

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2012 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>10/01/2012</u> and ending <u>12/31/2012</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☒ the first return/report; ☒ the final return/report; ☐ an amended return/report; ☒ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>EFH ACTIVE RETIREMENT PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>003</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>10/01/2012</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>003</u>	1c Effective date of plan <u>10/01/2012</u>	
1b Three-digit plan number (PN) ▶	<u>003</u>				
1c Effective date of plan <u>10/01/2012</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>ENERGY FUTURE HOLDINGS CORP.</u> <u>1601 BRYAN STREET, SUITE 02-035</u> <u>DALLAS, TX 75201-3411</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>75-2669310</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>214-812-1149</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>551112</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>75-2669310</u>	2c Sponsor's telephone number <u>214-812-1149</u>	2d Business code (see instructions) <u>551112</u>	
2b Employer Identification Number (EIN) <u>75-2669310</u>					
2c Sponsor's telephone number <u>214-812-1149</u>					
2d Business code (see instructions) <u>551112</u>					

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature. Signature of plan administrator	<u>10/15/2013</u> Date	<u>CYNDIE EWERT</u> Enter name of individual signing as plan administrator
SIGN HERE	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN
		3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		4b EIN 4c PN
5 Total number of participants at the beginning of the plan year		5 1983
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	0
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	0
d Subtotal. Add lines 6a , 6b , and 6c	6d	0
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	0
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A 1C 1G 3F 3H		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection
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For calendar plan year 2012 or fiscal plan year beginning 10/01/2012 and ending 12/31/2012

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>EFH ACTIVE RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>ENERGY FUTURE HOLDINGS CORP.</u>	D Employer Identification Number (EIN) <u>75-2669310</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>10</u> Day <u>01</u> Year <u>2012</u>	
2 Assets:	
a Market value	2a <u>240664649</u>
b Actuarial value	2b <u>240664649</u>
3 Funding target/participant count breakdown:	
a For retired participants and beneficiaries receiving payment.....	3a <u>0</u>
b For terminated vested participants.....	3b <u>0</u>
c For active participants:	
(1) Non-vested benefits.....	3c(1) <u>0</u>
(2) Vested benefits.....	3c(2) <u>413963745</u>
(3) Total active	3c(3) <u>1983</u>
d Total	3d <u>1983</u>
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)	☐
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b
5 Effective interest rate	5 <u>7.03 %</u>
6 Target normal cost.....	6 <u>58015</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE		<u>09/24/2013</u>
Signature of actuary		Date
<u>BRIAN P. LEVINE</u>		<u>11-06424</u>
Type or print name of actuary		Most recent enrollment number
<u>HEWITT ASSOCIATES LLC</u>		<u>214-989-2661</u>
Firm name		Telephone number (including area code)
<u>2711 NORTH HASKELL AVENUE</u> <u>SUITE 800</u> <u>DALLAS, TX 75204-2911</u>		
Address of the firm		

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2012
v. 120126

Part II Beginning of Year Carryover Prefunding Balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)		
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)		
9	Amount remaining (line 7 minus line 8)	0	0
10	Interest on line 9 using prior year's actual return of _____%		
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		
	b Interest on (a) using prior year's effective interest rate of _____% except as otherwise provided (see instructions)		0
	c Total available at beginning of current plan year to add to prefunding balance		0
	d Portion of (c) to be added to prefunding balance		
12	Other reductions in balances due to elections or deemed elections		
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages			
14	Funding target attainment percentage	14	58.13 %
15	Adjusted funding target attainment percentage	15	58.13 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	58.13 %

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
10/09/2012	150000000		02/01/2013	37470	
10/15/2012	14912088		05/09/2013	32209	
10/16/2012	30440				
12/18/2012	107000000				
12/24/2012	2281862				
12/26/2012	78784				
			Totals ►	18(b)	274372853
				18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	272529721
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year?	☐ Yes ☒ No	
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☐ Yes ☐ No	
c If line 20a is "Yes," see instructions and complete the following table as applicable:		

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 5.54%	2nd segment: 6.85%	3rd segment: 7.52 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 61
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	58015	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	173299096	723274	
b Waiver amortization installment			
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	781289	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35)	36	781289	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	272529721	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	271748432	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2012
		This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 10/01/2012 and ending 12/31/2012

A Name of plan EFH ACTIVE RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 003
C Plan sponsor's name as shown on line 2a of Form 5500 ENERGY FUTURE HOLDINGS CORP.	D Employer Identification Number (EIN) 75-2669310

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
BANK OF NEW YORK MELLON

13-5160382

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

BANK OF NEW YORK MELLON

13-5160382

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
18 50	CUSTODIAN	9565	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

PACIFIC INVESTMENT MANAGEMENT

33-0629048

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	INV MGMT	19020	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

HEWITT ASSOCIATES

36-2235791

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 16 50	ACTUARY/CONSULTANT	254553	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

FID INV INST OPS CO

04-6568107

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
16 50	CONSULTANT	1402404	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 <hr/> 2012 <hr/> This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 10/01/2012 and ending 12/31/2012

A Name of plan <u>EFH ACTIVE RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>003</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>ENERGY FUTURE HOLDINGS CORP.</u>	D Employer Identification Number (EIN) <u>75-2669310</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: GOVT SHORT TERM INVESTMENT

b Name of sponsor of entity listed in (a): THE BANK OF NEW YORK MELLON

c EIN-PN <u>13-6154008-012</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>0</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
-----------------	----------------------	---

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection
For calendar plan year 2012 or fiscal plan year beginning <u>10/01/2012</u> and ending <u>12/31/2012</u>		
A Name of plan <u>EFH ACTIVE RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>ENERGY FUTURE HOLDINGS CORP.</u>	D Employer Identification Number (EIN) <u>75-2669310</u>	

Part I Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets			
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	0	0
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)		
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	0	0

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	0	0
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	274372853	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		274372853

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)	552776	
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		552776

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	2187	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		2187

(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	165172490	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	165814550	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		-642060

(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		607
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		274286363

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	512844111	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		512844111
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	113273	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	20685	
(4) Other	2i(4)	1972700	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		2106658
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		514950769

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		-240664406
l Transfers of assets:			
(1) To this plan.....	2l(1)		240664406
(2) From this plan	2l(2)		0

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☒ Unqualified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☐ Yes ☒ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: MCCONNELL & JONES, LLP

(2) EIN: 76-0488832

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		20000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....	X		
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?

If "Yes," enter the amount of any plan assets that reverted to the employer this year.....

☒ Yes ☐ No Amount:

0

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

5b(2) EIN(s)	5b(3) PN(s)

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 10/01/2012 and ending 12/31/2012

A Name of plan <u>EFH ACTIVE RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>ENERGY FUTURE HOLDINGS CORP.</u>	D Employer Identification Number (EIN) <u>75-2669310</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>13-5160382</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	<u>2041</u>

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
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4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☒ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☒ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☒ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☒ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____



Independent Auditor's Report

To the EFH Retirement Committee and the
Participants of the EFH Active Retirement Plan

Report on the Financial Statements

We have audited the accompanying financial statements of the EFH Active Retirement Plan (the Plan), which comprise the Statement of Net Assets in Liquidation Available for Benefits as of December 31, 2012, and the related Statement of Changes in Net Assets in Liquidation Available for Benefits for the three months (inception to termination) ended December 31, 2012, and the related Notes to Financial Statements.

Plan Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America (US GAAP); this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of 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 these financial statements based on our audit. We conducted our audit in accordance with the auditing standards generally accepted in the United States of America (US GAAS). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the 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 Plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by Plan management, as well as evaluating the overall presentation of the 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 financial statements referred to above present fairly, in all material respects, the financial status of the Plan as of December 31, 2012, and the changes in financial status for the three months (inception to termination) ended December 31, 2012, in accordance with US GAAP.

Emphasis of Matter

As further discussed in Note 1 to the financial statements, the Board of Directors of the Energy Future Holdings Corp. and its U.S. subsidiaries other than Oncor ("EFH"), the Plan's sponsor, approved certain amendments to the EFH Retirement Plan in August 2012, to terminate the Plan. In accordance with US GAAP, the Plan prepared the financial statements using the liquidation basis of accounting. Our opinion is not modified with respect to this matter.

Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information listed in the table of contents is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of Plan management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or the financial statements themselves, and other additional procedures in accordance with US GAAS. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

McConnell & Jones LLP

Houston, Texas
October 14, 2013

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <hr/> <small>Department of Labor Employee Benefits Security Administration</small> <hr/> <small>Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection
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For calendar plan year 2012 or fiscal plan year beginning 10/01/2012 and ending 12/31/2012

► Round off amounts to nearest dollar.

► Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan EFH Active Retirement Plan	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 70%;">B Three-digit plan number (PN) ►</td> <td style="width: 30%; text-align: center;">003</td> </tr> </table>	B Three-digit plan number (PN) ►	003
B Three-digit plan number (PN) ►	003		
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF Energy Future Holdings Corp.	D Employer Identification Number (EIN) 75-2669310		
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B			
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500			

Part I Basic Information			
1	Enter the valuation date: Month <u>10</u> Day <u>1</u> Year <u>2012</u>		
2	Assets:		
	a Market value	2a	240,664,649
	b Actuarial value	2b	240,664,649
3	Funding target/participant count breakdown:	(1) Number of participants	(2) Funding Target
	a For retired participants and beneficiaries receiving payment	3a	0
	b For terminated vested participants	3b	0
	c For active participants:		
	(1) Non-vested benefits	3c(1)	0
	(2) Vested benefits	3c(2)	413,963,745
	(3) Total active	3c(3)	1,983
	d Total	3d	1,983
4	If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐		
	a Funding target disregarding prescribed at-risk assumptions	4a	
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b	
5	Effective interest rate	5	7.03 %
6	Target normal cost	6	58,015

Statement by Enrolled Actuary
 To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	 Signature of actuary	<u>09/24/2013</u> Date
Brian P. Levine Type or print name of actuary		<u>11-06424</u> Most recent enrollment number
Hewitt Associates LLC Firm name		<u>(214) 989-2661</u> Telephone number (including area code)
2711 North Haskell Avenue SUITE 800 DALLAS TX 75204-2911 Address of the firm		

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2012
v. 120126

Part II Beginning of Year Carryover Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)		
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)		
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of _____%		
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		
b Interest on (a) using prior year's effective interest rate of _____% except as otherwise provided (see instructions)		0
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		
12 Other reductions in balances due to elections or deemed elections		
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages

14 Funding target attainment percentage	14	58.13 %
15 Adjusted funding target attainment percentage	15	58.13 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	%
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	58.13 %

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
10/09/2012	150,000,000		02/01/2013	37,470	
10/15/2012	14,912,088		05/09/2013	32,209	
10/16/2012	30,440				
12/18/2012	107,000,000				
12/24/2012	2,281,862				
12/26/2012	78,784				
Totals ▶			18(b)	274,372,853	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	272,529,721

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No

c If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:			
a Segment rates:	1st segment: 5.54 %	2nd segment: 6.85 %	3rd segment: 7.52 %
			☐ N/A, full yield curve used
b Applicable month (enter code).....	21b		4
22 Weighted average retirement age	22		61
23 Mortality table(s) (see instructions)	☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute		

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....	31a	58,015	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance		Installment
a Net shortfall amortization installment.....	173,299,096		723,274
b Waiver amortization installment			
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33) ..	34	781,289	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35).....	36	781,289	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	272,529,721	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	271,748,432	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2012

Date	Amount	Interest Rate	Days to Discount to 10/1/2012	Interest Adjusted Contribution
October 9, 2012	\$ 150,000,000	7.03%	8	\$ 149,776,805
October 15, 2012	14,912,088	7.03%	14	14,873,280
October 16, 2012	30,440	7.03%	15	30,355
December 18, 2012	107,000,000	7.03%	78	105,457,747
December 24, 2012	2,281,862	7.03%	84	2,246,462
December 26, 2012	78,784	7.03%	86	77,533
February 1, 2013	37,470	7.03%	123	36,622
May 9, 2013	<u>32,209</u>	7.03%	220	<u>30,917</u>
Total Contribution	\$ 274,372,853			\$ 272,529,721

Schedule SB Attachment (Form 5500)—2012 Plan Year
 EFH Active Retirement Plan
 EIN: 75-2669310 PN: 003

Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at mid-year, except for the 100% retirement age.

Retirement Age	Retirement Percentage	Number of Employees Retired Per 1,000	Weighted Age
55	10.0%	100	5,500.00
56	5.0%	45	2,520.00
57	6.0%	51	2,924.10
58	8.0%	64	3,729.17
59	9.0%	67	3,926.24
60	13.0%	87	5,248.29
61	15.0%	88	5,356.28
62	35.0%	174	10,797.45
63	20.0%	65	4,075.17
64	25.0%	65	4,139.85
65	100.0%	<u>194</u>	<u>12,613.61</u>
Total		1,000	60,830.16
Average Retirement Age:		60.83016	

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Schedule SB, line 15—Reconciliation of Differences Between Valuation Results and
Amounts Used to Calculate AFTAP

The EFH Active Retirement Plan was spun off from the EFH Retirement Plan effective October 1, 2012, and the EFH Active Retirement Plan was terminated effective October 10, 2012. Furthermore, assets were distributed to plan participants prior to December 31, 2012. Therefore, pursuant to IRS Regulation 1.436-1(a)(3)(ii)(B), no actual AFTAP was certified for the 2012 plan year.

Schedule SB Attachment (Form 5500)—2012 Plan Year
 EFH Active Retirement Plan
 EIN: 75-2669310 PN: 003

Schedule SB, Part V—Statement of Actuarial Assumptions/Methods

Interest Rates	<p>For 2012 PPA Funding Target, based on segment rates with a four-month lookback (as of June 2012), each adjusted as needed to fall within the 25-year average interest rate corridor under MAP-21.</p> <p>1st Segment Rate: 5.54% 2nd Segment Rate: 6.85% 3rd Segment Rate: 7.52%</p>
Pay Increases	Not applicable
Cash Balance Interest Crediting Rate	4.50%
Benefit Form for Active Participants	95% assumed to elect lump sum upon plan termination. 5% assumed to elect annuity upon plan termination (65% of annuities assumed to receive a 100% joint and survivor annuity and 35% of annuities assumed to receive a single life annuity at the earliest commencement date).
Probability of Plan Termination	100%
Retirement Age	See Table A
Mortality Rates	
Healthy	2012 Static Mortality Table for Annuitants and Non-Annuitants Per §1.430(h)(3)-1(e).
Disabled	2012 Static Mortality Table for Annuitants and Non-Annuitants Per §1.430(h)(3)-1(e).
Lump Sum Upon Plan Termination	2012 IRS Mortality Table for lump sums under §417(e)
Termination Rates	See Table B
Disability Rates	See Table C

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Pre-Retirement Surviving Spouse Benefit	It is assumed that 80% of males and 80% of females has an eligible spouse, and that males are three years older than their spouses.
Benefit and Compensation Limits	Projected benefits and compensation are limited by the current IRC section 415 maximum benefit of \$200,000 and the 401(a)(17) compensation limit of \$250,000.
Trust Expenses Included in Target Normal Cost	\$58,015 (represents proration from valuation date to plan termination date).
Valuation of Plan Assets	Fair market value.
Actuarial Method	Standard Unit Credit Cost Method.
Valuation Date	October 1, 2012
Plan Termination Date	October 10, 2012

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Table A
Annual Rates of Retirement per 100 Eligible Participants

Age	
55	10.00
56	5.00
57	6.00
58	8.00
59	9.00
60	13.00
61	15.00
62	35.00
63	20.00
64	25.00
65	100.00
66	100.00
67	100.00
68	100.00
69	100.00

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Table B
Annual Rates of Turnover per 100 Eligible Participants (with at least three years of service)

Age	Male	Female	Age	Male	Female
15	7.2000	17.1606	40	4.9000	10.2636
16	7.2000	17.1606	41	4.7000	9.8804
17	7.2000	17.1606	42	4.5000	9.4972
18	7.2000	17.1606	43	4.2000	9.1141
19	7.2000	17.1606	44	3.9000	8.7309
20	7.2000	17.1606	45	3.6000	8.3477
21	7.1000	17.1606	46	3.3000	7.9646
22	7.0000	17.1606	47	3.0000	7.5814
23	6.9000	16.7774	48	2.9000	7.1982
24	6.8000	16.3943	49	2.8000	6.8151
25	6.7000	16.0111	50	2.7000	6.4319
26	6.6000	15.6279	51	2.6000	6.0487
27	6.5000	15.2448	52	2.5000	5.6656
28	6.4000	14.8616	53	2.3000	5.2824
29	6.3000	14.4784	54	2.1000	4.8992
30	6.2000	14.0953	55	1.9000	4.5161
31	6.1000	13.7121	56	1.7000	4.1329
32	6.0000	13.3289	57	1.5000	3.7497
33	5.9000	12.9458	58	1.2000	3.3666
34	5.8000	12.5626	59	0.9000	2.9834
35	5.7000	12.1794	60	0.6000	2.6002
36	5.6000	11.7963	61	0.0300	2.2170
37	5.5000	11.4131	62	0.0000	1.8339
38	5.3000	11.0299	63	0.0000	1.4507
39	5.1000	10.6467	64	0.0000	1.0675

Participants (male and female) with less than three years of service are assumed to terminate at the following rates:

Service	Annual Rate per 100 Eligible Participants
0	25
1	20
2	15

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Table C
Annual Rates of Disability per 100 Eligible Participants

Age	Male	Age	Male
15	0.0200	40	0.1821
16	0.0200	41	0.1974
17	0.0200	42	0.2129
18	0.0200	43	0.2302
19	0.0200	44	0.2512
20	0.0200	45	0.2773
21	0.0210	46	0.3071
22	0.0220	47	0.3380
23	0.0250	48	0.3737
24	0.0285	49	0.4202
25	0.0325	50	0.4758
26	0.0370	51	0.5370
27	0.0420	52	0.6080
28	0.0486	53	0.6868
29	0.0567	54	0.7759
30	0.0658	55	0.8700
31	0.0756	56	0.9672
32	0.0858	57	1.0700
33	0.0965	58	1.1693
34	0.1076	59	1.2500
35	0.1190	60	1.3750
36	0.1305	61	1.6570
37	0.1420	62	1.7820
38	0.1541	63	1.8400
39	0.1673	64	1.8620
		65	1.8750

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

**Schedule SB, Line 26—Schedule of Active Participant Data
As of October 1, 2012**

**Energy Future Holdings Corp.
EFH Active Retirement Plan
Active Participants**

EIN: 75-2669310 PN: 003

Number of Participants, Average Accrued Benefit and Average Cash Balance Account

Attained Age	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25										
25-29		20 \$0 \$11,794	14							
30-34		36 \$0 \$14,434	42 \$0 \$24,049	12						
35-39	5	43 \$74 \$20,065	64 \$129 \$32,377	38 \$1,208 \$53,791	3					
40-44	9	37 \$0 \$26,235	47 \$436 \$42,540	32 \$1,564 \$64,415	8	11				
45-49	7	28 \$436 \$18,221	48 \$340 \$35,424	32 \$3,228 \$60,508	36 \$12,418 \$48,122	37 \$14,285 \$65,273	57 \$23,578 \$40,847			
50-54	4	36 \$69 \$24,928	47 \$905 \$39,031	33 \$2,044 \$52,811	47 \$13,244 \$38,278	46 \$18,991 \$40,311	308 \$30,288 \$34,577	5		
55-59	3	22 \$0 \$27,071	30 \$775 \$48,357	31 \$4,502 \$46,136	30 \$17,679 \$33,130	45 \$21,431 \$32,185	96 \$29,925 \$39,473	273 \$37,532 \$27,093		2
60-64		3	8	10	10	19	39 \$28,192 \$20,178	55 \$30,688 \$47,124	79 \$46,858 \$16,018	1
65-69	13				3	3	4	2	5	3
70+				1		1				

Note: Plan is hard frozen as of the valuation date and the average accrued benefits are in lieu of compensation

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Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Schedule SB, line 32—Schedule of Amortization Bases

Type of Base	Present Value of Installments	Valuation Date Established	Remaining Years in Amortization Period	Amortization Amount	Prorated Amortization Amount ¹
Shortfall	\$ 173,229,096	October 1, 2012	7	\$ 29,413,117	\$ 723,274

¹ Represents proration from valuation date to plan termination date.

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Schedule SB, Part V—Summary of Plan Provisions

Plan Provisions—EFH Formula

Effective Date and Participation

October 1, 2012.

Effective October 1, 2012, active nonbargaining employees of Luminant, TXU Energy, and EFH, then participating in the EFH Retirement Plan, were spun off to the EFH Active Retirement Plan. The EFH Active Retirement Plan was terminated October 10, 2012, and assets and liabilities were distributed prior to December 31, 2012. No new entrants were permitted in the plan subsequent to the plan effective date.

Applicable Benefit Formula

Effective September 25, 2012, benefit accruals were frozen for active, non-bargaining unit employees of Luminant, TXU Energy, and EFH under the terms of the EFH Retirement Plan, prior to the spinoff and effective date of the EFH Active Retirement Plan.

Normal Retirement

Eligibility

Attainment of age 65.

Current EFH Formulas:

Traditional Final Average Pay
(Pre – 1/1/2001 hires)

Monthly amount equal to the sum of (A) and (B):

(A) $1.3\% \times (\text{average annual Earnings not in excess of } \$7,800) \times \text{Accredited Service}$; and

(B) $1.5\% \times (\text{average annual Earnings in excess of } \$7,800) \times \text{Accredited Service}$.

Cash Balance Formula

Cash Balance Account is equal to the sum of (A) and (B):

(A) Pay-Based Credits equal to a percentage of Earnings plus incentive pay for each month as an eligible employee based on the following table:

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Plan Provisions—EFH Formula

Normal Retirement (continued)

Age plus Years of Accredited Service	Percentage
Less than 35	3.50%
35, but less than 50	4.50%
50, but less than 65	5.50%
65 or more	6.50%

(B) Interest Credits at the end of each month based on the account balance as of the end of the prior month. The interest rate applied each month is the monthly average yield on the published rate on 30-year Treasury bonds for the twelve months ending November 30 of the previous plan (calendar) year.

Effective October 10, 2012, in conjunction with the plan termination, the interest credit is based on an interest rate of 4.47%.

Early Retirement

Eligibility

Attainment of age 55 and 15 years of Accredited Service.

Benefits

The participant's accrued benefit at the date of early retirement is payable at the Normal Retirement Age. The participant may elect an earlier commencement with early retirement reduction based on the participant's age at the annuity start date.

The early commencement benefit under the Traditional Final Average Pay formula shall be the accrued benefit under this formula reduced by 1/3% for each month the commencement date precedes the first day of the month coincident with or following their 62nd birthday.

The benefit under the Cash Balance Formula will be the account balance if the Employee has 10 years of Accredited Service or more. This benefit can be received as either a lump sum or an actuarially equivalent annuity.

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Plan Provisions—EFH Formula

Late Retirement

Eligibility

Actively employed after normal retirement eligibility.

Benefits

The accrued benefit payable beginning on the first day of the month following Late Retirement is the greater of the accrued benefit calculated at termination under the applicable formula and the accrued benefit calculated at Normal Retirement Age increased actuarially to the late retirement date.

Vested Terminations

Eligibility

Traditional Formula

Five years of Vesting Service and termination of employment for reasons other than disability and death.

Cash Balance Formula

Three years of Vesting Service and termination of employment for reasons other than disability and death.

Upon Plan Termination

All participants are fully vested upon the plan termination date, October 10, 2012.

Benefits

The benefit under the Final Average Pay Formula shall be the accrued benefit payable at age 65. If the Employee has at least 15 years of Accredited Service at termination, the benefit can commence as early as age 55 with the same reduction as for Early Retirement.

The benefit under the Cash Balance Formula will be the account balance or an actuarially equivalent annuity that can commence immediately, provided the Employee had at least 10 years of Accredited Service at termination. For other participants commencement is delayed until the date that they would have had 10 years of Accredited Service had they not terminated. The 10 years requirement is waived upon plan termination.

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Plan Provisions—EFH Formula

Disability Retirement

Eligibility

Participant must be eligible for benefits under the company's formal long-term disability plan.

Benefits

Service for purposes of Accredited Service will continue. However, average annual Earnings at the time of disability will be used to calculate retirement benefits.

Qualified Preretirement Survivor Annuity

Eligibility

A surviving spouse is eligible for the Qualified Preretirement Survivor Annuity (QPSA) if all of the following are satisfied:

- The participant was partially or fully vested
- The participant's death occurred before the benefit commencement date of the first pension payment to the participant
- For Traditional Final Average Pay participants the participant and spouse were married for not less than one year at the time of death

Benefits

The benefit payable to the surviving spouse under the Final Average Pay plan is the greater of (A) and (B) until remarriage of the surviving spouse and the benefit under (B) thereafter:

- (A) Two-thirds of the normal retirement benefit based on average annual Earnings and years of Accredited Service at the time of the participant's death.
- (B) The retirement benefit payable as if the employee had terminated on the date of death and elected to receive the 100% Joint and Survivor Annuity Option at the earliest possible date.

The benefit payable to the surviving spouse or designated beneficiary under the Cash Balance Plan is the vested account balance in the form of a lump sum or a monthly annuity.

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Plan Provisions—EFH Formula

Postretirement Death

Eligibility

If a participant dies after having started receiving retirement benefits, the survivor may be eligible for a portion of the participant's benefit, depending on the form of payment originally elected and the period of time over which payments have been made.

Benefits

Benefit amounts are based on the form of payment the participant was receiving.

Normal Form of Payment

Single life annuity for single participants. 100% qualified joint and survivor annuity for married participants.

Optional Forms of Payment

Actuarially equivalent amounts may be paid in any of the following forms:

- Single Life Annuity
- 50% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
- 10-Year Certain and Life Annuity
- Social Security Adjustment
- Lump Sum (only if less than \$5,000 for Traditional participants)
- Lump Sum upon plan termination and distribution of plan assets

Employee Contributions

No employee contributions are required or allowed

Definitions

Accredited Service

Accredited Service is used to determine the amount of a participant's benefit under the plan.

Accredited Service is years and complete months of participation, up to a maximum of 40 years.

Effective September 25, 2012, Accredited Service was frozen for active, non-bargaining unit employees of Luminant, TXU Energy, and EFH under the terms of the EFH Retirement Plan.

Vesting Service

Vesting Service is used to determine a participant's eligibility to receive benefits under the plan.

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Plan Provisions— EFH Formula

Definitions (continued)

	<p>Vesting Service is years and complete months of service beginning no earlier than age 18.</p>
Earnings	<p>Annual remuneration, exclusive of overtime earnings or any special, incentive or other extra compensation. Includes amounts contributed to a salary reduction arrangement. Earnings for Cash Balance participants shall include cash commissions and incentive compensation.</p> <p>However, in no event will Earnings exceed the statutory dollar limitation, adjusted for changes in the cost of living, as provided in section 401(a)(17) of the Code.</p> <p>Effective September 25, 2012, Earnings is frozen for active, non-bargaining unit employees of Luminant, TXU Energy, and EFH under the terms of the EFH Retirement Plan.</p>
Final Average Earnings	<p>Final Average Earnings will be calculated as one-third of the sum of the Participant's Earnings during the Participant's highest three years of Earnings.</p> <p>Effective September 25, 2012, Final Average Earnings is frozen for active, non-bargaining unit employees of Luminant, TXU Energy, and EFH under the terms of the EFH Retirement Plan.</p>

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Plan Provisions—Retirement and Benefit Program of 1969 of ENSERCH Corporation and Participating Subsidiary Companies

Effective Date and Participation

October 1, 2012.

Effective October 1, 2012, active nonbargaining employees of Luminant, TXU Energy, and EFH, then participating in the EFH Retirement Plan, were spun off to the EFH Active Retirement Plan. The EFH Active Retirement Plan was terminated October 10, 2012, and assets and liabilities were distributed prior to December 31, 2012. No new entrants were permitted in the plan subsequent to the plan effective date.

Employees of Enserch Corporation as of the corporate merger date in 1997, and employed with TXU as of December 31, 1997, participate in the EFH Active Retirement Plan under these Enserch provisions.

Applicable Benefit Formula

Effective September 25, 2012, benefit accruals were frozen for active, non-bargaining unit employees of Luminant, TXU Energy, and EFH under the terms of the EFH Retirement Plan, prior to the spinoff and effective date of the EFH Active Retirement Plan.

Normal Retirement

Eligibility

Attainment of age 65.

Benefits

Greater of (1) Enserch Benefit only, but considering all service with Enserch and TXU or (2) Enserch Benefit accrued through 12/31/1997 (or earlier transfer date) plus TXU benefits accrued thereafter. (1) does not apply for periods of service in which an employee participates in the TXU cash balance formula.

Enserch Benefit

Monthly amount equal to the greater of (A), (B) and (C):

- (A) $1.25\% \times \text{Enserch Final Average Earnings} \times \text{Enserch Benefit Service up to 35 years; plus } 0.50\% \times \text{Enserch Final Average Earnings} \times \text{Enserch Benefit Service for years 35 up to 45.}$

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Plan Provisions—Retirement and Benefit Program of 1969 of ENSERCH Corporation and Participating Subsidiary Companies

Normal Retirement (continued)

(B) $1.00\% \times \text{Enserch Final Average Earnings} \times \text{Enserch Benefit Service up to 35 years}$; plus $0.50\% \times \text{Enserch Final Average Earnings} \times \text{Enserch Benefit Service for years 35 up to 45}$; plus $0.75\% \times (\text{Enserch Final Average Earnings in Excess of Covered Compensation}) \times \text{Enserch Benefit Service up to 35 years}$

(C) Post-1990 Minimum Benefit, (1) + (2) + (3):

- (1) Frozen 4/30/1989 benefit with pay growth adjustment through 12/31/1993
- (2) Frozen 5/1/1989-12/31/1990 benefit with pay growth through 12/31/1990, consisting of a Base Component and an Excess Component
- (3) Greater of Enserch Benefit (A) or (B) above with Enserch Benefit Service after 12/31/1990 only; the 45 year service cap is disregarded

The Post-1990 Minimum Benefit shall be no less than the prior Minimum Benefit as of 12/31/1990

Early Retirement

Eligibility

Retirement after attainment of age 55 and 5 years of Enserch Benefit Service or age 50 and 15 years of TXU Accredited Service

Benefits

Normal Retirement benefit reduced for early commencement, but no earlier than Earliest Retirement Age (age 55 if satisfying the 50+15 criteria, otherwise, 10 years prior to SSRA)

The reduction factor differs for each Enserch benefit component and age, according to the following table. Benefit component labels correspond to the labels under the retirement area.

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Plan Provisions—Retirement and Benefit Program of 1969 of ENSERCH Corporation and Participating Subsidiary Companies

Early Retirement (continued)

Table	1	2	3	4
Applies to:	(A), (B), (C3)	(C1)	(C2)	(C2), Excess
Unreduced Age:				
Years before Unreduced Age	SSRA	65	SSRA	SSRA
0	1.0000	1.00	1.00	1.000
1	0.9077	0.98	1.00	0.933
2	0.8255	0.96	1.00	0.867
3	0.7522	0.94	1.00	0.800
4	0.6866	0.92	1.00	0.733
5	0.6278	0.90	1.00	0.667
6	0.5748	0.84	0.95	0.633
7	0.5271	0.78	0.90	0.600
8	0.4840	0.72	0.85	0.567
9	0.4451	0.66	0.80	0.533
10	0.4098	0.60	0.75	0.500
11	Actuarial	N/A	Actuarial	N/A
	Equivalence		Equivalence	
12	Actuarial	N/A	Actuarial	N/A
	Equivalence		Equivalence	

The Excess portion of (C)(2) is reduced by both tables 3 and 4.

Late Retirement

Eligibility

Actively employed after normal retirement eligibility.

Benefits

The accrued benefit payable beginning on the first day of the month following Late Retirement is the accrued benefit calculated at termination under the applicable formula indicated at Normal Retirement.

Vested Terminations

Eligibility

Five years of EFH Vesting Service, but including service before age 18, and termination of employment for reasons other than disability and death.

Benefits

Accrued Normal Retirement benefit, payable as early as the Earliest Retirement Age, reduced actuarially.

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Plan Provisions—Retirement and Benefit Program of 1969 of ENSERCH Corporation and Participating Subsidiary Companies

Disability Retirement

Eligibility

Disability as defined in the plan document, generally incapacity to perform current job or one concomitant with current qualifications, affirmed by a physician.

Benefits

100% immediate vesting, with termination date as of disability date. However, early commencement is in accordance with the reductions under Early Retirement.

Preretirement Survivor Annuity

Eligibility

A surviving spouse is eligible for the Preretirement Survivor Annuity if all of the following are satisfied:

- The participant was vested
- The participant's death occurred before the benefit commencement date of the first pension payment to the participant

Benefits

Benefit as if the participant terminated employment on the date of death, selected the earliest commencement age, elected the Joint and 50% Survivor option with the spouse as joint annuitant, and then died. The spouse therefore is entitled to a single life survivor annuity.

Unreduced Form of Payment

10 Year Certain and Life

Normal Form of Payment

Actuarially equivalent life annuity for single participants and 100% Joint and Survivor if married.

Optional Forms of Payment

Actuarially equivalent amounts may be paid in any of the following forms:

- 10 Year Certain and Life
- 100% Joint and Survivor
- Single Life Annuity
- 5 Year Certain and Life
- 15 Year Certain and Life
- 100% Joint and Survivor with 10 Years Certain
- 100% Joint and Survivor with 15 Years Certain
- 50% Joint and Survivor
- 67% Joint and Survivor
- 67% Joint and Contingent (Reduce upon either death)
- 67% Joint and Survivor with 10 Years Certain

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Plan Provisions—Retirement and Benefit Program of 1969 of ENSERCH Corporation and Participating Subsidiary Companies

Optional Forms of Payment (continued)

- Age 62 Social Security Level Income
- Lump sum upon plan termination and distribution of plan assets

Definitions

Enserch Benefit Service

Benefit Service is credited from original hire date, and includes service with EFH (except as where specifically excluded in the formulas).

For calculations involving Benefit Service after 12/31/1990 only, prior service shall still be considered in determining the 35 year service breakpoint.

Benefit Service includes service with Fleet Star of Texas, L.C. and Transtar Technologies, L.C.

Service is counted as determined by administrative practice.

“Compensation” if not contributed to a cafeteria plan, within the meaning of section 125 of the code, pursuant to the Participant’s election.

However, in no event will Compensation exceed the statutory dollar limitation, adjusted for changes in the cost of living, as provided in section 401(a)(17) of the Code.

Effective September 25, 2012, Enserch Benefit Service is frozen for active, non-bargaining unit employees of Luminant, TXU Energy, and EFH under the terms of the EFH Retirement Plan.

Enserch Final Average Earnings

Final Average Earnings is calculated as the highest monthly average of the sum of Enserch Compensation during the 60-consecutive-month period ending on the Participant’s retirement or earlier date of termination. For determining which 60 months are the highest, base pay alone is considered.

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Plan Provisions—Retirement and Benefit Program of 1969 of ENSERCH Corporation and Participating Subsidiary Companies

Definitions (continued)

Effective September 25, 2012, Enserch Final Average Earnings is frozen for active, non-bargaining unit employees of Luminant, TXU Energy, and EFH under the terms of the EFH Retirement Plan.

Enserch Compensation

For full-time participants, compensation includes:

- Base Pay
- 401(k), 125,132(f) Salary Reductions
- Overtime, differentials, commissions
- Annual cash awards if allowed by incentive plan

For part-time participants, compensation includes:

- W-2 Wages

Effective September 25, 2012, Enserch Compensation is frozen for active, non-bargaining unit employees of Luminant, TXU Energy, and EFH under the terms of the EFH Retirement Plan.

Covered Compensation

The 35 year unindexed average of Social Security Wage Bases ending in the year the participant attains Social Security Retirement Age, with Social Security Wage Bases projected at a constant level amount between projected termination date and Social Security Retirement Age.

Social Security Retirement Age

Age at which unreduced benefits are available under the Social Security Act, but as further defined by Code Section 415(b)(8). Currently this is:

- 65 if born before 1938
- 66 if born between 1938 and 1954 inclusive, and
- 67 if born after 1954 Adoption Date

EBASCO Provisions

There were 10 active employees covered by the EBASCO plan provisions as of January 1, 2006. Those plan provisions are not summarized here due to its immaterial impact.

Effective September 25, 2012, EBASCO formula benefits are frozen for active, non-bargaining unit employees of Luminant, TXU Energy, and EFH under the terms of the EFH Retirement Plan.

Schedule SB Attachment (Form 5500)—2012 Plan Year
EFH Active Retirement Plan
EIN: 75-2669310 PN: 003

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.

The EFH Active Retirement Plan was spun off from the EFH Retirement Plan and first effective as of October 1, 2012. The EFH Active Retirement Plan was terminated effective October 10, 2012.

The target normal cost shown on line 6 and line 31a and the net shortfall amortization installment shown on line 32a represent the period from the valuation date to the plan termination date.

EFH Active Retirement Plan

Financial Statements
at December 31, 2012 and for the
Three Months (Inception to Termination) Ended December 31, 2012
Supplemental Schedules for the
Three Months (Inception to Termination) Ended December 31, 2012 and
Independent Auditor's Report

TABLE OF CONTENTS

	<u>PAGE</u>
INDEPENDENT AUDITOR'S REPORT.....	1
FINANCIAL STATEMENTS:	
Statements of Net Assets In Liquidation Available for Benefits – December 31, 2012.....	3
Statement of Changes in Net Assets in Liquidation Available for Benefits – Three Months (Inception to Termination) Ended December 31, 2012	3
Notes to Financial Statements.....	4
SUPPLEMENTAL SCHEDULES:	
Schedule H, Part IV, Line 4j – Supplemental Schedule of Reportable Transactions Three Months (Inception to Termination) Ended December 31, 2012	8

Note:

The accompanying financial statements have been prepared for the purpose of filing with the Department of Labor's Form 5500. Supplemental schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, other than the schedules listed above, are omitted because of the absence of the conditions under which they are required.



Independent Auditor's Report

To the EFH Retirement Committee and the
Participants of the EFH Active Retirement Plan

Report on the Financial Statements

We have audited the accompanying financial statements of the EFH Active Retirement Plan (the Plan), which comprise the Statement of Net Assets in Liquidation Available for Benefits as of December 31, 2012, and the related Statement of Changes in Net Assets in Liquidation Available for Benefits for the three months (inception to termination) ended December 31, 2012, and the related Notes to Financial Statements.

Plan Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America (US GAAP); this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of 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 these financial statements based on our audit. We conducted our audit in accordance with the auditing standards generally accepted in the United States of America (US GAAS). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the 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 Plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by Plan management, as well as evaluating the overall presentation of the 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 financial statements referred to above present fairly, in all material respects, the financial status of the Plan as of December 31, 2012, and the changes in financial status for the three months (inception to termination) ended December 31, 2012, in accordance with US GAAP.

Emphasis of Matter

As further discussed in Note 1 to the financial statements, the Board of Directors of the Energy Future Holdings Corp. and its U.S. subsidiaries other than Oncor ("EFH"), the Plan's sponsor, approved certain amendments to the EFH Retirement Plan in August 2012, to terminate the Plan. In accordance with US GAAP, the Plan prepared the financial statements using the liquidation basis of accounting. Our opinion is not modified with respect to this matter.

Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information listed in the table of contents is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of Plan management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or the financial statements themselves, and other additional procedures in accordance with US GAAS. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

McConnell & Jones LLP

Houston, Texas
October 14, 2013

EFH ACTIVE RETIREMENT PLAN

STATEMENT OF NET ASSETS IN LIQUIDATION AVAILABLE FOR BENEFITS DECEMBER 31, 2012

Investments, at fair value (Notes 2 and 3).....	\$ —
Net assets in liquidation available for benefits	<u>\$ —</u>

See Notes to Financial Statements.

STATEMENT OF CHANGES IN NET ASSETS IN LIQUIDATION AVAILABLE FOR BENEFITS THREE MONTHS (INCEPTION TO TERMINATION) ENDED DECEMBER 31, 2012

ADDITIONS:

Investment income (loss):

Fixed income securities – U.S. Government	\$ (642,060)
Common funds – mutual funds	<u>607</u>
Net depreciation in fair value of investments	(641,453)
Interest and dividends	<u>554,963</u>
Total investment loss	(86,490)
Contributions (Note 1)	<u>274,372,853</u>
Total additions	274,286,363

DEDUCTIONS:

Benefits paid to participants	512,844,111
Administrative expenses (Note 2)	<u>2,106,658</u>
Total deductions.....	<u>514,950,769</u>

NET DECREASE IN NET ASSETS AVAILABLE FOR BENEFITS (240,664,406)

NET ASSETS AVAILABLE FOR BENEFITS:

Beginning of period	—
Transfers of assets into this Plan	<u>240,664,406</u>
End of period.....	<u><u>\$ —</u></u>

See Notes to Financial Statements.

EFH ACTIVE RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

1. THE PLAN

General — The EFH Active Retirement Plan (the “Plan”) is a noncontributory defined benefit pension plan that covered eligible employees of Energy Future Holdings Corp. (“EFH”) and its U.S. subsidiaries (collectively the “Company”). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”).

The Bank of New York Mellon Corporation is the Plan’s trustee (the “Trustee”) and held the Plan’s assets. Fidelity Investments is the administrative service provider.

In August 2012, EFH approved certain amendments to the EFH Retirement Plan that resulted in: (1) splitting off assets and liabilities under the EFH Retirement Plan associated with employees of Oncor Electric Delivery Company LLC (Oncor), an indirect, 80% owned subsidiary of EFH, and all retirees and terminated vested participants of EFH and its subsidiaries (including discontinued businesses) to a new plan (Oncor Retirement Plan), (2) splitting off assets and liabilities under the Plan associated with active employees of EFH’s competitive businesses, other than active collective bargaining unit employees, to a Terminating Plan (the Plan), freezing benefits and vesting all accrued EFH Retirement Plan benefits for these participants (Affected Participants), (3) the termination of, distributions of benefits under, and settlement of all of EFH’s liabilities under the Plan and (4) maintaining assets and liabilities under the EFH Retirement Plan associated with active collective bargaining unit employees of EFH’s competitive businesses under the current EFH Retirement Plan. Benefits were distributed to the Affected Participants in the fourth quarter of 2012. The Plan was terminated on October 10, 2012.

The Company made contributions to the Plan of \$274,372,853 for the 2012 plan year, \$69,679 of which were paid during 2013. The assets of the Plan attributable to the contributions made by the Company were used solely to provide benefits to participants of the Plan.

Plan Termination — Pursuant to a decision by the Board of Directors of EFH, the Plan was terminated on October 10, 2012. All Plan assets were used for the benefit of participants, their beneficiaries under the Plan and other Plan obligations. The distribution of assets was conducted in accordance with applicable provisions of the law.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting — As a result of the decision to terminate the Plan effective October 10, 2012, the financial statements of the Plan are prepared using the liquidation basis of accounting in accordance with accounting principles generally accepted in the United States of America. Benefit payments are recorded when paid. Subsequent events have been evaluated through October 14, 2013, the date these financial statements were available to be issued.

Contributions — Contributions to the Plan are recorded in the period that the Plan’s actuary determines they relate to except that a contribution receivable is recorded to the extent that amounts due are pursuant to formal commitments as well as legal or contractual requirements in existence at the end of the Plan year.

Administrative Expenses — During the three months ended December 31, 2012, the Plan paid the costs and expenses of investment transactions and the fees of investment managers engaged by the EFH Retirement Committee, which consists of certain management-level employees of the Company. The Plan also incurred trustee fees, PBGC insurance fees and relevant actuarial, audit and legal fees.

Investment Valuation and Income Recognition - The Plan's investments are valued at fair value on the date of transfer. Purchases and sales of securities are reflected on a trade-date basis. Interest income is recognized when earned. Dividend income is recorded on the ex-dividend date.

Actuarial Assumptions — The actuarial present value of accumulated plan benefits is determined by the consulting actuary by applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money and the probability of payment between the valuation date and the expected payment date. The actuarial value of accumulated benefits at October 1, 2012 reflects the actual amount of the annuity purchases and lump sum payments upon plan termination, discounted to October 1, 2012 using a discount rate of 2%.

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 changes in net assets during the reporting period. Actual results could differ from those estimates.

Risks and Uncertainties — Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility. In addition, benefit costs are impacted by actual and actuarial estimates of employee demographics, the level of contributions made to the Plan, expected and actual earnings on Plan assets, changes in Plan provisions, general interest rates and the discount/inflation rates used in determining the projected benefit obligation. It is reasonably possible that such changes could materially affect the amounts reported in the financial statements.

3. INVESTMENTS

The Bank of New York Mellon Corporation serves as the trustee of the Plan, and the investment manager during the 2012 plan year was Pacific Investment Management Co. The manager invested the assets under guidelines established by the EFH Retirement Committee.

The Plan invested its funds in United States government obligations and bank common collective trust funds.

The Trustee invested certain assets in The Bank of New York Mellon Corporation Collective U.S. Government Short-Term Investment Fund, which is managed by The Bank of New York Mellon Corporation.

The investment objective for the Plan was to invest in a suitable mix of assets to meet the benefit obligations at an acceptable level of risk, while minimizing the volatility of contributions. Fixed income securities (U.S. Treasuries) and bank common collective trust funds were used to maintain a high grade portfolio of securities which assisted in managing the volatility and magnitude of plan contributions and expense while maintaining sufficient cash and short-term investments to pay benefits and expenses. Investments were specifically structured in anticipation of near-term lump sum payments and an annuity purchase to defease all benefit obligations.

4. ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

Changes in the actuarial present value of accumulated Plan benefits for the three months ended December 31, 2012, are as follows:

	<u>2012</u>
Actuarial present value of accumulated benefits at October 1, 2013	<u>\$ 510,516,693</u>
Increase (decrease) during the year attributable to:	
Increase for interest due to decrease in the discount period	2,327,418
Benefits paid to participants	<u>(512,844,111)</u>
Net decrease	<u>(510,516,693)</u>
Actuarial present value of accumulated benefits at December 31, 2012	<u>\$ —</u>

5. TAX STATUS

The Plan administrator believes that the Plan design and operation is in compliance with the applicable requirements of the Internal Revenue Code. The Plan is subject to examinations by taxing jurisdictions; however, there are currently no examinations for any tax periods in progress. The Plan has recorded no uncertain tax positions.

SUPPLEMENTAL SCHEDULES

EFH ACTIVE RETIREMENT PLAN

EIN 75-2663910 PN 003

**SCHEDULE H, PART IV, LINE 4j
SUPPLEMENTAL SCHEDULE OF REPORTABLE TRANSACTIONS
THREE MONTHS ENDED DECEMBER 31, 2012**

Note: Refer to the enclosed Trustee statements for the required disclosures.



BNY MELLON

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2012-12-31 CYCLE 3 12:12:44 RUN DATE: 09-OCT-13

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EFH ACTIVE RETIREMT PLAN TRUST

SINGLE TRANSACTIONS IN EXCESS OF FIVE PERCENT
OF THE CURRENT VALUE OF THE PLAN ASSETS
FOR THE PERIOD 01 JANUARY 2012 THROUGH 31 DECEMBER 2012

PAGE: 1
T6400

		5% VALUE:		6,320,000.00			
TRAN CODE	SHARES/ PAR VALUE	SECURITY DESCRIPTION	TRANSACTION EXPENSE	COST OF PURCHASES	PROCEEDS FROM SALES	COST OF ASSETS DISPOSED	GAIN/LOSS
B	142,800,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	142,800,000.00	.00	.00	.00
B	110,000,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	110,000,000.00	.00	.00	.00
S	109,457,600.87	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	109,457,600.87	109,457,600.87	.00
B	150,000,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	150,000,000.00	.00	.00	.00
B	14,912,087.30	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	14,912,087.30	.00	.00	.00
B	30,477,609.26	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	30,477,609.26	.00	.00	.00
B	30,000,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	30,000,000.00	.00	.00	.00
S	30,100,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	30,100,000.00	30,100,000.00	.00
B	10,013,643.69	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	10,013,643.69	.00	.00	.00
B	10,001,838.50	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	10,001,838.50	.00	.00	.00
S	9,999,983.88	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	9,999,983.88	9,999,983.88	.00
B	15,000,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	15,000,000.00	.00	.00	.00



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 EFH ACTIVE RETIREMT PLAN TRUST

REVISED 121244

SINGLE TRANSACTIONS IN EXCESS OF FIVE PERCENT
 OF THE CURRENT VALUE OF THE PLAN ASSETS
 FOR THE PERIOD 01 JANUARY 2012 THROUGH 31 DECEMBER 2012

2012-12-31 CYCLE 3 12:12:44 RUN DATE: 09-OCT-13

PAGE: 2
 T6400

		5% VALUE:		6,320,000.00			
TRAN CODE	SHARES/ PAR VALUE	SECURITY DESCRIPTION	TRANSACTION EXPENSE	COST OF PURCHASES	PROCEEDS FROM SALES	COST OF ASSETS DISPOSED	GAIN/LOSS
B	139,971,004.44	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	139,971,004.44	.00	.00	.00
B	9,216,873.30	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	9,216,873.30	.00	.00	.00
S	454,251,034.47	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	454,251,034.47	454,251,034.47	.00
S	9,802,794.84	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	9,802,794.84	9,802,794.84	.00
S	47,579,643.11	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	47,579,643.11	47,579,643.11	.00
B	12,000,000.00	FEDERAL HOME LN MTG CORP 2.375% 01/13/2022 DD 01/13/12	.00	12,612,756.00	.00	.00	.00
S	12,000,000.00	FEDERAL HOME LN MTG CORP 2.375% 01/13/2022 DD 01/13/12	.00	.00	12,509,400.00	12,612,756.00	103,356.00-
S	979,102.80	PIMCO FDS SHORT TERM FLTG NAV PORT II	.00	.00	9,801,798.17	9,802,787.27	989.10-
B	16,000,000.00	U S TREASURY BOND 5.250% 11/15/2028 DD 11/15/98	.00	22,468,125.00	.00	.00	.00
S	7,700,000.00	U S TREASURY BOND 5.250% 11/15/2028 DD 11/15/98	.00	.00	10,781,804.69	10,812,785.16	30,980.47-
S	8,300,000.00	U S TREASURY BOND 5.250% 11/15/2028 DD 11/15/98	.00	.00	11,691,976.56	11,655,339.84	36,636.72
B	7,100,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	9,810,203.13	.00	.00	.00



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2012-12-31 CYCLE 3 12:12:44 RUN DATE: 09-OCT-13

PAGE: 3
 T6400

		5% VALUE:		6,320,000.00			
TRAN CODE	SHARES/ PAR VALUE	SECURITY DESCRIPTION	TRANSACTION EXPENSE	COST OF PURCHASES	PROCEEDS FROM SALES	COST OF ASSETS DISPOSED	GAIN/LOSS
B	22,700,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	31,450,140.63	.00	.00	.00
B	10,200,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	14,120,625.00	.00	.00	.00
S	4,600,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	6,457,250.00	6,368,811.41	88,438.59
S	4,700,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	6,597,257.81	6,507,263.83	89,993.98
S	6,000,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	8,485,078.13	8,307,145.31	177,932.82
S	5,400,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	7,643,953.13	7,476,430.78	167,522.35
S	19,300,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	26,591,781.25	26,721,317.43	129,536.18-
B	47,000,000.00	U S TREASURY BOND 3.125% 02/15/2042 DD 02/15/12	.00	50,253,281.25	.00	.00	.00
S	47,000,000.00	U S TREASURY BOND 3.125% 02/15/2042 DD 02/15/12	.00	.00	49,350,000.00	50,253,281.25	903,281.25-
B	18,000,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	.00	18,015,468.75	.00	.00	.00
S	6,500,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	.00	.00	6,488,828.13	6,500,830.69	12,002.56-
S	6,500,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	.00	.00	6,531,992.19	6,500,830.69	31,161.50



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2012-12-31 CYCLE 3 12:12:44 RUN DATE: 09-OCT-13

PAGE: 1
 T6500

				5% VALUE:	6,320,000.00		
TRAN COUNT	SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST OF PURCHASES	PROCEEDS FROM SALES	COST OF ASSETS DISPOSED	GAIN/LOSS	
19	668,178,352.87	COLLECTIVE US GOVT STIF 3		.00		.00	
		VAR RT 12/31/2049 DD 07/24/08	668,178,352.87		.00		
14	668,137,396.83	COLLECTIVE US GOVT STIF 3		668,137,396.83		.00	
		VAR RT 12/31/2049 DD 07/24/08	.00		668,137,396.83		
1	12,000,000.00	FEDERAL HOME LN MTG CORP		.00		.00	
		2.375% 01/13/2022 DD 01/13/12	12,612,756.00		.00		
1	12,000,000.00	FEDERAL HOME LN MTG CORP		12,509,400.00		103,356.00-	
		2.375% 01/13/2022 DD 01/13/12	.00		12,612,756.00		
11	1,518,401.66	PIMCO FDS SHORT TERM FLTG NAV		.00		.00	
		PORT II	15,202,247.98		.00		
2	1,518,401.71	PIMCO FDS SHORT TERM FLTG NAV		15,201,798.17		449.80-	
		PORT II	.00		15,202,247.97		
1	5,500,000.00	U S TREASURY BILL		.00		.00	
		0.000% 04/04/2013 DD 04/05/12	5,496,134.72		.00		
1	5,500,000.00	U S TREASURY BILL		5,496,128.61		6.11-	
		0.000% 04/04/2013 DD 04/05/12	.00		5,496,134.72		
1	16,000,000.00	U S TREASURY BOND		.00		.00	
		5.250% 11/15/2028 DD 11/15/98	22,468,125.00		.00		
2	16,000,000.00	U S TREASURY BOND		22,473,781.25		5,656.25	
		5.250% 11/15/2028 DD 11/15/98	.00		22,468,125.00		
3	40,000,000.00	U S TREASURY BOND		.00		.00	
		4.750% 02/15/2041 DD 02/15/11	55,380,968.76		.00		
5	40,000,000.00	U S TREASURY BOND		55,775,320.32		394,351.56	
		4.750% 02/15/2041 DD 02/15/11	.00		55,380,968.76		
1	47,000,000.00	U S TREASURY BOND		.00		.00	
		3.125% 02/15/2042 DD 02/15/12	50,253,281.25		.00		
1	47,000,000.00	U S TREASURY BOND		49,350,000.00		903,281.25-	
		3.125% 02/15/2042 DD 02/15/12	.00		50,253,281.25		



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PAGE: 2
 T6500

TRAN COUNT	SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST OF PURCHASES	5% VALUE: PROCEEDS FROM SALES	6,320,000.00 COST OF ASSETS DISPOSED	GAIN/LOSS
3	19,600,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	19,603,284.79	.00	.00	.00
5	19,600,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	.00	19,567,859.38	19,603,284.79	35,425.41-

EFH Active Retirement Plan

Financial Statements
at December 31, 2012 and for the
Three Months (Inception to Termination) Ended December 31, 2012
Supplemental Schedules for the
Three Months (Inception to Termination) Ended December 31, 2012 and
Independent Auditor's Report

TABLE OF CONTENTS

	<u>PAGE</u>
INDEPENDENT AUDITOR'S REPORT.....	1
FINANCIAL STATEMENTS:	
Statements of Net Assets In Liquidation Available for Benefits – December 31, 2012.....	3
Statement of Changes in Net Assets in Liquidation Available for Benefits – Three Months (Inception to Termination) Ended December 31, 2012	3
Notes to Financial Statements.....	4
SUPPLEMENTAL SCHEDULES:	
Schedule H, Part IV, Line 4j – Supplemental Schedule of Reportable Transactions Three Months (Inception to Termination) Ended December 31, 2012	8

Note:

The accompanying financial statements have been prepared for the purpose of filing with the Department of Labor's Form 5500. Supplemental schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, other than the schedules listed above, are omitted because of the absence of the conditions under which they are required.



Independent Auditor's Report

To the EFH Retirement Committee and the
Participants of the EFH Active Retirement Plan

Report on the Financial Statements

We have audited the accompanying financial statements of the EFH Active Retirement Plan (the Plan), which comprise the Statement of Net Assets in Liquidation Available for Benefits as of December 31, 2012, and the related Statement of Changes in Net Assets in Liquidation Available for Benefits for the three months (inception to termination) ended December 31, 2012, and the related Notes to Financial Statements.

Plan Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America (US GAAP); this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of 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 these financial statements based on our audit. We conducted our audit in accordance with the auditing standards generally accepted in the United States of America (US GAAS). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the 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 Plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by Plan management, as well as evaluating the overall presentation of the 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 financial statements referred to above present fairly, in all material respects, the financial status of the Plan as of December 31, 2012, and the changes in financial status for the three months (inception to termination) ended December 31, 2012, in accordance with US GAAP.

Emphasis of Matter

As further discussed in Note 1 to the financial statements, the Board of Directors of the Energy Future Holdings Corp. and its U.S. subsidiaries other than Oncor ("EFH"), the Plan's sponsor, approved certain amendments to the EFH Retirement Plan in August 2012, to terminate the Plan. In accordance with US GAAP, the Plan prepared the financial statements using the liquidation basis of accounting. Our opinion is not modified with respect to this matter.

Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information listed in the table of contents is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of Plan management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or the financial statements themselves, and other additional procedures in accordance with US GAAS. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

McConnell & Jones LLP

Houston, Texas
October 14, 2013

EFH ACTIVE RETIREMENT PLAN

STATEMENT OF NET ASSETS IN LIQUIDATION AVAILABLE FOR BENEFITS DECEMBER 31, 2012

Investments, at fair value (Notes 2 and 3).....	\$ —
Net assets in liquidation available for benefits	<u>\$ —</u>

See Notes to Financial Statements.

STATEMENT OF CHANGES IN NET ASSETS IN LIQUIDATION AVAILABLE FOR BENEFITS THREE MONTHS (INCEPTION TO TERMINATION) ENDED DECEMBER 31, 2012

ADDITIONS:

Investment income (loss):

Fixed income securities – U.S. Government	\$ (642,060)
Common funds – mutual funds	<u>607</u>
Net depreciation in fair value of investments	(641,453)
Interest and dividends	<u>554,963</u>
Total investment loss	(86,490)
Contributions (Note 1)	<u>274,372,853</u>
Total additions	274,286,363

DEDUCTIONS:

Benefits paid to participants	512,844,111
Administrative expenses (Note 2)	<u>2,106,658</u>
Total deductions.....	<u>514,950,769</u>

NET DECREASE IN NET ASSETS AVAILABLE FOR BENEFITS (240,664,406)

NET ASSETS AVAILABLE FOR BENEFITS:

Beginning of period	—
Transfers of assets into this Plan	<u>240,664,406</u>
End of period.....	<u><u>\$ —</u></u>

See Notes to Financial Statements.

EFH ACTIVE RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

1. THE PLAN

General — The EFH Active Retirement Plan (the “Plan”) is a noncontributory defined benefit pension plan that covered eligible employees of Energy Future Holdings Corp. (“EFH”) and its U.S. subsidiaries (collectively the “Company”). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”).

The Bank of New York Mellon Corporation is the Plan’s trustee (the “Trustee”) and held the Plan’s assets. Fidelity Investments is the administrative service provider.

In August 2012, EFH approved certain amendments to the EFH Retirement Plan that resulted in: (1) splitting off assets and liabilities under the EFH Retirement Plan associated with employees of Oncor Electric Delivery Company LLC (Oncor), an indirect, 80% owned subsidiary of EFH, and all retirees and terminated vested participants of EFH and its subsidiaries (including discontinued businesses) to a new plan (Oncor Retirement Plan), (2) splitting off assets and liabilities under the Plan associated with active employees of EFH’s competitive businesses, other than active collective bargaining unit employees, to a Terminating Plan (the Plan), freezing benefits and vesting all accrued EFH Retirement Plan benefits for these participants (Affected Participants), (3) the termination of, distributions of benefits under, and settlement of all of EFH’s liabilities under the Plan and (4) maintaining assets and liabilities under the EFH Retirement Plan associated with active collective bargaining unit employees of EFH’s competitive businesses under the current EFH Retirement Plan. Benefits were distributed to the Affected Participants in the fourth quarter of 2012. The Plan was terminated on October 10, 2012.

The Company made contributions to the Plan of \$274,372,853 for the 2012 plan year, \$69,679 of which were paid during 2013. The assets of the Plan attributable to the contributions made by the Company were used solely to provide benefits to participants of the Plan.

Plan Termination — Pursuant to a decision by the Board of Directors of EFH, the Plan was terminated on October 10, 2012. All Plan assets were used for the benefit of participants, their beneficiaries under the Plan and other Plan obligations. The distribution of assets was conducted in accordance with applicable provisions of the law.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting — As a result of the decision to terminate the Plan effective October 10, 2012, the financial statements of the Plan are prepared using the liquidation basis of accounting in accordance with accounting principles generally accepted in the United States of America. Benefit payments are recorded when paid. Subsequent events have been evaluated through October 14, 2013, the date these financial statements were available to be issued.

Contributions — Contributions to the Plan are recorded in the period that the Plan’s actuary determines they relate to except that a contribution receivable is recorded to the extent that amounts due are pursuant to formal commitments as well as legal or contractual requirements in existence at the end of the Plan year.

Administrative Expenses — During the three months ended December 31, 2012, the Plan paid the costs and expenses of investment transactions and the fees of investment managers engaged by the EFH Retirement Committee, which consists of certain management-level employees of the Company. The Plan also incurred trustee fees, PBGC insurance fees and relevant actuarial, audit and legal fees.

Investment Valuation and Income Recognition - The Plan's investments are valued at fair value on the date of transfer. Purchases and sales of securities are reflected on a trade-date basis. Interest income is recognized when earned. Dividend income is recorded on the ex-dividend date.

Actuarial Assumptions — The actuarial present value of accumulated plan benefits is determined by the consulting actuary by applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money and the probability of payment between the valuation date and the expected payment date. The actuarial value of accumulated benefits at October 1, 2012 reflects the actual amount of the annuity purchases and lump sum payments upon plan termination, discounted to October 1, 2012 using a discount rate of 2%.

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 changes in net assets during the reporting period. Actual results could differ from those estimates.

Risks and Uncertainties — Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility. In addition, benefit costs are impacted by actual and actuarial estimates of employee demographics, the level of contributions made to the Plan, expected and actual earnings on Plan assets, changes in Plan provisions, general interest rates and the discount/inflation rates used in determining the projected benefit obligation. It is reasonably possible that such changes could materially affect the amounts reported in the financial statements.

3. INVESTMENTS

The Bank of New York Mellon Corporation serves as the trustee of the Plan, and the investment manager during the 2012 plan year was Pacific Investment Management Co. The manager invested the assets under guidelines established by the EFH Retirement Committee.

The Plan invested its funds in United States government obligations and bank common collective trust funds.

The Trustee invested certain assets in The Bank of New York Mellon Corporation Collective U.S. Government Short-Term Investment Fund, which is managed by The Bank of New York Mellon Corporation.

The investment objective for the Plan was to invest in a suitable mix of assets to meet the benefit obligations at an acceptable level of risk, while minimizing the volatility of contributions. Fixed income securities (U.S. Treasuries) and bank common collective trust funds were used to maintain a high grade portfolio of securities which assisted in managing the volatility and magnitude of plan contributions and expense while maintaining sufficient cash and short-term investments to pay benefits and expenses. Investments were specifically structured in anticipation of near-term lump sum payments and an annuity purchase to defease all benefit obligations.

4. ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

Changes in the actuarial present value of accumulated Plan benefits for the three months ended December 31, 2012, are as follows:

	<u>2012</u>
Actuarial present value of accumulated benefits at October 1, 2013	<u>\$ 510,516,693</u>
Increase (decrease) during the year attributable to:	
Increase for interest due to decrease in the discount period	2,327,418
Benefits paid to participants	<u>(512,844,111)</u>
Net decrease	<u>(510,516,693)</u>
Actuarial present value of accumulated benefits at December 31, 2012	<u>\$ —</u>

5. TAX STATUS

The Plan administrator believes that the Plan design and operation is in compliance with the applicable requirements of the Internal Revenue Code. The Plan is subject to examinations by taxing jurisdictions; however, there are currently no examinations for any tax periods in progress. The Plan has recorded no uncertain tax positions.

SUPPLEMENTAL SCHEDULES

EFH ACTIVE RETIREMENT PLAN

EIN 75-2663910 PN 003

**SCHEDULE H, PART IV, LINE 4j
SUPPLEMENTAL SCHEDULE OF REPORTABLE TRANSACTIONS
THREE MONTHS ENDED DECEMBER 31, 2012**

Note: Refer to the enclosed Trustee statements for the required disclosures.



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2012-12-31 CYCLE 3 12:12:44 RUN DATE: 09-OCT-13

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PAGE: 1
T6400

		5% VALUE:		6,320,000.00			
TRAN CODE	SHARES/ PAR VALUE	SECURITY DESCRIPTION	TRANSACTION EXPENSE	COST OF PURCHASES	PROCEEDS FROM SALES	COST OF ASSETS DISPOSED	GAIN/LOSS
B	142,800,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	142,800,000.00	.00	.00	.00
B	110,000,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	110,000,000.00	.00	.00	.00
S	109,457,600.87	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	109,457,600.87	109,457,600.87	.00
B	150,000,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	150,000,000.00	.00	.00	.00
B	14,912,087.30	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	14,912,087.30	.00	.00	.00
B	30,477,609.26	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	30,477,609.26	.00	.00	.00
B	30,000,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	30,000,000.00	.00	.00	.00
S	30,100,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	30,100,000.00	30,100,000.00	.00
B	10,013,643.69	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	10,013,643.69	.00	.00	.00
B	10,001,838.50	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	10,001,838.50	.00	.00	.00
S	9,999,983.88	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	9,999,983.88	9,999,983.88	.00
B	15,000,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	15,000,000.00	.00	.00	.00



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		5% VALUE:		6,320,000.00			
TRAN CODE	SHARES/ PAR VALUE	SECURITY DESCRIPTION	TRANSACTION EXPENSE	COST OF PURCHASES	PROCEEDS FROM SALES	COST OF ASSETS DISPOSED	GAIN/LOSS
B	139,971,004.44	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	139,971,004.44	.00	.00	.00
B	9,216,873.30	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	9,216,873.30	.00	.00	.00
S	454,251,034.47	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	454,251,034.47	454,251,034.47	.00
S	9,802,794.84	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	9,802,794.84	9,802,794.84	.00
S	47,579,643.11	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	47,579,643.11	47,579,643.11	.00
B	12,000,000.00	FEDERAL HOME LN MTG CORP 2.375% 01/13/2022 DD 01/13/12	.00	12,612,756.00	.00	.00	.00
S	12,000,000.00	FEDERAL HOME LN MTG CORP 2.375% 01/13/2022 DD 01/13/12	.00	.00	12,509,400.00	12,612,756.00	103,356.00-
S	979,102.80	PIMCO FDS SHORT TERM FLTG NAV PORT II	.00	.00	9,801,798.17	9,802,787.27	989.10-
B	16,000,000.00	U S TREASURY BOND 5.250% 11/15/2028 DD 11/15/98	.00	22,468,125.00	.00	.00	.00
S	7,700,000.00	U S TREASURY BOND 5.250% 11/15/2028 DD 11/15/98	.00	.00	10,781,804.69	10,812,785.16	30,980.47-
S	8,300,000.00	U S TREASURY BOND 5.250% 11/15/2028 DD 11/15/98	.00	.00	11,691,976.56	11,655,339.84	36,636.72
B	7,100,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	9,810,203.13	.00	.00	.00



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B	22,700,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	31,450,140.63	.00	.00	.00
B	10,200,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	14,120,625.00	.00	.00	.00
S	4,600,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	6,457,250.00	6,368,811.41	88,438.59
S	4,700,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	6,597,257.81	6,507,263.83	89,993.98
S	6,000,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	8,485,078.13	8,307,145.31	177,932.82
S	5,400,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	7,643,953.13	7,476,430.78	167,522.35
S	19,300,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	26,591,781.25	26,721,317.43	129,536.18-
B	47,000,000.00	U S TREASURY BOND 3.125% 02/15/2042 DD 02/15/12	.00	50,253,281.25	.00	.00	.00
S	47,000,000.00	U S TREASURY BOND 3.125% 02/15/2042 DD 02/15/12	.00	.00	49,350,000.00	50,253,281.25	903,281.25-
B	18,000,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	.00	18,015,468.75	.00	.00	.00
S	6,500,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	.00	.00	6,488,828.13	6,500,830.69	12,002.56-
S	6,500,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	.00	.00	6,531,992.19	6,500,830.69	31,161.50



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 TUD G000100
 EFH ACTIVE RETIREMT PLAN TRUST

REVISED 121244

SERIES OF TRANSACTIONS IN EXCESS OF FIVE PERCENT
 OF THE CURRENT VALUE OF THE PLAN ASSETS
 FOR THE PERIOD 01 JANUARY 2012 THROUGH 31 DECEMBER 2012

2012-12-31 CYCLE 3 12:12:44 RUN DATE: 09-OCT-13

PAGE: 1
 T6500

5% VALUE: 6,320,000.00						
TRAN COUNT	SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST OF PURCHASES	PROCEEDS FROM SALES	COST OF ASSETS DISPOSED	GAIN/LOSS
19	668,178,352.87	COLLECTIVE US GOVT STIF 3		.00		.00
		VAR RT 12/31/2049 DD 07/24/08	668,178,352.87		.00	
14	668,137,396.83	COLLECTIVE US GOVT STIF 3		668,137,396.83		.00
		VAR RT 12/31/2049 DD 07/24/08	.00		668,137,396.83	
1	12,000,000.00	FEDERAL HOME LN MTG CORP		.00		.00
		2.375% 01/13/2022 DD 01/13/12	12,612,756.00		.00	
1	12,000,000.00	FEDERAL HOME LN MTG CORP		12,509,400.00		103,356.00-
		2.375% 01/13/2022 DD 01/13/12	.00		12,612,756.00	
11	1,518,401.66	PIMCO FDS SHORT TERM FLTG NAV		.00		.00
		PORT II	15,202,247.98		.00	
2	1,518,401.71	PIMCO FDS SHORT TERM FLTG NAV		15,201,798.17		449.80-
		PORT II	.00		15,202,247.97	
1	5,500,000.00	U S TREASURY BILL		.00		.00
		0.000% 04/04/2013 DD 04/05/12	5,496,134.72		.00	
1	5,500,000.00	U S TREASURY BILL		5,496,128.61		6.11-
		0.000% 04/04/2013 DD 04/05/12	.00		5,496,134.72	
1	16,000,000.00	U S TREASURY BOND		.00		.00
		5.250% 11/15/2028 DD 11/15/98	22,468,125.00		.00	
2	16,000,000.00	U S TREASURY BOND		22,473,781.25		5,656.25
		5.250% 11/15/2028 DD 11/15/98	.00		22,468,125.00	
3	40,000,000.00	U S TREASURY BOND		.00		.00
		4.750% 02/15/2041 DD 02/15/11	55,380,968.76		.00	
5	40,000,000.00	U S TREASURY BOND		55,775,320.32		394,351.56
		4.750% 02/15/2041 DD 02/15/11	.00		55,380,968.76	
1	47,000,000.00	U S TREASURY BOND		.00		.00
		3.125% 02/15/2042 DD 02/15/12	50,253,281.25		.00	
1	47,000,000.00	U S TREASURY BOND		49,350,000.00		903,281.25-
		3.125% 02/15/2042 DD 02/15/12	.00		50,253,281.25	



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2012-12-31 CYCLE 3 12:12:44 RUN DATE: 09-OCT-13

TUD G000100

EFH ACTIVE RETIREMT PLAN TRUST

SERIES OF TRANSACTIONS IN EXCESS OF FIVE PERCENT
 OF THE CURRENT VALUE OF THE PLAN ASSETS
 FOR THE PERIOD 01 JANUARY 2012 THROUGH 31 DECEMBER 2012

PAGE: 2
 T6500

TRAN COUNT	SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST OF PURCHASES	5% VALUE: PROCEEDS FROM SALES	6,320,000.00 COST OF ASSETS DISPOSED	GAIN/LOSS
3	19,600,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	19,603,284.79	.00	.00	.00
5	19,600,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	.00	19,567,859.38	19,603,284.79	35,425.41-



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TRDTUD TUDG00010000 5500 REVISED 121244

2012-12-31 CYCLE 3 12:12:44 RUN DATE: 09-OCT-13

TUD G000100
EFH ACTIVE RETIREMT PLAN TRUST

SINGLE TRANSACTIONS IN EXCESS OF FIVE PERCENT
OF THE CURRENT VALUE OF THE PLAN ASSETS
FOR THE PERIOD 01 JANUARY 2012 THROUGH 31 DECEMBER 2012

PAGE: 1
T6400

		5% VALUE:		6,320,000.00			
TRAN CODE	SHARES/ PAR VALUE	SECURITY DESCRIPTION	TRANSACTION EXPENSE	COST OF PURCHASES	PROCEEDS FROM SALES	COST OF ASSETS DISPOSED	GAIN/LOSS
B	142,800,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	142,800,000.00	.00	.00	.00
B	110,000,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	110,000,000.00	.00	.00	.00
S	109,457,600.87	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	109,457,600.87	109,457,600.87	.00
B	150,000,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	150,000,000.00	.00	.00	.00
B	14,912,087.30	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	14,912,087.30	.00	.00	.00
B	30,477,609.26	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	30,477,609.26	.00	.00	.00
B	30,000,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	30,000,000.00	.00	.00	.00
S	30,100,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	30,100,000.00	30,100,000.00	.00
B	10,013,643.69	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	10,013,643.69	.00	.00	.00
B	10,001,838.50	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	10,001,838.50	.00	.00	.00
S	9,999,983.88	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	9,999,983.88	9,999,983.88	.00
B	15,000,000.00	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	15,000,000.00	.00	.00	.00



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 OF THE CURRENT VALUE OF THE PLAN ASSETS
 FOR THE PERIOD 01 JANUARY 2012 THROUGH 31 DECEMBER 2012

2012-12-31 CYCLE 3 12:12:44 RUN DATE: 09-OCT-13

PAGE: 2
 T6400

		5% VALUE:		6,320,000.00			
TRAN CODE	SHARES/ PAR VALUE	SECURITY DESCRIPTION	TRANSACTION EXPENSE	COST OF PURCHASES	PROCEEDS FROM SALES	COST OF ASSETS DISPOSED	GAIN/LOSS
B	139,971,004.44	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	139,971,004.44	.00	.00	.00
B	9,216,873.30	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	9,216,873.30	.00	.00	.00
S	454,251,034.47	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	454,251,034.47	454,251,034.47	.00
S	9,802,794.84	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	9,802,794.84	9,802,794.84	.00
S	47,579,643.11	COLLECTIVE US GOVT STIF 3 VAR RT 12/31/2049 DD 07/24/08	.00	.00	47,579,643.11	47,579,643.11	.00
B	12,000,000.00	FEDERAL HOME LN MTG CORP 2.375% 01/13/2022 DD 01/13/12	.00	12,612,756.00	.00	.00	.00
S	12,000,000.00	FEDERAL HOME LN MTG CORP 2.375% 01/13/2022 DD 01/13/12	.00	.00	12,509,400.00	12,612,756.00	103,356.00-
S	979,102.80	PIMCO FDS SHORT TERM FLTG NAV PORT II	.00	.00	9,801,798.17	9,802,787.27	989.10-
B	16,000,000.00	U S TREASURY BOND 5.250% 11/15/2028 DD 11/15/98	.00	22,468,125.00	.00	.00	.00
S	7,700,000.00	U S TREASURY BOND 5.250% 11/15/2028 DD 11/15/98	.00	.00	10,781,804.69	10,812,785.16	30,980.47-
S	8,300,000.00	U S TREASURY BOND 5.250% 11/15/2028 DD 11/15/98	.00	.00	11,691,976.56	11,655,339.84	36,636.72
B	7,100,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	9,810,203.13	.00	.00	.00



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TRDTUD TUDG00010000 5500
 TUD G000100
 EFH ACTIVE RETIREMT PLAN TRUST

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 OF THE CURRENT VALUE OF THE PLAN ASSETS
 FOR THE PERIOD 01 JANUARY 2012 THROUGH 31 DECEMBER 2012

2012-12-31 CYCLE 3 12:12:44 RUN DATE: 09-OCT-13

PAGE: 3
 T6400

		5% VALUE:		6,320,000.00			
TRAN CODE	SHARES/ PAR VALUE	SECURITY DESCRIPTION	TRANSACTION EXPENSE	COST OF PURCHASES	PROCEEDS FROM SALES	COST OF ASSETS DISPOSED	GAIN/LOSS
B	22,700,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	31,450,140.63	.00	.00	.00
B	10,200,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	14,120,625.00	.00	.00	.00
S	4,600,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	6,457,250.00	6,368,811.41	88,438.59
S	4,700,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	6,597,257.81	6,507,263.83	89,993.98
S	6,000,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	8,485,078.13	8,307,145.31	177,932.82
S	5,400,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	7,643,953.13	7,476,430.78	167,522.35
S	19,300,000.00	U S TREASURY BOND 4.750% 02/15/2041 DD 02/15/11	.00	.00	26,591,781.25	26,721,317.43	129,536.18-
B	47,000,000.00	U S TREASURY BOND 3.125% 02/15/2042 DD 02/15/12	.00	50,253,281.25	.00	.00	.00
S	47,000,000.00	U S TREASURY BOND 3.125% 02/15/2042 DD 02/15/12	.00	.00	49,350,000.00	50,253,281.25	903,281.25-
B	18,000,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	.00	18,015,468.75	.00	.00	.00
S	6,500,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	.00	.00	6,488,828.13	6,500,830.69	12,002.56-
S	6,500,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	.00	.00	6,531,992.19	6,500,830.69	31,161.50



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 FOR THE PERIOD 01 JANUARY 2012 THROUGH 31 DECEMBER 2012

2012-12-31 CYCLE 3 12:12:44 RUN DATE: 09-OCT-13

PAGE: 1
 T6500

				5% VALUE:	6,320,000.00		
TRAN COUNT	SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST OF PURCHASES	PROCEEDS FROM SALES	COST OF ASSETS DISPOSED	GAIN/LOSS	
19	668,178,352.87	COLLECTIVE US GOVT STIF 3		.00		.00	
		VAR RT 12/31/2049 DD 07/24/08	668,178,352.87		.00		
14	668,137,396.83	COLLECTIVE US GOVT STIF 3		668,137,396.83		.00	
		VAR RT 12/31/2049 DD 07/24/08	.00		668,137,396.83		
1	12,000,000.00	FEDERAL HOME LN MTG CORP		.00		.00	
		2.375% 01/13/2022 DD 01/13/12	12,612,756.00		.00		
1	12,000,000.00	FEDERAL HOME LN MTG CORP		12,509,400.00		103,356.00-	
		2.375% 01/13/2022 DD 01/13/12	.00		12,612,756.00		
11	1,518,401.66	PIMCO FDS SHORT TERM FLTG NAV		.00		.00	
		PORT II	15,202,247.98		.00		
2	1,518,401.71	PIMCO FDS SHORT TERM FLTG NAV		15,201,798.17		449.80-	
		PORT II	.00		15,202,247.97		
1	5,500,000.00	U S TREASURY BILL		.00		.00	
		0.000% 04/04/2013 DD 04/05/12	5,496,134.72		.00		
1	5,500,000.00	U S TREASURY BILL		5,496,128.61		6.11-	
		0.000% 04/04/2013 DD 04/05/12	.00		5,496,134.72		
1	16,000,000.00	U S TREASURY BOND		.00		.00	
		5.250% 11/15/2028 DD 11/15/98	22,468,125.00		.00		
2	16,000,000.00	U S TREASURY BOND		22,473,781.25		5,656.25	
		5.250% 11/15/2028 DD 11/15/98	.00		22,468,125.00		
3	40,000,000.00	U S TREASURY BOND		.00		.00	
		4.750% 02/15/2041 DD 02/15/11	55,380,968.76		.00		
5	40,000,000.00	U S TREASURY BOND		55,775,320.32		394,351.56	
		4.750% 02/15/2041 DD 02/15/11	.00		55,380,968.76		
1	47,000,000.00	U S TREASURY BOND		.00		.00	
		3.125% 02/15/2042 DD 02/15/12	50,253,281.25		.00		
1	47,000,000.00	U S TREASURY BOND		49,350,000.00		903,281.25-	
		3.125% 02/15/2042 DD 02/15/12	.00		50,253,281.25		



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TRDTUD TUDG00010000 5500

REVISED 121244

2012-12-31 CYCLE 3 12:12:44 RUN DATE: 09-OCT-13

TUD G000100

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 OF THE CURRENT VALUE OF THE PLAN ASSETS
 FOR THE PERIOD 01 JANUARY 2012 THROUGH 31 DECEMBER 2012

PAGE: 2
 T6500

TRAN COUNT	SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST OF PURCHASES	5% VALUE: PROCEEDS FROM SALES	6,320,000.00 COST OF ASSETS DISPOSED	GAIN/LOSS
3	19,600,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	19,603,284.79	.00	.00	.00
5	19,600,000.00	U S TREASURY NOTE 1.625% 08/15/2022 DD 08/15/12	.00	19,567,859.38	19,603,284.79	35,425.41-