) AMPO, Inc. in excess of $500,000 or to ii) joint ventures in excess of $5,000,000; f) cash dividends to members are prohibited; g) annual lease payments may not exceed $1,000,000 and sale of leaseback transactions are limited to $5,000,000; h) AMP must maintain financial covenants including i) minimum consolidated tangible net worth and ii) interest coverage ratio in excess of 2.50 to 1.00 measured on a trailing four quarter basis.

Term Debt

AMP has issued term debt in the form of notes payable and bonds for the financing of its own assets and on behalf of specific members. AMP is the primary obligor on term debt issued to finance its assets.

Bonds and notes payable related to financing AMP assets consists of the following at December 31:

	2014	2013
AMP project note due in October 2015 with interest at 1.00% both at December 31, 2014 and 2013, payable at maturity	$ 15,061,431	$ 13,755,000
AMP Prairie State Energy Campus Project Revenue Bonds, Series 2008A	743,495,000	750,295,000
AMP Prairie State Energy Campus Project Revenue Bonds, Series 2009A	118,545,000	166,565,000
AMP Prairie State Energy Campus Project Revenue Bonds, Series 2009B	60,360,000	74,225,000
AMP Prairie State Energy Campus Project Revenue Bonds, Series 2009C	385,835,000	385,835,000
AMP Prairie State Energy Campus Project Revenue Bonds, Series 2010	300,000,000	300,000,000
Unamortized discount on Prairie State Revenue Bonds	(8,963,742)	(10,166,248)
AMP Combined Hydroelectric Project Revenue Bonds, Series 2009A	24,425,000	24,425,000
AMP Combined Hydroelectric Project Revenue Bonds, Series 2009B	497,005,000	497,005,000
AMP Combined Hydroelectric Project Revenue Bonds, Series 2009C	122,405,000	122,405,000
Unamortized premium on AMP Combined Hydroelectric Project Revenue Bonds, Series 2009C	4,051,014	5,010,899
AMP Combined Hydroelectric Project Revenue Bonds, Series 2009D	14,623,529	15,952,941
Unamortized discount on AMP Combined Hydroelectric Project Revenue Bonds, Series 2009D	(2,049,350)	(2,236,363)
AMP Combined Hydroelectric Project Revenue Bonds, Series 2010A	152,995,000	152,995,000
Unamortized discount on AMP Combined Hydroelectric Project Revenue Bonds, Series 2010A	(623,917)	(667,712)
AMP Combined Hydroelectric Project Revenue Bonds, Series 2010B	1,109,995,000	1,109,995,000
AMP Combined Hydroelectric Project Revenue Bonds, Series 2010C	116,000,000	116,000,000
AMP Meldahl Hydroelectric Project Revenue Bonds, Series 2010A	45,495,000	45,495,000
AMP Meldahl Hydroelectric Project Revenue Bonds, Series 2010B	260,000,000	260,000,000
AMP Meldahl Hydroelectric Project Revenue Bonds, Series 2010C	20,000,000	20,000,000
AMP Meldahl Hydroelectric Project Revenue Bonds, Series 2010D	4,570,000	4,570,000
AMP Meldahl Hydroelectric Project Revenue Bonds, Series 2010E	300,000,000	300,000,000
AMP Meldahl Hydroelectric Project Revenue Bonds, Series 2011A	-	55,035,000
Unamortized premium on Meldahl Hydroelectric Revenue Bonds, Series 2010	159,449	185,482
AMP Fremont Energy Center Revenue Bonds, Series 2012A	12,155,000	20,540,000
AMP Fremont Energy Center Revenue Bonds, Series 2012B	525,545,000	525,545,000
Unamortized premium on AMP Fremont Energy Center Revenue Bonds, Series 2012B	39,969,104	42,144,653
	4,861,052,518	4,994,908,652
Current portion	(64,650,843)	(44,134,412)
Noncurrent portion	$ 4,796,401,675	$ 4,950,774,240

Build America Bonds and New Clean Renewable Energy Bonds

As of March 1, 2013, the federal government mandated sequester that impacted federal government applied to direct credit subsidy payments. This applied to Build America Bonds (“BABs”) and New Clean Renewable Energy Bonds (“New CREBs”) previously issued by AMP, pursuant to the provisions of the American Recovery and Reinvestment Act (the “Recovery Act”). The direct subsidy for August 15, 2013 interest payments was reduced by 8.7%. The federal subsidy payments to issuers of BABs and New CREBs was reduced by 7.2% in fiscal year 2014 and AMP has been notified by the IRS that the subsidy will be reduced by 7.3% in 2015. The reductions in subsidies related to the sequestration have been extended through 2024.

PSEC 2008A Bonds

The Prairie State Energy Campus Project Revenue Bonds, Series 2008A (the “PSEC 2008A Bonds”) were issued on July 2, 2008, pursuant to the terms of a Master Trust Indenture, dated as of November 1, 2007 (as amended and supplemented, the “PSEC MTI” with an aggregate par amount of $760,655,000. The PSEC 2008A Bonds were issued at an aggregate discount of $10,839,397. The PSEC 2008A Bonds mature between 2015 and 2043 and bear interest at fixed rates ranging from 4.0% to 5.25%. Interest is payable semiannually, beginning February 15, 2009. The maturities of the PSEC 2008A Bonds at December 31, 2014 are as follows:

February 15	Principal Amount	Interest Rate
2015*	$ 5,630,000	4.000 %
2016*	6,140,000	4.000 %
2016	12,230,000	5.000 %
2017*	3,300,000	4.200 %
2017	16,040,000	5.000 %
2018*	8,310,000	4.500 %
2018*	5,405,000	5.000 %
2019*	3,330,000	4.400 %
2019*	8,000,000	5.250 %
2020*	6,225,000	4.500 %
2020	16,060,000	5.250 %
2021	23,385,000	5.250 %
2022	24,810,000	5.250 %
2023*	7,260,000	4.625 %
2023	17,215,000	5.250 %
2024	11,150,000	5.250 %
2025	16,500,000	5.250 %
2026	20,405,000	5.250 %
2027	29,980,000	5.250 %
2028*	2,940,000	4.875 %
2028	28,615,000	5.250 %
2031	111,810,000	5.000 %
2033*	69,000,000	5.250 %
2038*	33,120,000	5.000 %
2038	202,135,000	5.000 %
2043	54,500,000	5.250 %
	$ 743,495,000	

Assured Guaranty Corp issued a municipal bond insurance policy to insure the payment of the principal of and interest on these PSEC 2008A Bonds.

AMP has the option to redeem the PSEC 2008A Bonds stated to mature on or after February 15, 2019 on any date on or after February 15, 2018 at par plus accrued interest to the redemption date.

The PSEC 2008A Bonds due February 15, 2031, February 15, 2033, February 15, 2038 and February 15, 2043 are term bonds subject to mandatory sinking fund redemption on February 15 in the following years in the following principal amounts at a redemption price equal to par, together with interest accrued to the date of redemption:

The PSEC 2008A Bonds maturing February 15, 2031:

Year	Principal Amount
2029	$ 35,460,000
2030	37,240,000
2031	39,110,000
	$ 111,810,000

The PSEC 2008A Bonds maturing February 15, 2033:

Year	Principal Amount
2032	$ 33,620,000
2033	35,380,000
	$ 69,000,000

The PSEC 2008A Bonds maturing February 15, 2038 insured by a municipal bond insurance policy:

Year	Principal Amount
2034	$ 5,995,000
2035	6,295,000
2036	6,605,000
2037	6,940,000
2038	7,285,000
	$ 33,120,000

The PSEC 2008A Bonds maturing February 15, 2038:

Year	Principal Amount
2034	$ 36,580,000
2035	38,410,000
2036	40,335,000
2037	42,345,000
2038	44,465,000
	$ 202,135,000

The PSEC 2008A Bonds maturing February 15, 2043:

Year	Principal Amount
2039	$ 9,815,000
2040	10,330,000
2041	10,870,000
2042	11,440,000
2043	12,045,000
	$ 54,500,000

PSEC 2009A Bonds

The Prairie State Energy Campus Project Revenue Bonds, Series 2009A (the "PSEC 2009A Bonds") were issued on March 31, 2009, pursuant to the PSEC MTI, in the form of serial and term bonds with an aggregate par amount of $166,565,000. The PSEC 2009A Bonds were issued with an aggregate discount of $2,750,794. The PSEC 2009A Bonds will mature between 2017 and 2039 and bear interest at fixed rates between 4.00% and 5.75%. Interest is payable semiannually, beginning August 15, 2009. Assured Guaranty Corp. issued a municipal bond insurance policy to insure the payment of the principal and interest on the PSEC 2009A Bonds.

The PSEC 2009A Bonds outstanding at December 31, 2014 are as follows:

Maturity Date - February 15	Principal Amount	Interest Rate
2017	$ 1,820,000	4.000 %
2018	8,455,000	4.125 %
2019	11,835,000	4.250 %
2020	1,950,000	4.375 %
2021	2,060,000	4.500 %
2022	1,955,000	4.750 %
2023	3,685,000	5.000 %
2024	18,435,000	5.000 %
2025	14,590,000	5.125 %
2026	12,300,000	5.250 %
2027	4,440,000	5.375 %
2028	4,680,000	5.375 %
2029	2,670,000	5.500 %
2039	29,670,000	5.750 %
	$118,545,000	

AMP may redeem the PSEC 2009A Bonds in whole or in part for any maturity on any date beginning February 15, 2019 at par plus accrued interest, except for the PSEC 2009A Bonds that mature February 15, 2036. On February 15, 2014, AMP redeemed the PSEC 2009A Bonds maturing on February 15, 2036 in the principal amount of $48,020,000 (the "PSEC 2009A 2036 Bonds") at par, plus accrued interest. The PSEC 2009A 2036 Bonds were redeemed in full from the proceeds of a draw on the Facility and evidenced by an AMP note issued under and secured, on a subordinate basis, by the PSEC MTI. Such note was subsequently paid in full with unspent proceeds of bonds issued under the PSEC MTI.

The PSEC 2009A Bonds due February 15, 2039 are term bonds subject to the following mandatory sinking fund redemption on February 15 in the following years, in the following principal amounts at a redemption price equal to par, together with interest accrued to the date of redemption:

Year	Principal Amount
2037	$ 7,615,000
2038	8,055,000
2039	14,000,000
	$ 29,670,000

PSEC 2009B Bonds

The Prairie State Energy Campus Project Revenue Bonds, Series 2009B (the "PSEC 2009B Bonds") were issued on October 15, 2009, pursuant to the PSEC MTI, in the form of serial and term bonds with an aggregate par amount of $83,745,000. The PSEC 2009B Bonds will mature between 2015 and 2028 and bear interest at fixed rates between 3.965% and 5.803%. Interest is payable semiannually, beginning February 15, 2010. AMP has the right to redeem the PSEC 2009B Bonds on any date, in whole or in part, at the make-whole premium.

The PSEC 2009B Bonds outstanding at December 31, 2014 are as follows:

Maturity Date	Principal Amount	Interest Rate
2015	$ 15,865,000	3.965 %
2016	4,075,000	4.538 %
2017	2,365,000	4.855 %
2018	2,470,000	4.955 %
2019	2,635,000	5.055 %
2024	16,300,000	5.355 %
2028	16,650,000	5.803 %
	$ 60,360,000	

The PSEC 2009B Bonds due on February 15, 2024 and February 15, 2028, are term bonds subject to mandatory sinking fund redemption on February 15 in the following years in the following principal amounts at a redemption price equal to par, together with interest accrued to the date of redemption:

The PSEC 2009B Bonds, maturing on February 15, 2024:

Year	**Principal Amount**
2020	$ 2,845,000
2021	3,055,000
2022	3,260,000
2023	3,455,000
2024	3,685,000
	$ 16,300,000

The PSEC 2009B Bonds, maturing on February 15, 2028:

Year	**Principal Amount**
2025	$ 3,955,000
2026	4,245,000
2027	4,550,000
2028	3,900,000
	$ 16,650,000

PSEC 2009C Bonds

The Prairie State Energy Campus Project Revenue Bonds, Series 2009C (the "PSEC 2009C Bonds") were issued on October 15, 2009, pursuant to the PSEC MTI, in the form of serial and term bonds with an aggregate par amount of $385,835,000. The PSEC 2009C Bonds will mature between 2034 and 2043 and bear interest at fixed rates between 5.953% and 6.553%. Interest is payable semiannually, beginning February 15, 2010.

The PSEC 2009C Bonds were designated by AMP as BABs. As of the date of issuance thereof, AMP expected to receive a federal cash subsidy in the amount of 35% of the interest payable on or about each interest payment date for the PSEC 2009C Bonds. See “Build America Bonds and New Clean Renewable Energy Bonds” above. The federal subsidy does not constitute a full faith and credit guarantee of the United States, but is required to be paid by the Treasury under the Recovery Act. AMP is obligated to make all payments of principal and interest on the PSEC 2009C Bonds whether or not it receives the federal subsidy pursuant to the Recovery Act, but solely from the revenues, moneys, securities and funds pledged to the payment thereof in the PSEC MTI. AMP accrues for the interest as it is earned and records the federal subsidy as a reduction in the amount of interest capitalized on the PSEC.

The PSEC 2009C Bonds outstanding at December 31, 2014 are as follows:

Maturity Date - February 15	Principal Amount	Interest Rate
2034	$ 10,000,000	5.953 %
2034	25,885,000	6.453 %
2039	77,435,000	6.553 %
2043	272,515,000	6.053 %
	$ 385,835,000	

From any available moneys, AMP may, at its option, redeem, prior to their respective maturities, in whole or in part, the PSEC 2009C Bonds stated to mature on (i) February 15, 2034 and bearing interest at 6.453%, and (ii) February 15, 2039, on any date beginning February 15, 2020, at the redemption price of par, together with interest accrued to the date fixed for redemption. In addition, AMP has the right to redeem any or all of the PSEC 2009C Bonds on any date, in whole or in part, at the make-whole premium. The PSEC 2009C Bonds are subject to redemption from any available funds, at the option of AMP, prior to their maturity, in whole or in part upon the occurrence of certain extraordinary events, at a make-whole redemption price.

The PSEC 2009C Bonds due on February 15, 2034, February 15, 2039 and February 15, 2043, are term bonds subject to mandatory sinking fund redemption on the principal payment date in the following years in the following principal amounts at a redemption price equal to par, together with interest accrued to the date of redemption:

The PSEC 2009C Bonds bearing interest at 5.953% and maturing on February 15, 2034:

Year	Principal Amount
2028	$ 950,000
2029	1,330,000
2030	1,395,000
2031	1,460,000
2032	1,545,000
2033	1,625,000
2034	1,695,000
	$ 10,000,000

The PSEC 2009C Bonds bearing interest at 6.453% and maturing on February 15, 2034:

Year	**Principal Amount**
2029	$ 3,760,000
2030	3,960,000
2031	4,170,000
2032	4,440,000
2033	4,680,000
2034	4,875,000
	$ 25,885,000

The PSEC 2009C Bonds bearing interest at 6.553% maturing on February 15, 2039:

Year	**Principal Amount**
2035	$ 6,920,000
2036	7,290,000
2037	7,685,000
2038	8,090,000
2039	47,450,000
	$ 77,435,000

The PSEC 2009C Bonds bearing interest at 6.053% maturing on February 15, 2043:

Year	**Principal Amount**
2040	$ 64,140,000
2041	66,730,000
2042	69,425,000
2043	72,220,000
	$ 272,515,000

PSEC 2010 Bonds

The Prairie State Energy Campus Project Revenue Bonds, Series 2010 (the "PSEC 2010 Bonds") were issued on September 29, 2010, pursuant to the PSEC MTI, in the form of term bonds due February 15, 2047 with an aggregate par amount of $300,000,000. The PSEC 2010 Bonds will bear interest at a fixed rate of 5.939%. Interest is payable semiannually, beginning February 15, 2011.

The PSEC 2010 Bonds were designated by AMP as BABs. As of the date of issuance thereof, AMP expected to receive a federal cash subsidy in the amount of 35% of the interest payment on or about each interest payment date for the PSEC 2010 Bonds. See “Build America Bonds and New Clean Renewable Energy Bonds” above. The PSEC 2010 Bonds are subject to the same salutary and contractual provisions conditions as the PSEC 2009C Bonds.

The PSEC 2010 Bonds are subject to mandatory sinking fund redemption on February 15 in the following years in the following principal amounts at a redemption price equal to par, together with interest accrued to the date of redemption:

Maturity Date - February 15	Principal Amount
2044	$ 87,695,000
2045	91,150,000
2046	94,735,000
2047	26,420,000
	$ 300,000,000

AMP has the right to redeem the PSEC 2010 Bonds on any date in whole or in part, at the make-whole redemption price. The PSEC 2010 Bonds are subject to redemption from any available funds at the option of AMP, prior to their maturity, in whole or in party, upon the occurrence of certain extraordinary events, at a make-whole redemption price.

The PSEC includes adjacent coal reserves and all associated mine, rail, water, coal combustion waste storage and ancillary support. The generating station consists of two supercritical units with a nominal net output capacity of 800MW each. The plant incorporates state-of-the-art emissions control technology consistent with other plants that have been successfully permitted. All permits required for the construction of the power plant have been issued. PSEC Unit 1 was declared to be in commercial operation in June 2012 and PSEC Unit 2 was declared to be in commercial operation in November 2012. AMP entered into a power sales contract dated November 1, 2007 with 68 of its members (the “PSEC Participants”) for its share of the electric output of the PSEC (the "AMP Entitlement"). The PSEC Participants' obligations to make payments pursuant to the power sales contract are limited obligations payable solely out of the revenues, and, with two exceptions, as an operating expense, of their respective electric systems. Each PSEC Participant's obligation to make payments pursuant to the power sales contract is a take-or-pay obligation. Therefore, such payments shall not be subject to any reduction, whether by offset, counterclaim, or otherwise; and such payments shall be made whether or not either unit of PSEC or any other power sales contract resource is completed, operable, operating and notwithstanding the suspension, interruption, interference, reduction or curtailment, in whole or in part, for any reason whatsoever, of the AMP Entitlement or the PSEC Participants' power sales contract resources share, including step-up power. The power sales contract contains a step-up provision that requires, in the event of default by an PSEC Participant, the nondefaulting PSEC Participants to purchase a pro rata share, based upon each nondefaulting PSEC Participant’s original power sales contract resources share which, together with the shares of the other nondefaulting PSEC Participants, is equal to the defaulting PSEC Participant’s power sales resources share. No nondefaulting participant is obligated to accept step-up power in excess of 25% of its original power sales contract resources share.

The proceeds of the PSEC 2008A Bonds, the PSEC 2009A Bonds, the PSEC 2009B Bonds, the PSEC 2009C Bonds and the PSEC 2010 Bonds were used to fund the cost of construction of the PSEC. Interest on the PSEC Bonds allocated to PSEC Unit 1 and PSEC Unit 2 was capitalized from the proceeds thereof through their respective commercial operation dates as estimated as of the date of issuance of each series of the PSEC Bonds.

Combined Hydroelectric Projects Financings

The Combined Hydroelectric Projects Revenue Bonds, Series 2009A, 2009B and 2009C (the "Hydro 2009A Bonds", the "Hydro 2009B Bonds" and the "Hydro 2009C Bonds") were issued on December 9, 2009, pursuant to the terms of a Master Trust Indenture, dated as of November 1, 2009 (as amended and supplemented, (the “Hydro MTI”), in the form of serial and term bonds with an aggregate par amount of $643,835,000. The bonds will mature between 2015 and 2044 and will bear interest at fixed rates between 3.5% and 6.449%. Interest is payable semiannually, beginning February 15, 2010.

Hydro 2009A Bonds
The Hydro 2009A Bonds outstanding at December 31, 2014 are as follows:

Maturity Date - February 15	Principal Amount	Interest Rate
2015	$ 18,290,000	3.944%
2016	6,135,000	4.545%
	$ 24,425,000	

AMP has the right to redeem the Hydro 2009A Bonds, on any date, in whole or in part, at the make-whole premium.

Hydro 2009B Bonds
The Hydro 2009B Bonds outstanding at December 31, 2014 are as follows:

Maturity Date - February 15	Principal Amount	Interest Rate
2020	$ 3,465,000	5.264%
2021	10,745,000	5.514%
2022	12,675,000	5.664%
2023	13,155,000	5.814%
2024	13,890,000	5.964%
2027	45,390,000	6.000%
2029	33,505,000	6.449%
2032	55,810,000	6.424%
2044	308,370,000	6.449%
	$ 497,005,000	

The Hydro 2009B Bonds were designated by AMP as BABs. As of the date of issuance thereof, AMP expects to receive a federal cash subsidy in the amount of 35% of the interest payable on or about each interest payment date for the Hydro 2009B Bonds. See “Build America Bonds and New Clean Renewable Energy Bonds” above. The Hydro 2009B Bonds are subject to the same statutory and contractual provisions as the PSEC 2009C Bonds.

From any available moneys, AMP may, at its option, redeem, prior to their respective maturities, in whole or in part, the Hydro 2009B Bonds stated to mature on February 15, 2021 through February 15, 2024, inclusive, February 15, 2027 and February 15, 2029, on any date beginning February 15, 2020 at the redemption price of par, together with interest accrued to the date fixed for redemption. AMP has the right to redeem any or all the Hydro 2009B Bonds, on any date, in whole or in part, at the make-whole redemption price.

The Hydro 2009B Bonds due on February 15, 2027, February 15, 2029, February 15, 2032 and February 15, 2044, are term bonds subject to mandatory sinking fund redemption on February 15 in the following years in the following principal amounts at a redemption price equal to par, together with interest accrued to the date of redemption:

The Hydro 2009B Bonds maturing on February 15, 2027:

Year	Principal Amount
2025	$ 14,525,000
2026	15,125,000
2027	15,740,000
	$ 45,390,000

The Hydro 2009B Bonds maturing on February 15, 2029:

Year	Principal Amount
2028	$ 16,405,000
2029	17,100,000
	$ 33,505,000

The Hydro 2009B Bonds maturing on February 15, 2032:

Year	Principal Amount
2030	$ 17,835,000
2031	18,590,000
2032	19,385,000
	$ 55,810,000

The Hydro 2009B Bonds maturing on February 15, 2044:

Year	Principal Amount
2033	$ 20,210,000
2034	21,070,000
2035	21,975,000
2036	22,910,000
2037	23,885,000
2038	24,910,000
2039	25,965,000
2040	27,080,000
2041	28,230,000
2042	29,435,000
2043	30,695,000
2044	32,005,000
	$ 308,370,000

Hydro 2009C Bonds

The Hydro 2009C Bonds outstanding at December 31, 2014 are as follows:

Maturity Date - February 15	Principal Amount	Interest Rate
2016	$ 3,540,000	3.500%
2017	15,765,000	5.000%
2018	25,850,000	5.250%
2019	27,250,000	5.250%
2020	21,610,000	5.000%
2021	9,995,000	5.000%
2022	7,940,000	5.000%
2023	8,350,000	5.000%
2024	2,105,000	5.000%
	$ 122,405,000	

From any available moneys, AMP may, at its option, redeem prior to their respective maturities, in whole or in part, the Hydro 2009C Bonds stated to mature after February 15, 2020 on any date beginning February 15, 2020, at a redemption price of par, together with interest accrued to the date fixed for redemption.

Hydro 2009D Bonds

The Combined Hydroelectric Project Revenue Bonds, Series 2009D ("Hydro 2009D Bonds") were issued on December 2, 2009, pursuant to the Hydro MTI, as clean renewable energy bonds, pursuant to the Energy Tax Incentive Act of 2005, at a par amount of $22,600,000. The Hydro 2009D Bonds were issued at a discount of $3,000,000 and do not bear interest. AMP is required to make annual debt service payments on the Hydro 2009D Bonds in the amount of $1,329,412 on December 15 of each year, beginning in 2009 and ending in 2025. The Hydro 2009D Bonds are subject to redemption in whole or in part in the case of certain extraordinary events.

Hydro 2010A, 2010B and 2010C Bonds
The Combined Hydroelectric Projects Revenue Bonds, Series 2010A, 2010B and 2010C (the "Hydro 2010A Bonds", the "Hydro 2010B Bonds" and the "Hydro 2010C Bonds", collectively the "Hydro 2010 Bonds") were issued on December 21, 2010, pursuant to the Hydro MTI, with an aggregate par amount of $1,378,990,000. The bonds will mature between 2016 and 2050 and will bear interest rates at fixed rates between 4.657% and 8.084%. Interest is payable semiannually, beginning February 15, 2011.

Hydro 2010A Bonds
The Hydro 2010A Bonds outstanding at December 31, 2014 are as follows:

Maturity Date - February 15	Principal Amount	Interest Rate
2016	$ 12,625,000	4.657 %
2017	7,620,000	5.157 %
2020	2,365,000	6.123 %
2021*	8,060,000	6.223 %
2029	22,570,000	7.200 %
2030	24,265,000	7.300 %
2033	75,490,000	7.734 %
	$ 152,995,000	

* Assured Guaranty Corp issued a municipal bond insurance policy to insure the payment of the principal and interest on these Hydro 2010A Bonds.

The Hydro 2010A Bonds due on February 15, 2033 are term bonds subject to mandatory sinking fund redemption on February 15 in the following years in the following principal amounts at a redemption price equal to par, together with interest accrued to the date of redemption.

Year	Principal Amount
2031	$ 26,165,000
2032	28,270,000
2033	21,055,000
	$ 75,490,000

Hydro 2010B Bonds
The Hydro 2010B Bonds have been designated as BABs. AMP expects to receive a cash subsidy payment from the United States Treasury over the term of the bonds equal to 35% of the interest payable on each interest payment date for the Hydro 2010B Bonds. These BABs are subject to the same statutory and contractual provisions as the PSEC 2009C Bonds.

The Hydro 2010B Bonds outstanding at December 31, 2014 are as follows:

Maturity Date - February 15	**Principal Amount**	**Interest Rate**
2041	$ 324,130,000	7.834 %
2050	785,865,000	8.084 %
	$ 1,109,995,000	

The Hydro 2010B Bonds due on February 15, 2041 and due on February 15, 2050 are term bonds subject to mandatory sinking fund redemption on February 15 in the following years in the following principal amounts at a redemption price equal to par, together with interest accrued to the date of redemption:

The Hydro 2010B Bonds maturing on February 15, 2041:

Year	**Principal Amount**
2033	$ 9,405,000
2034	32,420,000
2035	34,185,000
2036	36,055,000
2037	38,030,000
2038	40,100,000
2039	42,300,000
2040	44,600,000
2041	47,035,000
	$ 324,130,000

The Hydro 2010B Bonds maturing on February 15, 2050:

Year	**Principal Amount**
2042	$ 49,645,000
2043	52,435,000
2044	55,380,000
2045	91,900,000
2046	96,685,000
2047	101,725,000
2048	107,025,000
2049	112,600,000
2050	118,470,000
	$ 785,865,000

Hydro 2010C Bonds

The Hydro 2010C Bonds have been designated as New CREBs. As of the date of issuance thereof, AMP expected to receive a cash subsidy payment from the United States Treasury over the term of the bonds equal to 70% of interest which would have been payable on the Hydro 2010C Bonds if the interest on such bonds were determined by reference to the applicable tax credit rate under Section 54A (b)(3) of the Internal Revenue Code. See "Build America Bonds and New Clean Renewable Energy Bonds" above. The federal subsidy does not constitute a full faith and credit guarantee of the United States, but is required to be paid by the Treasury under the Recovery Act. AMP is obligated to make all payments of principal and interest on the Hydro 2010C Bonds whether or not it receives the federal Subsidy pursuant to the Recovery Act, but solely from the revenues, moneys, securities and funds, pledged to the payment thereof in the Hydro MTI.

The Hydro 2010C Bonds outstanding at December 31, 2014 are as follows:

Maturity Date - February 15	Principal Amount	Interest Rate
2022*	$ 9,735,000	6.473 %
2023*	9,500,000	6.623 %
2024	16,095,000	6.973 %
2028	80,670,000	7.334 %
	$ 116,000,000	

Assured Guaranty Corp issued a municipal bond insurance policy to insure the payment of the principal and interest on these Hydro 2010C Bonds.

The Hydro 2010C Bonds due on February 15, 2028 are term bonds subject to mandatory sinking fund redemption on February 15 in the following years in the following principal amounts at a redemption price equal to par, together with interest accrued to the date of redemption:

Year	Principal Amount
2025	$ 18,730,000
2026	19,930,000
2027	20,640,000
2028	21,370,000
	$ 80,670,000

From any available moneys, AMP may, at its option, redeem, on any business day, prior to their respective maturities, in whole or in part, the Hydro 2010 Bonds at the make whole-redemption price.

The Hydro 2010B Bonds and Hydro 2010C Bonds are subject to redemption from any available moneys, at the option of AMP, prior to their maturity, in whole or in part upon the occurrence of certain extraordinary events, at a make-whole.

AMP has entered into a power sales contract dated as of November 1, 2007 with 79 of its members (the "Hydro Participants") by the terms of which AMP agrees to sell, and the Hydro Participants agree to buy on a take-or-pay basis, the electric output of three hydroelectric facilities with an aggregate capacity of 208MW under construction by AMP on the Ohio River. The take-or-pay obligations of the Hydro Participants under the Hydro power sales contract are limited obligations payable solely out of the revenues, and, with two exceptions, as an operating expense, of their respective electric systems and are subject to step up to the same extent as are the obligations of the PSEC Participants under the PSEC power sales contract.

The proceeds of the Hydro 2009 and 2010 Bonds are being used to fund the cost of construction of the Hydro projects. Interest on the Hydro Bonds has been capitalized from the proceeds thereof through dates estimated, as of the date of issuance of the related series of the Hydro Bonds, to be approximately six months after the commercial operation dates of the three Hydro projects.

Meldahl Financings
The Meldahl Hydroelectric Project Revenue Bonds, Series 2010A, 2010B, 2010C, and 2010D (the "Meldahl 2010A Bonds", the "Meldahl 2010B Bonds", the "Meldahl 2010C Bonds" and the "Meldahl 2010D Bonds", collectively the "Meldahl A-D Bonds") were issued on December 7, 2010, pursuant to a Master Trust Indenture, dated as of October 1, 2010 (as amended and supplemented, the “Meldahl MTI”), with an aggregate par amount of $330,065,000. The bonds will mature between 2016 and 2050 and will bear interest rates at fixed rates between 4.442% and 7.499%. Interest is payable semiannually, beginning February 15, 2011.

Meldahl 2010A Bonds
The Meldahl 2010A Bonds outstanding at December 31, 2014 are as follows:

Maturity Date - February 15	Principal Amount	Interest Rate
2016	$ 7,745,000	4.442 %
2017	8,090,000	4.742 %
2018	8,470,000	5.072 %
2019	8,905,000	5.272 %
2020	9,375,000	5.472 %
2021	2,910,000	5.672 %
	$ 45,495,000	

Meldahl 2010B Bonds
The Meldahl 2010B Bonds were designated by AMP as BABs. As of the date of issuance thereof, AMP expected to receive a cash subsidy payment from the United States Treasury over the term of the bonds equal to 35% of the interest payable on each interest payment date for the Meldahl 2010B Bonds. See “Build America Bonds and New Clean Renewable Energy Bonds” above. The Meldahl 2010B Bonds These BABs are subject to the same statutory and contractual provisions as the PSEC 2009C Bonds.

The Meldahl 2010B Bonds outstanding at December 31, 2014 are as follows:

Maturity Date - February 15	Principal Amount	Interest Rate
2035	$ 10,000,000	7.000 %
2050	250,000,000	7.499 %
	$ 260,000,000	

The Meldahl 2010B Bonds due on February 15, 2050 are term bonds subject to mandatory sinking fund redemption on February 15 in the following years in the following principal amounts at a redemption price equal to par, together with interest accrued to the date of redemption:

Year	Principal Amount
2024	$ 3,710,000
2025	3,985,000
2026	4,285,000
2027	4,600,000
2029	4,945,000
2030	5,310,000
2031	5,705,000
2032	6,130,000
2033	6,585,000
2034	7,075,000
2036	7,605,000
2037	8,170,000
2038	8,775,000
2039	9,430,000
2040	10,130,000
2041	10,885,000
2042	11,695,000
2043	12,565,000
2044	13,500,000
2045	14,505,000
2046	15,585,000
2047	16,745,000
2048	17,990,000
2049	19,325,000
2050	20,765,000
	$ 250,000,000

Meldahl 2010C Bonds
The Meldahl 2010C Bonds were designated by AMP as New CREBs and are subject to the same statutory and contractual provisions as the Hydro 2010C Bonds. See “Build America Bonds and New Clean Renewable Energy Bonds” above. The Meldahl 2010C Bonds were issued in a par amount of $20,000,000, bear interest at a rate of 6.849% per annum and mature on February 15, 2028.

From any available moneys, AMP may, at its option, redeem, on any business day, prior to their respective maturities, in whole or in part, the Meldahl 2010A Bonds, the Meldahl 2010B Bonds and the Meldahl 2010C Bonds, at the make whole-redemption price. The Meldahl 2010B Bonds and the Meldahl 2010C Bonds are subject to redemption from any available moneys, at the option of AMP, prior to their maturity, in whole or in part upon the occurrence of certain extraordinary events, at a make-whole redemption price.

Meldahl 2010D Bonds
The Meldahl 2010D Bonds were issued at a par amount of $4,570,000, bear interest at a rate of 5.00% per annum and mature on February 15, 2021.

Meldahl Series 2010E Bonds
The Meldahl Hydroelectric Project Revenue Bonds, Series 2010E (the "Meldahl 2010E Bonds") were issued on December 17, 2010, pursuant to the Meldahl MTI, with an aggregate par amount of $355,035,000. From the date of issuance to May 23, 2011, the bonds bore interest at the three-month LIBOR rate plus a 2.95% fixed spread per annum.

On May 17, 2011, AMP issued and sold its Meldahl Hydroelectric Project Revenue Bonds, Refunding Series 2011A (the “Meldahl 2011A Bonds”) in aggregate principal amount of $55,035,000 in order to provide funds to purchase and retire $55,035,000 of the Meldahl 2010E Bonds. The Meldahl 2011A Bonds were privately placed with an institutional investor. The Meldahl 2010E Bonds purchased by AMP with the proceeds of the Meldahl 2011A Bonds were not remarketed and were delivered to the trustee for cancellation.

The Meldahl 2011A Bonds were subject to optional redemption on or prior to August 15, 2014. AMP redeemed the 2011A Bonds on August 1, 2014 at the redemption price of 100% of the principal amount thereof, plus accrued interest to that date. The bonds were redeemed from the proceeds of a draw on the Facility. Such draw is evidenced by a note issued pursuant to, and secured by the Meldahl MTI on a subordinate basis.

On May 23, 2011, $300,000,000 of the Meldahl 2010E Bonds were remarketed. The Meldahl 2010E Bonds will mature in 2050 and bear interest at a fixed rate of 6.270%. Interest is payable semiannually, beginning August 15, 2011.

The Meldahl 2010E Bonds were designated by AMP as BABs. As of the date of issuance, AMP expected to receive a 35% federal subsidy on or about each interest payment date for the Meldahl 2010E Bonds. See “Build America Bonds and New Clean Renewable Energy Bonds” above. The Meldahl 2010E Bonds are subject to the same statutory and contractual provisions as the PSEC 2009C Bonds.

The Meldahl 2010E Bonds are term bonds subject to mandatory sinking fund redemption on February 15 in the following years in the following principal amounts at a redemption price equal to par, together with interest accrued to the date of redemption:

Maturity Date - February 15	Principal Amount	Interest Rate
2021	$ 2,065,000	6.270 %
2022	8,900,000	6.270 %
2023	9,340,000	6.270 %
2024	6,665,000	6.270 %
2025	6,915,000	6.270 %
2026	7,170,000	6.270 %
2027	2,125,000	6.270 %
2028	125,000	6.270 %
2029	7,965,000	6.270 %
2030	8,250,000	6.270 %
2031	8,545,000	6.270 %
2032	8,845,000	6.270 %
2033	9,145,000	6.270 %
2034	9,455,000	6.270 %
2035	7,735,000	6.270 %
2036	10,535,000	6.270 %
2037	10,890,000	6.270 %
2038	11,260,000	6.270 %
2039	11,625,000	6.270 %
2040	11,995,000	6.270 %
2041	12,365,000	6.270 %
2042	12,745,000	6.270 %
2043	13,120,000	6.270 %
2044	13,500,000	6.270 %
2045	13,875,000	6.270 %
2046	14,245,000	6.270 %
2047	14,615,000	6.270 %
2048	14,980,000	6.270 %
2049	15,330,000	6.270 %
2050	15,675,000	6.270 %
	$ 300,000,000	

From any available funds, AMP may, at its option, redeem, on any business day, prior to their respective maturities, in whole or in part, the Meldahl 2010E Bonds at the make whole-redemption price. The Meldahl 2010E Bonds are subject to redemption from any available funds, at the option of AMP, prior to their maturity, in whole or in part upon the occurrence of certain extraordinary events, at a make-whole redemption price.

AMP has entered into a power sales contract dated as of March 1, 2009 with 48 of its members (the "Meldahl Participants") by the terms of which AMP agrees to sell, and the Meldahl Participants agree to buy on a take-or-pay basis, the electric output of a hydroelectric facility with an aggregate capacity of 105MW under construction by AMP on the Ohio River. The take-or-pay obligations of the Meldahl Participants under the Meldahl power sales contract are limited obligations payable solely out of the revenues, and, with two exceptions, as an operating expense, of their respective electric systems and are subject to step up to the same extent as the obligations of the PSEC Participants under the PSEC power sales contract, except that the maximum step-up percentage is 106%.

The proceeds of the Meldahl Bonds are being used to fund the cost of construction of the Meldahl project. Interest on the Meldahl Bonds has been capitalized from the proceeds thereof through the date estimated, as the date of issuance of the related series of the Meldahl Bonds, to be approximately six months after the commercial operation date of the Meldahl project.

AMP Fremont Energy Center 2012A Bonds
The AMP Fremont Energy Center Revenue Bonds, Series 2012A (the "AFEC 2012A Bonds") were issued on June 29, 2012, pursuant to a master Trust Indenture, dated as of June 1, 2012, as supplemented (the “AFEC MTI”), in the form of term bonds with an aggregate par amount of $20,540,000. The bonds will mature between 2015 and 2016 and bear interest at fixed rates between 1.50% and 1.74%. Interest is payable semiannually beginning February 15, 2013. AMP has the right to redeem the AFEC 2012A Bonds on any date in whole or in part, at the make-whole premium.

The AFEC 2012A Bonds outstanding at December 31, 2014 are as follows:

Maturity Date - February 15	Principal Amount	Interest Rate
2015	$ 8,475,000	1.50 %
2016	3,680,000	1.74 %
	$ 12,155,000	

AMP Fremont Energy Center 2012B Bonds
The AMP Fremont Energy Center Revenue Bonds, Series 2012B (the "AFEC 2012B Bonds") were issued June 29, 2012, pursuant to the AFEC MTI, in the form of serial and term bonds with an aggregate par amount of $525,545,000. The bonds will mature between 2016 and 2044 and bear interest at fixed rates between 4.00% and 5.25%. Interest is payable semiannually beginning February 15, 2013. AMP has the right to redeem the AFEC 2012B Bonds maturing after February 15, 2022, prior to their respective maturities, in whole or in part, on any date beginning February 15, 2022, at a redemption price of par, plus accrued interest.

THE AFEC 2012B Bonds outstanding at December 31, 2014 were as follows:

Maturity Date - February 15	Principal Amount	Interest Rate
2016	$ 4,925,000	5.00%
2017	8,910,000	5.00%
2018	9,360,000	5.00%
2019	9,825,000	5.00%
2020	10,315,000	5.00%
2021	10,830,000	5.00%
2022	11,375,000	5.00%
2023	11,940,000	5.00%
2024	12,540,000	5.00%
2025	13,165,000	5.00%
2026	13,825,000	5.00%
2027	14,550,000	5.25%
2028	15,315,000	5.25%
2029	16,120,000	5.25%
2030	16,965,000	5.25%
2031	17,645,000	4.00%
2032	18,525,000	5.00%
2037	107,485,000	5.00%
2042	137,175,000	5.00%
2044	64,755,000	4.375 %
	$ 525,545,000	

The AFEC 2012B Bonds due on February 15, 2037, February 15, 2042 and February 15, 2044 are term bonds subject to mandatory sinking fund redemption on the principal payment date in the following years in the following principal amounts at the redemption price equal to par, together with interest accrued to the date of redemption.

The AFEC 2012B Bonds maturing on February 15, 2037:

Maturity Date - February 15	Principal Amount
2033	$ 19,450,000
2034	20,425,000
2035	21,445,000
2036	22,520,000
2037	23,645,000
	$ 107,485,000

The AFEC 2012B Bonds maturing on February 15, 2042:

Maturity Date - February 15	Principal Amount
2038	$ 24,825,000
2039	26,065,000
2040	27,370,000
2041	28,740,000
2042	30,175,000
	$ 137,175,000

The AFEC 2012B Bonds maturing on February 15, 2044:

Maturity Date - February 15	Principal Amount
2043	$ 31,685,000
2044	33,070,000
	$ 64,755,000

AMP has entered into a power sales contract dated as of June 1, 2012 with 87 of its members (the "AFEC Participants") by the terms of which AMP agrees to sell, and the AFEC Participants agree to buy, on a take-or-pay basis, the electric output of an AMP 90.69% undivided ownership interest in AFEC with an aggregate capacity of 641 MW. The take-or-pay obligations of the AFEC Participants under the AFEC power sales contract are limited obligations, payable solely out of the revenues, and, with two exceptions, as an operating expense, of their respective electric systems and are subject to step up to the same extent as the obligations of the PSEC Participants under the PSEC power sales contract.

Proceeds of the AFEC Bonds, together with the proceeds of sale of a 5.16% undivided ownership interest to MPPA and proceeds of a loan to finance the cost of a 4.15% undivided ownership the output associated with which is being sold to CVEC, were used to repay the $600,000,000 line of credit outstanding with which AMP funded the purchase of AFEC and its commissioning and completion.

Term Debt on Behalf of Central Virginia Electric Cooperative

AMP and CVEC entered into a power sales contract dated July 26, 2011 under which AMP sells and CVEC purchases on a take-or-pay basis, the output associated with the “4.15% Interest". On June 26, 2012, to finance the cost of the 4.15% Interest, AMP obtained from the National Cooperative Services Corporation, an affiliate of the Rural Utilities Cooperative Financial Corporation (commonly known as "CFC"), a $25,000,000 term loan to be amortized over 30 years.

This loan is secured by the CVEC power sales contract, a mortgage on and security interest in the 4.15% Interest and a CVEC payment guaranty. AMP's obligations for the term loan are nonrecourse to AMP except to the extent of AMP's rights under the CVEC power sales contract and the mortgage on and the security interest in the 4.15% Interest.

The term loan has fixed interest rates ranging from 2.75% to 5.60% through the life of the loan and the term loan matures on February 15, 2042.

As of December 31, 2014 and 2013, $23,625,000 and $24,479,167 remained as outstanding principal, respectively.

Term Debt on Behalf of Members (nonrecourse)

The individual municipality is the primary obligor on term debt issued on its behalf. "On behalf of" financings are nonrecourse to AMP and are presented in the consolidated balance sheets with a corresponding receivable from the project or member to which the on-behalf-of financing relates. Bonds and notes payable issued by AMP on behalf of member communities consist of the following at December 31:

	2014	2013
AMP Village of Genoa Project Electric System Improvement Bonds, Series 2004	$ -	$ 4,370,000
OMEGA JV6 Adjustable Rate Revenue Bonds, Series 2004	975,000	1,969,000
Municipal project notes due on various dates through November 2015 with interest from 1.0% to 1.125% at December 31, 2014 and 0.950% to 1.375% at December 31, 2013	11,138,000	12,168,000
	12,113,000	18,507,000
Current portion	(12,113,000)	(13,347,000)
Noncurrent portion	$ -	$ 5,160,000

At December 31, 2014 and 2013, amounts included in accrued interest in the consolidated balance sheets that related to nonrecourse notes payable issued on-behalf-of members were $66,143 and $130,263, respectively. Interest expense related to nonrecourse term debt issued on behalf of members was $133,250 and $176,292 for the years ended December 31, 2014 and 2013, respectively.

The following is a summary of financing receivables from members related to on-behalf-of debt at December 31:

	2014	2013
Financing receivable - OMEGA JV2 members	$ 11,938,283	$ 15,769,323
Financing receivable - Wadsworth	4,350,647	4,961,992
Financing receivable - Genoa	3,467,322	3,787,291
Financing receivable - OMEGA JV6 members	560,755	1,554,027
Notes receivable - members	8,934,482	9,261,277
Interest receivable	65,461	47,329
	29,316,950	35,381,239
Current portion	(14,438,195)	(10,488,231)
Noncurrent portion	$ 14,878,755	$ 24,893,008

Interest income related to financing receivables from members was $133,250 and $180,090 for the years ended December 31, 2014 and 2013, respectively. Interest income from financing receivables and interest expense on term debt issued on behalf of members are classified in program and other revenue.

OMEGA JV2 Project Distributive Generation Bonds, Series 2001

The OMEGA JV2 Project Distributive Generation Bonds, Series 2001 (the "OMEGA JV2 Bonds") were issued by AMP on January 18, 2001, in the form of serial and term bonds on behalf of 13 of its members who are financing participants in OMEGA JV2.

The OMEGA JV2 Bonds maturing after January 1, 2011 were subject to optional redemption in whole or in part on any date on or after January 1, 2011, at a redemption price of 100% of the outstanding principal plus accrued interest. On January 3, 2011 AMP redeemed all of the $31,110,000 OMEGA JV2 Bonds then outstanding from funds credited to the related debt service reserve fund and a draw on the Facility. The resulting financing receivable has been reduced at December 31, 2014 to $11,938,283, the same amount as the unpaid balance on the AMP draw. AMP will continue to collect debt service from the OMEGA JV2 financing participants until the draw on the Facility is paid in full.

AMP City of Wadsworth Project Electric System Improvement Bonds, Series 2002

The AMP City of Wadsworth Project Electric System Improvement Bonds, Series 2002 (the "Wadsworth Bonds") were issued by AMP on March 1, 2002 in the form of serial and term bonds on behalf of the City of Wadsworth, Ohio which is a member of AMP.

The Wadsworth Bonds maturing after February 15, 2012 were subject to optional redemption in whole or in part on any date on or after February 15, 2012, at a redemption price of 100% of the outstanding principal plus accrued interest to the date of redemption. In May 2012 AMP redeemed all of the $7,090,000 Wadsworth Bonds then outstanding from funds credited to the related debt service reserve fund and a draw on the facility. The resulting financing receivable has been reduced at December 31, 2014 to $4,350,647, the same amount as the unpaid balance on the facility. AMP will continue to collect debt service from the City of Wadsworth until the draw on the facility is paid in full.

AMP Village of Genoa Project Electric System Improvement Bonds, Series 2004

The AMP Village of Genoa Project System Improvement Bonds, Series 2004 (the “Genoa Bonds”) were issued by AMP on October 1, 2004 in the form of serial and term bonds on behalf of the Village of Genoa, Ohio which is a member of AMP.

The Genoa Bonds were subject to optional redemption after February 15, 2014. Genoa Bonds were subject to redemption in whole or in part, on any date on or after February 15, 2014, at a redemption price of par, plus accrued interest to the date of redemption. In February of 2014 AMP redeemed all of the $4,370,000 Genoa Bonds then outstanding from funds credited to the related debt service and a draw on the facility. The resulting financing receivable has been reduced at December 31, 2014 to $3,467,322, the same amount as the unpaid balance on the facility. AMP will continue to collect debt service from the Village of Genoa until the draw on the facility is paid in full.

OMEGA JV6 Adjustable Rate Revenue Bonds, Series 2004

The OMEGA JV6 Bonds were issued by AMP on July 30, 2004 in the form of serial bonds on behalf of nine of its members who are financing participants in OMEGA JV6. Principal and interest on the OMEGA JV6 Bonds are payable in $500,000 semi-annual installments on February 15 and August 15, beginning February 15, 2005. The OMEGA JV6 Bonds bear interest at an adjustable rate, which shall be established by reference to the Six-Month Municipal Market Data High Grade Index Rate (the “MMD Index Rate”) plus 15 basis points. The adjustable rate will automatically be reset semi-annually, based on the MMD Index Rate as of two business days prior to the beginning of the next interest period. Each installment payment is applied first to the interest due and the balance is applied against the unpaid principal. On August 15, 2019, the balance of the principal of the OMEGA JV6 Bonds, if not theretofore paid or provided for, shall become due and payable.

The OMEGA JV6 Adjustable Rate Revenue Bonds, Series 2004 (the “OMEGA JV6 Bonds”) outstanding at December 31, 2014 are as follows:

Maturity Date - February 15 and August 15	Principal Amount	Interest Rate
2015	$ 975,000	0.24 %
	$ 975,000	

The maturity table assumes a constant interest rate of 0.24% that was used to calculate the August 15, 2014 principal payment.

The OMEGA JV6 Bonds are payable solely from the basic and additional demand charges payable by the OMEGA JV6 financing members. The OMEGA JV6 Bonds require compliance by the financing members with the OMEGA JV6 joint venture agreement, which requires that each financing member maintain a debt service coverage ratio of 1.1 or greater. AMP will not be obligated to pay debt service on the OMEGA JV6 Bonds, except from demand charges received from OMEGA JV6 financing participants and other funds pledged or assigned thereof under the trust agreement. There is no recourse to AMP regarding these bonds, other than from such revenues. The OMEGA JV6 Bonds are subject to optional redemption at any time, at the sole discretion of participants of OMEGA JV6, at the price of par plus accrued interest.

Municipal Project Notes

The municipal project notes are payable solely from revenues received by AMP pursuant to its agreements with municipal members for construction of various electric utility projects. There is no recourse to AMP regarding these notes, other than from such revenues.

Aggregate Future Maturities
The aggregate amounts of future maturities for AMP's revolving credit loan, term debt, term debt on behalf of CVEC and on behalf of financings are as follows:

Years Ending December 31	AMP Debt	On Behalf of Financings
2015	$ 65,505,010	$ 12,113,000
2016	63,278,579	-
2017	66,093,579	-
2018	70,503,579	-
2019	73,963,579	-
Thereafter	4,861,333,192	-
	$ 5,200,677,518	$ 12,113,000

10. Trustee Funds

Bond proceeds and funds collected in advance of contractually scheduled principal and interest payments for certain bond offerings are held in trust. Trustee funds related to these bond offerings consist of the following at December 31:

	2014	2013
PSEC Parity Common Reserve	$ 111,976,614	$ 115,039,332
PSEC Revenue 2008A Bonds	22,269,273	19,167,151
PSEC Revenue 2009A Bonds	2,533,368	3,600,958
PSEC Revenue 2009B Bonds	15,633,497	14,127,656
PSEC Revenue 2009C Bonds	6,882,696	6,551,556
PSEC Revenue 2010 Bonds	32,082,806	86,178,347
Hydro Parity Common Reserve	126,439,536	106,256,879
Hydro 2009A Bonds	15,786,769	17,324,981
Hydro 2009B Bonds	16,548,503	37,222,133
Hydro 2009C Bonds	4,309,258	10,381,155
Hydro 2009D Bonds	1,415,730	2,832,600
Hydro 2010A Bonds	9,481,191	20,326,453
Hydro 2010B Bonds	288,693,779	575,503,325
Hydro 2010C Bonds	5,617,163	9,909,344
Meldahl Parity Common Reserve	39,259,792	34,327,987
Meldahl 2010A Bonds	3,206,343	6,560,184
Meldahl 2010B Bonds	12,534,971	35,328,689
Meldahl 2010C Bonds	728,011	1,388,184
Meldahl 2010D Bonds	36,462	351,019
Meldahl 2010E Bonds	104,156,984	172,833,304
AFEC Parity Common Reserve	35,132,074	35,011,507
AFEC 2012A Bonds	12,890,897	12,801,678
AFEC 2012B Bonds	10,450,743	10,489,165
Genoa Bonds	-	663,429
OMEGA JV6 Bonds	416,928	417,188
Rate Stabilization Plans	2,898,487	1,157,470
	881,381,875	1,335,751,674
Current portion	(309,926,968)	(339,425,325)
Noncurrent portion	$ 571,454,907	$ 996,326,349

PSEC Bonds
The PSEC MTI contains a provision, among others, that AMP will at all times fix, charge and collect rates and charges for the use of, and for the services and facilities furnished by, the PSEC. These rates and charges are to provide net revenues at least 110% of the net annual debt service requirements of the PSEC Bonds.

As supplemented by supplemental trust agreements executed in connection with each series of the PSEC Bonds, the trust agreement also provides for the creation with the trustee of the following subfunds and accounts for each such series of PSEC Bonds: (a) Acquisition and Construction Subfund (containing amounts to be paid for costs incurred by AMP in connection with the construction of the PSEC); (b) Cost of Issuance Account (containing amounts to be paid for costs incurred by AMP in connection with the issuance of the PSEC Bonds);c) Bond Subfund (consisting of the Capitalized Interest Subaccount, the Interest Subaccount, the Principal Subaccount, the Sinking Subaccount, the Redemption Subaccount, and the Parity Common Reserve Account; (d) Subordinate Obligations Subfund; and (e) Reserve and Contingency Subfund (consisting of the Overhaul Account, the Renewal and Replacement Account, the Capital Improvement Account, the Rate Stabilization Account, the Environmental Improvement Account and the Self-Insurance Account).

Certain of the supplemental trust indentures also create Tracking Interest Subaccounts for the series of BABs and tax-exempt bonds to hold capitalized funds to pay interest on such bonds subsequent to the commercial operation dates of the project units.

Funds held by the trustee at December 31, 2014 and 2013 in the Parity Common Reserve Account that secures all the PSEC Bonds are $111,976,614 and $115,039,332, respectively.

PSEC 2008A Bonds
The Funds held by the trustee for the PSEC 2008A Bonds at December 31 are as follows:

	2014	2013
Bond Fund	$ 22,269,273	$ 19,167,151
	22,269,273	19,167,151
Current portion	(22,269,273)	(19,167,151)
Noncurrent portion	$ -	$ -

PSEC 2009A Bonds
The amounts held by the trustee for the PSEC 2009A Bonds at December 31 are as follows:

	2014	2013
Bond Fund	$ 2,533,368	$ 3,593,993
Capitalized Interest Subaccount	-	6,965
	2,533,368	3,600,958
Current portion	(2,533,368)	(3,593,993)
Noncurrent portion	$ -	$ 6,965

PSEC 2009B Bonds

The amounts held by the trustee for the PSEC 2009B Bonds at December 31 are as follows:

	2014	2013
Capitalized Interest Subaccount	$ -	$ 18,973
Bond Fund	15,633,497	14,108,683
	15,633,497	14,127,656
Current portion	(15,633,497)	(14,108,683)
Noncurrent portion	$ -	$ 18,973

PSEC 2009C Bonds

The supplemental trust indenture executed by AMP in conjunction with the issuance of the PSEC 2009C Bonds on July 1, 2009, contains, among others, the following covenants:

AMP will not take any action, or fail to take any action, that would adversely affect either the status of the PSEC 2009C Bonds under Section 54AA of the Internal Revenue Service Code (the "Code") or the credit allowed to AMP with respect to the PSEC 2009C Bonds pursuant to Section 6431 of the Code.

AMP will not make use of the proceeds of the PSEC 2009C Bonds or any other funds of AMP, or take or omit to take any other action that would cause the bonds to be federally guaranteed within the meaning of Section 149(b) of the Code.

AMP shall not use or permit the use of proceeds of the PSEC 2009C Bonds in such a manner that would result in the loss of the federal subsidy on the PSEC 2009C Bonds.

AMP will obtain written assurance that each of the PSEC Participants will not use its PSEC share for private purposes or enter into contracts that could result in private use, and thereby jeopardize the tax status of the interest on the PSEC 2009C Bonds or any of them.

The amounts held by the trustee for the PSEC 2009C Bonds at December 31 are as follows:

	2014	2013
Bond Fund	$ 6,882,696	$ 6,526,372
Capitalized Interest Subaccount	-	25,184
	6,882,696	6,551,556
Current portion	(6,882,696)	(6,526,372)
Noncurrent portion	$ -	$ 25,184

PSEC 2010 Bonds

The applicable supplemental trust indenture contains, among others, the covenants similar to the covenants for the PSEC 2009C Bonds.

The amounts held by the trustee for the PSEC 2010 Bonds at December 31 are as follows:

	2014	2013
Acquisition and Construction Account	$ 26,963,436	$ 81,260,270
Bond Fund	5,119,370	4,879,368
Capitalized Interest Subaccount	-	38,709
	32,082,806	86,178,347
Current portion	(32,082,806)	(4,879,368)
Noncurrent portion	$ -	$ 81,298,979

Hydro Bonds

The Hydro MTI contains a provision that AMP will at all times fix, charge and collect rates and charges for the use of, and for the services and facilities furnished by, the Hydro plants. These rates and charges should provide net revenues at least 110% of the net annual debt service requirements of the Hydro Bonds.

As supplemented by supplemental trust agreements executed in connection with each series of the Hydro Bonds, the trust agreement also provides for the creation with the trustee of the following subfunds and accounts for each such series of Hydro Bonds: (a) Acquisition and Construction Account (containing amounts to be paid for costs incurred by AMP in construction of the Hydro plants); (b) Cost of Issuance Account (containing amounts to be paid for costs incurred by AMP in connection with the issuance of the series of Hydro Bonds); (c) Bond Subfund (consisting of the Capitalized Interest Subaccount, the Interest Subaccount, the Derivatives Payments Subaccount, the Principal Subaccount, the Sinking Subaccount, the Redemption Subaccount and the Parity Common Reserve Account; (d) Subordinate Obligations Subfund; and (e) Reserve and Contingency Subfund (consisting of the Overhaul Account, the Renewal and Replacement Account, the Capital Improvement Account, the Rate Stabilization Account, the Environmental Improvement Account and the Self-Insurance Account).

Certain of the supplemental trust agreements also create (i) Tracking Interest Subaccounts for the series of BABs, New CREBs and tax-exempt bonds to hold capitalized funds to pay interest on such bonds subsequent to the commercial operation dates of the project units and (ii) Special Reserve Accounts to hold amounts pledged particular series of BABs and New CREBs.

Funds held by the trustee at December 31, 2014 and 2013 in the Parity Common Reserve Account that secures all the Hydro Bonds, except the 2009D Hydro Bonds, are $126,439,536 and $106,256,879, respectively.

Hydro 2009A Bonds

The amounts held by the trustee for the Hydro 2009A Bonds at December 31 are as follows:

	2014	2013
Capitalized Interest Subaccount	$ 357,058	$ 1,238,774
Principal Account	15,429,711	16,086,207
	15,786,769	17,324,981
Current portion	(15,786,769)	(16,419,914)
Noncurrent portion	$ -	$ 905,067

Hydro 2009B Bonds

The applicable supplemental trust indenture contains covenants similar to the covenants for the PSEC 2009C Bonds.

The amounts held by the trustee for the Hydro 2009B Bonds at December 31 are as follows:

	2014	2013
Bond Fund	$ 189	$ 77
Capitalized Interest Tracking Subaccount	7,857,649	16,154,785
Special Reserve Account	6,825,066	5,364,478
Capitalized Interest Subaccount	1,700,680	15,531,598
Cost of Issuance Account	164,919	171,195
	16,548,503	37,222,133
Current portion	(9,609,187)	(17,891,770)
Noncurrent portion	$ 6,939,316	$ 19,330,363

Hydro 2009C Bonds

The amounts held by the trustee for the Hydro 2009C Bonds at December 31 are as follows:

	2014	2013
Capitalized Interest Tracking Subaccount	$ 2,636,312	$ 5,187,715
Special Reserve Account	1,647,144	5,165,672
Cost of Issuance Account	25,802	27,768
	4,309,258	10,381,155
Current portion	(1,661,263)	(4,553,793)
Noncurrent portion	$ 2,647,995	$ 5,827,362

Hydro 2009D Bonds
The amounts held by the trustee for the Hydro 2009D Bonds at December 31 are as follows:

	2014	2013
Sinking Subaccount	$ 1,415,730	$ 2,832,600
Current portion	(1,415,730)	(2,772,212)
Noncurrent portion	$ -	$ 60,388

Hydro 2010A Bonds
The amounts held by the trustee for the Hydro 2010A Bonds at December 31 are as follows:

	2014	2013
Acquisition and Construction Account	$ 3,115,670	$ 3,621,570
Capitalized Interest Subaccount	6,353,175	16,692,555
Cost of Issuance Account	12,346	12,328
	9,481,191	20,326,453
Current portion	(6,361,979)	(10,874,403)
Noncurrent portion	$ 3,119,212	$ 9,452,050

Hydro 2010B Bonds
The applicable supplemental trust indenture contains the covenants similar to the covenants for the PSEC 2009C Bonds.

The amounts held by the trustee for the Hydro 2010B Bonds at December 31 are as follows:

	2014	2013
Acquisition and Construction Account	$ 232,517,112	$ 470,696,013
Bond Fund	73,484	60
Capitalized Interest Subaccount	13,958,438	64,490,169
Capitalized Interest Tracking Subaccount	25,449,116	27,039,865
Special Reserve Account	16,642,226	13,223,890
Cost of Issuance Account	53,403	53,328
	288,693,779	575,503,325
Current portion	(39,489,822)	(60,560,137)
Noncurrent portion	$ 249,203,957	$ 514,943,188

Hydro 2010C Bonds
The applicable supplemental trust indenture contains, among others, the covenant that AMP will not take any action, or fail to take any action, that would adversely affect the status of the Hydro 2010C Bonds as New CREBs under Section 54 of the Internal Revenue Service Code.

The amounts held by the trustee for the Hydro 2010C Bonds at December 31 are as follows:

	2014	2013
Capitalized Interest Subaccount	$ 1,543,455	$ 6,228,262
Capitalized Interest Tracking Subaccount	1,662,333	1,675,650
Special Reserve Account	2,409,975	2,004,045
Bond Fund	43	32
Cost of Issuance Account	1,357	1,355
	5,617,163	9,909,344
Current portion	(3,210,961)	(3,999,498)
Noncurrent portion	$ 2,406,202	$ 5,909,846

Meldahl Bonds

The Meldahl MTI contains a provision that AMP will at all times fix, change and collect rates and charges for the use of, and for the services and facilities furnished by, the Meldahl Hydro plant. These rates and charges should provide net revenues at least equal to 110% of the net annual debt service requirements of the Meldahl Bonds.

As supplemented by supplemental trust agreements executed in connection with each series of the Meldahl Bonds, the trust agreement also provides for the creation with the trustee of the following subfunds and accounts for each such series of Meldahl Bonds: (a) Acquisition and Construction Account (containing amounts to be paid for costs incurred by AMP in construction of the Meldahl Hydro plant); (b) Cost of Issuance Account (containing amounts to be paid for costs incurred by AMP in connection with the issuance of the Meldahl Bonds); (c) Bond Subfund (consisting of the Capitalized Interest Subaccount, the Interest Subaccount, the Derivatives Payments Subaccount, the Principal Subaccount, the Sinking Subaccount, the Redemption Subaccount and the Parity Common Reserve Account (containing amounts to be paid for debt service and amounts to be paid should a redemption be triggered); (d) Subordinate Obligations Subfund; and (e) Reserve and Contingency Subfund (consisting of the Overhaul Account, the Renewal and Replacement Account, the Capital Improvement Account, the Rate Stabilization Account, the Environmental Improvement Account and the Self-Insurance Account).

Certain of the supplemental trust agreements also create (i) Tracking Interest Subaccounts for the series of BABs, New CREBs and tax-exempt bonds to hold capitalized funds to pay interest on such bonds subsequent to the commercial operation date of the project units and (ii) Special Reserve Accounts to hold amounts pledged to particular series of BABs and New CREBs.

Funds held by the trustee at December 31, 2014 and 2013 in the Parity Common Reserve Account that secures all the Meldahl Bonds are $39,259,792 and $34,327,987, respectively.

Meldahl 2010A Bonds

The amounts held by the trustee for the Meldahl 2010A Bonds at December 31 are as follows:

	2014	2013
Acquisition and Construction Subfund	$ 2,350,903	$ 3,659,429
Capitalized Interest Subaccount	855,440	2,900,755
	3,206,343	6,560,184
Current portion	(852,255)	(2,304,786)
Noncurrent portion	$ 2,354,088	$ 4,255,398

Meldahl 2010B Bonds

The applicable supplemental trust agreement contains covenants similar to the covenants for the PSEC 2009C Bonds.

The amounts held by the trustee for the Meldahl 2010B Bonds at December 31 are as follows:

	2014	2013
Acquisition and Construction Account	$ 2,026,694	$ 13,235,943
Capitalized Interest Subaccount	944,304	12,313,121
Capitalized Interest Tracking Subaccount	5,607,890	6,334,083
Special Reserve Account	3,955,964	3,445,493
Bond Fund	119	49
	12,534,971	35,328,689
Current portion	(6,545,724)	(13,233,097)
Noncurrent portion	$ 5,989,247	$ 22,095,592

Meldahl 2010C Bonds

The amounts held by the trustee for the Meldahl 2010C Bonds at December 31 are as follows:

	2014	2013
Capitalized Interest Tracking Subaccount	$ 268,941	$ 307,548
Capitalized Interest Subaccount	19,512	658,152
Special Reserve Account	439,545	422,479
Bond Fund	13	5
	728,011	1,388,184
Current portion	(288,140)	(679,577)
Noncurrent portion	$ 439,871	$ 708,607

Meldahl 2010D Bonds

The amounts held by the trustee for the Meldahl 2010D Bonds at December 31 are as follows:

	2014	2013
Capitalized Interest Subaccount	$ 24,819	$ 238,869
Capitalized Interest Tracking Subaccount	11,643	112,150
	36,462	351,019
Current portion	(36,462)	(228,500)
Noncurrent portion	$ -	$ 122,519

Meldahl 2010E Bonds

The applicable supplemental trust agreement contains covenants similar to the covenants for the PSEC 2009C Bonds.

The amounts held by the trustee for the Meldahl 2010E Bonds at December 31 are as follows:

	2014	2013
Acquisition and Construction Account	$ 77,344,546	$ 135,143,482
Capitalized Interest Tracking Subaccount	6,197,101	5,854,219
Bond Fund	115	48
Special Reserve Account	3,851,534	3,339,017
Capitalized Interest Subaccount	16,763,688	28,496,538
	104,156,984	172,833,304
Current portion	(12,690,726)	(13,697,383)
Noncurrent portion	$ 91,466,258	$ 159,135,921

AFEC Bonds

The AFEC MTI contains a provision that AMP will at all times fix, change and collect rates and charges for the use of, and for the services and facilities furnished by, the AFEC plant. These rates and charges should provide net revenues equal to at least 110% of the net annual debt service requirements of the AFEC Bonds.

As supplemented by the first and second supplemental trust indentures executed in connection with the two series of the AFEC Bonds, and a third supplemental trust agreement that secures AMP's fuel hedge agreement counterparties, the trust agreement also provides for the creation with the trustee of the following subfunds and accounts for each such series of AFEC Bonds: (a) Acquisition and Construction Account (containing amounts to be paid for costs incurred by AMP in construction of the AFEC plant); (b) Cost of Issuance Account (containing amounts to be paid for costs incurred by AMP in connection with the issuance of the series of AFEC Bonds); (c) Revenue Subfund (consisting of the Operating Subaccount, the Fuel Reserve Subaccount, the Working Capital Subaccount, the Derivative Receipt Subaccount, and the General Subaccount and the Fuel Hedge Subaccount to be held by the trustee); (d) Bond Subfund (consisting of the Capitalized Interest Subaccount, the Interest Subaccount, the Derivatives Payment Subaccount, the Principal Subaccount, the Sinking Subaccount, the Redemption Subaccount, and the Parity Common

Reserve Account; containing amounts to be paid for debt service and amounts to be paid should a redemption be triggered); (e) Subordinate Obligations Subfund; (f) Reserve and Contingency Subfund (consisting of the Overhaul Account, the Renewal and Replacement Account, the Capital Improvement Account, the Environmental Improvement Account, the Rate Stabilization Account, the Self-Insurance Account and with the trustee the Fuel Hedge Reserve Account).

Funds held by the trustee at December 31, 2014 and 2013 in the Parity Common Reserve Account that secures all the AFEC Bonds is $35,132,074 and $35,011,507, respectively.

AFEC 2012A Bonds
The supplemental trust indenture secures the fuel hedge agreement counterparties and provides for the pledge of the Fuel Hedge Account in the Bond Subfund and for the funding from the proceeds of the AFEC 2012A Bonds and pledge of the Fuel Hedge Reserve Account for the benefit of such counterparties. The amounts held by the trustee for the AFEC 2012A bonds at December 31 are as follows:

	2014	2013
Interest Fund	$ 67,730	$ 107,202
Principal Fund	7,770,217	7,665,019
Fuel Hedge Reserve Account	5,052,950	5,029,457
	12,890,897	12,801,678
Current portion	(7,837,947)	(7,772,221)
Noncurrent portion	$ 5,052,950	$ 5,029,457

AFEC 2012B Bonds
The amounts held by the trustee for the AFEC 2012B bonds at December 31 are as follows:

	2014	2013
Interest Fund	$ 10,450,743	$ 10,489,165
	10,450,743	10,489,165
Current portion	(10,450,743)	(10,489,165)
Noncurrent portion	$ -	$ -

AMP Village of Genoa Project Electric System Improvement Bonds
The trust agreement executed by AMP in conjunction with the issuance of the Genoa Bonds contains, among others, the following provisions:

The Genoa Bonds are payable solely from the revenues from the Village of Genoa's municipal electric utility system, pursuant to an agreement dated as of October 1, 2004.

The following funds were established: (a) Proceeds Fund (containing amounts from bond proceeds); (b) Payment Fund (consisting of the Note Repayment Account and the Cost of Issuance Account, containing amounts for the repayment of principal of an outstanding note issued by AMP for the benefit of Village of Genoa and the costs of bond issuance, respectively); (c) Bond Fund (containing the monthly payments for semi-annual debt service requirements); (d) Rebate Fund (containing amounts required to be paid, if necessary, to the United States as provided by the IRC of 1986, as applicable);(e) Debt Service Reserve Fund (containing reserve amounts to be utilized to pay semi-annual debt service payments in the event, if any, the Bond Fund has deficiencies); (f) General Reserve Fund (containing amounts to be held and maintained by AMP and used at the request of the Village of Genoa, to pay any necessary cost or expense of its electric system).

The trustee is to receive on or before the twenty-sixth day of each month, the full bond debt service payments for each month during the term of the loan agreement with AMP. In the event the amounts in the Bond Fund are not sufficient to make scheduled payments, such deficiency would be remedied by transferring funds from the Debt Service Reserve Fund.

The Funds held by the trustee for the Genoa Bonds at December 31, 2013 are as follows:

Bond Fund	$ 259,519
Debt Service Reserve Fund	403,910
	663,429
Current portion	(259,519)
Noncurrent portion	$ 403,910

The Bond Fund and the Debt Service Reserve Fund are restricted for payment of principal and interest on outstanding Genoa Bonds. Debt service payments are to be made by the trustee in accordance with the trust agreement. There were no amounts held by AMP for the General Reserve Fund at December 31, 2014 and 2013.

OMEGA JV6 Adjustable Rate Revenue Bonds
The trust agreement executed by AMP in conjunction with the issuance of the OMEGA JV6 Bonds dated July 1, 2004, contains, among others, the following provisions:

The OMEGA JV6 Bonds are payable solely from payments to be made by the OMEGA JV6 financing participants pursuant to a financing agreement dated July 1, 2004.

The following funds are established: (a) Acquisition Fund (consisting of the Bond Proceeds Sub-Fund, the Contributions Sub-Fund and the Cost of Issuance Account; containing the amounts from bond proceeds, proceeds from contributions by nonfinancing participants, and costs of bond issuance, respectively); (b) Bond Payment Fund (containing the monthly payments for annual debt service requirements); (c) Rebate Fund (containing amounts required to be paid, if necessary, to the United States as provided by the IRC of 1986, as applicable; to be maintained in AMP's general accounts); (d) Reserve and Contingency Fund (containing amounts for improvements and extraordinary operation and maintenance costs to be held by OMEGA JV6); (e) General Reserve Fund (consisting of amounts to be maintained in AMP's general accounts).

The trustee is to receive on or before the twenty-sixth day of each month, full bond debt service payments for each month during the term of the financing agreement from AMP. In the event the amounts in the Bond Payment Fund are not sufficient to make scheduled payments, such deficiency would be drawn first from the General Reserve Fund and then the Reserve and Contingency Fund.

Funds held by the trustee for the OMEGA JV6 Bonds at December 31 are as follows:

	2014	2013
Bond Payment Fund	$ 416,928	$ 417,188
	416,928	417,188
Current portion	(416,928)	(417,188)
Noncurrent portion	$ -	$ -

Reserve and Contingency Fund amounts held by OMEGA JV6 at December 31, 2014 and 2013 are $89,825 and $87,092, respectively. There were no amounts held by AMP for the Rebate Fund or the General Reserve Fund at December 31, 2014 and 2013.

Investments held in the trustee funds consist of the following at December 31:

	2014	2013
Money market funds	$ 477,109,644	$ 647,926,317
Debt securities	404,272,231	687,825,357
	$ 881,381,875	$ 1,335,751,674

11. Fair Value of Financial Instruments

	December 31, 2014		December 31, 2013	
Financial Instruments	**Carrying Value**	**Estimated Fair Value**	**Carrying Value**	**Estimated Fair Value**
Assets				
Trustee funds, AMP	$ 880,964,947	$ 913,864,114	$ 1,334,671,058	$ 1,347,836,408
Trustee funds on behalf of members	416,928	506,793	1,080,616	1,080,616
Liabilities				
Fixed rate term debt, including current maturities, AMP	4,861,052,518	6,266,017,050	4,994,908,652	5,559,473,052
Fixed rate term debt, including current maturities, on behalf of members	11,138,000	11,138,000	16,538,000	16,543,923
Fixed rate term debt, including current maturities, on behalf of Central Virginia Electric Cooperative	23,625,000	23,625,000	24,479,167	24,479,167
Variable rate term debt, including current maturities, AMP and on behalf of members	975,000	975,000	1,969,000	1,969,000

The carrying amounts of cash, accounts receivable, accounts payable, the AMP project notes, the municipal project notes and the revolving credit loan approximate their fair value due to their short maturities. The carrying amounts of the OMEGA JV6 Bonds approximate their fair value due to their variable rates of interest. The fair values of long-term debt reflect the present value of cash outflows relating to those obligations based on the current call price or the yield to maturity as deemed appropriate at the end of each respective year. The yields assumed were based on yields on municipal bonds issued by organizations similar to AMP with ratings comparable to those on AMP's bonds.

The estimated fair values of the natural gas swaps were determined using New York Mercantile Exchange (“NYMEX”) futures settlement prices for delivery of natural gas at Henry Hub adjusted by the price of NYMEX ClearPort basis swaps, which reflect the difference between the price of natural gas at a given delivery basin and the Henry Hub pricing points.

As defined in the fair value measurements standard, fair value is the price that would be received for an asset or paid to transfer a liability (exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between willing market participants on the measurement date. This standard establishes a fair value hierarchy that prioritizes the inputs used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted market prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3).

The three levels of the fair value hierarchy defined by the fair value measurement standard are as follows:

Level 1 Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those where transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis. AMP's Level 1 assets primarily consist of equity securities, mutual funds, and money market funds that are listed on active exchanges which are included in investments and trustee funds on the consolidated balance sheets. AMP does not have any liabilities that meet the definition of Level 1.

Level 2 Pricing inputs are either directly or indirectly observable in the market as of the reporting date, other than quoted prices in active markets included in Level 1. Level 2 includes those financial instruments that are valued using models or other valuation methodologies based on assumptions that are observable in the marketplace throughout the full term of the instrument, can be derived from observable data or are supported by observable levels at which transactions are executed in the marketplace. These models are primarily industry-standard models that consider various assumptions, including quoted forward prices for commodities, time value, volatility factors, and current market and contractual prices for the underlying instruments, as well as other relevant economic measures. AMP's Level 2 assets primarily consist of debt securities. Liabilities in this category include AMP's interest rate swaps, natural gas swaps, term debt, term debt on behalf of members, and term debt on behalf of CVEC.

Level 3 Pricing inputs include inputs that are generally less observable from objective sources. These inputs may be used with internally developed methodologies that result in management's best estimate of fair value. AMP's Level 3 assets consist of its investment in hedge funds, which are included in investments on the consolidated balance sheets.

AMP utilizes market data and assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable. AMP primarily applies the market approach for recurring fair value measurements using the best information available. Accordingly, AMP maximizes the use of observable inputs and minimizes the use of unobservable inputs.

The following table sets forth AMP's financial assets and financial liabilities that are accounted for at fair value by level within the fair value hierarchy as of December 31, 2014 and 2013. As required by the fair value measurements standard, assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. AMP's assessment of the significance of a particular input to the fair value measurement requires judgment and may affect the valuation of fair value assets and liabilities and their placement within the fair value hierarchy levels.

	December 31, 2014			
Recurring Fair Value Measures	**Level 1**	**Level 2**	**Level 3**	**Total**
Assets				
Equity securities and mutual funds	$ 8,213,117	$ -	$ -	$ 8,213,117
Money market funds	256,041	-	-	256,041
Debt securities	-	6,355,042	-	6,355,042
Hedge funds	-	-	48,190	48,190
Total	$ 8,469,158	$ 6,355,042	$ 48,190	$ 14,872,390
Liabilities				
Natural gas swaps	$ -	$ 44,300,757	$ -	$ 44,300,757
Total	$ -	$ 44,300,757	$ -	$ 44,300,757

	December 31, 2013			
Recurring Fair Value Measures	**Level 1**	**Level 2**	**Level 3**	**Total**
Assets				
Equity securities and mutual funds	$ 487,349	$ -	$ -	$ 487,349
Money market funds	7,538,485	-	-	7,538,485
Debt securities	-	6,266,450	-	6,266,450
Hedge funds	-	-	55,659	55,659
Total	$ 8,025,834	$ 6,266,450	$ 55,659	$ 14,347,943
Liabilities				
Interest rate swaps	$ -	$ 272,908	$ -	272,908
Natural gas swaps	-	18,386,802	-	18,386,802
Total	$ -	$ 18,659,710	$ -	$ 18,659,710

The determination of the above fair value measures takes into consideration various factors required under the fair value measurements standard. These factors include nonperformance risk, including counterparty credit risk and the impact of credit enhancements (such as cash deposits, LOCs and priority interests). The impact of nonperformance risk was immaterial in the fair value measurements.

The following table provides a reconciliation of changes in the fair value of hedge fund investments classified as Level 3 in the fair value hierarchy during 2014:

Balance as of January 1, 2013	$ 63,725
Unrealized losses	(8,066)
Balance as of December 31, 2013	55,659
Withdrawals	(7,469)
Balance as of December 31, 2014	$ 48,190

12. Asset Retirement Obligations

Asset retirement obligations consist of the following at December 31:

	2014	2013
Asset retirement obligation, beginning of year	$ 7,669,336	$ 8,776,496
Revision to estimated cash flow	(130,214)	(96,817)
Accretion	151,282	207,196
Liabilities settled	(78,460)	(2,206,950)
New asset retirement obligation	116,475	989,411
Asset retirement obligation, end of year	$ 7,728,419	$ 7,669,336

13. Employee Benefits

Pension Plan

Effective December 1, 2013, AMP adopted a qualified retirement plan under code section 414(h)(2), commonly referred to as a Money Purchase Pension Plan. AMP employees hired after December 1, 2013 will be on this Money Purchase Pension Plan.

On May 19, 2010, AMP announced plans to begin cessation of operation at the Gorsuch Project (the Gorsuch Project), a 1950's vintage coal-fired plant located near Marietta, Ohio. Retirees of the Gorsuch Project receive post-retirement benefits, including health insurance and dental insurance coverage. AMP has a defined benefit pension plan (the "Pension Plan") which covers substantially all former hourly employees of Gorsuch. Due to the closure of the Gorsuch plant in 2010, there are no active plan participants as of December 31, 2014. Benefits for eligible employees are based primarily on years of service and compensation rates. Assets held by the Pension Plan consist primarily of treasury notes, marketable securities, and alternative investments.

In 2014, AMP filed an application for a favorable determination for termination of the Pension Plan under section 401(a) and 501(a) of the Internal Revenue Code of 1986. To date, there has been no determination.

Postretirement Plan

AMP sponsors a postretirement benefit plan (the "Postretirement Plan") covering salaried and hourly employees formerly employed at the Gorsuch Project who were hired before November 1, 2003. The Postretirement Plan provides prescription drug and medical, dental, and life insurance benefits. Benefits are available to employees who retire under provisions of the Postretirement Plan. The eligible employees' share of the medical insurance premiums in the postretirement period is increased on the basis of the provisions of the Postretirement Plan. In 2014, AMP settled all outstanding medical obligations associated with the Postretirement Plan by offering lump sum cash payments to retirees in lieu of the insurance coverage. Investments designated for postretirement obligations at December 31, 2014 and 2013 were $14,872,390 and $14,347,943, respectively.

The following table sets forth the benefit obligations, change in plan assets, funded status, amounts recognized in the consolidated balance sheets, components of net periodic benefit cost, and weighted average assumptions for the Pension Plan and Postretirement Plan at December 31:

	Pension Plan		Postretirement Plan	
	2014	**2013**	**2014**	**2013**
Change in benefit obligation				
Benefit obligation at beginning of year	$ 9,908,681	$ 12,800,978	$ 5,091,068	$ 5,832,764
Interest cost	419,341	453,519	124,596	137,014
Actuarial gain/(loss)	2,162,837	(419,823)	(60,319)	(174,332)
Benefits paid	(1,266,670)	(2,925,993)	(5,055,345)	(704,378)
Benefit obligation at end of year	11,224,189	9,908,681	100,000	5,091,068
Change in plan assets				
Fair value of plan assets at beginning of year	11,568,374	15,158,688	-	-
Actual return on plan assets	240,424	(664,321)	-	-
Employer contributions	-	-	3,240,875	704,378
Benefits paid	(1,266,670)	(2,925,993)	(3,240,875)	(704,378)
Fair value of plan assets at end of year	10,542,128	11,568,374	-	-
Funded status	$ (682,061)	$ 1,659,693	$ (100,000)	$ (5,091,068)
Amounts recognized in the consolidated balance sheets				
Prepaid pension costs	$ -	$ 1,659,693	$ -	$ -
Current liabilities	682,061	-	-	(750,000)
Noncurrent liabilities	-	-	100,000	(4,341,068)
Net amount recognized	$ 682,061	$ 1,659,693	$ 100,000	$ (5,091,068)
Components of net periodic benefit cost				
Interest cost	$ 419,341	$ 453,519	$ 124,596	$ 137,014
Expected return on plan assets	(439,135)	(1,095,655)	-	-
Amortization of transition obligation	-	-	-	78,600
Recognized actuarial loss	504,146	488,992	244,000	299,000
Settlement loss	-	1,034,604	369,515	-
Net periodic benefit cost	$ 484,352	$ 881,460	$ 738,111	$ 514,614
Weighted average assumptions				
Discount rate	3.25 %	4.50 %	0.00 %	2.50 %
Expected return on plan assets	4.00 %	8.00 %	N/A	N/A
Rate of compensation increase	N/A	5.00 %	N/A	N/A
Health care trend rate	N/A	N/A	N/A	5.00 %

AMP recognized a settlement loss during 2013 associated with the Pension Plan as lump sum distributions to plan participants exceeded the sum of service and interest costs. Lump sum distribution payments were made to plan participants in conjunction with the shut-down of electric generation at the Gorsuch plant. Total lump sum distributions were $88,626 and $1,793,941 for the years ended December 31, 2014 and 2013, respectively, and are included in benefits paid in the pension table.

The accumulated benefit obligation for the Pension Plan was $11,224,189 and $9,908,681 at December 31, 2014 and 2013, respectively. The accumulated benefit obligation for the Postretirement Plan was $100,000 and $5,091,068 at December 31, 2014 and 2013, respectively.

AMP's expected long-term rate of return on plan assets is based on the expected long-term performance of a portfolio with the current asset mix.

Accounting guidance establishes a fair value hierarchy that prioritizes the inputs used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted market prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy defined by accounting guidance are as follows:

Level 1 Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those where transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis. Level 1 assets include equity securities, mutual funds and money market funds that are listed on active exchanges.

Level 2 Pricing inputs are either directly or indirectly observable in the market as of the reporting date, other than quoted prices in active markets included in Level 1. Additionally, Level 2 includes those financial instruments that are valued using models or other valuation methodologies based on assumptions that are observable in the market place throughout the full term of the instrument, can be derived from observable data or are supported by observable levels at which transactions are executed in the market place. These models are primarily industry-standard models that consider various assumptions, including quoted forward prices for commodities, time value, volatility factors and current market and contractual prices for the underlying instruments, as well as other relevant economic measures. Assets in this category include investments in debt securities.

Level 3 Pricing inputs include inputs that are generally less observable from objective sources. These inputs may be used with internally developed methodologies that result in management's best estimate of fair value in addition to the use of independent appraisers' estimates of fair value on a periodic basis typically determined quarterly, but no less than annually. Assets in this category include investments in hedge funds.

As of December 31, 2014 and 2013 the pension investments measured at fair value were as follows:

	December 31, 2014			
	Level 1	Level 2	Level 3	Total
Assets				
Equity securities and mutual funds	$ -	$ -	$ -	$ -
Money market funds	754,767	-	-	754,767
Debt securities	-	9,642,213	-	9,642,213
Hedge funds	-	-	145,148	145,148
	$ 754,767	$ 9,642,213	$ 145,148	$ 10,542,128

	December 31, 2013			
	Level 1	Level 2	Level 3	Total
Assets				
Equity securities and mutual funds	$ 876,047	$ -	$ -	$ 876,047
Money market funds	1,302,033	-	-	1,302,033
Debt securities	-	9,221,468	-	9,221,468
Hedge funds	-	-	168,826	168,826
	$ 2,178,080	$ 9,221,468	$ 168,826	$ 11,568,374

The following table provides a reconciliation of changes in the fair value of pension investments classified as Level 3 in the fair value hierarchy during 2014:

	Hedge Funds
Balance as of January 1, 2013	$ 191,963
Unrealized gain	1,761
Withdrawals	(24,898)
Balance as of December 31, 2013	168,826
Withdrawals	(23,678)
Balance as of December 31, 2014	$ 145,148

AMP does not expect to make any contributions to the Pension Plan for the year ending December 31, 2015.

The following benefit payments, which reflect expected future service, as appropriate, are expected to be paid:

	Pension Plan	Postretirement Plan
2015	$ 1,112,000	$ 2,550
2016	1,036,000	2,700
2017	1,024,000	2,850
2018	990,000	2,900
2019	884,000	3,100
2020-2024	3,973,000	15,000

All medical benefits have been settled for the postretirement plan as of December 31, 2014. A one-percentage point change in assumed health care cost trend rate or any increase in per capita cost of health care benefits would have no effect on the on the Postretirement Plan.

14. Commitments and Contingencies

Environmental Matters
AMP is subject to regulation by federal and state authorities with respect to air and water quality control and other environmental matters and is subject to zoning and other regulations by local authorities. AMP is considering, or has considered, compliance with the following regulations:

President's Climate Action Plan
Announced on June 25, 2013, the President's Climate Action Plan establishes for the United States Environmental Protection Agency ("USEPA") certain specific rulemaking requirements and a timetable relative to emission reductions of carbon dioxide ("CO2") and other greenhouse gases ("GHGs"). USEPA proposed its rule to establish New Source Performance Standards ("NSPS") for CO2 for new fossil-fueled power plants on September 20, 2013, and published in the Federal Register on January 8, 2014. While AMP has no units that will be impacted by the "new" unit NSPS for GHGs, it is expected to influence future decisions about generation additions, as well as have possible implications for the agency's existing source rule (see below). Thus, AMP filed comments on the new unit GHG NSPS proposed rule on May 9, 2014.

Separately, the agency issued proposed regulations to reduce CO2 emissions from modified, reconstructed, and existing fossil-fueled power plants on June 18, 2014, with a final rule projected for Summer 2015. States will have one year from the date of the final rule to submit their implementation plans to USEPA for meeting the existing unit rules. The Company has reviewed potential compliance obligations as a result of the proposed rule, and submitted comments to USEPA on December 1, 2014.

RICE-NESHAP
USEPA originally proposed National Emission Standards for Hazardous Air Pollutants ("NESHAP") for certain reciprocating internal combustion engines (RICE) units in February 2010. While the rule was finalized by the agency in August 2010, the rule has been under reconsideration, settlement discussions, and proposal since January 2011. On January 30, 2013, the final reconsidered rule was published in the Federal Register. The RICE-NESHAP Rule establishes emission limits and work practice standards for compression-ignited diesel engines and spark-ignited engines at area and major sources nationwide. The diesel engines owned by AMP are affected by this rule and are in compliance.

NAAQS for Various Pollutants

Every five years, USEPA is required to propose new National Ambient Air Quality Standards ("NAAQS") for various criteria pollutants. USEPA's NAAQS for ozone was to have been issued in 2010, having missed that and other subsequent deadlines, the ozone NAAQS was withdrawn by the Obama Administration in September 2011.

In addition, the USEPA proposed new NAAQS for fine particulate matter (PM2.5) in June 2012 and issued final NAAQS for PM on December 14, 2012, lowering the allowable annual limit from 15 micrograms per cubic meter to 12 micrograms per cubic meter.

Both the ozone and PM NAAQS can have significant impacts on general economic development throughout AMP's footprint states, based on the final standards. For example, many metropolitan or industrialized counties would be expected to become nonattainment areas under the new ozone and PM standards if the levels are set low enough. This could require substantial local reductions of nitrogen oxides, volatile organic compounds, sulfur dioxide, and particulate matter.

Ozone NAAQS

On July 23, 2013, the U.S. Court of Appeals upheld the 2008 primary standard for ozone (at 0.075 ppm) but remanded the 2008 secondary standard for ozone to USEPA for reconsideration. On December 17, 2014, the USEPA proposed NAAQS for ozone was published in the Federal Register. Specific impacts to AMP facilities / operations are not known at this time.

Cross State Air Pollution Rule ("CSAPR")

In addition to emission reductions required to achieve local compliance, additional reductions may be required to achieve compliance in down-wind neighboring states. Emission allocations for some AMP managed facilities remain unresolved, but AMP anticipates compliance with the rule.

New Source Performance Standards for Combustion Turbines

USEPA proposed NSPS for natural gas combustion turbines in June 2012. The agency took comments on the proposal until December 28, 2012. The proposed revised NSPS would cover combustion turbines located at power plants, pipeline compressor stations, chemical and manufacturing plants, oil fields, landfills, and institutional facilities. AMP filed comments noting that the proposed revisions could severely limit unit operation and add significant compliance costs. The timing of USEPA issuing final NSPS for combustion turbines is unknown at this time.

Effluent Limitation Guidelines

USEPA published its proposed rule on June 6, 2013. USEPA has agreed to sign a decision taking final action on the rulemaking by September 30, 2015 (per a consent decree). The rule would limit pollutants discharged in effluent to regulated waterways from steam-electric generating units (including combined cycle natural gas). AMP filed comments on September 19, 2013. Impacts to AMP facilities are expected to be limited.

Waters of the U.S.

In April 2014, EPA and the Army Corps of Engineers ("ACOE") jointly proposed a rule to redefine and "clarify" certain definitions and applicability of definitions to various "waters of the U.S.," a term used in the Clean Water Act ("CWA"). The proposed rule would greatly expand the scope of the CWA to a point where it might threaten a wide variety of development and construction activities, including electric system transmission and distribution lines. Comments on the proposed rule were due November 14, 2014; AMP worked with the American Public Power Association in order to provide comments.

FWS and NMFS Proposed Rules/Policy on Critical Habitat
Two proposed rules and a draft policy related to the designation of critical habitat under the Endangered Species Act ("ESA") were issued on May 12, 2014, jointly by the U.S. Fish and Wildlife Service ("FWS") and the National Marine Fisheries Service ("NMFS").

Together the three proposals could greatly expand the discretion of the FWS and NMFS to designate critical habitat under the ESA, including actions that could change designations after certain development.

Coal Combustion Residuals ("CCR") or Coal Combustion Waste ("CCW") Disposal Rule
On December 19, 2014 (not yet published in the Federal Register), the USEAP issued a final rule regulating CCR, which includes fly ash, bottom ash, boilder slag, and flue gas desulfurization materials, as nonhazardous under subtitle D of the Resource Conservation and Recovery Act.

The final rule impacts coal-fired power plants with ash storage ponds or landfills due to heightened design criteria. Active storage ponds and landfills face enhanced monitoring and assessments. Inactive surface impoundments that still contain water and CCRs are subject to the regulation unless it completes closure within 36 months of the rule's publication. Impacts to AMP assets are expected to be limited.

Power Purchase Commitments
AMP's general practice is to enter into long-term power purchase contracts only when such contracts are supported by corresponding sales contracts to its members. All such contracts are considered normal pursuant to the FASB's standard on derivative instruments. All such purchases are "covered" by corresponding power sales arrangements either with individual members or one of AMP's power pools.

Energy purchase commitments at December 31 are as follows:

2015	$ 283,182,417
2016	242,218,158
2017	179,493,247
2018	95,492,879
2019	62,628,250
2020-2022	59,553,822
	$ 922,568,773

AMP has certain power supply agreements that include provisions that would require collateral upon a decrease in AMP's credit rating below investment grade, or power prices below certain thresholds.

AMP has also entered into long-term natural gas purchase contracts to provide fuel for AFEC. Natural gas purchase commitments at December 31 are as follows:

2015	$ 17,612,079
2016	8,235,210
2017	11,388,240
2018	7,863,660
2019	7,975,800
2020-2023	200,490,200
	$ 253,565,189

Other Commitments
In February 2011, AMP filed a complaint against Bechtel Power Corporation ("Bechtel") stemming from cancellation of the proposed AMPGS project. In the complaint, AMP alleges breach of contract, gross negligence and breach of fiduciary duty on the part of Bechtel and seeks to recover, among other things, approximately $100 million of cost that AMP incurred with respect to the AMPGS project prior to its cancellation. Bechtel filed an answer denying any liability and a counterclaim seeking $383,566 from AMP related to a termination payment that Bechtel alleges it is entitled to as a result of AMP terminating the AMPGS project for convenience. All costs associated with the litigation, as well as Bechtel's counterclaim, are project costs recoverable from the project participants under their power sales agreement with AMP, although the AMP Board of Trustees has determined it appropriate to pay a portion of those costs, to be recovered from the proceeds, if any, of the sale of project assets. On March 31, 2014, AMP received an adverse decision, denying in part and granting in part Bechtel's Motion for Summary Judgment. The Board and the Participants have voted to authorize AMP's General Counsel to continue legal action related to the cancellation of the project. As a result of that continued action, on October 21, 2014, AMP received an Order granting AMP's request to certify a key issue of state law to the Ohio Supreme Court. The Ohio Supreme Court has discretion whether to accept the request for resolution.

In January 2013, the staff of the Division of Enforcement of the Securities and Exchange Commission ("SEC") issued a subpoena to AMP seeking information and documents relating to the Prairie State Energy Campus. AMP is fully cooperating with the SEC's investigation which is nonpublic in nature. Based upon current information, AMP believes that investigation will likely be resolved without a material adverse effect on its financial condition.

AMP is also a party to various legal actions and complaints arising in the ordinary course of business. AMP does not believe that the ultimate resolution of such matters will have a material adverse effect on AMP's financial position or results of operations.

15. Subsequent Events

Advance Refunding of Portion of Prairie State Energy Campus Debt

On January 14, 2015, AMP issued, pursuant to the PSEC MTI, its Prairie State Energy Campus Project Revenue Bonds, consisting of three series: $507,875,000 Refunding Series 2015A (the "PSEC 2015A Bonds"), $135,350,000 Refunding Series 2015B (the "PSEC 2015B Bonds") and $95,100,000 Refunding Series 2015C (the "PSEC 2015C Bonds" and, together with the PSEC 2015A Bonds and the PSEC 2015B Bonds, the "PSEC 2015 Bonds"). The PSEC 2015 Bonds were issued to (i) refund a portion of AMP's Prairie State Energy Campus Project Revenue Bonds, Series 2008A (the "PSEC 2008A Bonds"), issued on July 2, 2008 in the aggregate principal amount of $760,655,000, (ii) refund a portion of AMP's Prairie State Energy Campus Revenue Bonds, Series 2009A (the "PSEC 2009A Bonds"), issued on March 31, 2009 in the aggregate principal amount of $166,565,000, and (iii) pay the costs of issuance of the PSEC 2015 Bonds. Specifically, a portion of the proceeds of the PSEC 2015 Bonds and other available funds under the Indenture, were applied to refund the PSEC 2008A Bonds and PSEC 2009A Bonds as shown below:

PSEC 2008A Bonds

Maturity Date - February 15	Principal Amount		Redemption Date	Redemption Price
2016	$ 8,700,000	*	Maturity	100%
2017	9,200,000	*	Maturity	100%
2018	4,800,000	*	Maturity	100%
2018	5,000,000	*	Maturity	100%
2019	2,700,000	*	February 15, 2018	100%
2019	7,500,000	*	February 15, 2018	100%
2020	5,885,000	*	February 15, 2018	100%
2020	15,110,000	*	February 15, 2018	100%
2021	22,005,000	*	February 15, 2018	100%
2022	23,350,000	*	February 15, 2018	100%
2023	6,825,000	*	February 15, 2018	100%
2023	16,200,000	*	February 15, 2018	100%
2024	10,490,000	*	February 15, 2018	100%
2025	15,525,000	*	February 15, 2018	100%
2026	19,200,000	*	February 15, 2018	100%
2027	28,215,000	*	February 15, 2018	100%
2028	2,760,000	*	February 15, 2018	100%
2028	26,930,000	*	February 15, 2018	100%
2031	105,235,000	*	February 15, 2018	100%
2033	64,910,000	*	February 15, 2018	100%
2038	190,250,000	*	February 15, 2018	100%
2043	51,260,000	*	February 15, 2018	100%
	$ 642,050,000			

* Denotes partially refunded maturity

PSEC 2009A Bonds

Maturity Date - February 15	Principal Amount	Redemption Date	Redemption Price
2022	$ 1,955,000	February 15, 2019	100%
2023	3,685,000	February 15, 2019	100%
2024	18,435,000	February 15, 2019	100%
2025	14,590,000	February 15, 2019	100%
2026	12,300,000	February 15, 2019	100%
2027	4,440,000	February 15, 2019	100%
2028	4,680,000	February 15, 2019	100%
2029	2,670,000	February 15, 2019	100%
2039	29,670,000	February 15, 2019	100%
	$ 92,425,000		

To effect the refunding, a sufficient amount of the proceeds of the Series 2015 Bonds and certain other available funds under the Indenture were deposited in an escrow account (the “Escrow Fund”) established by AMP with U.S. Bank National Association (the “Escrow Agent”), and were invested in certain noncallable direct obligations or obligations the principal of and interest on which are unconditionally guaranteed by the United States of America (“Defeasance Obligations”) that mature in amounts and pay interest at rates sufficient to pay, when due, the principal, applicable redemption premiums, if any, and interest on the above-referenced bonds through their respective maturity or redemption dates, as applicable. The sufficiency of the Escrow Fund, including Defeasance Obligations and the income thereon, to pay such amounts were verified by Samuel Klein and Company, Certified Public Accountants. On the date of issuance of the PSEC 2015 Bonds, the Escrow Agent was given irrevocable instructions to call the callable PSEC 2008A Bonds for redemption on February 15, 2018 and the callable 2009A Bonds for redemption on February 15, 2019, each at the redemption prices of 100%.

AMP Management believes these decisions will have no material adverse effect on its financial condition or that of any of its other projects.

AMP has considered subsequent events through April 29, 2015, the date these consolidated financial statements were available to be issued.

Supplementary Information

Independent Auditor's Report on Supplementary Information

Board of Trustees and Members of
American Municipal Power, Inc.

We have audited the consolidated financial statements of American Municipal Power, Inc. ("AMP") and its subsidiaries (the "Organization") as of December 31, 2014 and 2013 and for the years then ended and our report thereon appears on page one of this document. That audit was conducted for the purpose of forming an opinion on the consolidated financial statements taken as a whole.

The consolidating balance sheet at December 31, 2014 and the consolidating statements of revenues and expenses and of cash flows for the year then ended are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the consolidated financial statements. The consolidating information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves and other additional procedures, in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the consolidated financial statements taken as a whole. The consolidating information is presented for purposes of additional analysis of the consolidated financial statements rather than to present the financial position, results of operations and cash flows of the individual companies and is not a required part of the consolidated financial statements. Accordingly, we do not express an opinion on the financial position, results of operations and cash flows of the individual companies.

The Schedule of Receipts and Disbursement of the Village of Genoa Project Electric System Improvement Bonds, Series 2004, Funds and Accounts (the "Genoa Schedule") for the year ended December 31, 2014 is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information in the Genoa Schedule has been subjected to auditing procedures applied in the audit of the consolidated financial statements, and, in our opinion, is fairly stated, in all material respects, in relation to the consolidated financial statements taken as a whole. The information is presented for the purpose of additional analysis pursuant to Article VI, Section 6.10 of the trust agreement between U.S. Bank, N.A., as trustee, and AMP on behalf of the Village of Genoa in the trust agreement dated October 1, 2004 and is not a required part of the basic consolidated financial statements.

pwc

The Schedule of Receipts and Disbursement of the OMEGA JV 6 Adjustable Rate Revenue Bonds, Series 2004, Funds and Accounts (the “JV6 Schedule”) for the year ended December 31, 2014 is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information in the JV6 Schedule has been subjected to auditing procedures applied in the audit of the consolidated financial statements, and, in our opinion, is fairly stated, in all material respects, in relation to the consolidated financial statements taken as a whole. The information is presented for the purpose of additional analysis pursuant to Article VI, Section 6.09 of the trust agreement between U.S. Bank, N.A., as trustee, and AMP on behalf of the financing participants listed in the trust agreement dated July 1, 2004 and is not a required part of the basic consolidated financial statements.

The Schedules of Receipts and Disbursement of the Prairie State Energy Campus Project Revenue Bonds, Series 2008A, 2009A, 2009B, 2009C and 2010, Funds and Accounts and of the Prairie State Energy Campus Parity Reserve Funds (collectively, the "Prairie State Schedules") for the year ended December 31, 2014 are the responsibility of management and were derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information in the Prairie State Schedules have been subjected to auditing procedures applied in the audit of the consolidated financial statements, and, in our opinion, are fairly stated, in all material respects, in relation to the consolidated financial statements taken as a whole. The information is presented for the purpose of additional analysis and are not a required part of the basic consolidated financial statements.

The Schedules of Receipts and Disbursement of the Combined Hydroelectric Project Revenue Bonds, Series 2009A, 2009B, 2009C, 2009D, 2010A, 2010B and 2010C, Funds and Accounts and of the Combined Hydroelectric Project Parity Reserve Funds (collectively, the "Hydroelectric Project Schedules") for the year ended December 31, 2014 are the responsibility of management and were derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information in the Hydroelectric Project Schedules have been subjected to auditing procedures applied in the audit of the consolidated financial statements, and, in our opinion, are fairly stated, in all material respects, in relation to the consolidated financial statements taken as a whole. The information is presented for the purpose of additional analysis and are not a required part of the basic consolidated financial statements.

The Schedules of Receipts and Disbursement of the Meldahl Hydroelectric Project Revenue Bonds, Series 2010A, 2010B, 2010C, 2010D, 2010E and 2011A, Funds and Accounts and of the Meldahl Hydroelectric Project Parity Reserve Funds (collectively, the "Meldahl Project Schedules") for the year ended December 31, 2014 are the responsibility of management and were derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information in the Meldahl Project Schedules have been subjected to auditing procedures applied in the audit of the consolidated financial statements, and, in our opinion, are fairly stated, in all material respects, in relation to the consolidated financial statements taken as a whole. The information is presented for the purpose of additional analysis and are not a required part of the basic consolidated financial statements.

The Schedules of Receipts and Disbursements of the AMP Fremont Energy Center Project Revenue Bonds, Series 2012A and 2012B, Funds and Accounts and of the Fremont Energy Center Parity Reserve Funds (collectively, the "AFEC Project Schedules") for the year ended December 31, 2014 are the responsibility of management and were derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information in the AFEC Project Schedules have been subjected to auditing procedures applied in the audit of the consolidated financial statements, and, in our opinion, are fairly stated, in all material respects, in relation to the consolidated financial statements taken as a whole. The information is presented for the purpose of additional analysis and are not a required part of the basic consolidated financial statements.

These reports are intended solely for the information and use of the members of AMP and U.S. Bank, N.A., as a trustee, and are not intended to be and should not be used by anyone other than these specified parties.

PricewaterhouseCoopers LLP

Columbus, Ohio
April 29, 2015

American Municipal Power, Inc.
Consolidating Balance Sheet
December 31, 2014

	AMP *	PSEC	AFEC	Eliminating	Total
Assets					
Utility plant					
Electric plant in service	$ 35,125,926	$ 1,374,721,767	$ 542,428,873	$ -	$ 1,952,276,566
Accumulated depreciation	(17,337,295)	(89,384,894)	(47,969,638)	-	(154,691,827)
Total utility plant	17,788,631	1,285,336,873	494,459,235	-	1,797,584,739
Nonutility property and equipment					
Nonutility property and equipment	24,766,761	-	-	-	24,766,761
Accumulated depreciation	(12,748,680)	-	-	-	(12,748,680)
Total nonutility property and equipment	12,018,081	-	-	-	12,018,081
Construction work-in-process	2,182,177,963	5,888,279	5,493,753	-	2,193,559,995
Plant held for future use	35,115,838	-	-	-	35,115,838
Coal reserves	-	25,045,650	-	-	25,045,650
Trustee funds and other assets					
Trustee funds	392,329,832	138,940,051	40,185,024	-	571,454,907
Financing receivables-members	14,878,755	-	-	-	14,878,755
Notes receivable	50,759,327	-	-	-	50,759,327
Regulatory assets	103,011,318	99,287,942	61,446,012	-	263,745,272
Investment in The Energy Authority	10,211,442	-	-	-	10,211,442
Intangible and other assets	25,901,595	18,344,680	30,496,280	-	74,742,555
Total trustee funds and other assets	597,092,269	256,572,673	132,127,316	-	985,792,258
Current assets					
Cash and cash equivalents	48,834,676	10,520,550	11,214,911	-	70,570,137
Cash and cash equivalents - restricted	25,267,618	-	-	-	25,267,618
Trustee funds	239,200,075	52,438,203	18,288,690	-	309,926,968
Investments	14,872,390	-	-	-	14,872,390
Collateral postings	9,789,600	11,000,000	-	-	20,789,600
Accounts receivable	57,038,842	20,534,437	12,924,285	(15,415,236)	75,082,328
Interest receivable	23,470,544	6,055,413	39,909	-	29,565,866
Financing receivables - members	14,438,195	-	-	-	14,438,195
Notes receivable	9,956,514	-	-	-	9,956,514
Inventories	62,452	7,298,605	-	-	7,361,057
Regulatory assets	10,443,933	-	12,990,010	-	23,433,943
Prepaid expenses and other assets	1,199,844	1,713,413	2,903,036	-	5,816,293
Total current assets	454,574,683	109,560,621	58,360,841	(15,415,236)	607,080,909
Total assets	$ 3,298,767,465	$ 1,682,404,096	$ 690,441,145	$ (15,415,236)	$ 5,656,197,470

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

American Municipal Power, Inc.
Consolidating Balance Sheet
December 31, 2014

	AMP *	PSEC	AFEC	Eliminating	Total
Equities and Liabilities					
Member and patron equities					
Contributed capital	$ 806,248	$ -	$ -	$ -	$ 806,248
Patronage capital	60,990,058	-	-	-	60,990,058
Total member and patron equities	61,796,306	-	-	-	61,796,306
Long-term debt					
Term debt	2,649,431,314	1,577,776,258	569,194,103	-	4,796,401,675
Term debt on behalf of Central Virginia Electric Cooperative	-	-	22,770,833	-	22,770,833
Revolving credit loan	291,598,897	24,401,103	-	-	316,000,000
Total long-term debt	2,941,030,211	1,602,177,361	591,964,936	-	5,135,172,508
Current liabilities					
Accounts payable	160,873,170	13,322,569	7,216,912	(15,415,236)	165,997,415
Accrued pension and postretirement benefits	682,061	-	-	-	682,061
Accrued interest	71,024,085	33,457,595	10,029,147	-	114,510,827
Term debt	34,680,843	21,495,000	8,475,000	-	64,650,843
Term debt on behalf of members	12,113,000	-	-	-	12,113,000
Term debt on behalf of Central Virginia Electric Cooperative	-	-	854,167	-	854,167
Regulatory liabilities	645,779	-	-	-	645,779
Other liabilities	4,500,418	5,477,038	14,949,957	-	24,927,413
Total current liabilities	284,519,356	73,752,202	41,525,183	(15,415,236)	384,381,505
Other noncurrent liabilities					
Accrued postretirement benefits	100,000	-	-	-	100,000
Deferred gain on sale of real estate	1,260,748	-	-	-	1,260,748
Other liabilities	90,381	-	31,310,347	-	31,400,728
Asset retirement obligations	2,856,198	4,770,951	101,270	-	7,728,419
Regulatory liabilities	7,114,265	1,703,582	25,539,409	-	34,357,256
Total other noncurrent liabilities	11,421,592	6,474,533	56,951,026	-	74,847,151
Total liabilities	3,236,971,159	1,682,404,096	690,441,145	(15,415,236)	5,594,401,164
Total equities and liabilities	$ 3,298,767,465	$ 1,682,404,096	$ 690,441,145	$ (15,415,236)	$ 5,656,197,470

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

American Municipal Power, Inc.
Consolidating Statement of Revenues and Expenses
Year Ended December 31, 2014

	AMP *	PSEC	AFEC	Eliminating	Total
Revenues					
Electric revenue	$ 614,649,532	$ 224,706,661	$ 173,481,458	$ (153,383)	$ 1,012,684,268
Service fees	10,913,504	-	-	-	10,913,504
Programs and other	20,078,880	-	-	(3,773,640)	16,305,240
Total revenues	645,641,916	224,706,661	173,481,458	(3,927,023)	1,039,903,012
Operating expenses					
Purchased electric power	596,470,744	34,230,757	(4,898,083)	-	625,803,418
Production	7,150,433	47,591,091	40,292,073	(3,773,640)	91,259,957
Fuel	323,737	27,107,210	95,112,747	-	122,543,694
Depreciation and amortization	4,752,462	36,929,838	16,806,073	-	58,488,373
Administrative and general	5,204,467	4,047,415	1,298,428	(153,383)	10,396,927
Property and real estate taxes	8,207,827	66,360	1,093,037	-	9,367,224
Programs and other	19,985,419	-	-	-	19,985,419
Total operating expenses	642,095,089	149,972,671	149,704,275	(3,927,023)	937,845,012
Operating margin	3,546,827	74,733,990	23,777,183	-	102,058,000
Nonoperating revenues and (expenses)					
Interest expense	(1,323,975)	(92,848,998)	(24,816,306)	-	(118,989,279)
Interest income, subsidy	-	13,523,203	-	-	13,523,203
Interest income, other	700,332	3,436,579	98,440	-	4,235,351
Other, net	(345,528)	1,155,226	940,683	-	1,750,381
Total nonoperating revenues and expenses	(969,171)	(74,733,990)	(23,777,183)	-	(99,480,344)
Net margin	$ 2,577,656	$ -	$ -	$ -	$ 2,577,656

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

American Municipal Power, Inc.
Consolidating Statement of Cash Flows
Year Ended December 31, 2014

	AMP	PSEC	AFEC	Eliminating	Total
Operating activities					
Net margin	$ 2,577,656	$ -	$ -	$ -	$ 2,577,656
Adjustments to reconcile net margin to net cash provided by operating activities					
Depreciation and amortization	4,752,462	36,468,812	16,806,073	-	58,027,347
Depletion of coal reserves	-	461,026	-	-	461,026
Amortization of deferred financing costs	2,000,970	1,643,296	293,745	-	3,938,011
Amortization of bond premium, net of amortization of bond discount	(755,109)	1,202,506	(2,175,550)	-	(1,728,153)
Accretion of interest on asset retirement obligations	29,970	118,237	3,075	-	151,282
Loss (gain) on sale of property and equipment	(22,840)	9,439	-	-	(13,401)
Unrealized gain on investments	(524,447)	(1,164,665)	(935,529)	-	(2,624,641)
Changes in assets and liabilities					
Collateral postings	(2,750,621)	-	-	-	(2,750,621)
Accounts receivable	6,615,231	(13,210,899)	(3,657,962)	14,818,821	4,565,191
Interest receivable	-	21,600	(39,726)	-	(18,126)
Inventories	(5,570)	1,497,062	-	-	1,491,492
Prepaid expenses and other assets	1,731,802	141,882	(1,529,637)	-	344,047
Regulatory assets and liabilities, net	7,378,456	(19,011,267)	(1,855,044)	-	(13,487,855)
Accounts payable	12,320,338	3,606,310	3,068,647	(14,818,821)	4,176,474
Accrued pension and postretirement benefits	(2,649,314)	-	-	-	(2,649,314)
Accrued interest	(41,563)	(986,112)	(39,987)	-	(1,067,662)
Asset retirement obligations	(74,740)	(1,762)	(1,957)	-	(78,459)
Other liabilities	(92,660)	(776,099)	(923,047)	-	(1,791,806)
Cash provided by operating activities	30,490,021	10,019,366	9,013,101	-	49,522,488
Investing activities					
Proceeds from sale of investments	879,538,146	239,119,860	4,346,589	-	1,123,004,595
Purchase of investments	(478,299,770)	(184,668,448)	(3,582,424)	-	(666,550,642)
Purchase of utility property and equipment	(16,423)	(3,152,372)	79,155	-	(3,089,640)
Purchase of nonutility property and equipment	(497,583)	-	-	-	(497,583)
Purchase of plant held for future use	(234,763)	-	-	-	(234,763)
Purchase of construction work-in-progress	(407,972,924)	(6,837,491)	(2,660,393)	-	(417,470,808)
Proceed from insurance claim	-	1,628,200	-	-	1,628,200
Loans made to related parties	(66,750,000)	-	-	-	(66,750,000)
Proceeds due to payments on loans made to related parties	9,109,159	-	-	-	9,109,159
Investment in The Energy Authority	(10,211,442)	-	-	-	(10,211,442)
Change in restricted cash and cash equivalents	15,394,463	-	-	-	15,394,463
Cash (used in) provided by investing activities	(59,941,137)	46,089,749	(1,817,073)	-	(15,668,461)

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

American Municipal Power, Inc.
Consolidating Statement of Cash Flows
Year Ended December 31, 2014

	AMP	PSEC	AFEC	Eliminating	Total
Financing activities					
Proceeds from revolving credit loan	275,038,069	76,961,931	-	-	352,000,000
Payments on revolving credit loan	(163,388,416)	(62,611,584)	-	-	(226,000,000)
Principal payments on term debt	(70,119,412)	(68,685,000)	(8,385,000)	-	(147,189,412)
Principal payments on term debt on behalf of Central Virginia Electric Cooperative	-	-	(854,167)	-	(854,167)
Proceeds from issuance of term debt	15,061,431	-	-	-	15,061,431
Cost of issuance of debt	(537,951)	(51,234)	(51,234)	-	(640,419)
Principal payments on term debt on behalf of members	(17,530,000)	-	-	-	(17,530,000)
Proceeds from issuance of term debt on behalf of members	11,136,000	-	-	-	11,136,000
Proceeds from financing receivable - members	17,097,606	-	-	-	17,097,606
Funding of financing receivable - members	(11,033,317)	-	-	-	(11,033,317)
Cash provided by (used in) financing activities	55,724,010	(54,385,887)	(9,290,401)	-	(7,952,278)
Net change in cash and cash equivalents	26,272,894	1,723,228	(2,094,373)	-	25,901,749
Cash and cash equivalents, beginning of year	22,561,782	8,797,322	13,309,284	-	44,668,388
Cash and cash equivalents, end of year	$ 48,834,676	$ 10,520,550	$ 11,214,911	$ -	$ 70,570,137

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

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Village of Genoa Project
Electric System Improvement Bonds, Series 2004, Funds and Accounts
Year Ended December 31, 2014

	Funds Held by Trustee		
		Debt Service Fund	
	Total	Bond Fund	Debt Service Reserve Fund
Fund balances as of December 31, 2013	$ 663,429	$ 259,519	$ 403,910
Receipts			
Debt service	437,432	437,432	-
Gain on investment	136	43	93
Interest and dividends on investments	1,397	316	1,081
Total receipts	438,965	437,791	1,174
Disbursements			
Debt service payments	(4,483,424)	(4,483,424)	
Loss on investment	(1,360)	(299)	(1,061)
Total disbursements	(4,484,784)	(4,483,723)	(1,061)
Net transfers	3,382,390	3,786,413	(404,023)
Fund balances as of December 31, 2014	$ -	$ -	$ -

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the OMEGA JV6 Adjustable Rate Revenue Bonds, Series 2004, Funds and Accounts
Year Ended December 31, 2014

		Funds Held by Trustee	OMEGA JV6
		Debt Service Fund	
	Total	Bond Payment Fund	Reserve and Contingency Fund [1]
Fund balances as of December 31, 2013	$ 417,188	$ 417,188	$ 87,092
Receipts			
Debt service	1,000,804	1,000,804	-
Gain on investments	421	421	247
Interest and dividends on investments	471	471	379
Total receipts	1,001,696	1,001,696	626
Disbursements			
Debt service payments	(999,014)	(999,014)	-
Loss on investments	(441)	(441)	(355)
Total disbursements	(999,455)	(999,455)	(355)
Amortization	(39)	(39)	-
Net transfers	(2,462)	(2,462)	2,462
Fund balances as of December 31, 2014	$ 416,928	$ 416,928	$ 89,825

[1] Under the terms of the Bond Agreement, the Reserve and Contingency Fund is held by OMEGA JV6.

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Prairie State Energy Campus
Parity Reserve Funds
Year Ended December 31, 2014

		Funds Held by Trustee			
	Total	2008 Parity Reserve Fund	2009A Parity Reserve Fund	2009B Parity Reserve Fund	2010 Parity Reserve Fund
Fund balances as of December 31, 2013	$ 115,039,332	$ 58,758,744	$ 9,017,124	$ 28,477,378	$ 18,786,086
Receipts					
Investment gain	3,460,617	142,670	20,378	2,112,757	1,184,812
Interest and dividends on investments	2,870,796	2,676,776	25,350	119,128	49,542
Total receipts	6,331,413	2,819,446	45,728	2,231,885	1,234,354
Disbursements					
Investment loss	(1,273,776)	(151,941)	(25,720)	(725,030)	(371,085)
Total disbursements	(1,273,776)	(151,941)	(25,720)	(725,030)	(371,085)
Amortization	(277,977)	-	972,167	518,577	(1,768,721)
Net transfers	(7,842,378)	(2,736,714)	(3,120,462)	(1,084,897)	(900,305)
Fund balances as of December 31, 2014	$ 111,976,614	$ 58,689,535	$ 6,888,837	$ 29,417,913	$ 16,980,329

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Prairie State Energy Campus
Project Revenue Bonds, Series 2008A, Funds and Accounts
Year Ended December 31, 2014

	Funds Held by Trustee	
	Total	Bond Payment
Fund balances as of December 31, 2013	$ 19,167,151	$ 19,167,151
Receipts		
Debt services	42,753,510	42,753,510
Investment gain	16,601	16,601
Investment and dividends on investments	26,410	26,410
Total receipts	42,796,521	42,796,521
Disbursements		
Debt service payments	(44,642,145)	(44,642,145)
Investment loss	(23,537)	(23,537)
Total disbursements	(44,665,682)	(44,665,682)
Net transfers	4,971,283	4,971,283
Fund balances as of December 31, 2014	$ 22,269,273	$ 22,269,273

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Prairie State Energy Campus
Project Revenue Bonds, Series 2009A, Funds and Accounts
Year Ended December 31, 2014

	Funds Held by Trustee		
	Total	Bond Fund	Capitalized Interest Fund
Fund balances as of December 31, 2013	$ 3,600,958	$ 3,593,993	$ 6,965
Receipts			
Debt service	6,887,533	6,887,533	-
Investment gain	2,914	2,914	-
Interest and dividends on investments	3,585	3,585	-
Total receipts	6,894,032	6,894,032	-
Disbursements			
Debt service payments	(55,971,291)	(55,971,291)	-
Draws	(6,965)	-	(6,965)
Investment loss	(3,366)	(3,366)	-
Total disbursements	(55,981,622)	(55,974,657)	(6,965)
Net transfers	48,020,000	48,020,000	-
Fund balances as of December 31, 2014	$ 2,533,368	$ 2,533,368	$ -

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Prairie State Energy Campus Project Revenue Bonds, Series 2009B, Funds and Accounts
Year Ended December 31, 2014

	Funds Held by Trustee		
	Total	Bond Fund	Capitalized Interest Project Fund
Fund balances as of December 31, 2013	$ 14,127,656	$ 14,108,683	$ 18,973
Receipts			
Debt service	18,307,388	18,307,388	-
Investment gain	13,570	13,570	-
Interest and dividends on investments	24,395	24,395	-
Total receipts	18,345,353	18,345,353	-
Disbursements			
Debt service payments	(17,152,919)	(17,152,919)	-
Draws	(18,973)	-	(18,973)
Investment loss	(18,959)	(18,959)	-
Total disbursements	(17,190,851)	(17,171,878)	(18,973)
Net Transfers	351,339	351,339	-
Fund balances as of December 31, 2014	$ 15,633,497	$ 15,633,497	$ -

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Prairie State Energy Campus Project Revenue Bonds, Series 2009C, Funds and Accounts
Year Ended December 31, 2014

	Funds Held by Trustee			
	Total	Bond Fund	Capitalized Interest Subaccount	Acquisition and Construction Account
Fund balances as of December 31, 2013	$ 6,551,556	$ 6,526,372	$ 25,184	$ -
Receipts				
Build America bonds subsidy receipts	7,741,708	7,741,708	-	-
Debt service	15,328,910	15,328,910	-	-
Investment gain	7,386	7,372	-	14
Interest and dividends on investments	7,411	7,368	-	43
Total receipts	23,085,415	23,085,358	-	57
Disbursements				
Debt service payments	(23,835,308)	(23,835,308)	-	-
Draws	(532,107)	-	(25,184)	(506,923)
Investment loss	(6,311)	(6,297)	-	(14)
Total disbursements	(24,373,726)	(23,841,605)	(25,184)	(506,937)
Net transfers	1,619,451	1,112,571	-	506,880
Fund balances as of December 31, 2014	$ 6,882,696	$ 6,882,696	$ -	$ -

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Prairie State Energy Campus Project Revenue Bonds, Series 2010, Funds and Accounts
Year Ended December 31, 2014

	Funds Held by Trustee				
	Total	Bond Fund	Capitalized Interest Tracking Fund	Construction Fund	Capital Improvement Fund
Fund balances as of December 31, 2013	$ 86,178,347	$ 4,879,368	$ 38,709	$ 81,260,270	$ -
Receipts					
Build America bonds subsidy receipts	5,786,962	5,786,962	-	-	-
Debt service	11,645,363	11,645,363	-	-	-
Investment gain	41,293	5,389	-	35,903	1
Interest and dividends on investments	496,103	5,471	-	490,628	4
Total receipts	17,969,721	17,443,185	-	526,531	5
Disbursements					
Debt service payments	(17,817,000)	(17,817,000)	-	-	-
Draws	(6,446,931)	-	(38,709)	(6,126,427)	(281,795)
Investment loss	(414,949)	(4,697)	-	(410,251)	(1)
Total disbursements	(24,678,880)	(17,821,697)	(38,709)	(6,536,678)	(281,796)
Amortization	(256,687)	-	-	(256,687)	
Net transfers	(47,119,695)	618,514	-	(48,020,000)	281,791
Fund balances as of December 31, 2014	$ 32,092,806	$ 5,119,370	$ -	$ 26,973,436	$ -

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Hydroelectric Project Parity Reserve Funds
Year Ended December 31, 2014

	Funds Held by Trustee		
	Total	2009A Parity Reserve Fund	2010A Parity Reserve Fund
Fund balances as of December 31, 2013	$ 106,256,879	$ 40,011,245	$ 66,245,634
Receipts			
Investment gain	18,954,913	3,752,783	15,202,130
Interest and dividends on investments	2,793,500	804,111	1,989,389
Total receipts	21,748,413	4,556,894	17,191,519
Disbursements			
Investment loss	(3,171,985)	(1,464,464)	(1,707,521)
Total disbursements	(3,171,985)	(1,464,464)	(1,707,521)
Amortization	7,492,632	4,412,030	3,080,602
Net transfers	(5,886,403)	(2,255,349)	(3,631,054)
Fund balances as of December 31, 2014	$ 126,439,536	$ 45,260,356	$ 81,179,180

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Combined Hydroelectric Project Revenue Bonds, Series 2009A, Funds and Accounts
Year Ended December 31, 2014

	Funds Held by Trustee			
	Total	Bond Fund	Capitalized Interest Fund	Principal Fund
Fund balances as of December 31, 2013	$ 17,324,981	$ -	$ 1,238,774	$ 16,086,207
Receipts				
Investment gain	1,088	-	1,088	-
Interest and dividends on investments	466,022	-	65,361	400,661
Total receipts	467,110	-	66,449	400,661
Disbursements				
Debt service payments	(1,000,193)	(1,000,193)	-	-
Investment losses	(438,128)	-	(64,789)	(373,339)
Total disbursements	(1,438,321)	(1,000,193)	(64,789)	(373,339)
Amortization	(642,401)	-	41,417	(683,818)
Net transfers	75,400	1,000,193	(924,793)	-
Fund balances as of December 31, 2014	$ 15,786,769	$ -	$ 357,058	$ 15,429,711

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Combined Hydroelectric Project Revenue Bonds, Series 2009B, Funds and Accounts
Year Ended December 31, 2014

		Funds Held by Trustee				
	Total	Bond Fund	Capitalized Interest Fund	Capitalized Interest Tracking Fund	Cost of Issuance Fund	Interest Reserve Fund
Fund balances as of December 31, 2013	$ 37,222,133	$ 77	$ 15,531,598	$ 16,154,785	$ 171,195	$ 5,364,478
Receipts						
Build America bonds subsidy receipts	10,212,418	10,212,418	-	-	-	-
Investment gain	1,127,531	255	-	-	170	1,127,106
Interest and dividends on investments	1,577,210	362	576,765	984,541	263	15,279
Total receipts	12,917,159	10,213,035	576,765	984,541	433	1,142,385
Disbursements						
Debt service payments	(31,442,174)	(31,442,174)	-	-	-	-
Capital expenditures	(6,500)	-	-	-	(6,500)	-
Investment loss	(1,586,642)	(255)	(530,398)	(941,683)	(209)	(114,097)
Total disbursements	(33,035,316)	(31,442,429)	(530,398)	(941,683)	(6,709)	(114,097)
Amortization	(2,448,639)	1	(3,691,874)	810,934	-	432,300
Net transfers	1,893,166	21,229,505	(10,185,411)	(9,150,928)	-	-
Fund balances as of December 31, 2014	$ 16,548,503	$ 189	$ 1,700,680	$ 7,857,649	$ 164,919	$ 6,825,066

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Combined Hydroelectric Project Revenue Bonds, Series 2009C, Funds and Accounts
Year Ended December 31, 2014

		Funds Held by Trustee			
	Total	Bond Fund	Capitalized Interest Subaccount	Capitalized Interest Tracking Subaccount	Cost of Issuance Account
Fund balances as of December 31, 2013	$ 10,381,155	$ -	$ 5,165,672	$ 5,187,715	$ 27,768
Receipts					
Investment gain	101	-	-	78	23
Interest and dividends on investments	437,100	-	157,252	279,811	37
Total receipts	437,201	-	157,252	279,889	60
Disbursements					
Debt service payments	(6,199,900)	(6,199,900)	-	-	-
Capital expenditures	(2,000)	-	-	-	(2,000)
Investment loss	(396,502)	-	(129,316)	(267,160)	(26)
Total disbursements	(6,598,402)	(6,199,900)	(129,316)	(267,160)	(2,026)
Amortization	(288,563)	-	(505,471)	216,908	-
Net transfers	377,867	6,199,900	(3,040,993)	(2,781,040)	-
Fund balances as of December 31, 2014	$ 4,309,258	$ -	$ 1,647,144	$ 2,636,312	$ 25,802

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Combined Hydroelectric Project Revenue Bonds, Series 2009D, Funds and Accounts
Year Ended December 31, 2014

	Funds Held by Trustee		
	Total	Bond Fund	Sinking Subaccount
Fund balances as of December 31, 2013	$ 2,832,600	$ -	$ 2,832,600
Receipts			
Interest and dividends on investments	158,322	-	158,322
Total receipts	158,322	-	158,322
Disbursements			
Debt service payments	(1,329,412)	(1,329,412)	-
Investment loss	(145,368)	-	(145,368)
Total disbursements	(1,474,780)	(1,329,412)	(145,368)
Amortization	(100,412)	-	(100,412)
Net transfers	-	1,329,412	(1,329,412)
Fund balances as of December 31, 2014	$ 1,415,730	$ -	$ 1,415,730

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Combined Hydroelectric Project Revenue Bonds, Series 2010A, Funds and Accounts
Year Ended December 31, 2014

		Funds Held by Trustee			
	Total	Bond Fund	Capitalized Interest Subaccount	Acquisition and Construction Fund	Cost of Issuance Fund
Fund balances as of December 31, 2013	$ 20,326,453	$ -	$ 16,692,555	$ 3,621,570	$ 12,328
Receipts					
Investment gain	3,092	-	-	3,077	15
Interest and dividends on investments	489,229	-	483,614	5,568	47
Total receipts	492,321	-	483,614	8,645	62
Disbursements					
Debt service payments	(10,862,074)	(10,862,074)	-	-	-
Capital expenditures	(2,000)	-	-	(2,000)	-
Investment loss	(377,460)	-	(373,596)	(3,820)	(44)
Total disbursements	(11,241,534)	(10,862,074)	(373,596)	(5,820)	(44)
Amortization	(1,382,821)	-	(1,384,594)	1,773	-
Net transfers	1,286,772	10,862,074	(9,064,804)	(510,498)	-
Fund balances as of December 31, 2014	$ 9,481,191	$ -	$ 6,353,175	$ 3,115,670	$ 12,346

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Combined Hydroelectric Project Revenue Bonds, Series 2010B, Funds and Accounts
Year Ended December 31, 2014

		Funds Held by Trustee					
	Total	Bond Fund	Capitalized Interest Tracking Subaccount	Capitalized Interest Subaccount	Special Reserve Account	Acquisition and Construction Fund	Cost of Issuance Fund
Fund balances as of December 31, 2013	$ 575,503,325	$ 60	$ 27,039,865	$ 64,490,169	$ 13,223,890	$ 470,696,013	$ 53,328
Receipts							
Build America bond subsidy receipts	28,954,598	28,954,598	-	-	-	-	-
Investment gain	3,188,898	442	-	-	3,188,398	-	58
Interest and dividends on investments	8,449,773	565	888,106	2,160,998	36,914	5,363,100	90
Total receipts	40,593,269	28,955,605	888,106	2,160,998	3,225,312	5,363,100	148
Disbursements							
Debt service payments	(88,921,671)	(88,921,671)	-	-	-	-	-
Capital expenditures	(219,981,927)	-	-	-	-	(219,981,927)	-
Investment loss	(6,515,163)	(362)	(817,257)	(1,796,166)	(323,936)	(3,577,369)	(73)
Total disbursements	(315,418,761)	(88,922,033)	(817,257)	(1,796,166)	(323,936)	(223,559,296)	(73)
Amortization	(14,116,109)	(1)	1,224,851	1,239,060	1,282,928	(17,862,947)	-
Net transfers	2,132,055	60,039,853	(2,886,449)	(52,135,623)	(765,968)	(2,119,758)	-
Fund balances as of December 31, 2014	$ 288,693,779	$ 73,484	$ 25,449,116	$ 13,958,438	$ 16,642,226	$ 232,517,112	$ 53,403

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Combined Hydroelectric Project Revenue Bonds, Series 2010C, Funds and Accounts
Year Ended December 31, 2014

	Funds Held by Trustee					
	Total	Bond Fund	Capitalized Interest Tracking Subaccount	Capitalized Interest Subaccount	Special Reserve Account	Cost of Issuance Account
Fund balances as of December 31, 2013	$ 9,909,344	$ 32	$ 1,675,650	$ 6,228,262	$ 2,004,045	$ 1,355
Receipts						
Build America bond subsidy receipts	4,370,509	4,370,509	-	-	-	-
Investment gain	480,852	16	8,379	-	472,455	2
Interest and dividends on investments	184,674	66	6,822	162,930	14,854	2
Total receipts	5,036,035	4,370,591	15,201	162,930	487,309	4
Disbursements						
Debt Service payments	(8,297,974)	(8,297,974)	-	-	-	-
Investment Loss	(193,844)	(16)	(6,425)	(138,344)	(49,057)	(2)
Total disbursements	(8,491,818)	(8,297,990)	(6,425)	(138,344)	(49,057)	(2)
Amortization	(957,541)	-	92,914	(1,236,129)	185,674	-
Net transfers	121,143	3,927,410	(115,007)	(3,473,264)	(217,996)	-
Fund balances as of December 31, 2014	$ 5,617,163	$ 43	$ 1,662,333	$ 1,543,455	$ 2,409,975	$ 1,357

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Meldahl Hydroelectric Project Revenue Bonds Parity Reserve Funds
Year Ended December 31, 2014

	Funds Held by Trustee	
	Total	2010A Parity Reserve Fund
Fund balances as of December 31, 2013	$ 34,327,987	$ 34,327,987
Receipts:		
Investment gain	6,419,938	6,419,938
Interest and dividends on investments	50,565	50,565
Total receipts	6,470,503	6,470,503
Disbursements		
Investment loss	(1,483,296)	(1,483,296)
Total disbursements	(1,483,296)	(1,483,296)
Amortization	1,470,164	1,470,164
Net transfers	(1,525,566)	(1,525,566)
Fund balances as of December 31, 2014	$ 39,259,792	$ 39,259,792

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Meldahl Hydroelectric Project Revenue Bonds, Series 2010A, Funds and Accounts
Year Ended December 31, 2014

	Funds Held by Trustee			
	Total	Bond Fund	Capitalized Interest Subaccount	Acquisition and Construction Subfund
Fund balances as of December 31, 2013	$ 6,560,184	$ -	$ 2,900,755	$ 3,659,429
Receipts				
Investment gain	16,399	-	1,509	14,890
Interest and dividends on investments	130,721	-	90,462	40,259
Total receipts	147,120	-	91,971	55,149
Disbursements				
Debt service payments	(2,304,786)	(2,304,786)	-	-
Capital expenditures	(2,000)	-	-	(2,000)
Investment loss	(106,740)	-	(67,694)	(39,046)
Total disbursements	(2,413,526)	(2,304,786)	(67,694)	(41,046)
Amortization	(122,713)	-	37,320	(160,033)
Net transfers	(964,722)	2,304,786	(2,106,912)	(1,162,596)
Fund balances as of December 31, 2014	$ 3,206,343	$ -	$ 855,440	$ 2,350,903

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Meldahl Hydroelectric Project Revenue Bonds, Series 2010B, Funds and Accounts
Year Ended December 31, 2014

		Funds Held by Trustee				
	Total	Bond Fund	Capitalized Interest Tracking Subaccount	Capitalized Interest Subaccount	Special Reserve Account	Acquisition and Construction Account
Fund balances as of December 31, 2013	$ 35,328,689	$ 49	$ 6,334,083	$ 12,313,121	$ 3,445,493	$ 13,235,943
Receipts						
Build America bond subsidy receipts	6,316,548	6,316,548	-	-	-	-
Investment gain	604,371	158	43,703	5,380	552,099	3,031
Interest and dividends on investments	663,058	224	53,849	422,240	3,914	182,831
Total receipts	7,583,977	6,316,930	97,552	427,620	556,013	185,862
Disbursements						
Debt service payments	(19,447,500)	(19,447,500)	-	-	-	-
Capital expenditures	(9,249,185)	-	-	-	-	(9,249,185)
Loss on investments	(617,706)	(158)	(51,406)	(296,008)	(109,298)	(160,836)
Total disbursements	(29,314,391)	(19,447,658)	(51,406)	(296,008)	(109,298)	(9,410,021)
Amortization	(1,689,349)	-	212,983	19,002	63,756	(1,985,090)
Net transfers	626,045	13,130,798	(985,322)	(11,519,431)	-	-
Fund balances as of December 31, 2014	$ 12,534,971	$ 119	$ 5,607,890	$ 944,304	$ 3,955,964	$ 2,026,694

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Meldahl Hydroelectric Project Revenue Bonds, Series 2010C, Funds and Accounts
Year Ended December 31, 2014

		Funds Held by Trustee			
	Total	Bond Payment Subaccount	Capitalized Interest Tracking Subaccount	Capitalized Interest Subaccount	Special Reserve Account
Fund balances as of December 31, 2013	$ 1,388,184	$ 5	$ 307,548	$ 658,152	$ 422,479
Receipts					
Build America bond subsidy receipts	701,568	701,568	-	-	-
Investment gain	66,278	18	2,112	214	63,934
Interest and dividends on investments	23,949	25	2,609	20,870	445
Total receipts	791,795	701,611	4,721	21,084	64,379
Disbursements					
Debt service payments	(1,369,800)	(1,369,800)	-	-	-
Loss on investments	(31,838)	(18)	(2,489)	(14,362)	(14,969)
Total disbursements	(1,401,638)	(1,369,818)	(2,489)	(14,362)	(14,969)
Amortization	(104,745)	-	10,311	(82,712)	(32,344)
Net transfers	54,415	668,215	(51,150)	(562,650)	-
Fund balances as of December 31, 2014	$ 728,011	$ 13	$ 268,941	$ 19,512	$ 439,545

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Meldahl Hydroelectric Project Revenue Bonds, Series 2010D, Funds and Accounts
Year Ended December 31, 2014

		Funds Held by Trustee		
	Total	Bond Payment Subaccount	Capitalized Interest Tracking Subaccount	Capitalized Interest Subaccount
Fund balances as of December 31, 2013	$ 351,019	$ -	$ 112,150	$ 238,869
Receipts				
Interest and dividends on investments	883	-	769	114
Investment gain	8,539	-	971	7,568
Total receipts	9,422	-	1,740	7,682
Disbursements				
Debt service payment	(228,500)	(228,500)	-	-
Investment loss	(6,061)	-	(928)	(5,133)
Total disbursements	(234,561)	(228,500)	(928)	(5,133)
Amortization	(101,023)	-	(88,082)	(12,941)
Net transfers	11,605	228,500	(13,237)	(203,658)
Fund balances as of December 31, 2014	$ 36,462	$ -	$ 11,643	$ 24,819

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Meldahl Hydroelectric Project Revenue Bonds, Series 2010E, Funds and Accounts
Year Ended December 31, 2014

		Funds Held by Trustee				
	Total	Bond Fund	Capitalized Interest Tracking Subaccount	Capitalized Interest Subaccount	Special Reserve Account	Acquisition and Construction Account
Fund balances as of December 31, 2013	$ 172,833,304	$ 48	$ 5,854,219	$ 28,496,538	$ 3,339,017	$ 135,143,482
Receipts						
Build America bond subsidy receipts	6,109,488	6,109,488	-	-	-	-
Investment gain	664,874	153	43,416	39,086	557,227	24,992
Interest and dividends on investments	1,635,723	216	51,397	614,050	3,847	966,213
Total receipts	8,410,085	6,109,857	94,813	653,136	561,074	991,205
Disbursements						
Debt service payments	(18,810,000)	(18,810,000)	-	-	-	-
Capital expenditures	(54,958,305)	-	-	-	-	(54,958,305)
Loss on investments	(1,088,861)	(153)	(49,782)	(430,404)	(130,322)	(478,200)
Total disbursements	(74,857,166)	(18,810,153)	(49,782)	(430,404)	(130,322)	(55,436,505)
Amortization	(2,959,116)	(1)	297,851	14,905	81,765	(3,353,636)
Net transfers	729,877	12,700,364	-	(11,970,487)	-	-
Fund balances as of December 31, 2014	$ 104,156,984	$ 115	$ 6,197,101	$ 16,763,688	$ 3,851,534	$ 77,344,546

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the Meldahl Hydroelectric Project Revenue Bonds, Series 2011A, Funds and Accounts
Year Ended December 31, 2014

	Funds Held by Trustee	
	Total	Bond Fund
Fund balances as of December 31, 2013	$ -	$ -
Receipts:		
Debt service	55,035,000	55,035,000
Total receipts	55,035,000	55,035,000
Disbursements		
Debt service payments	(56,103,346)	(56,103,346)
Total disbursements	(56,103,346)	(56,103,346)
Net transfers	1,068,346	1,068,346
Fund balances as of December 31, 2014	$ -	$ -

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the AMP Fremont Energy Center
Revenue Bonds Parity Reserve Funds
Year Ended December 31, 2014

	Funds Held by Trustee	
	Total	Debt Service Reserve Fund
Fund balances as of December 31, 2013	$ 35,011,507	$ 35,011,507
Receipts:		
Investment gain	4,694,454	4,694,454
Interest and dividends on investments	5,788	5,788
Total receipts	4,700,242	4,700,242
Disbursements		
Investment loss	(703,113)	(703,113)
Total disbursements	(703,113)	(703,113)
Amortization	(3,066,333)	(3,066,333)
Net transfers	(810,229)	(810,229)
Fund balances as of December 31, 2014	$ 35,132,074	$ 35,132,074

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the AMP Fremont Energy Center
Revenue Bonds, Series 2012A, Funds and Accounts
Year Ended December 31, 2014

		Funds Held by Trustee				
	Total	Bond Fund	Interest Fund Account	Principal Fund Account	Fuel Hedge Fund	Fuel Hedge Account
Fund balances as of December 31, 2013	$ 12,801,678	$ -	$ 107,202	$ 7,665,019	$ -	$ 5,029,457
Receipts						
AMP Req Ops	154,754,531	152,540,133	-	-	2,214,398	-
Investment gain	141,929	-	74	8,932	-	132,923
Interest and dividends on investments	60,318	-	121	13,799	-	46,398
Total receipts	154,956,778	152,540,133	195	22,731	2,214,398	179,321
Disbursements						
Debt service payments	(8,622,275)	-	(237,275)	(8,385,000)	-	-
Draws	(121,085,181)	(118,870,783)	-	-	(2,214,398)	-
Investment Loss	(75,485)	-	(114)	(11,712)	-	(63,659)
Total disbursements	(129,782,941)	(118,870,783)	(237,389)	(8,396,712)	(2,214,398)	(63,659)
Amortization	(92,169)	-	(39)	39	-	(92,169)
Net transfers	(24,992,449)	(33,669,350)	197,761	8,479,140	-	-
Fund balances as of December 31, 2014	$ 12,890,897	$ -	$ 67,730	$ 7,770,217	$ -	$ 5,052,950

American Municipal Power, Inc.
Schedule of Receipts and Disbursements of the AMP Fremont Energy Center Revenue Bonds, Series 2012B, Funds and Accounts
Year Ended December 31, 2014

	Funds Held by Trustee	
	Total	Interest Fund Account
Fund balances as of December 31, 2013	$ 10,489,165	$ 10,489,165
Receipts		
Interest and dividends on investments	13,260	13,260
Investment gain	10,657	10,657
Total receipts	23,917	23,917
Disbursements		
Debt service payment	(25,852,406)	(25,852,406)
Investment loss	(12,611)	(12,611)
Total disbursements	(25,865,017)	(25,865,017)
Net transfers	25,802,678	25,802,678
Fund balances as of December 31, 2014	$ 10,450,743	$ 10,450,743