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 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2018

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A This return/report is for:
- [ ] a multiemployer plan
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)
- [X] 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:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
DYNEGY PENSION PLAN

1b Three-digit plan number (PN) ▶ 003

1c Effective date of plan 01/01/2000

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
VISTRA OPERATION COMPANY LLC

VISTRA ENERGY
6555 SIERRA DRIVE 3S-029
IRVING, TX 75039

2b Employer Identification Number (EIN)
36-4833461

2c Plan Sponsor's telephone number
214-812-4600

2d Business code (see instructions)
221100

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.	10/15/2019	BARBARA MUELLER
	Signature of plan administrator	Date	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

3a Plan administrator's name and address [X] Same as Plan Sponsor

3b Administrator's EIN

3c Administrator's telephone number

4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report:

a Sponsor's name DYNEGY INC

c Plan Name DYNEGY PENSION PLAN

4b EIN 20-5653152

4d PN 011

5 Total number of participants at the beginning of the plan year	**5**	3755
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1) Total number of active participants at the beginning of the plan year	**6a(1)**	2277
a(2) Total number of active participants at the end of the plan year	**6a(2)**	1730
b Retired or separated participants receiving benefits	**6b**	729
c Other retired or separated participants entitled to future benefits	**6c**	1004
d Subtotal. Add lines **6a(2)**, **6b**, and **6c**	**6d**	3463
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f Total. Add lines **6d** and **6e**	**6f**	3463
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 who terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	
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 1I 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)		**9b** Plan benefit arrangement (check all that apply)	
(1) Insurance	[ ]	**(1)** Insurance	[ ]
(2) Code section 412(e)(3) insurance contracts	[ ]	**(2)** Code section 412(e)(3) insurance contracts	[ ]
(3) Trust	[X]	**(3)** Trust	[X]
(4) General assets of the sponsor	[ ]	**(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)** [X] **R** (Retirement Plan Information)
- **(2)** [ ] **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- **(3)** [X] **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- **(1)** [X] **H** (Financial Information)
- **(2)** [ ] **I** (Financial Information – Small Plan)
- **(3)** [ ] 0 **A** (Insurance Information)
- **(4)** [X] **C** (Service Provider Information)
- **(5)** [X] **D** (DFE/Participating Plan Information)
- **(6)** [ ] **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2018 Form M-1 annual report. If the plan was not required to file the 2018 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

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

2018

This Form is Open to Public Inspection

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

▶ **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
DYNEGY PENSION PLAN

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF
VISTRA OPERATION COMPANY LLC

D Employer Identification Number (EIN)
36-4833461

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2018

2 Assets:

a Market value	**2a**	391421819
b Actuarial value	**2b**	391421819

3 Funding target/participant count breakdown

	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	707	164072305	164072305
b For terminated vested participants	771	24891952	24891952
c For active participants	2277	157381430	163651222
d Total	3755	346345687	352615479

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**	5.65 %
6 Target normal cost	**6**	11982788

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 — Date: 09/24/2019

ALLISON LOGAN — Type or print name of actuary

17-07794 — Most recent enrollment number

AON CONSULTING, INC. — Firm name

214-989-2641 — Telephone number (including area code)

5005 LBJ FREEWAY
SUITE 1400
DALLAS, TX 75244

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 [ ]

Part II Beginning of Year Carryover and Prefunding Balances

		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	4714725
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	4477627
9	Amount remaining (line 7 minus line 8)	0	237098
10	Interest on line 9 using prior year's actual return of 16.71 %	0	39619
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		22321
	b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of 5.90%		0
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		3730
	c Total available at beginning of current plan year to add to prefunding balance		26051
	d Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	276717

Part III Funding Percentages

14	Funding target attainment percentage	14	110.92%
15	Adjusted funding target attainment percentage	15	111.00%
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	137.85%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

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
			Totals ► 18(b)	0	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	0

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:	2nd segment:	3rd segment:	
3.92%	5.52%	6.29%	☐ N/A, full yield curve used

b Applicable month (enter code)	**21b**	4
22 Weighted average retirement age	**22**	62

23 Mortality table(s) (see instructions)

Prior regulation: ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute

Current regulation: ☐ 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**	11982788
b Excess assets, if applicable, but not greater than line 31a	**31b**	11982788

32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	0	0
b Waiver amortization installment	0	0

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**	0

	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**	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	**37**	0

38 Present value of excess contributions for current year (see instructions)

a Total (excess, if any, of line 37 over line 36)	**38a**	0
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

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**2018** **This Form is Open to Public Inspection.**

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
DYNEGY PENSION PLAN

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
VISTRA OPERATION COMPANY LLC

D Employer Identification Number (EIN)
36-4833461

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

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

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

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

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

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

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

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

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

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

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

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

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)

TOWERS WATSON DELAWARE, INC.

53-0181291

(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	NONE	341825	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

BUCK CONSULTANTS LLC

04-3609853

(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?
17	NONE	313279	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

WALTER SCOTT & PARTNERS LTD

54-0357120

(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	NONE	273954	Yes [ ] No [X]	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)

AON HEWITT INVESTMENT CONSULTING

36-3109431

(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?
17	NONE	177874	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

CONDUENT HR SERVICES LLC

81-2983623

(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?
15	NONE	86290	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

NORTHERN TRUST COMPANY

36-1561860

(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?
21	NONE	72974	Yes [ ] No [X]	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)

STATE STREET BANK & TRUST CO.

36-1561860

(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?
21	NONE	72974	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

(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

(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

(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

(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

(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)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

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

2018

This Form is Open to Public Inspection.

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
DYNEGY PENSION PLAN

B Three-digit plan number (PN) ▶ 003

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
VISTRA OPERATION COMPANY LLC

D Employer Identification Number (EIN)
36-4833461

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)

a Name of MTIA, CCT, PSA, or 103-12 IE: SSGA US TOTAL MARKET SECURITIES LEN

b Name of sponsor of entity listed in (a): STATE STREET BANK AND TRUST COMPANY

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)
04-0025081-087	C	79465151

a Name of MTIA, CCT, PSA, or 103-12 IE: COLTV SHORT TERM INVESTMENT COMPANT

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

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)
36-6036794-001	C	6919864

a Name of MTIA, CCT, PSA, or 103-12 IE: WALTER SCOTT & PARTNERS GROUP TR

b Name of sponsor of entity listed in (a): WALTER SCOTT & PARTNERS LIMITED

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)
76-6192146-003	E	22445947

a Name of MTIA, CCT, PSA, or 103-12 IE: SSGA LONG U.S. CREDIT INDX NL FUND

b Name of sponsor of entity listed in (a): STATE STREET BANK AND TRUST COMPANY

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)
04-0025081-146	C	59042526

a Name of MTIA, CCT, PSA, or 103-12 IE: SSGA MSCI ACWI EX USA SL FUND

b Name of sponsor of entity listed in (a): STATE STREET BANK AND TRUST COMPANY

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)
90-0337987-009	C	12646872

a Name of MTIA, CCT, PSA, or 103-12 IE: ALLIANZ STRUCTURED ALPHA EMERGING

b Name of sponsor of entity listed in (a): ALLIANZ GLOBAL INVESTORS

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)
81-4086378-000	E	24901741

a Name of MTIA, CCT, PSA, or 103-12 IE: DYNEGY INC. MASTER RETIREMENT TRUST

b Name of sponsor of entity listed in (a): DYNEGY INC.

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)
36-3227683-007	M	0

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)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

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

2018

This Form is Open to Public Inspection

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
DYNEGY PENSION PLAN

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
VISTRA OPERATION COMPANY LLC

D Employer Identification Number (EIN)
36-4833461

Part I Asset and Liability Statement

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) Beginning of Year	(b) End of Year
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)	10500000	10000000
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(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)	0	59021798
(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)	0	158074413
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	381335609	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	47347688
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	0	57419385
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(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	391835609	331863284
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j	0	10232472
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	10232472
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	391835609	321630812

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) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)		
	(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)		0
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)		
	(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)		0
	(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)	2856215	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		2856215
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)	-4236256	
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		-4236256

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		-10761139
(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)		-6519712
c Other income	2c		-3235765
d Total income. Add all **income** amounts in column (b) and enter total	2d		-21896657
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	45946593	
(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)		45946593
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)	905952	
(2) Contract administrator fees	2i(2)	86290	
(3) Investment advisory and management fees	2i(3)	359229	
(4) Other	2i(4)	1010076	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		2361547
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		48308140
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		-70204797
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

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:

		Yes	No	Amount
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.)	4a		X	
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.)	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.)	4c		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.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	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?	4f		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?	4g		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?	4h		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.)	4i	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.)	4j		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?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
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.	4n		X	

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

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)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ..... ☒ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 4215219. (See instructions.)

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 sections 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

2018

This Form is Open to Public Inspection.

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
DYNEGY PENSION PLAN

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
VISTRA OPERATION COMPANY LLC

D Employer Identification Number (EIN)
36-4833461

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** 0

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): 36-3046063

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** 0

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.)

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

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**

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.

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: 46.3 % Investment-Grade Debt: 43.9 % High-Yield Debt: 1.6 % Real Estate: 0.0 % Other: 8.2 %

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):

DYNEGY PENSION PLAN

Independent Auditors' Report,
Financial Statements
and Supplementary Information

December 31, 2018 and 2017

DYNEGY PENSION PLAN

TABLE OF CONTENTS

	Page No.
INDEPENDENT AUDITORS' REPORT	1
FINANCIAL STATEMENTS	
Statements of Net Assets Available for Benefits	3
Statements of Changes in Net Assets Available for Benefits	4
Statement of Accumulated Plan Benefits	5
Statement of Changes in Accumulated Plan Benefits	6
NOTES TO THE FINANCIAL STATEMENTS	7
SUPPLEMENTARY INFOMATION:	
Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year)	16
Schedule H, Line 4(j) – Supplemental Schedule of Reportable Transactions	17

Note: Schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for reporting and disclosure under ERISA have been omitted because they are not applicable.

MJ
McCONNELL & JONES LLP
CERTIFIED PUBLIC ACCOUNTANTS

Independent Auditors' Report

To the Vistra Energy Retirement Plan Investment Committee for
the Dynegy Pension Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Dynegy Pension Plan (the "Plan"), which comprise the Statements of Net Assets Available for Benefits as of December 31, 2018, and 2017, the related Statements of Changes in Net Assets Available for Benefits for the years then ended, the Statement of Accumulated Plan Benefits as of January 1, 2018, the Statement of Changes in Accumulated Plan Benefits for the year then ended 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; 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America ("US GAAS"). Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA"), Plan management instructed us not to perform, and we did not perform, any auditing procedures with respect to the investment information, which was certified by Northern Trust Company, the trustee of the Plan ("Trustee"), except for comparing such information with the related information included in the financial statements. We have been informed by Plan management that the Trustee holds the Plan's investment assets and executes investment transactions. Plan management has obtained a certification from the Trustee as of December 31, 2018 and 2017 and for the years then ended, that the information provided to Plan management by the Trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

4828 Loop Central Dr.
Suite 1000
Houston, TX 77081
Phone: 713.968.1600
Fax: 713.968.1601

WWW.MCCONNELLJONES.COM

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements, other than that derived from the information certified by the Trustee has been audited by us in accordance with US GAAS and, in our opinion, is presented in compliance with DOL Rules and Regulations for Reporting and Disclosure under ERISA.

McConnell & Jones LLP

Houston, Texas
October 14, 2019

DYNEGY PENSION PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2018 AND 2017

	2018	2017
Assets		
Investments, at fair value	$ 321,863,284	$ -
Plan interest in Dynegy Inc. Master Retirement Trust	-	381,335,609
Receivable	10,000,000	10,500,000
Total assets	331,863,284	391,835,609
Liabilities		
Unsettled trades	10,232,472	-
Total liabilities	10,232,472	-
Net assets available for benefits	$ 321,630,812	$ 391,835,609

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

DYNEGY PENSION PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

	2018	2017
Additions:		
Investment income		
Plan interest in Dynegy Inc.		
Master Retirement Trust net investment income	$ -	$ 19,511,308
Net appreciation in fair value of investments		
Dividend and interest	2,855,687	-
Total additions	2,855,687	19,511,308
Deductions:		
Benefit payments	45,946,593	6,744,191
Net depreciation in fair value of investments	24,752,344	-
Administrative expenses	2,361,547	113,324
Total deductions	73,060,484	6,857,515
(Decrease)increase before transfer	(70,204,797)	12,653,793
Plan-to- plan transfer	-	285,914,433
Net (decrease)increase	(70,204,797)	298,568,226
Net assets available for benefits:		
Beginning of year	391,835,609	93,267,383
End of year	$ 321,630,812	$ 391,835,609

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

DYNEGY PENSION PLAN
STATEMENT OF ACCUMULATED PLAN BENEFITS

AS OF JANUARY 1, 2018

ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS:		
Vested benefits:		
Participants currently receiving benefits	$	159,892,356
Participants with deferred benefits		25,656,309
Active participants		170,174,828
Total vested accumulated benefits		355,723,493
Non-vested benefits		7,516,612
TOTAL ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS:	$	363,240,105

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

DYNEGY PENSION PLAN
STATEMENT OF CHANGES IN ACCUMULATED PLAN BENEFITS
FOR THE YEAR ENDED JANUARY 1, 2018

ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS, BEGINNING OF YEAR	$	334,367,926
Increase (decrease) during the year attributable to:		
Interest accumulation		19,833,978
Benefits paid		(29,371,789)
Assumption changes		17,322,120
Increase due to ongoing benefit accruals		21,087,870
NET INCREASE		28,872,179
ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS, END OF YEAR	$	363,240,105

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

1. DESCRIPTION OF THE PLAN

The following brief description of the Dynegy Pension Plan (formerly Dynegy, Inc. Frozen Retirement Benefit Plan) (the "Plan") provides only general information. Participants should refer to the Plan documents for a more complete description of the Plan's provisions.

General

The Plan was previously sponsored by Dynegy Inc. (the "Dynegy") as of December 15, 2017. Sithe Energies, Inc., a Delaware corporation was the former Plan sponsor. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). The Dynegy Inc. Benefit Plans Committee served as the "Plan Administrator" for the Plan as of April 9, 2018. Assets of the Plan are held by the Northern Trust Company (the "Trustee").

Effective at the close of business on December 28, 2017 the Dynegy Inc. Retirement Plan ("DRP") was merged into the Plan. As a result, DRP's assets totaling approximately $285.9 million were transferred into the Plan on December 31, 2017. Plan was also re-named from Dynegy Inc. Frozen Retirement Plan to Dynegy Pension Plan.

Effective as of April 9, 2018, Dynegy was merged with and into Vistra Energy Corp. ("Vistra Energy"), with Vistra Energy being the surviving entity, the Plan was amended to reflect Vista Operations Company LLC (the "Company") as the Plan sponsor. Effective as of the end of the day on December 31, 2018, no newly hired or rehired non-represented employees shall be eligible to participte in the Plan, and the benefits of all participants shall be frozen.

Vesting

All participants in the Plan are fully vested.

Contributions

Employer contributions are based upon minimum funding requirements as calculated by the Plan's actuary.

Distributions

Distributions are made pursuant to the terms of the Plan.

Termination of the Plan

Although it has not expressed any intent to do so, the Company has reserved the right to terminate the Plan. Whether all participants receive their entire Plan benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations. The receipt of full Plan benefits may also

depend on the financial condition of Sithe Energies, Inc. and its affiliates, the level of benefits guaranteed by the Pension Benefit Guaranty Corporation ("PBGC") (a U.S. government agency) at that time and the priority of those benefits. Some benefits may be fully or partially provided for by the then existing assets and the PBGC guaranty, while other benefits may not be provided for at all.

In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by Section 4044 of ERISA and its related regulations, generally to provide the following benefits in the order indicated:

a. Benefits attributable to employee contributions, taking into account those paid out before termination.

b. Annuity benefits that former participants or their beneficiaries have been receiving for at least a three-year period ending on the Plan's termination date, or that participants eligible to retire before the beginning of that three-year period would have been receiving as of the beginning of that three-year period if they had retired with benefits in the normal form of annuity under the Plan. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during that three-year period. The amount is further limited to the lowest benefit that would be payable under Plan provisions in effect at any time during the five-year period ending on the Plan's termination date.

c. Other vested benefits insured by the PBGC up to the applicable limitations (discussed below).

d. All other vested benefits (that is, vested benefits not insured by the PBGC).

e. All non-vested benefits.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Generally, vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide those benefits and may also depend on the level of benefits guaranteed by the PBGC.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying Plan financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("US GAAP").

Use of Estimates

The preparation of financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and the changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits as of the valuation date. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

In 2017, the investments held in the Master Trust were stated at fair value as determined by the Trustee based on the latest quoted market values of the underlying securities. As result of Plan merger, the Master Trust is not considered a master trust for reporting purposes.

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 6 for a discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to the service employees have rendered. Accumulated plan benefits include benefits expected to be paid to retired or terminated employees or their beneficiaries, beneficiaries of employees who have died, and current employees.

The actuarial present value of accumulated plan benefits is determined by the Plan's independent actuary and is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

The significant actuarial assumptions used in the valuation as of January 1, 2018 are as follows:

Mortality basis:	RP-2014 with adjustments to reflect actual experience from the Human Mortality Database from 2006 to 2010.
Discount rate:	5.94%

Contributions

Contributions to the Plan from the Company 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.

Payment of Benefits

Benefit payments to participants/beneficiaries are recorded upon distribution.

Expenses of the Plan

Certain expenses incurred in the administration of the Plan paid by the Plan or the Plan sponsor.

Recently Issued Accounting Pronouncement

In February 2017, FASB issued ASU No. 2017-06, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), and Health and Welfare Benefit Plans (Topic 965) - Employee Benefit Plan Master Trust Reporting ("ASU 2017-06"). ASU No. 2017-06 amends the master trust disclosure to require additional disclosures related to the Plan's interest in the master trust. ASU 2017-06 is effective for fiscal years beginning after December 15, 2018 with early adoption permitted and is required to be applied retrospectively for all comparative periods presented. Plan management decided not to early adopt ASU 2017-06.

Plan Management's Review of Subsequent Events

In preparing the accompanying financial statements, Plan management has reviewed all known events that have occurred after December 31, 2018, and through October 14, 2019, the date the financial statements were available to be issued, for inclusion in the financial statements and footnotes.

3. INCOME TAXES

A determination letter dated December 5, 2013 was received from the Internal Revenue Service stating that the Plan constitutes a qualified plan under the Internal Revenue Code of 1986, as amended (the "Code"). Accordingly, the Plan is exempt from federal income taxes

under Section 501(a) of the Code. The Plan has been amended since receiving the determination letter. However, the Plan Administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

US GAAP requires Plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The Plan management has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2018, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

4. FUNDING POLICY

The Plan's participating employers' funding policy is to contribute an amount at least equal to the minimum funding requirement and no more than the maximum tax deductible contribution in accordance with ERISA and the Code. Such amount is determined by a consulting actuary and is certified in an Actuarial Valuation Report. For the Plan year ended December 31, 2018 and 2017, the Plan has met the minimum funding requirements of ERISA.

5. RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statement of net assets available for benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

6. FAIR VALUE MEASUREMENTS

The FASB ASC Topic 820 ("FASB ASC 820") establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the

lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described below:

Level 1 – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 – Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.
Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2018 and 2017.

Mutual funds: Valued at the closing price reported on the active market on which the investment is traded.

Common Collective Trusts & 103-12 investments: Valued at the NAV of units of a bank collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. In accordance with the provisions of ASU 2015-07, these funds are not required to be presented in the fair value hierarchy table.

Partnerships: The interest in this fund has been valued using the partner's capital contributions, withdrawal or distributions, the allocation of the partnership's net profits and losses and any other capital account adjustments.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following table sets forth by level, within the fair value hierarchy, the assets held by the plan and Master Trust's assets at fair value as of December 31, 2018 and 2017:

	Assets at Fair Value as of December 31, 2018			
	Level 1	**Level 2**	**Level 3**	**Total**
Mutual funds	$ 57,419,385	$ -	$ -	$ 57,419,385
Partnerships	-	-	59,021,798	59,021,798
	$ 57,419,385	$ -	$ 59,021,798	$ 116,441,183
Investments measured at NAV per practical expedient				$ 205,422,101
				$ 321,863,284

	Assets at Fair Value as of December 31, 2017			
	Level 1	**Level 2**	**Level 3**	**Total**
Mutual funds	$ 61,850,411	$ -	$ -	$ 61,850,411
Partnerships	-	-	63,265,325	63,265,325
	$ 61,850,411	$ -	$ 63,265,325	$ 125,115,736
Investments measured at NAV per practical expedient				$ 256,219,873
				$ 381,335,609

The following table includes a summary of changes in the fair value of the Level 3 investments for the year ended December 31, 2018:

	2018
Limited partnerships:	
Balance, beginning of year	$ 63,265,325
Unrealized gains	(4,236,256)
Other adjustment	(7,271)
Balance, end of year	$ 59,021,798

Changes in Fair Value Levels

The availability of observable market data is monitored to assess the appropriate classification of investments within the fair value hierarchy. In instances where a transfer is required from one level to another as a result of re-evaluation of inputs or change in economic conditions, the transfer is reported at the beginning of the reporting period.

7. NAV PER SHARE

In accordance with FASB ASU No. 2009-12, *Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)*, the Plan expanded its disclosure to include the category, fair value, redemption frequency, and redemption notice period for those assets whose fair value is estimated using the net asset value per share or its equivalent for which the fair value is not readily determinable as of December 31, 2018 and 2017. For the Plan, such assets include investments in common collective trust funds and 103-12 investments.

The following tables for December 31, 2018 and 2017, sets forth a summary of the Plan's and Master Trust's investments with a reported NAV.

	Fair Value Estimated Using NAV per Share December 31, 2018				
	Fair Value *	Unfunded Commitment	Redemption Frequency	Other Restrictions	Notice Period
SSGA U.S. Total Market Fund	$ 79,465,151	None	Immediate	None	2 days
SSGA Long U.S. Credit Index	$ 59,042,526	None	Immediate	None	2 days
SSGA MSCI All Country World Ex-U.S. Index	$ 12,646,872	None	3rd Wed. and last day each month	None	2 days
Walter Scott Global Equity	$ 22,445,947	None	1st; 16th each month	None	5 days
Coltv Short Term Investment Fund	$ 6,919,864	None	Daily	None	None
Allianz Structured Alpha Emerging	$ 24,901,741	None	Daily	None	None

	Fair Value Estimated Using NAV per Share December 31, 2017				
	Fair Value *	Unfunded Commitment	Redemption Frequency	Other Restrictions	Notice Period
SSGA U.S. Total Market Fund	$ 101,164,702	None	Immediate	None	2 days
SSGA Long U.S. Credit Index	$ 73,094,357	None	Immediate	None	2 days
SSGA MSCI All Country World Ex-U.S. Index	$ 9,005,411	None	3rd Wed. and last day each month	None	2 days
Walter Scott Global Equity	$ 28,197,165	None	1st; 16th each month	None	5 days
Coltv Short Term Investment Fund	$ 6,538,477	None	Daily	None	None
Allianz Structured Alpha Emerging	$ 28,219,761	None	Daily	None	None

* The fair value of the investment have been estimated using the NAV of the investment.

8. PARTIES-IN-INTEREST

Certain Plan investments are managed by the Northern Trust Company. Because Northern Trust Company is the trustee as defined by the Plan, these qualify as parties-in-interest transactions

allowable under ERISA regulations. Fees paid during the year for professional services rendered by parties-in-interest, including Northern Trust Company, were based on customary and reasonable rates for such services. As of December 31, 2018 and 2017 total fees paid to parties-in-interest in connection with services rendered to the Plan totaled $72,974 and $81,683 respectively.

DYNEGY PENSION PLAN
EIN: 36-4833461 PN:003

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
DECEMBER 31, 2018

(a)	(b)	(c)	(d)	(e)
	IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY	**DESCRIPTION OF INVESTMENT, INCLUDING MATURITY DATE, RATE OF INTEREST, COLLATERAL PAR OR MATURITY VALUE**	**COST**	**CURRENT VALUE**
Mutual Fund				
	PIMCO LONG DURATION TOTAL RETURN INSTL	Mutual Fund		$ 57,419,385
Total Mutual fund				57,419,385
Common Collective Trusts				
	SSGA US TOTAL MKT SEC LENDING FD (CMJ5)	Common/Collective Trust		$ 79,465,151
	COLTV SHORT TERM INVT FD	Common/Collective Trust		6,919,864
	SSGA LONG US CREDIT INDEX NL FUND	Common/Collective Trust		59,042,526
	SSGA MSCI ACWI EX USA SL FUND	Common/Collective Trust		12,646,872
Total Common Collective Trusts				158,074,413
103-12 Investment Entity				
	WALTER SCOTT & PARTNERS GROUP TR	103-12 Investment Entity		$ 22,445,947
	ALLIANZGI STRUCTURED ALPHA EMERGING	103-12 Investment Entity		24,901,741
Total 103-12 Investment Entity				47,347,688
Partnership/Joint Venture Interests				
	LGIMA LONG DURATION US CREDIT FUND LLC	Partnership/Joint Venture Interests		$ 59,021,798
Total Partnership/Joint Venture Interests				59,021,798
Total Assets:				**$ 321,863,284**

DYNEGY PENSION PLAN
EIN: 36-4833461 PN: 003

SCHEDULE H, LINE 4j – SCHEDULE OF REPORTABLE TRANSACTIONS
FOR THE YEAR ENDED DECEMBER 31, 2018

The following pages represent the reportable transactions for the year ended December 31, 2018 of the Dynegy Pension Plan.

DYNEGY PENSION PLAN
EIN 36-4833461, PN 003
FORM 5500, SCHEDULE H, LINE 4(j) - SCHEDULE OF REPORTABLE TRANSACTIONS
FOR THE YEAR ENDED DECEMBER 31, 2018

Series of Transactions by Issue in Excess of 5%

Security Description / Asset ID		Number of Transactions	Transaction Aggregate Acquisition Price	Transaction Aggregate Disposition Price	Lease Rental	Expenses Incurred	Cost of Asset	Current Value of Asset on Transaction
COLTV SHORT TERM INVT FD CUSIP: 195998AC3	Total acquisitions	85	87,550,770.23			0.00	87,550,770.23	87,550.770.23
	Total dispositions	71		87,177,734.13		0.00	87,177,734.13	87,177.734.13

NOTE: TRANSACTIONS ARE BASED ON THE 2017-12-31 VALUE (INCLUDING ACCRUALS) OF 381,335,609.33

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Schedule SB, line 26—Schedule of Active Participant Data

Number of Participants, Average Compensation 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	8	5								
25-29	34 $64,202 $3,332	44 $75,885 $14,979	5	1						
30-34	40 $72,168 $3,766	102 $85,545 $17,310	28 $89,889 $41,736	10						
35-39	42 $80,418 $4,283	132 $96,700 $21,989	33 $88,369 $42,011	20 $113,250 $65,952	9					
40-44	61 $86,493 $4,357	114 $100,814 $25,349	38 $99,944 $48,126	31 $115,417 $75,252	18		1			
45-49	63 $93,290 $8,049	130 $108,675 $36,034	47 $119,636 $49,297	38 $123,750 $83,459	42 $139,039 $102,339	2	14	3		
50-54	65 $95,345 $6,728	163 $101,039 $39,591	36 $130,948 $46,046	52 $117,687 $80,345	28 $97,118 $70,902	4	34 $80,777 $71,951	5		
55-59	78 $92,559 $5,378	167 $106,507 $40,209	37 $153,850 $53,757	48 $106,671 $76,687	41 $106,830 $76,865	1	27 $81,531 $60,526	22 $87,527 $54,284	13	3
60-64	55 $100,141 $5,006	110 $104,690 $32,877	29 $123,596 $50,224	35 $108,132 $71,545	19	2	8	5	14	1
65-69	15	18	2	9	7				1	3
70+	1	1	1	1	1					

N-2277

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

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

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2017), each adjusted as needed to fall within the 25-year average interest rate stabilization corridor.
1st Segment Rate	3.92%.
2nd Segment Rate	5.52%.
3rd Segment Rate	6.29%.
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2017), without regard to interest rate stabilization.
1st Segment Rate	1.75%.
2nd Segment Rate	3.76%.
3rd Segment Rate	4.66%.
Pay Increases Rates	See Table A.
Cash Balance Interest Crediting Rate	
Sithe	3.00%.
All others	4.25%, or the minimum defined in applicable plan provisions.
Lump Sum Conversion Interest Rates	Underlying segment rates to determine funding target.
Mortality Rates	
Healthy	2018 static mortality table (with new basis adoption deferred to 2019) for annuitants and non-annuitants per §1.430(h)(3)-1(e).
Disabled	Mortality table for disability after 12/31/94 as defined in revenue ruling 96-7.
Lump Sum Conversion Mortality Rates	IRS prescribed 417(e) mortality table for the current plan year.
Retirement Rates	See Table B.
Withdrawal Rates	
Bargaining Employees	3.50%.
Non-Bargaining Employees	See Table C.
Disability Rates	See Table D.

Payment Form and Timing of Payment

Active Participants

The normal form of annuity under the Plan immediately if eligible for early retirement or at age 65 if not early retirement eligible for the following groups:

1) 50% of Bargaining Dynegy Midwest Generation participants within five years of early retirement eligibility on January 1, 2014.
2) 50% of Non-Bargaining Dynegy Midwest Generation participants that are early retirement eligible.
3) 60% of Duke UWUA Local 600 participants with a prior Traditional Final Average Pay formula benefit prior to January 1, 2018.
4) 100% of participants not eligible for a lump sum.

All other participants receive a lump sum payable according to the following chart:

Timing of Payment	Early Retirement Eligible at Term	Not Early Retirement Eligible at Term
Immediate	50%	50%
Defer 1 Year	50%	0%
Age 60	0%	50%

Terminated Vested Participants

Lump Sum eligible

Lump sum payable according to the following chart:

Timing of Payment	Under Age 60	Age 60+
Immediate	10%	90%
Defer 1 Year	10%	10%
Age 60	80%	N/A

Lump Sum Ineligible

Normal form of annuity under the Plan at age 65.

Decrement Timing

Beginning of year decrements.

Surviving Spouse Benefit

85% of males and 85% of females have an eligible spouse; 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 $220,000 and the IRC section 401(a)(17) compensation limit of $275,000.

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Valuation of Plan Assets	Fair market value.
Trust Expenses Included in Target Normal Cost	$1,992,926. Expenses are equal to the actual prior year administrative expenses plus current year PBGC premiums.
Actuarial Method	Standard unit credit cost method.
Valuation Date	January 1, 2018.

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Table A

Pay Increase Rates

Age	Rate	Age	Rate
15	6.00%	40	3.75%
16	6.00%	41	3.75%
17	6.00%	42	3.75%
18	6.00%	43	3.75%
19	6.00%	44	3.75%
20	6.00%	45	3.75%
21	6.00%	46	3.25%
22	6.00%	47	3.25%
23	6.00%	48	3.25%
24	6.00%	49	3.25%
25	6.00%	50	3.25%
26	4.75%	51	3.25%
27	4.75%	52	3.25%
28	4.75%	53	3.25%
29	4.75%	54	3.25%
30	4.75%	55	3.25%
31	4.75%	56+	3.00%
32	4.75%		
33	4.75%		
34	4.75%		
35	4.75%		
36	3.75%		
37	3.75%		
38	3.75%		
39	3.75%		

Table B

Retirement Rates[1]

Age	Bargaining Participants	Non-Bargaining Participants
55	9.00%	7.00%
56	5.00%	7.00%
57	5.00%	7.00%
58	5.00%	7.00%
59	15.00%	7.00%
60	20.00%	15.00%
61	20.00%	5.00%
62	25.00%	15.00%
63	25.00%	5.00%
64	25.00%	20.00%
65	25.00%	20.00%
66	50.00%	20.00%
67	50.00%	50.00%
68	50.00%	50.00%
69	50.00%	50.00%
70+	100.00%	100.00%

[1] For prior Duke participants, rates prior to age 62 are assumed to be 20% higher than the rates shown above once the participant becomes eligible for the rule of 85 (e.g. 27% for rule of 85 eligible Non-Bargaining Duke participants at age 55).

Table C

Withdrawal Rates for Non-Bargaining Participants

Age	Assumed Increase	Age	Assumed Increase
15	10.00%	40	7.50%
16	10.00%	41	7.50%
17	10.00%	42	7.50%
18	10.00%	43	7.50%
19	10.00%	44	7.50%
20	10.00%	45	6.50%
21	10.00%	46	6.50%
22	10.00%	47	6.50%
23	10.00%	48	6.50%
24	10.00%	49	6.50%
25	10.00%	50	6.00%
26	10.00%	51	6.00%
27	10.00%	52	6.00%
28	10.00%	53	6.00%
29	10.00%	54	6.00%
30	9.00%	55+	6.00%
31	9.00%		
32	9.00%		
33	9.00%		
34	9.00%		
35	8.50%		
36	8.50%		
37	8.50%		
38	8.50%		
39	8.50%		

Table D

Disability Rates

Age	Male	Female	Age	Male	Female
25	0.05%	0.02%	50	0.17%	0.20%
26	0.04%	0.03%	51	0.19%	0.23%
27	0.04%	0.03%	52	0.22%	0.24%
28	0.04%	0.03%	53	0.24%	0.26%
29	0.04%	0.04%	54	0.27%	0.28%
30	0.04%	0.04%	55	0.30%	0.29%
31	0.04%	0.04%	56	0.33%	0.32%
32	0.04%	0.05%	57	0.36%	0.34%
33	0.04%	0.05%	58	0.40%	0.37%
34	0.04%	0.06%	59	0.43%	0.40%
35	0.04%	0.06%	60	0.47%	0.42%
36	0.04%	0.07%	61	0.51%	0.45%
37	0.04%	0.08%	62	0.56%	0.48%
38	0.04%	0.08%	63	0.60%	0.51%
39	0.05%	0.09%	64	0.65%	0.54%
40	0.05%	0.10%	65	0.69%	0.57%
41	0.06%	0.11%	66+	0.00%	0.00%
42	0.07%	0.12%			
43	0.07%	0.13%			
44	0.08%	0.14%			
45	0.09%	0.14%			
46	0.11%	0.16%			
47	0.12%	0.17%			
48	0.14%	0.18%			
49	0.15%	0.20%			

DYNEGY PENSION PLAN
EIN: 36-4833461 PN: 003

SCHEDULE H, LINE 4j – SCHEDULE OF REPORTABLE TRANSACTIONS
FOR THE YEAR ENDED DECEMBER 31, 2018

The following pages represent the reportable transactions for the year ended December 31, 2018 of the Dynegy Pension Plan.

DYNEGY PENSION PLAN
EIN 36-4833461, PN 003
FORM 5500, SCHEDULE H, LINE 4(j) - SCHEDULE OF REPORTABLE TRANSACTIONS
FOR THE YEAR ENDED DECEMBER 31, 2018

Series of Transactions by Issue in Excess of 5%

Security Description / Asset ID		Number of Transactions	Transaction Aggregate Acquisition Price	Transaction Aggregate Disposition Price	Lease Rental	Expenses Incurred	Cost of Asset	Current Value of Asset on Transaction
COLTV SHORT TERM INVT FD CUSIP: 195998AC3	Total acquisitions	85	87,550,770.23			0.00	87,550,770.23	87,550.770.23
	Total dispositions	71		87,177,734.13		0.00	87,177,734.13	87,177.734.13

NOTE: TRANSACTIONS ARE BASED ON THE 2017-12-31 VALUE (INCLUDING ACCRUALS) OF 381,335,609.33

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

2018

This Form is Open to Public Inspection

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

▶ **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
Dynegy Pension Plan

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF
Vistra Operations Company LLC

D Employer Identification Number (EIN)
36-4833461

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1	Enter the valuation date: Month 01 Day 01 Year 2018			
2	Assets:			
	a Market value	2a		391,421,819
	b Actuarial value	2b		391,421,819
3	Funding target/participant count breakdown		(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
	a For retired participants and beneficiaries receiving payment		707	164,072,305	164,072,305
	b For terminated vested participants		771	24,891,952	24,891,952
	c For active participants		2,277	157,381,430	163,651,222
	d Total		3,755	346,345,687	352,615,479
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		5.65%
6	Target normal cost	6		11,982,788

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 Allison Logan ASL — Signature of actuary

09/24/2019 — Date

Allison Logan — Type or print name of actuary

1707794 — Most recent enrollment number

Aon Consulting, Inc. — Firm name

214-989-2641 — Telephone number (including area code)

5005 LBJ Freeway
Suite 1400
Dallas TX 75244
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 [ ]

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	4,714,725
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	4,477,627
9 Amount remaining (line 7 minus line 8)	0	237,098
10 Interest on line 9 using prior year's actual return of 16.71%	0	39,619
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		22,321
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of 5.90%		3,730
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		26,051
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	276,717

Part III Funding Percentages

14 Funding target attainment percentage	14	110.92%
15 Adjusted funding target attainment percentage	15	111.00%
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	137.85%
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

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
			Totals ► 18(b)	0	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	0

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:	2nd segment:	3rd segment:	
3.92 %	5.52 %	6.29%	☐ N/A, full yield curve used

b Applicable month (enter code)	21b	4
22 Weighted average retirement age	22	62

23 Mortality table(s) (see instructions)

Prior regulation: ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute

Current regulation: ☐ 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	11,982,788
b Excess assets, if applicable, but not greater than line 31a	31b	11,982,788

32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	0	0
b Waiver amortization installment	0	0

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	0

	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	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	0
38 Present value of excess contributions for current year (see instructions)		
a Total (excess, if any, of line 37 over line 36)	38a	0
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

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Schedule SB, line 7—Explanation of Discrepancy in Prior Year Funding Standard Carryover Balance or Prefunding Balance

Due to the merger of the Dynegy Inc. Retirement Plan into the Dynegy Pension Plan during the 2017 plan year, the amount shown on line 7(b) of the 2018 Schedule SB reflects the merged balances and does not match line 13(b) of the 2017 Schedule SB.

2017 Schedule SB, Line 13

Plan Name	Employer Identification Number	Plan Number	Line 13(a)	Line 13(b)
Dynegy Inc. Retirement Plan	20-5653152	008	$ 0	$ 4,477,627
Dynegy Pension Plan	20-5653152	011	$ 0	$ 237,098
Total			$ 0	$ 4,714,725

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 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 beginning of year.

Weighted Average Retirement Age

Group	Count	Average
Bargaining	819	60.99
Non-Bargaining	1,458	62.22
		61.78

Final Weighted Average Age **62**

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Bargaining Participants

Retirement Age	Retirement Percentage	Number of Employees Retired Per 1,000	Weighted Age
55	9.00%	90	4,950.00
56	5.00%	45.50	2,548.00
57	5.00%	43.23	2,463.83
58	5.00%	41.06	2,381.70
59	15.00%	117.03	6,904.87
60	20.00%	132.64	7,958.15
61	20.00%	106.11	6,472.63
62	25.00%	106.11	6,578.74
63	25.00%	79.58	5,013.64
64	25.00%	59.69	3,819.91
65	25.00%	44.76	2,909.70
66	50.00%	67.15	4,431.70
67	50.00%	33.57	2,249.42
68	50.00%	16.78	1,141.50
69	50.00%	8.39	579.14
70	100.00%	8.39	587.54
	Total	1,000	60,990.47
	Average Retirement Age:	60.99047	

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Non-Bargaining Participants

Retirement Age	Retirement Percentage	Number of Employees Retired Per 1,000	Weighted Age
55	7.00%	70.00	3,850.00
56	7.00%	65.10	3,645.60
57	7.00%	60.54	3,450.95
58	7.00%	56.30	3,265.69
59	7.00%	52.36	3,089.45
60	15.00%	104.35	6,261.20
61	5.00%	29.57	1,803.57
62	15.00%	84.27	5,224.45
63	5.00%	23.88	1,504.13
64	20.00%	90.73	5,806.44
65	20.00%	72.58	4,717.73
66	20.00%	58.06	3,832.25
67	50.00%	116.13	7,780.63
68	50.00%	58.07	3,948.38
69	50.00%	29.03	2,003.22
70	100.00%	29.03	2,032.25
	Total	1,000	62,215.94
	Average Retirement Age:	62.21594	

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Schedule SB, line 24—Change in Actuarial Assumptions

The funding valuation reflects the following assumption changes:

- The interest rate assumption changed from segment rates with no lookback as of January 2017 to segment rates with a four-month lookback as of September 2017, each adjusted as applicable to fall within the 25-year interest rate corridor.
- The expected administrative expenses included in target normal cost changed from average expenses paid from the trust over the prior three years to actual prior year administrative expenses plus current year PBGC premiums.
- The payment form and timing assumptions were updated for certain Dynegy Midwest Generation and Duke Local 1347 participants to better reflect the anticipated plan experience.

The funding assumption changes are either automatically approved by the IRS or did not reduce the funding shortfall more than the thresholds stated in the Internal Revenue Code Section 430(h)(5), so the approval of the Commissioner is not required.

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Schedule SB, line 25—Change in Method

The funding valuation reflects the following method changes:

- A change in the asset valuation method from the averaged fair market value of assets over two plan years to the fair value of assets as of the valuation date. Automatic approval for this change is granted in accordance with Revenue Procedure 2017-56.
- A change in the valuation software as a result of a change in the enrolled actuary for the plan and business organization providing actuairal services to the plan. Automatic approval for this change is granted in accordance with Revenue Procedure 2017-56.

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Schedule SB, line 26—Schedule of Active Participant Data

Number of Participants, Average Compensation 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	8	5								
25-29	34 $64,202 $3,332	44 $75,885 $14,979	5	1						
30-34	40 $72,168 $3,766	102 $85,545 $17,310	28 $89,889 $41,736	10						
35-39	42 $80,418 $4,283	132 $96,700 $21,989	33 $88,369 $42,011	20 $113,250 $65,952	9					
40-44	61 $86,493 $4,357	114 $100,814 $25,349	38 $99,944 $48,126	31 $115,417 $75,252	18		1			
45-49	63 $93,290 $8,049	130 $108,675 $36,034	47 $119,636 $49,297	38 $123,750 $83,459	42 $139,039 $102,339	2	14	3		
50-54	65 $95,345 $6,728	163 $101,039 $39,591	36 $130,948 $46,046	52 $117,687 $80,345	28 $97,118 $70,902	4	34 $80,777 $71,951	5		
55-59	78 $92,559 $5,378	167 $106,507 $40,209	37 $153,850 $53,757	48 $106,671 $76,687	41 $106,830 $76,865	1	27 $81,531 $60,526	22 $87,527 $54,284	13	3
60-64	55 $100,141 $5,006	110 $104,690 $32,877	29 $123,596 $50,224	35 $108,132 $71,545	19	2	8	5	14	1
65-69	15	18	2	9	7				1	3
70+	1	1	1	1	1					

N-2277

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

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

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2017), each adjusted as needed to fall within the 25-year average interest rate stabilization corridor.
1st Segment Rate	3.92%.
2nd Segment Rate	5.52%.
3rd Segment Rate	6.29%.
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2017), without regard to interest rate stabilization.
1st Segment Rate	1.75%.
2nd Segment Rate	3.76%.
3rd Segment Rate	4.66%.
Pay Increases Rates	See Table A.
Cash Balance Interest Crediting Rate	
Sithe	3.00%.
All others	4.25%, or the minimum defined in applicable plan provisions.
Lump Sum Conversion Interest Rates	Underlying segment rates to determine funding target.
Mortality Rates	
Healthy	2018 static mortality table (with new basis adoption deferred to 2019) for annuitants and non-annuitants per §1.430(h)(3)-1(e).
Disabled	Mortality table for disability after 12/31/94 as defined in revenue ruling 96-7.
Lump Sum Conversion Mortality Rates	IRS prescribed 417(e) mortality table for the current plan year.
Retirement Rates	See Table B.
Withdrawal Rates	
Bargaining Employees	3.50%.
Non-Bargaining Employees	See Table C.
Disability Rates	See Table D.

Payment Form and Timing of Payment

Active Participants

The normal form of annuity under the Plan immediately if eligible for early retirement or at age 65 if not early retirement eligible for the following groups:

1) 50% of Bargaining Dynegy Midwest Generation participants within five years of early retirement eligibility on January 1, 2014.
2) 50% of Non-Bargaining Dynegy Midwest Generation participants that are early retirement eligible.
3) 60% of Duke UWUA Local 600 participants with a prior Traditional Final Average Pay formula benefit prior to January 1, 2018.
4) 100% of participants not eligible for a lump sum.

All other participants receive a lump sum payable according to the following chart:

Timing of Payment	Early Retirement Eligible at Term	Not Early Retirement Eligible at Term
Immediate	50%	50%
Defer 1 Year	50%	0%
Age 60	0%	50%

Terminated Vested Participants

Lump Sum eligible

Lump sum payable according to the following chart:

Timing of Payment	Under Age 60	Age 60+
Immediate	10%	90%
Defer 1 Year	10%	10%
Age 60	80%	N/A

Lump Sum Ineligible

Normal form of annuity under the Plan at age 65.

Decrement Timing

Beginning of year decrements.

Surviving Spouse Benefit

85% of males and 85% of females have an eligible spouse; 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 $220,000 and the IRC section 401(a)(17) compensation limit of $275,000.

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Valuation of Plan Assets	Fair market value.
Trust Expenses Included in Target Normal Cost	$1,992,926. Expenses are equal to the actual prior year administrative expenses plus current year PBGC premiums.
Actuarial Method	Standard unit credit cost method.
Valuation Date	January 1, 2018.

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Table A

Pay Increase Rates

Age	Rate	Age	Rate
15	6.00%	40	3.75%
16	6.00%	41	3.75%
17	6.00%	42	3.75%
18	6.00%	43	3.75%
19	6.00%	44	3.75%
20	6.00%	45	3.75%
21	6.00%	46	3.25%
22	6.00%	47	3.25%
23	6.00%	48	3.25%
24	6.00%	49	3.25%
25	6.00%	50	3.25%
26	4.75%	51	3.25%
27	4.75%	52	3.25%
28	4.75%	53	3.25%
29	4.75%	54	3.25%
30	4.75%	55	3.25%
31	4.75%	56+	3.00%
32	4.75%		
33	4.75%		
34	4.75%		
35	4.75%		
36	3.75%		
37	3.75%		
38	3.75%		
39	3.75%		

Table B

Retirement Rates[1]

Age	Bargaining Participants	Non-Bargaining Participants
55	9.00%	7.00%
56	5.00%	7.00%
57	5.00%	7.00%
58	5.00%	7.00%
59	15.00%	7.00%
60	20.00%	15.00%
61	20.00%	5.00%
62	25.00%	15.00%
63	25.00%	5.00%
64	25.00%	20.00%
65	25.00%	20.00%
66	50.00%	20.00%
67	50.00%	50.00%
68	50.00%	50.00%
69	50.00%	50.00%
70+	100.00%	100.00%

[1] For prior Duke participants, rates prior to age 62 are assumed to be 20% higher than the rates shown above once the participant becomes eligible for the rule of 85 (e.g. 27% for rule of 85 eligible Non-Bargaining Duke participants at age 55).

Table C

Withdrawal Rates for Non-Bargaining Participants

Age	Assumed Increase	Age	Assumed Increase
15	10.00%	40	7.50%
16	10.00%	41	7.50%
17	10.00%	42	7.50%
18	10.00%	43	7.50%
19	10.00%	44	7.50%
20	10.00%	45	6.50%
21	10.00%	46	6.50%
22	10.00%	47	6.50%
23	10.00%	48	6.50%
24	10.00%	49	6.50%
25	10.00%	50	6.00%
26	10.00%	51	6.00%
27	10.00%	52	6.00%
28	10.00%	53	6.00%
29	10.00%	54	6.00%
30	9.00%	55+	6.00%
31	9.00%		
32	9.00%		
33	9.00%		
34	9.00%		
35	8.50%		
36	8.50%		
37	8.50%		
38	8.50%		
39	8.50%		

Table D

Disability Rates

Age	Male	Female	Age	Male	Female
25	0.05%	0.02%	50	0.17%	0.20%
26	0.04%	0.03%	51	0.19%	0.23%
27	0.04%	0.03%	52	0.22%	0.24%
28	0.04%	0.03%	53	0.24%	0.26%
29	0.04%	0.04%	54	0.27%	0.28%
30	0.04%	0.04%	55	0.30%	0.29%
31	0.04%	0.04%	56	0.33%	0.32%
32	0.04%	0.05%	57	0.36%	0.34%
33	0.04%	0.05%	58	0.40%	0.37%
34	0.04%	0.06%	59	0.43%	0.40%
35	0.04%	0.06%	60	0.47%	0.42%
36	0.04%	0.07%	61	0.51%	0.45%
37	0.04%	0.08%	62	0.56%	0.48%
38	0.04%	0.08%	63	0.60%	0.51%
39	0.05%	0.09%	64	0.65%	0.54%
40	0.05%	0.10%	65	0.69%	0.57%
41	0.06%	0.11%	66+	0.00%	0.00%
42	0.07%	0.12%			
43	0.07%	0.13%			
44	0.08%	0.14%			
45	0.09%	0.14%			
46	0.11%	0.16%			
47	0.12%	0.17%			
48	0.14%	0.18%			
49	0.15%	0.20%			

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Schedule SB, Part V—Summary of Plan Provisions

Effective Date January 1, 2000; restated effective December 28, 2017, and most recently amended effective April 9, 2018.

Covered Employees Dynegy Inc.

Plan Year Calendar Year.

Summary of Plans Covered

Benefit Formula	Plan Document Placement	Plan Status
Final Average Pay Formula for Dynegy Midwest Generation Non-Bargaining Employees	Primary Plan Document	Accruals frozen as of December 31, 2011.
Dynegy Portable Retirement Benefit	Appendix A	Open to new entrants.
Dynegy Midstream Services Formula	Appendix B	Accruals frozen as of October 31, 2005.
Career Average Formula for Former Dynegy Midwest Generation Bargaining Employees	Appendix C	Accruals frozen as of December 31, 2013.
Cash Balance Formula for Ameren Corporation Represented Employees	Appendix E	Open to new entrants (substantially similar to Dynegy Portable Retirement Benefit).
Duke Formula for Certain Duke Represented Employees	Appendix F	Open to new entrants (substantially similar to Dynegy Portable Retirement Benefit).
Sithe Stable Pension Account Formula for Former Sithe Employees	Appendix G	Accruals frozen as of February 1, 2005.
Duke Formula for Duke Non-Represented Employees	Appendix J	Accruals frozen as of April 2, 2015.
Career Average Formula for Former Dynegy Northeast Generation, Inc. Employees	Appendix K	For bargaining participants, accruals frozen as of December 31, 2011. For non-bargaining participants, accruals frozen as of December 31, 2012.
Cash Balance Formula for Former Dynegy Northeast Generation, Inc. Employees	Appendix K	Accruals frozen as of September 30, 1999.

Final Average Pay Formula for Dynegy Midwest Generation Non-Bargaining Employees

Participation

First of month following one year of service (at least 1,000 hours). Must be an employee of Dynegy Midwest Generation, Inc. This portion of the plan is closed to new entrants effective January 1, 2009.

Effective January 1, 2012, accruals for all non-bargaining employees were frozen as of December 31, 2011. Future accruals are credited under the PRB formula.

Normal Retirement

Eligibility

Attainment of age 65.

Benefits

Base benefit less Offset benefit:

Base benefit: 2% of Final Average Earnings times credited service (maximum 30 years)

Offset benefit: 1.67% of Social Security benefit times credited service (maximum 30 years)

Social Security Benefit for purposes of the Offset benefit

(A) times (B) times (C):

(A) Social Security Normal Retirement Age Factor

SSNRA	Factor
65	33.12%
66	30.36%
67	27.60%

(B) Ratio factor based on the ratio of Final Average Monthly Compensation to year-of-birth Covered Compensation

SSNRA[1]	Factor[2]
1.00 or less	100.00%
1.25	86.96%
1.50	76.81%
1.75	68.12%
2.00 or more	60.87%

(C) Final Average Compensation is the average of earnings up to the Social Security Wage Base averaged over the last 36 months of Credited Service.

[1] Covered Compensation is the average of the Social Security wage bases for the 35-year period ending with the year attaining SSNRA. The current wage base is assumed for all future years in computing the average.
[2] Ratios are interpolated for interim values.

Early Retirement

Eligibility — Attainment of age 55.

Benefits — Normal retirement benefit reduced according to the following schedule:

Age	Base Benefit Reduction Factor	Offset Reduction Factor SSNRA 65	SSNRA 66	SSNRA 67
65	100.0%	100.0%	100.0%	100.0%
64	100.0%	100.0%	100.0%	100.0%
63	100.0%	100.0%	100.0%	100.0%
62	100.0%	100.0%	100.0%	100.0%
61	96.0%	91.7%	90.9%	95.0%
60	92.0%	83.3%	86.5%	90.0%
59	82.0%	79.2%	81.8%	85.0%
58	76.0%	75.0%	77.3%	80.0%
57	70.0%	70.8%	72.7%	75.0%
56	64.0%	66.7%	68.2%	68.8%
55	58.0%	62.5%	62.6%	63.2%

Late Retirement

Eligibility — Termination after Normal Retirement Date.

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 — A participant who terminates employment on or after his or her Normal Retirement Age or by reason of death or disability shall be deemed to have a 100% Vested Interest. All other terminations are determined based on the following schedule:

Years of Vesting Service	Vested Interest
Less than 1 year	0%
1 year	33%
2 years	67%
3 years or more	100%

Benefits

Accrued benefit as of date of termination, payment beginning at age 65. Participant can commence benefits prior to age 65 with the following reductions:

Age	Reduction Factor
65	100.0%
64	91.4%
63	83.9%
62	77.1%
61	71.2%
60	65.9%
59	61.1%
58	57.0%
57	53.1%
56	49.7%
55	46.6%

Disability Retirement

Eligibility

Attainment of age 65.

Benefits

Continued benefit accruals during disability using pay at disability. Continued accruals no longer applicable to this benefit due to the freeze effective December 31, 2011.

Pre-retirement Death

Death While Employed at Least Age 50

The survivor annuity to the Eligible Surviving Spouse is a Single Life Annuity equal to 50% of the monthly amount the participant would have received had he or she retired on the date of death and elected a Single Life Annuity, except there will be no reduction for early payment prior to Normal Retirement Date nor for a refund of Employee Contributions. Further, if the Eligible Surviving Spouse is more than 10 years younger than the participant, the survivor annuity will be reduced by ½ of 1% (.5%) for each year in excess of the 10 years difference in age. Payment of the survivor annuity will begin on the first day of the month coinciding with or next following the participant's date of death. However, the Eligible Surviving Spouse may defer commencement to any first day of the month following the Participant's death but not later than the Participant's Normal Retirement Date.

Alternatively, the Eligible Surviving Spouse may elect to receive a lump sum equal to the Actuarial Equivalent of the Normal Retirement Benefit.

Death While Employed Prior to Age 50	If a participant has at least five (5) years of Vesting Service, the survivor annuity to the Eligible Surviving Spouse is a Single Life Annuity equal to 50% of the amount that the Participant would have received had he or she terminated employment at date of death, survived to age 55, and elected to commence the pension as a Joint and Survivor Annuity, then died the next day. Payment of the survivor annuity as a Single Life Annuity will begin on the first day of the month in which the Participant would have attained age 55. Alternatively, the Eligible Surviving Spouse may elect to receive a lump sum equal to the Actuarial Equivalent of the Normal Retirement Benefit.
Normal Form of Payment	Single life annuity for single participants. 50% 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 ▪ 1% Joint and Survivor Annuity ▪ 50% Joint and Survivor Annuity ▪ 75% Joint and Survivor Annuity ▪ 100% Joint and Survivor Annuity ▪ Age 62 Level Income Option ▪ Lump Sum (only for participants that terminated employment on or after August 1, 2014); based on the present value of the age 65 accrued benefit
Employee Contributions	Employee contributions are no longer required or allowed.
Actuarial Equivalence	For converting the Single Life Annuity to a form of annuity other than an Age 62 Level Income Option: 86PET- 88.70 mortality and the lesser of the PBGC lump sum rate and 7%. For converting the Single Life annuity to an Age 62 Level Income Option or Lump Sum: The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of August preceding the Plan Year in which the distribution is made.

Definitions

Credited Service	Employment years and fractions of a year. Credited service does not include period of employment while a non-participant or period of employment while participating in another qualified defined benefit plan.
Vesting Service	Whole employment years starting with first employment year and ending at termination or retirement. Vesting service excludes any whole or partial employment years in which employee works less than 1,000 hours.
Final Average Earnings/Earnings	Highest monthly average of the highest 60 consecutive months out of the last 120 months of credited service. Pensionable earnings are regular base compensation (including deferrals to cash or deferred arrangements such as 401(k)) limited by Internal Revenue Code Section 401(a)(17). Earnings exclude overtime and all extra compensation. The final average earnings is frozen as of December 31, 2011.

Portable Retirement Benefit Formula

Coverage and Participation	Each Eligible Employee shall become a Participant effective as of the first day of the first month coincident with or next following the Employment Commencement Date.
Portable Retirement Benefit	The sum of all the Base Compensation Accruals, Transition Contribution Accruals and Interest Credit accruals.
Base Compensation Accruals	As of the last day of each Plan Year, a Participant will be credited with an amount equal to 6% of such Participant's Base Compensation while an Eligible Employee during the year. If commencement occurs prior to the end of the plan year the amount will be added the last day of the calendar month in which employment terminated.
Interest Credit Accruals	Interest Credit Accruals are credited as of the last day of each Plan Year, except for the Plan Year that includes a Benefit Commencement Date in which a prorated Interest Credit Accruals are credited up to the Benefit Commencement Date. The amount of the Interest Credit Accrual added to a participant's Portable Retirement Benefit is (A) times (B): (A) The Portable Retirement Benefit as of the beginning of the Plan Year. (B) The annual rate of interest on 30-year Treasury securities for August of the preceding Plan Year.
Vesting	A participant becomes 100% vested upon attaining their Normal Retirement Age or by reason of death. All other terminations are determined based on the following schedule:

Years of Vesting Service	Vested Interest
Less than 1 year	0%
1 year	33%
2 years	67%
3 years or more	100%

Normal Retirement

Eligibility	Attainment of age 65.
Benefits	Portable Retirement Benefit.

Early Retirement

Eligibility	Any participant with Vested Interest.
Benefits	Portable Retirement Benefit.

Late Retirement

Eligibility	Any participant with Vested Interest.
Benefits	Portable Retirement Benefit.

Vested Terminations

Eligibility	Any participant with Vested Interest.
Benefits	Portable Retirement Benefit.

Disability Retirement

Eligibility	Any participant with Vested Interest.
Benefits	Portable Retirement Benefit with continued accruals during disability. However, average annual Earnings at the time of disability will be used to calculate retirement benefits.

Death Benefits

Eligibility	Any participant with Vested Interest.
Benefits	Actuarial Equivalent of Portable Retirement Benefit.

Normal Form of Payment

Single life annuity for single participants. 50% 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
- 75% Joint and Survivor Annuity
- Lump Sum equal to Vested Interest of the Portable Retirement Benefit

Employee Contributions

No employee contributions are required or allowed.

Actuarial Equivalence	For converting the Portable Retirement Benefit into a Single Life Annuity: The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of August preceding the Plan Year in which the distribution is made. For converting the Single Life annuity to any Optional Form payable as an annuity: 86PET- 88.70 mortality and the lesser of the PBGC lump sum rate and 7%.
Definitions	
Credited Service	Employment years and fractions of a year. Credited service does not include period of employment while a non-participant or period of employment while participating in another qualified defined benefit plan.
Vesting Service	Vesting Service is the amount of service, measured on an elapsed time basis (i.e., measuring periods in years, months, and days) between the day the individual commences employment and the Participant's Severance from Service Date (i.e., termination date).
Base Compensation	Base Compensation generally means regular or base salary or wages (but excluding overtime payments and bonuses) paid by the Employer limited by Internal Revenue Code Section 401(a)(17).

Dynegy Midstream Services Formula

There are no active participants and 31 deferred vested participants with a frozen legacy Dynegy Midstream Services benefit as of January 1, 2018. Those provisions are not summarized here due to its immaterial impact.

Career Average Formula for Dynegy Midwest Generation Represented Employees

Participation

First of month following one year of service (at least 1,000 hours). Must be an Eligible Employee of Dynegy Midwest Generation, Inc. under a collective bargaining agreement.

Effective January 1, 2014, accruals under this formula were frozen as of December 31, 2013. Future service is credited under the PRB formula.

Normal Retirement

Eligibility

Attainment of age 65.

Benefits

The sum of:

(1) Accrued Benefit as of January 1, 1994, plus

(2) The sum of Payroll Period Benefit Credits earned over the Participant's period of employment after January 1, 1994, through December 31, 2013, generally based on either a 2.2% or 2.4% annual rate for various points of employment.

Early Retirement

Eligibility

Attainment of age 55.

Benefits

Normal retirement benefit reduced according to the following schedule.

Age	Reduction Factor
65	100.0%
64	100.0%
63	100.0%
62	100.0%
61	96.0%
60	92.0%
59	82.0%
58	76.0%
57	70.0%
56	64.0%
55	58.0%

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	Five years of vesting service.
Benefits	Normal retirement benefit as of date of termination, payment beginning at age 65. Participant can commence benefits prior to age 65 with the following reductions:

Age	Reduction Factor
65	100.0%
64	91.4%
63	83.9%
62	77.1%
61	71.2%
60	65.9%
59	61.1%
58	57.0%
57	53.1%
56	49.7%
55	46.6%

Disability Retirement

Eligibility	Five years of vesting service.
Benefits	Continued benefit accruals using pay at disability. Continued accruals no longer applicable to this benefit as of the freeze effective December 31, 2011

Pre-retirement Death

Death While Employed at Least Age 50	The survivor annuity to the Eligible Surviving Spouse is a Single Life Annuity equal to 50% of the monthly amount the participant would have received had he or she retired on the date of death and elected a Single Life Annuity, except there will be no reduction for early payment prior to Normal Retirement Date nor for a refund of Employee Contributions. Further, if the Eligible Surviving Spouse is more than 10 years younger than the participant, the survivor annuity will be reduced by ½ of 1% (.5%) for each year in excess of the 10 years difference in age. Payment of the survivor annuity will begin on the first day of the month coinciding with or next following the participant's date of death. However, the Eligible Surviving Spouse may defer commencement to any first day of the month following the Participant's death but not later than the Participant's Normal Retirement Date. Alternatively, the Eligible Surviving Spouse may elect to receive a lump sum equal to the Actuarial Equivalent of the Normal Retirement Benefit.
Death While Employed Prior to Age 50	If a participant has at least five (5) years of Vesting Service, the survivor annuity to the Eligible Surviving Spouse is a Single Life Annuity equal to 50% of the amount that the Participant would have received had he or she terminated employment at date of death, survived to age 55, and elected to commence the pension as a Joint and Survivor Annuity, then died the next day. Payment of the survivor annuity as a Single Life Annuity will begin on the first day of the month in which the Participant would have attained age 55. Alternatively, the Eligible Surviving Spouse may elect to receive a lump sum equal to the Actuarial Equivalent of the Normal Retirement Benefit.
Normal Form of Payment	Single life annuity for single participants. 50% 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
- 1% Joint and Survivor Annuity
- 50% Joint and Survivor Annuity
- 75% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
- Age 62 Level Income Option
- Lump Sum (based on present value of the age 65 accrued benefit); this form added effective January 1, 2014

Actuarial Equivalence

For converting the Single Life Annuity to a form of annuity other than an Age 62 Level Income Option:
86PET- 88.70 mortality and the lesser of the PBGC lump sum rate and 7%.

For converting the Single Life annuity to an Age 62 Level Income Option or Lump Sum:
The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of August preceding the Plan Year in which the distribution is made.

Definitions

Credited Service	Employment years and fractions of a year. Credited service does not include period of employment while a non-participant or period of employment while participating in another qualified defined benefit plan.
Vesting Service	Whole employment years starting with first employment year and ending at termination or retirement. Vesting service excludes any whole or partial employment years in which employee works less than 1,000 hours.
Earnings	Base Compensation limited by the IRS pensionable earnings limitation defined in Internal Revenue Code (IRC) Section 401(a)(17). Earnings exclude overtime and all extra compensation.

Cash Balance Formula for Ameren Corporation Represented Employees

Coverage and Participation	First of the month coincident with or following date of hire. Must be an employee who is employed by Ameren Energy Resources Generating Company and covered by a collective bargaining agreement between the Employer and one of the bargaining units identified below: 1) IBEW Local 51 (Duck Creek/Edwards Energy Center) 2) IBEW Local 702 (Newton and Newton Clerical) 3) IUOE Local 148 (Coffeen and Coffeen Clerical)
Cash Balance Account	The sum of all Annual Cash Balance Credit, Transition Credit and Interest Credit Accruals.
Annual Cash Balance Credits	As of the last day of each Plan Year, a Participant will be credited with an amount equal to 6% of such Participant's Base Compensation while an Eligible Employee during the year. If commencement occurs prior to the end of the plan year the amount will be added the last day of the calendar month in which employment terminated.
Interest Credit Accruals	Interest Credit Accruals are credited as of the last day of each month. The amount of the Interest Credit Accrual added to a participant's Cash Balance Account is (A) times (B): (A) The Cash Balance Account as of the beginning of the month. (B) The monthly rate of interest based on an effective annual interest rate equal to the rate of interest on 30-year Treasury securities for August of preceding Plan Year. The minimum effective annual rate of interest varies by bargaining unit as outlined below: ▪ 4.50% through December 31, 2018 for Newton ▪ 5.00% through December 31, 2019 for Coffeen ▪ 5.00% through December 31, 2020 for Duck Creek / Edwards.

Vesting

A participant becomes 100% vested upon attaining their Normal Retirement Age or by reason of death. All other terminations are determined based on the following schedule:

Years of Vesting Service	Vested Interest
Less than 1 year	0%
1 year	33%
2 years	67%
3 years or more	100%

Normal Retirement

Eligibility — Attainment of age 65.

Benefits — Cash Balance Account.

Early Retirement

Eligibility — Any participant with Vested Interest.

Benefits — Cash Balance Account.

Late Retirement

Eligibility — Any participant with Vested Interest.

Benefits — Cash Balance Account.

Vested Terminations

Eligibility — Any participant with Vested Interest.

Benefits — Cash Balance Account.

Disability Retirement

Eligibility — Any participant with Vested Interest.

Benefits — Cash Balance Account with continued accruals during disability, using pay for the Plan Year prior to disability commencement.

Death Benefits

Eligibility — Any participant with Vested Interest.

Benefits — Actuarial Equivalent of Cash Balance Account.

Normal Form of Payment — Single life annuity for single participants. 50% 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
- 75% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
- Lump Sum equal to Vested Interest of the Cash Balance Account

Employee Contributions

No employee contributions are required or allowed.

Actuarial Equivalence

For converting the Cash Balance Account into a Single Life Annuity:
The 1983 Group Annuity Mortality Table (blended 50% male and 50% female) and an effective annual rate of interest of 7.5%.

For converting the Single Life annuity to any Optional Form payable as an annuity:
Conversion rate table provided in Appendix A of the Special Provisions for Ameren Corporation Represented Employees in the Plan Document.

Definitions

Credited Service

Employment years and fractions of a year. Credited service does not include period of employment while a non-participant or period of employment while participating in another qualified defined benefit plan.

Vesting Service

Vesting Service is the amount of service, measured on an elapsed time basis (i.e., measuring periods in years, months, and days) between the day the individual commences employment and the Participant's Severance from Service Date (i.e., termination date).

Compensation

Base Compensation generally means regular or base salary or wages (but excluding overtime payments and bonuses) paid by the Employer limited by Internal Revenue Code Section 401(a)(17).

Formula for Duke Represented Employees

Participation

The following employees are immediately eligible for benefits under this section:

1) Duke Represented employees acquired on April 2, 2015.

2) Employees covered by a collective bargaining agreement between the Employer and UWUA Local 600.

3) Employees covered by a collective bargaining agreement between the Employer and IBEW Local 1347.

Effective December 31, 2015, for UWUA Local 600 employees, and effective December 31, 2017, for IBEW Local 1347 employees current benefits are accrued under a Cash Balance account substantially similar to the Portable Retirement Benefit formula for other Dynegy employees.

A Participant's retirement formula is based on either the Duke Cinergy Traditional Program final average pay formula, The Duke Cash Balance formula, or a combination of both depending on participant type as follows:

1) **UCBP – Cash Balance Program only**

2) **UEAB – Enhanced A + B**, where A is the frozen Traditional Program portion of the benefit, and B is the Duke Cash Balance potion of the benefit.

   UEAB participants chose to take a soft freeze (freeze service, but not pay) on the final average pay portion of their benefit and enter the Cash Balance formula with a $0 opening account balance. This choice occurred effective January 1, 2009, for UWUA 600 employees, and effective January 1, 2010, for IBEW 1347 employees.

3) **UFAB – Frozen A + B**, where A is the frozen Traditional Program portion of the benefit, and B is the Duke Cash Balance potion of the benefit.

UFAB participants chose to continue accruals in the Traditional Program effective January 1, 2009, for UWUA 600 employees, and effective January 1, 2010, for IBEW 1347 employees.

UWUA 600 employees

Effective January 1, 2013, UFAB UWUA 600 employees who were not at least age 50 with 25 years of service were automatically moved into the Duke Cash Balance formula with a hard freeze on their Traditional Program benefit. Those at least age 50 with 25 years of service continued accruals in the Traditional Program.

IBEW 1347 employees

Effective January 1, 2014, UFAB IBEW 1347 employees whose age plus service was less than 75 were automatically moved into the Duke Cash Balance formula with a hard freeze on their Traditional Program benefit. Those whose age plus service was at least 75 continued accruals in the Traditional Program.

4) **UFAB – Forced A + B**, where A is the frozen Traditional Program portion of the benefit, and B is the Duke Cash Balance potion of the benefit.

   UFAB participants chose to enter the Cash Balance Program with a conversion of their Traditional Program benefit into an opening account balance with certain minimums. This choice occurred in a series of elections for UWUA 600 employees and IBEW 1347 employees participating in the Traditional Program prior to January 1, 2005.

5) **UTRD – Traditional Program only**

Normal Retirement

Eligibility	Attainment of Age 65.
Duke Cinergy Traditional Program	The benefit is the greater of Formula A or Formula B: Formula A: 1.10% of Final Average Pay plus 0.50% of Final Average Pay in excess of Covered Compensation multiplied by service (maximum 35 years); plus 1.55% of Final Average Pay multiplied by service over 35 years.

Formula B: Lesser of 1.12% of Final Average Pay plus 0.50% of Final Average Pay P in excess of Covered Compensation multiplied by service (maximum 35 years) or 1.163% of Final Average Pay multiplied by service (maximum 35 years); plus 1.492% of Final Average Pay multiplied by service over 35 years.

Duke Cash Balance Program

Pay Credits

For UWUA Local 600 Participants prior to January 1, 2016, and IBEW Local 1347 Participants prior to January 1, 2018, a cash balance benefit with monthly pay credits is based on the following schedule according to a participant's points:

Points	Contribution Credit Percentage
Less than 35	4%, plus 4% of pay over SSWB
35-49	5%, plus 4% of pay over SSWB
50-64	6%, plus 4% of pay over SSWB
Greater than 64	7%, plus 4% of pay over SSWB

A participant's points as of any January 1 (or date of participation) equal the sum of the attained age and creditable service on such date, with the sum truncated to drop less than full points.

Effective December 31, 2015, for UWUA Local 600 employees, and effective December 31, 2017, for IBEW Local 1347 employees, as of the last day of each Plan Year, a Participant will be credited with an amount equal to 6% of such Participant's Base Compensation while an Eligible Participant during the year. If commencement occurs prior to the end of the plan year the amount will be added the last day of the calendar month in which employment terminated.

Interest Credits

Interest Credits are credited to the Duke Cash Balance account as of the end of each year. The amount of the Interest Credit Accrual added to a participant's Cash Balance Account equals (i) the balance of the Participant's Duke Cash Balance account as of the beginning of the year times (ii) the rate of interest based on an effective annual interest rate equal to the rate of interest on 30-year Treasury securities for August of preceding Plan Year.

	Certain minimums apply: 1) A UWUA 600 Participant's Duke Cash Balance account as of any date after December 31, 2015, shall not be less than the value of the Participant's Cash Balance account as of December 31, 2015, credited without Pay Credits equal to the average yield on 30-year Treasury securities, but not greater than an annual percentage rate of 9% and not less than 4%. 2) An IBEW 1347 Participant's Duke Cash Balance account as of any date after December 31, 2017, shall not be less than the value of the Participant's Cash Balance account as of December 31, 2017, credited without Pay Credits equal to the average yield on 30-year Treasury securities, but not greater than an annual percentage rate of 9% and not less than 4%. 3) The interest crediting rate will not be greater than an annual percentage rate of 9% and not less than 4% for IBEW 1347 Participants from Plan Years 2018-2022.
Early Retirement	
Eligibility	Attainment of age 50 and 3 years of service (5 years of service prior to January 1, 2007).
Duke Traditional Program	A monthly benefit equal to the Normal Retirement benefit based on Years of Participation and Highest 3-Year Average Earnings at the date of termination. If payments begin before age 62, the payments are reduced by 6.67% per year for the first five years, 3.33% per year for the next four years, and by varying percentages thereafter. No reductions apply if a participant retires at age 55 with 85 age plus service points.
Duke Cash Balance Program	Participants are always entitled to their entire vested cash balance at termination or retirement.

Late Retirement

Eligibility	Termination after Normal Retirement Date.
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	Three years of service (5 years of service prior to January 1, 2007).
Duke Traditional Program	A monthly benefit equal to the Normal Retirement benefit based on Highest Average Earnings and years of Participation at the date of termination. Vested Termination benefits that begin before Normal Retirement will be reduced 5% per year from age 65.
Duke Cash Balance Program	Participants are always entitled to their entire vested cash balance at termination or retirement.

Disability Retirement

Eligibility	Participants are immediately vested upon disability (5 years of service were required prior to January 1, 2007).
Duke Traditional Program	Normal Retirement benefit based on Highest Average Earnings at the date of disability and years of Participation at the date of retirement. Payments may begin after the eligibility requirements for Early Retirement have been satisfied. Disability benefits that begin before Normal Retirement will be reduced using the same reductions used for Early Retirement.
Duke Cash Balance Program	Participants are always entitled to their entire vested cash balance upon disability.

Death Benefits

Duke Traditional Program

Eligibility	Married participants (five years of service prior to January 1, 2007).
Benefits	Under age 50: 100% of Normal Retirement benefit as of the participant's date of death, reduced actuarially for 100% Contingent Annuitant option, and reduced for payment at the participant's earliest retirement eligibility. Age 50 and older: 100% of Normal Retirement benefit as of the participant's date of death, payable immediately as if the participant began receiving a Single Life Annuity, reduced as applicable for early payment.

Duke Cash Balance Program

Eligibility	All participants are immediately vested upon death and the benefit will be paid to the spouse, beneficiary, or estate.
Benefits	The participant's beneficiary is entitled to the entire vested cash balance upon the participant's death.

Normal Form of Payment

No Spouse	Single Life Annuity.
Duke Traditional Program with Spouse	50% qualified joint and survivor annuity (100% qualified joint and survivor annuity prior to January 1, 2018). In the case the Participant's commences their benefit on or after age 50, if spouse dies before participant, then the benefit increases to life annuity value. This "pop-up" is free.
Duke Cash Balance Program	50% qualified joint and survivor annuity (100% qualified joint and survivor annuity prior to January 1, 2018).

Optional Forms of Payment

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

IBEW 1347 Traditional Program

- Single Life Annuity
- 50% Joint and Survivor Annuity with Pop-Up
  - Available if Participant's commencement date is on or after age 50 and is married
- 66-2/3% Joint and Survivor Annuity with Pop-Up
  - Available if Participant's commencement date is on or after age 50 and on or before December 31, 2021
- 75% Joint and Survivor Annuity with Pop-Up
  - Available if Participant's commencement date is on or after age 50
- 10-Year Certain and Life Annuity
  - Available if Participant's commencement date is on or after age 50
- 100% Joint and Survivor Annuity with Pop-Up
  - Available if Participant's commencement date is on or after age 50 and on or before December 31, 2021
- 66-2/3% Joint and Survivor Annuity
- 75% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
- Age 62 Level Income Option
  - Available if Participant's commencement date is on or after age 50
- 100% Joint and Survivor Annuity with Age 62 Level Income Option
  - Available if Participant's commencement date is on or after age 50
- Lump Sum based on the present value of the age 65 accrued benefit (effective January 1, 2018)

UWUA 600 Traditional Program

- Single Life Annuity
- 50% Joint and Survivor Annuity with Pop-Up
- 10-Year Certain and Life Annuity
  - Available if Participant's commencement date is on or after age 50
- 66-2/3% Joint and Survivor Annuity
- 75% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
- Age 62 Level Income Option
  - Available if Participant's commencement date is on or after age 50
- 100% Joint and Survivor Annuity with Age 62 Level Income Option
  - Available if Participant's commencement date is on or after age 50

- Lump Sum based on the present value of the age 65 accrued benefit (effective January 1, 2018)

UWUA 600 & IBEW 1347 Cash Balance Program

- Single Life Annuity
- 50% Joint and Survivor Annuity
- 75% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
  - Available for IBEW 1347 if Participant's commencement date is on or before December 31, 2021
  - Available for UWUA 600 if Participant's commencement date is on or before December 31, 2019
- Age 62 Level Income Option
  - Available if Participant's commencement date is on or after age 50
- Lump Sum equal to Cash Balance Account

Employee Contributions

No employee contributions are required or allowed.

Actuarial Equivalence	For converting the Single Life annuity to any a Joint and Survivor Annuity for Local 600 Employees first hired on and after January 1, 2016 and Appendix F Local 1347 Employees first hired on and after January 1, 2018: 86PET- 88.70 mortality and the lesser of the PBGC lump sum rate and 7%. For all other purposes: The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of August preceding the Plan Year in which the distribution is made.
Definitions	
Service	Employees (other than intermittent or temporary employees) generally earn one month of Service for each calendar month in which he/she is a participant in the Plan and is credited with at least one hour of service. Other rules may apply prior to January 1, 1998.
Earnings	Generally equal to total salary or wages, including overtime and bonuses, before any reductions under Section 125 and 401(k), but exclusive of any Company contributions to employee benefit plans and additional remuneration or expense reimbursement. Compensation considered for benefit purposes is limited based upon the provision of the IRC Section 401(a)(17). Excludes military leave pay from eligible earnings.
Highest Average Earnings	Highest Average Annual Earnings for any three consecutive calendar years during the last 10 years of Participation.
Covered Compensation	35-year average of Social Security Wage Bases based on Year-of- Birth Table.

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Sithe Stable Pension Account Formula for Form Sithe Employees

Coverage and Participation	Employees of the company and any designated affiliate, excluding leased employees and bargaining members eligible to participate in another qualified plan sponsored by the company. The plan was closed to new entrants in 2005.
Cash Balance Account	This account increases with Interest Credits only.
Pay Credits	Pay credits ceased to be credited to the Cash Balance Account as of February 1, 2005.
Interest Credits	The annual rate of interest earned on a participant's cash balance account is equal to the 1-year Treasury bill constant maturity rate for the month of August preceding the plan year plus 1%. This annual rate shall be converted to a quarterly equivalent and credited on the first day of each calendar quarter. If the participant's pay credit is rescinded, the related interest credit is also rescinded.
Vesting	Effective February 1, 2005, as a result of the Dynegy, Inc. purchase of Sithe Energies, Inc., all active employees were immediately vested.
Normal Retirement	
Eligibility	Attainment of age 65.
Benefits	Cash Balance Account.
Early Retirement	
Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.
Late Retirement	
Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.
Vested Terminations	
Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.

Disability Retirement

Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.

Death Benefits

Eligibility	Any participant with Vested Interest.
Benefits	Cash Balance Account.

Normal Form of Payment

Single life annuity for single participants. 50% 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
- 75% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
- Lump Sum equal to Vested Interest of the Cash Balance Account

Employee Contributions

No employee contributions are required or allowed.

Actuarial Equivalence

For converting the Cash Balance Account into a Single Life Annuity:
The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of November preceding the Plan Year in which the distribution is made.

For converting the Single Life annuity to any Optional Form payable as an annuity:
1983 Blended Group Annuity Mortality Table and 7% interest rate.

Definitions

Credited Service	One year for each Plan year that an eligible employee works at least 1,000 hours. Effective February 1, 2005, as a result of the Dynegy, Inc. purchase of Sithe Energies, Inc., the accruals of all active employees were frozen.
Vesting Service	One year for each plan year that an eligible employee works at least 1,000 hours of service subject to break-in-service rules. Effective February 1, 2005, as a result of the Dynegy, Inc. purchase of Sithe Energies, Inc., all active employees were immediately vested.

Formula for Former Duke Non-Represented Employees

Participation

Former Duke Non-Represented employees acquired on April 2, 2015.

A Participant's retirement formula is based on either the Duke Traditional Program final average pay formula, The Duke Cash Balance formula, or a combination of both depending on participant type as follows:

1) **NCBP – Cash Balance Program only**

2) **NEAB – Enhanced A + B**, where A is the frozen Traditional Program portion of the benefit, and B is the Duke Cash Balance potion of the benefit.

   NEAB participants chose to take a soft freeze (freeze service, but not pay) on the final average pay portion of their benefit and enter the Cash Balance formula with a $0 opening account balance effective April 1, 2007.

3) **NFAB – Frozen A + B**, where A is the frozen Traditional Program portion of the benefit, and B is the Duke Cash Balance potion of the benefit.

   NFAB participants chose to continue accruals in the Traditional Program effective April 1, 2007. Effective January 1, 2011, all Traditional Program employees were automatically moved to the Cash Balance program with a hard freeze on the Traditional Program benefit.

4) **NFAB – Forced A + B**, where A is the frozen Traditional Program portion of the benefit, and B is the Duke Cash Balance potion of the benefit.

   NFAB participants entered the Cash Balance Program with a conversion of their Traditional Program benefit into an opening account balance with certain minimums.

Normal Retirement

Eligibility	Attainment of Age 65
Duke Traditional Program	The benefit is the greater of Formula A or Formula B: Formula A: 1.10% of Final Average Pay plus 0.50% of Final Average Pay in excess of Covered Compensation multiplied by service (maximum 35 years); plus 1.55% of Final Average Pay multiplied by service over 35 years. Formula B: Lesser of 1.12% of Final Average Pay plus 0.50% of Final Average Pay P in excess of Covered Compensation multiplied by service (maximum 35 years) or 1.163% of Final Average Pay multiplied by service (maximum 35 years); plus 1.492% of Final Average Pay multiplied by service over 35 years.
Duke Cash Balance Program	This account increases with Interest Credits only.
Interest Credits	Interest Credit Accruals are credited as of the last day of each Plan Year, except for the Plan Year that includes a Benefit Commencement Date in which a prorated Interest Credit Accruals are credited up to the Benefit Commencement Date. The amount of the Interest Credit added to a participant's Cash Balance Account is (A) times (B): (A) The Cash Balance Account as of the beginning of the Plan Year. (B) The annual rate of interest on 30-year Treasury securities for August of the preceding Plan Year, but not less than 4%.

Early Retirement

Eligibility	Attainment of age 50 and 3 years of service (5 years of service prior to January 1, 2007).
Duke Traditional Program	A monthly benefit equal to the Normal Retirement benefit based on Years of Participation and Highest 3-Year Average Earnings at the date of termination. If payments begin before age 62, the payments are reduced by 6.67% per year for the first five years, 3.33% per year for the next four years, and by varying percentages thereafter. No reductions apply if a participant retires at age 55 with 85 age plus service points.

Duke Cash Balance Program	Participants are always entitled to their entire vested cash balance at termination or retirement.

Late Retirement

Eligibility	Termination after Normal Retirement Date.
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	Three years of service (5 years of service prior to January 1, 2007).
Duke Traditional Program	A monthly benefit equal to the Normal Retirement benefit based on Highest Average Earnings and years of Participation at the date of termination. Vested Termination benefits that begin before Normal Retirement will be reduced 5% per year from age 65.
Duke Cash Balance Program	Participants are always entitled to their entire vested cash balance at termination or retirement.

Disability Retirement

Eligibility	Participants are immediately vested upon disability (5 years of service were required prior to January 1, 2007).
Duke Traditional Program	Normal Retirement benefit based on Highest Average Earnings at the date of disability and years of Participation at the date of retirement. Payments may begin after the eligibility requirements for Early Retirement have been satisfied. Disability benefits that begin before Normal Retirement will be reduced using the same reductions used for Early Retirement.
Duke Cash Balance Program	Participants are always entitled to their entire vested cash balance upon disability.

Death Benefits

Duke Traditional Program

Eligibility	Married participants (five years of service prior to January 1, 2007).
Benefits	Under age 50: 100% of Normal Retirement benefit as of the participant's date of death, reduced actuarially for 100% Contingent Annuitant option, and reduced for payment at the participant's earliest retirement eligibility. Age 50 and older: 100% of Normal Retirement benefit as of the participant's date of death, payable immediately as if the participant began receiving a Single Life Annuity, reduced as applicable for early payment.

Duke Cash Balance Program

Eligibility	All participants are immediately vested upon death and the benefit will be paid to the spouse, beneficiary, or estate.
Benefits	The participant's beneficiary is entitled to the entire vested cash balance upon the participant's death.

Normal Form of Payment

No Spouse	Single Life Annuity.
Duke Traditional Program with Spouse	100% qualified joint and survivor annuity. In the case the Participant's commences their benefit on or after age 50, if spouse dies before participant, then the benefit increases to life annuity value. This "pop-up" is free.
Duke Cash Balance Program	100% qualified joint and survivor annuity.

Optional Forms of Payment

Employees hired after December 31, 2006, with a Duke Cash Balance Program benefit only:

- Single Life Annuity
- 50% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
- Lump Sum equal to Vested Interest of the Cash Balance Account

Traditional Program Participants and Cash Balance Participants who were participants before January 1, 2007:

- Single Life Annuity
- 50% Joint and Survivor Annuity
  - Becomes Pop-Up option if commencement date is on or after age 50
- 66-2/3% Joint and Survivor Annuity with Pop-Up
  - Only Available if Participant's commencement date is on or after age 50
- 100% Joint and Survivor Annuity
  - Becomes Pop-Up option if commencement date is on or after age 50
- 10-Year Certain and Life Annuity
  - Available if Participant's commencement date is on or after age 50
- Age 62 Level Income Option
  - Available if Participant's commencement date is on or after age 50
- 100% Joint and Survivor Annuity with Age 62 Level Income Option with Pop-Up
  - Available if Participant's commencement date is on or after age 50
- Lump Sum
  - Cash Balance Program amount equal to Cash Balance Account for all participants
  - Traditional Program lump sum only for NEAB participants; amount based on the present value of the age 65 accrued benefit

Actuarial Equivalence

The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of August preceding the Plan Year in which the distribution is made.

Definitions

Service

Employees (other than intermittent or temporary employees) generally earn one month of Service for each calendar month in which he/she is a participant in the Plan and is credited with at least one hour of service. Other rules may apply prior to January 1, 1998.

Earnings	Generally equal to total salary or wages, including overtime and bonuses, before any reductions under Section 125 and 401(k), but exclusive of any Company contributions to employee benefit plans and additional remuneration or expense reimbursement. Compensation considered for benefit purposes is limited based upon the provision of the IRC Section 401(a)(17).
Highest Average Earnings	Highest Average Annual Earnings for any three consecutive calendar years during the last 10 years of Participation.
Covered Compensation	35-year average of Social Security Wage Bases based on Year-of- Birth Table.

Career Average Formula for Dynegy Northeast Generation, Inc. Employees

Participation	Effective April 3, 2008, the plan was closed to new bargaining employees. Effective January 1, 2009, the plan was closed to new non- bargaining employees. Effective December 31, 2011, accruals froze for bargaining employees. Effective December 31, 2012, accruals froze for non- bargaining employees.
Normal Retirement	
Eligibility	Attainment of age 65.
Accrued Benefit	(A) plus (B), but not less than certain minimum benefits not described here: (A) For service after January 1, 2001: 2.00% of eligible earnings for each year of benefit service prior to age 50 and 2.50% of eligible earnings for each year of benefit service from age 50 and older. (B) For service before January 1, 2001: Benefits transferred from the Retirement Income Plan of Central Hudson Gas and Electric Corporation.
Early Retirement	
Eligibility	Attainment of age 55 with 10 years of Vesting Service.
Benefits	Normal retirement with no reduction for early payment.
Social Security Supplement	Provides an additional temporary benefit equal to 80% of the primary monthly Social Security benefit as estimated by the Committee for participants retiring after age 59. Payments will begin upon reaching age 60 and will continue through the month in which the participant attains Social Security Normal Retirement Age but no more than 24 monthly payments shall be made. Participants not retirement eligible as of January 1, 2013 will not be eligible to receive the Social Security Supplement upon retirement. Bargaining participants who elect to receive the lump sum form of payment for their Career Average Benefit will forgo the Social Security Supplement.

Late Retirement

Eligibility	Termination after Normal Retirement Date.
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	A participant is 100% vested upon completion of 5 years of vesting service or upon reaching age 65.
Benefits	The termination benefit is equal to accrued benefit as of date of termination with payment commencing at normal retirement date. Optionally, a participant may elect to start receiving their benefit on or after age 55 with the benefit reduced 1/180 for each of the first sixty (60) months prior to normal retirement and further reduced 1/360 for each of the next sixty (60) months. With respect to a participant that is younger than age 55, the Reduction Factor will be the product of (a) times (b) below: (a) The Reduction Factor as age 55 of 50%. (b) A factor based on the same actuarial equivalence as used to convert a Single Life Annuity to another form of annuity.

Disability Retirement

Eligibility	Active participant that qualifies for coverage under the company's long term disability plan and is eligible for Social Security disability benefits.
Benefits	The deferred disability benefit is equal to the accrued benefit at retirement date assuming service and compensation on the October 1 on or preceding the disability commencement date continue until retirement, but not less than the disability benefits received for the company's long term disability plan. This benefit is payable as a lifetime annuity for unmarried participants and 50% joint and contingent annuity for married participants commencing on the earlier of their Early Retirement Date or the first of the month coincident with or next following age 60.

Death Benefits

Eligibility	Married with at least 5 years of vesting service.
Benefits	A monthly benefit payable during the lifetime of the surviving spouse in an amount equal to the accrued benefit that would have been payable as a Single Life Annuity assuming the participant terminated on his or her date of death with the option to commence on the participant's earliest retirement date reduced for early retirement as applicable.
Normal Form of Payment	Single life annuity for single participants. 50% 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 – For married Participants Only ▪ 75% Joint and Survivor Annuity ▪ 30% Joint and Survivor Annuity with Pop-Up ▪ 40% Joint and Survivor Annuity with Pop-Up ▪ 50% Joint and Survivor Annuity with Pop-Up ▪ 75% Joint and Survivor Annuity with Pop-Up ▪ 100% Joint and Survivor Annuity with Pop-Up ▪ Lump Sum (only for Bargaining Dynegy Northeast Generation, Inc. participants active on or after January 1, 2013); based on present value of accrued benefit
Actuarial Equivalence	For converting the Single Life Annuity to another form of annuity: 1983 Group Annuity Mortality Table assuming the participant is male and the contingent annuitant is female and 7.50% interest rate. For converting the Single Life annuity to a Lump Sum: The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of August preceding the Plan Year in which the distribution is made.

Definitions

Credited Service	The participant's whole and partial years of Vesting Service excluding periods during which the Participant was not an employee, periods of absence longer than 12 months for reasons other than military service provided the participant resumes employment within 90 days after honorable discharge, periods of service prior to incurring a five-year break for nonvested participants, periods during which the participant accrued vested benefits under another qualified defined benefit plan to which the Dynegy Northeast Generation, Inc. and Controlled Group members that have adopted the plan at the time or periods for which the Participant received a cash-out of his Accrued Benefit. Periods of service prior to which a Controlled Group member adopts the plan will be considered provided the board granted retroactive service at the time of adoption.
Vesting Service	Period beginning on the participant's employment date and ending on his termination date subject to break-in-service rules. Each month shall be counted as 1/12 year and non-continuous partial months shall be aggregated into whole 30-day months with any remaining days ignored.
Compensation/Salary	The annual base rate of earnings at October 1st of each year plus amounts paid during the 12 months prior to such October 1 including project bonuses, awards, lump sum cash awards, (and, for non-officers of the company, performance bonuses, incentive cash awards and / or bonuses paid) but excluding overtime, additional compensation for unusual circumstances, premium pay, shift differential, tuition assistance, severance benefits, theft of service awards, suggestion plan awards, reimbursements, expense allowances, cash and non-cash fringe benefits, moving expenses, deferred compensation and welfare benefits. However, regularly scheduled overtime for the 12-hour shift shall be included as earnings. In addition, such earnings shall be limited for benefit calculation purposes as specified in Internal Revenue Code (IRC) Section 401(a)(17).

Cash Balance Benefit Formula for Dynegy Northeast Generation, Inc. Employees

Participation	Employees and participants of the former Retirement Income Plan of Central Hudson Gas and Electric as of September 30, 1999 and who had cash balance account as of September 30, 1999. Participants are no longer eligible for additional accruals.
Cash Balance Account	This account increases with Interest Credits only.
Interest Credits	Interest Credit Accruals are credited to the Cash Balance Account of all participants as of the end of each year. The amount of the Interest Credit Accrual added to a participant's Cash Balance Account equals (i) the balance of the participant's Cash Balance Account as of the beginning of the year times (ii) the annual interest rate equal to the rate of interest on 30-year Treasury securities for August of preceding Plan Year.
Vesting	Participants are always 100% vested in the Cash Balance account.
Normal Retirement	
Eligibility	Attainment of age 65.
Benefits	Cash Balance Account.
Early Retirement	
Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.
Late Retirement	
Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.
Vested Terminations	
Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.
Disability Retirement	
Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.

Death Benefits

Eligibility	All participants are 100% vested.
Benefits	Beneficiaries of unmarried participants will receive a lump sum benefit in an amount equal to 100% of the participant's Cash Balance account as of the date of death. Surviving spouses will receive in the form of a Single Life Annuity the amount that is actuarially equivalent to the participant's Cash Balance account. The surviving spouse may also elect to receive the Cash Balance account as a lump sum.
Normal Form of Payment	Single life annuity for single participants. 50% 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 – For married Participants Only ▪ 75% Joint and Survivor Annuity ▪ 30% Joint and Survivor Annuity with Pop-Up ▪ 40% Joint and Survivor Annuity with Pop-Up ▪ 50% Joint and Survivor Annuity with Pop-Up ▪ 75% Joint and Survivor Annuity with Pop-Up ▪ 100% Joint and Survivor Annuity with Pop-Up ▪ Lump Sum equal to the Cash Balance account
Actuarial Equivalence	For converting the Single Life Annuity to a form of annuity: 1983 Group Annuity Mortality Table assuming the participant is male and the contingent annuitant is female and 7.50% interest rate. For converting the Cash Balance account into a Single Life Annuity: The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of August preceding the Plan Year in which the distribution is made.

Definitions

Service	Service accrued under the former Retirement Income Plan of Central Hudson Gas and Electric.
Vesting Service	The monthly amount of retirement income that would be payable in the form of a Single Life Annuity that is actuarially equivalent to the participant's Cash Balance Account on the member's Normal Retirement Date.

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 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 enrolled actuary has changed from David Anderson 17-07493 who signed the 2017 SB to Allison Logan 17-07794 who is signing the 2018 SB.

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Schedule SB, line 7—Explanation of Discrepancy in Prior Year Funding Standard Carryover Balance or Prefunding Balance

Due to the merger of the Dynegy Inc. Retirement Plan into the Dynegy Pension Plan during the 2017 plan year, the amount shown on line 7(b) of the 2018 Schedule SB reflects the merged balances and does not match line 13(b) of the 2017 Schedule SB.

2017 Schedule SB, Line 13

Plan Name	Employer Identification Number	Plan Number	Line 13(a)	Line 13(b)
Dynegy Inc. Retirement Plan	20-5653152	008	$ 0	$ 4,477,627
Dynegy Pension Plan	20-5653152	011	$ 0	$ 237,098
Total			$ 0	$ 4,714,725

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 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 beginning of year.

Weighted Average Retirement Age

Group	Count	Average
Bargaining	819	60.99
Non-Bargaining	1,458	62.22
		61.78

Final Weighted Average Age **62**

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Bargaining Participants

Retirement Age	Retirement Percentage	Number of Employees Retired Per 1,000	Weighted Age
55	9.00%	90	4,950.00
56	5.00%	45.50	2,548.00
57	5.00%	43.23	2,463.83
58	5.00%	41.06	2,381.70
59	15.00%	117.03	6,904.87
60	20.00%	132.64	7,958.15
61	20.00%	106.11	6,472.63
62	25.00%	106.11	6,578.74
63	25.00%	79.58	5,013.64
64	25.00%	59.69	3,819.91
65	25.00%	44.76	2,909.70
66	50.00%	67.15	4,431.70
67	50.00%	33.57	2,249.42
68	50.00%	16.78	1,141.50
69	50.00%	8.39	579.14
70	100.00%	8.39	587.54
	Total	1,000	60,990.47
	Average Retirement Age:	60.99047	

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Non-Bargaining Participants

Retirement Age	Retirement Percentage	Number of Employees Retired Per 1,000	Weighted Age
55	7.00%	70.00	3,850.00
56	7.00%	65.10	3,645.60
57	7.00%	60.54	3,450.95
58	7.00%	56.30	3,265.69
59	7.00%	52.36	3,089.45
60	15.00%	104.35	6,261.20
61	5.00%	29.57	1,803.57
62	15.00%	84.27	5,224.45
63	5.00%	23.88	1,504.13
64	20.00%	90.73	5,806.44
65	20.00%	72.58	4,717.73
66	20.00%	58.06	3,832.25
67	50.00%	116.13	7,780.63
68	50.00%	58.07	3,948.38
69	50.00%	29.03	2,003.22
70	100.00%	29.03	2,032.25
	Total	1,000	62,215.94
	Average Retirement Age:	62.21594	

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Schedule SB, Part V—Summary of Plan Provisions

Effective Date January 1, 2000; restated effective December 28, 2017, and most recently amended effective April 9, 2018.

Covered Employees Dynegy Inc.

Plan Year Calendar Year.

Summary of Plans Covered

Benefit Formula	Plan Document Placement	Plan Status
Final Average Pay Formula for Dynegy Midwest Generation Non-Bargaining Employees	Primary Plan Document	Accruals frozen as of December 31, 2011.
Dynegy Portable Retirement Benefit	Appendix A	Open to new entrants.
Dynegy Midstream Services Formula	Appendix B	Accruals frozen as of October 31, 2005.
Career Average Formula for Former Dynegy Midwest Generation Bargaining Employees	Appendix C	Accruals frozen as of December 31, 2013.
Cash Balance Formula for Ameren Corporation Represented Employees	Appendix E	Open to new entrants (substantially similar to Dynegy Portable Retirement Benefit).
Duke Formula for Certain Duke Represented Employees	Appendix F	Open to new entrants (substantially similar to Dynegy Portable Retirement Benefit).
Sithe Stable Pension Account Formula for Former Sithe Employees	Appendix G	Accruals frozen as of February 1, 2005.
Duke Formula for Duke Non-Represented Employees	Appendix J	Accruals frozen as of April 2, 2015.
Career Average Formula for Former Dynegy Northeast Generation, Inc. Employees	Appendix K	For bargaining participants, accruals frozen as of December 31, 2011. For non-bargaining participants, accruals frozen as of December 31, 2012.
Cash Balance Formula for Former Dynegy Northeast Generation, Inc. Employees	Appendix K	Accruals frozen as of September 30, 1999.

Final Average Pay Formula for Dynegy Midwest Generation Non-Bargaining Employees

Participation

First of month following one year of service (at least 1,000 hours). Must be an employee of Dynegy Midwest Generation, Inc. This portion of the plan is closed to new entrants effective January 1, 2009.

Effective January 1, 2012, accruals for all non-bargaining employees were frozen as of December 31, 2011. Future accruals are credited under the PRB formula.

Normal Retirement

Eligibility

Attainment of age 65.

Benefits

Base benefit less Offset benefit:

Base benefit: 2% of Final Average Earnings times credited service (maximum 30 years)

Offset benefit: 1.67% of Social Security benefit times credited service (maximum 30 years)

Social Security Benefit for purposes of the Offset benefit

(A) times (B) times (C):

(A) Social Security Normal Retirement Age Factor

SSNRA	Factor
65	33.12%
66	30.36%
67	27.60%

(B) Ratio factor based on the ratio of Final Average Monthly Compensation to year-of-birth Covered Compensation

SSNRA[1]	Factor[2]
1.00 or less	100.00%
1.25	86.96%
1.50	76.81%
1.75	68.12%
2.00 or more	60.87%

(C) Final Average Compensation is the average of earnings up to the Social Security Wage Base averaged over the last 36 months of Credited Service.

[1] Covered Compensation is the average of the Social Security wage bases for the 35-year period ending with the year attaining SSNRA. The current wage base is assumed for all future years in computing the average.
[2] Ratios are interpolated for interim values.

Early Retirement

Eligibility — Attainment of age 55.

Benefits — Normal retirement benefit reduced according to the following schedule:

Age	Base Benefit Reduction Factor	Offset Reduction Factor SSNRA 65	SSNRA 66	SSNRA 67
65	100.0%	100.0%	100.0%	100.0%
64	100.0%	100.0%	100.0%	100.0%
63	100.0%	100.0%	100.0%	100.0%
62	100.0%	100.0%	100.0%	100.0%
61	96.0%	91.7%	90.9%	95.0%
60	92.0%	83.3%	86.5%	90.0%
59	82.0%	79.2%	81.8%	85.0%
58	76.0%	75.0%	77.3%	80.0%
57	70.0%	70.8%	72.7%	75.0%
56	64.0%	66.7%	68.2%	68.8%
55	58.0%	62.5%	62.6%	63.2%

Late Retirement

Eligibility — Termination after Normal Retirement Date.

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 — A participant who terminates employment on or after his or her Normal Retirement Age or by reason of death or disability shall be deemed to have a 100% Vested Interest. All other terminations are determined based on the following schedule:

Years of Vesting Service	Vested Interest
Less than 1 year	0%
1 year	33%
2 years	67%
3 years or more	100%

Benefits

Accrued benefit as of date of termination, payment beginning at age 65. Participant can commence benefits prior to age 65 with the following reductions:

Age	Reduction Factor
65	100.0%
64	91.4%
63	83.9%
62	77.1%
61	71.2%
60	65.9%
59	61.1%
58	57.0%
57	53.1%
56	49.7%
55	46.6%

Disability Retirement

Eligibility

Attainment of age 65.

Benefits

Continued benefit accruals during disability using pay at disability. Continued accruals no longer applicable to this benefit due to the freeze effective December 31, 2011.

Pre-retirement Death

Death While Employed at Least Age 50

The survivor annuity to the Eligible Surviving Spouse is a Single Life Annuity equal to 50% of the monthly amount the participant would have received had he or she retired on the date of death and elected a Single Life Annuity, except there will be no reduction for early payment prior to Normal Retirement Date nor for a refund of Employee Contributions. Further, if the Eligible Surviving Spouse is more than 10 years younger than the participant, the survivor annuity will be reduced by ½ of 1% (.5%) for each year in excess of the 10 years difference in age. Payment of the survivor annuity will begin on the first day of the month coinciding with or next following the participant's date of death. However, the Eligible Surviving Spouse may defer commencement to any first day of the month following the Participant's death but not later than the Participant's Normal Retirement Date.

Alternatively, the Eligible Surviving Spouse may elect to receive a lump sum equal to the Actuarial Equivalent of the Normal Retirement Benefit.

Death While Employed Prior to Age 50	If a participant has at least five (5) years of Vesting Service, the survivor annuity to the Eligible Surviving Spouse is a Single Life Annuity equal to 50% of the amount that the Participant would have received had he or she terminated employment at date of death, survived to age 55, and elected to commence the pension as a Joint and Survivor Annuity, then died the next day. Payment of the survivor annuity as a Single Life Annuity will begin on the first day of the month in which the Participant would have attained age 55. Alternatively, the Eligible Surviving Spouse may elect to receive a lump sum equal to the Actuarial Equivalent of the Normal Retirement Benefit.
Normal Form of Payment	Single life annuity for single participants. 50% 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 ▪ 1% Joint and Survivor Annuity ▪ 50% Joint and Survivor Annuity ▪ 75% Joint and Survivor Annuity ▪ 100% Joint and Survivor Annuity ▪ Age 62 Level Income Option ▪ Lump Sum (only for participants that terminated employment on or after August 1, 2014); based on the present value of the age 65 accrued benefit
Employee Contributions	Employee contributions are no longer required or allowed.
Actuarial Equivalence	For converting the Single Life Annuity to a form of annuity other than an Age 62 Level Income Option: 86PET- 88.70 mortality and the lesser of the PBGC lump sum rate and 7%. For converting the Single Life annuity to an Age 62 Level Income Option or Lump Sum: The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of August preceding the Plan Year in which the distribution is made.

Definitions

Credited Service	Employment years and fractions of a year. Credited service does not include period of employment while a non-participant or period of employment while participating in another qualified defined benefit plan.
Vesting Service	Whole employment years starting with first employment year and ending at termination or retirement. Vesting service excludes any whole or partial employment years in which employee works less than 1,000 hours.
Final Average Earnings/Earnings	Highest monthly average of the highest 60 consecutive months out of the last 120 months of credited service. Pensionable earnings are regular base compensation (including deferrals to cash or deferred arrangements such as 401(k)) limited by Internal Revenue Code Section 401(a)(17). Earnings exclude overtime and all extra compensation. The final average earnings is frozen as of December 31, 2011.

Portable Retirement Benefit Formula

Coverage and Participation	Each Eligible Employee shall become a Participant effective as of the first day of the first month coincident with or next following the Employment Commencement Date.
Portable Retirement Benefit	The sum of all the Base Compensation Accruals, Transition Contribution Accruals and Interest Credit accruals.
Base Compensation Accruals	As of the last day of each Plan Year, a Participant will be credited with an amount equal to 6% of such Participant's Base Compensation while an Eligible Employee during the year. If commencement occurs prior to the end of the plan year the amount will be added the last day of the calendar month in which employment terminated.
Interest Credit Accruals	Interest Credit Accruals are credited as of the last day of each Plan Year, except for the Plan Year that includes a Benefit Commencement Date in which a prorated Interest Credit Accruals are credited up to the Benefit Commencement Date. The amount of the Interest Credit Accrual added to a participant's Portable Retirement Benefit is (A) times (B): (A) The Portable Retirement Benefit as of the beginning of the Plan Year. (B) The annual rate of interest on 30-year Treasury securities for August of the preceding Plan Year.
Vesting	A participant becomes 100% vested upon attaining their Normal Retirement Age or by reason of death. All other terminations are determined based on the following schedule:

Years of Vesting Service	Vested Interest
Less than 1 year	0%
1 year	33%
2 years	67%
3 years or more	100%

Normal Retirement

Eligibility	Attainment of age 65.
Benefits	Portable Retirement Benefit.

Early Retirement

Eligibility	Any participant with Vested Interest.
Benefits	Portable Retirement Benefit.

Late Retirement

Eligibility	Any participant with Vested Interest.
Benefits	Portable Retirement Benefit.

Vested Terminations

Eligibility	Any participant with Vested Interest.
Benefits	Portable Retirement Benefit.

Disability Retirement

Eligibility	Any participant with Vested Interest.
Benefits	Portable Retirement Benefit with continued accruals during disability. However, average annual Earnings at the time of disability will be used to calculate retirement benefits.

Death Benefits

Eligibility	Any participant with Vested Interest.
Benefits	Actuarial Equivalent of Portable Retirement Benefit.

Normal Form of Payment

Single life annuity for single participants. 50% 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
- 75% Joint and Survivor Annuity
- Lump Sum equal to Vested Interest of the Portable Retirement Benefit

Employee Contributions

No employee contributions are required or allowed.

Actuarial Equivalence	For converting the Portable Retirement Benefit into a Single Life Annuity: The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of August preceding the Plan Year in which the distribution is made. For converting the Single Life annuity to any Optional Form payable as an annuity: 86PET- 88.70 mortality and the lesser of the PBGC lump sum rate and 7%.
Definitions	
Credited Service	Employment years and fractions of a year. Credited service does not include period of employment while a non-participant or period of employment while participating in another qualified defined benefit plan.
Vesting Service	Vesting Service is the amount of service, measured on an elapsed time basis (i.e., measuring periods in years, months, and days) between the day the individual commences employment and the Participant's Severance from Service Date (i.e., termination date).
Base Compensation	Base Compensation generally means regular or base salary or wages (but excluding overtime payments and bonuses) paid by the Employer limited by Internal Revenue Code Section 401(a)(17).

Dynegy Midstream Services Formula

There are no active participants and 31 deferred vested participants with a frozen legacy Dynegy Midstream Services benefit as of January 1, 2018. Those provisions are not summarized here due to its immaterial impact.

Career Average Formula for Dynegy Midwest Generation Represented Employees

Participation

First of month following one year of service (at least 1,000 hours). Must be an Eligible Employee of Dynegy Midwest Generation, Inc. under a collective bargaining agreement.

Effective January 1, 2014, accruals under this formula were frozen as of December 31, 2013. Future service is credited under the PRB formula.

Normal Retirement

Eligibility

Attainment of age 65.

Benefits

The sum of:

(1) Accrued Benefit as of January 1, 1994, plus

(2) The sum of Payroll Period Benefit Credits earned over the Participant's period of employment after January 1, 1994, through December 31, 2013, generally based on either a 2.2% or 2.4% annual rate for various points of employment.

Early Retirement

Eligibility

Attainment of age 55.

Benefits

Normal retirement benefit reduced according to the following schedule.

Age	Reduction Factor
65	100.0%
64	100.0%
63	100.0%
62	100.0%
61	96.0%
60	92.0%
59	82.0%
58	76.0%
57	70.0%
56	64.0%
55	58.0%

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	Five years of vesting service.
Benefits	Normal retirement benefit as of date of termination, payment beginning at age 65. Participant can commence benefits prior to age 65 with the following reductions:

Age	Reduction Factor
65	100.0%
64	91.4%
63	83.9%
62	77.1%
61	71.2%
60	65.9%
59	61.1%
58	57.0%
57	53.1%
56	49.7%
55	46.6%

Disability Retirement

Eligibility	Five years of vesting service.
Benefits	Continued benefit accruals using pay at disability. Continued accruals no longer applicable to this benefit as of the freeze effective December 31, 2011

Pre-retirement Death

Death While Employed at Least Age 50	The survivor annuity to the Eligible Surviving Spouse is a Single Life Annuity equal to 50% of the monthly amount the participant would have received had he or she retired on the date of death and elected a Single Life Annuity, except there will be no reduction for early payment prior to Normal Retirement Date nor for a refund of Employee Contributions. Further, if the Eligible Surviving Spouse is more than 10 years younger than the participant, the survivor annuity will be reduced by ½ of 1% (.5%) for each year in excess of the 10 years difference in age. Payment of the survivor annuity will begin on the first day of the month coinciding with or next following the participant's date of death. However, the Eligible Surviving Spouse may defer commencement to any first day of the month following the Participant's death but not later than the Participant's Normal Retirement Date. Alternatively, the Eligible Surviving Spouse may elect to receive a lump sum equal to the Actuarial Equivalent of the Normal Retirement Benefit.
Death While Employed Prior to Age 50	If a participant has at least five (5) years of Vesting Service, the survivor annuity to the Eligible Surviving Spouse is a Single Life Annuity equal to 50% of the amount that the Participant would have received had he or she terminated employment at date of death, survived to age 55, and elected to commence the pension as a Joint and Survivor Annuity, then died the next day. Payment of the survivor annuity as a Single Life Annuity will begin on the first day of the month in which the Participant would have attained age 55. Alternatively, the Eligible Surviving Spouse may elect to receive a lump sum equal to the Actuarial Equivalent of the Normal Retirement Benefit.
Normal Form of Payment	Single life annuity for single participants. 50% 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
- 1% Joint and Survivor Annuity
- 50% Joint and Survivor Annuity
- 75% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
- Age 62 Level Income Option
- Lump Sum (based on present value of the age 65 accrued benefit); this form added effective January 1, 2014

Actuarial Equivalence

For converting the Single Life Annuity to a form of annuity other than an Age 62 Level Income Option:
86PET- 88.70 mortality and the lesser of the PBGC lump sum rate and 7%.

For converting the Single Life annuity to an Age 62 Level Income Option or Lump Sum:
The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of August preceding the Plan Year in which the distribution is made.

Definitions

Credited Service	Employment years and fractions of a year. Credited service does not include period of employment while a non-participant or period of employment while participating in another qualified defined benefit plan.
Vesting Service	Whole employment years starting with first employment year and ending at termination or retirement. Vesting service excludes any whole or partial employment years in which employee works less than 1,000 hours.
Earnings	Base Compensation limited by the IRS pensionable earnings limitation defined in Internal Revenue Code (IRC) Section 401(a)(17). Earnings exclude overtime and all extra compensation.

Cash Balance Formula for Ameren Corporation Represented Employees

Coverage and Participation	First of the month coincident with or following date of hire. Must be an employee who is employed by Ameren Energy Resources Generating Company and covered by a collective bargaining agreement between the Employer and one of the bargaining units identified below: 1) IBEW Local 51 (Duck Creek/Edwards Energy Center) 2) IBEW Local 702 (Newton and Newton Clerical) 3) IUOE Local 148 (Coffeen and Coffeen Clerical)
Cash Balance Account	The sum of all Annual Cash Balance Credit, Transition Credit and Interest Credit Accruals.
Annual Cash Balance Credits	As of the last day of each Plan Year, a Participant will be credited with an amount equal to 6% of such Participant's Base Compensation while an Eligible Employee during the year. If commencement occurs prior to the end of the plan year the amount will be added the last day of the calendar month in which employment terminated.
Interest Credit Accruals	Interest Credit Accruals are credited as of the last day of each month. The amount of the Interest Credit Accrual added to a participant's Cash Balance Account is (A) times (B): (A) The Cash Balance Account as of the beginning of the month. (B) The monthly rate of interest based on an effective annual interest rate equal to the rate of interest on 30-year Treasury securities for August of preceding Plan Year. The minimum effective annual rate of interest varies by bargaining unit as outlined below: ▪ 4.50% through December 31, 2018 for Newton ▪ 5.00% through December 31, 2019 for Coffeen ▪ 5.00% through December 31, 2020 for Duck Creek / Edwards.

Vesting

A participant becomes 100% vested upon attaining their Normal Retirement Age or by reason of death. All other terminations are determined based on the following schedule:

Years of Vesting Service	Vested Interest
Less than 1 year	0%
1 year	33%
2 years	67%
3 years or more	100%

Normal Retirement

Eligibility — Attainment of age 65.

Benefits — Cash Balance Account.

Early Retirement

Eligibility — Any participant with Vested Interest.

Benefits — Cash Balance Account.

Late Retirement

Eligibility — Any participant with Vested Interest.

Benefits — Cash Balance Account.

Vested Terminations

Eligibility — Any participant with Vested Interest.

Benefits — Cash Balance Account.

Disability Retirement

Eligibility — Any participant with Vested Interest.

Benefits — Cash Balance Account with continued accruals during disability, using pay for the Plan Year prior to disability commencement.

Death Benefits

Eligibility — Any participant with Vested Interest.

Benefits — Actuarial Equivalent of Cash Balance Account.

Normal Form of Payment — Single life annuity for single participants. 50% 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
- 75% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
- Lump Sum equal to Vested Interest of the Cash Balance Account

Employee Contributions

No employee contributions are required or allowed.

Actuarial Equivalence

For converting the Cash Balance Account into a Single Life Annuity:
The 1983 Group Annuity Mortality Table (blended 50% male and 50% female) and an effective annual rate of interest of 7.5%.

For converting the Single Life annuity to any Optional Form payable as an annuity:
Conversion rate table provided in Appendix A of the Special Provisions for Ameren Corporation Represented Employees in the Plan Document.

Definitions

Credited Service

Employment years and fractions of a year. Credited service does not include period of employment while a non-participant or period of employment while participating in another qualified defined benefit plan.

Vesting Service

Vesting Service is the amount of service, measured on an elapsed time basis (i.e., measuring periods in years, months, and days) between the day the individual commences employment and the Participant's Severance from Service Date (i.e., termination date).

Compensation

Base Compensation generally means regular or base salary or wages (but excluding overtime payments and bonuses) paid by the Employer limited by Internal Revenue Code Section 401(a)(17).

Formula for Duke Represented Employees

Participation

The following employees are immediately eligible for benefits under this section:

1) Duke Represented employees acquired on April 2, 2015.

2) Employees covered by a collective bargaining agreement between the Employer and UWUA Local 600.

3) Employees covered by a collective bargaining agreement between the Employer and IBEW Local 1347.

Effective December 31, 2015, for UWUA Local 600 employees, and effective December 31, 2017, for IBEW Local 1347 employees current benefits are accrued under a Cash Balance account substantially similar to the Portable Retirement Benefit formula for other Dynegy employees.

A Participant's retirement formula is based on either the Duke Cinergy Traditional Program final average pay formula, The Duke Cash Balance formula, or a combination of both depending on participant type as follows:

1) **UCBP – Cash Balance Program only**

2) **UEAB – Enhanced A + B**, where A is the frozen Traditional Program portion of the benefit, and B is the Duke Cash Balance potion of the benefit.

   UEAB participants chose to take a soft freeze (freeze service, but not pay) on the final average pay portion of their benefit and enter the Cash Balance formula with a $0 opening account balance. This choice occurred effective January 1, 2009, for UWUA 600 employees, and effective January 1, 2010, for IBEW 1347 employees.

3) **UFAB – Frozen A + B**, where A is the frozen Traditional Program portion of the benefit, and B is the Duke Cash Balance potion of the benefit.

UFAB participants chose to continue accruals in the Traditional Program effective January 1, 2009, for UWUA 600 employees, and effective January 1, 2010, for IBEW 1347 employees.

UWUA 600 employees

Effective January 1, 2013, UFAB UWUA 600 employees who were not at least age 50 with 25 years of service were automatically moved into the Duke Cash Balance formula with a hard freeze on their Traditional Program benefit. Those at least age 50 with 25 years of service continued accruals in the Traditional Program.

IBEW 1347 employees

Effective January 1, 2014, UFAB IBEW 1347 employees whose age plus service was less than 75 were automatically moved into the Duke Cash Balance formula with a hard freeze on their Traditional Program benefit. Those whose age plus service was at least 75 continued accruals in the Traditional Program.

4) **UFAB – Forced A + B**, where A is the frozen Traditional Program portion of the benefit, and B is the Duke Cash Balance potion of the benefit.

   UFAB participants chose to enter the Cash Balance Program with a conversion of their Traditional Program benefit into an opening account balance with certain minimums. This choice occurred in a series of elections for UWUA 600 employees and IBEW 1347 employees participating in the Traditional Program prior to January 1, 2005.

5) **UTRD – Traditional Program only**

Normal Retirement

Eligibility	Attainment of Age 65.
Duke Cinergy Traditional Program	The benefit is the greater of Formula A or Formula B: Formula A: 1.10% of Final Average Pay plus 0.50% of Final Average Pay in excess of Covered Compensation multiplied by service (maximum 35 years); plus 1.55% of Final Average Pay multiplied by service over 35 years.

Formula B: Lesser of 1.12% of Final Average Pay plus 0.50% of Final Average Pay P in excess of Covered Compensation multiplied by service (maximum 35 years) or 1.163% of Final Average Pay multiplied by service (maximum 35 years); plus 1.492% of Final Average Pay multiplied by service over 35 years.

Duke Cash Balance Program

Pay Credits

For UWUA Local 600 Participants prior to January 1, 2016, and IBEW Local 1347 Participants prior to January 1, 2018, a cash balance benefit with monthly pay credits is based on the following schedule according to a participant's points:

Points	Contribution Credit Percentage
Less than 35	4%, plus 4% of pay over SSWB
35-49	5%, plus 4% of pay over SSWB
50-64	6%, plus 4% of pay over SSWB
Greater than 64	7%, plus 4% of pay over SSWB

A participant's points as of any January 1 (or date of participation) equal the sum of the attained age and creditable service on such date, with the sum truncated to drop less than full points.

Effective December 31, 2015, for UWUA Local 600 employees, and effective December 31, 2017, for IBEW Local 1347 employees, as of the last day of each Plan Year, a Participant will be credited with an amount equal to 6% of such Participant's Base Compensation while an Eligible Participant during the year. If commencement occurs prior to the end of the plan year the amount will be added the last day of the calendar month in which employment terminated.

Interest Credits

Interest Credits are credited to the Duke Cash Balance account as of the end of each year. The amount of the Interest Credit Accrual added to a participant's Cash Balance Account equals (i) the balance of the Participant's Duke Cash Balance account as of the beginning of the year times (ii) the rate of interest based on an effective annual interest rate equal to the rate of interest on 30-year Treasury securities for August of preceding Plan Year.

	Certain minimums apply: 1) A UWUA 600 Participant's Duke Cash Balance account as of any date after December 31, 2015, shall not be less than the value of the Participant's Cash Balance account as of December 31, 2015, credited without Pay Credits equal to the average yield on 30-year Treasury securities, but not greater than an annual percentage rate of 9% and not less than 4%. 2) An IBEW 1347 Participant's Duke Cash Balance account as of any date after December 31, 2017, shall not be less than the value of the Participant's Cash Balance account as of December 31, 2017, credited without Pay Credits equal to the average yield on 30-year Treasury securities, but not greater than an annual percentage rate of 9% and not less than 4%. 3) The interest crediting rate will not be greater than an annual percentage rate of 9% and not less than 4% for IBEW 1347 Participants from Plan Years 2018-2022.
Early Retirement	
Eligibility	Attainment of age 50 and 3 years of service (5 years of service prior to January 1, 2007).
Duke Traditional Program	A monthly benefit equal to the Normal Retirement benefit based on Years of Participation and Highest 3-Year Average Earnings at the date of termination. If payments begin before age 62, the payments are reduced by 6.67% per year for the first five years, 3.33% per year for the next four years, and by varying percentages thereafter. No reductions apply if a participant retires at age 55 with 85 age plus service points.
Duke Cash Balance Program	Participants are always entitled to their entire vested cash balance at termination or retirement.

Late Retirement

Eligibility	Termination after Normal Retirement Date.
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	Three years of service (5 years of service prior to January 1, 2007).
Duke Traditional Program	A monthly benefit equal to the Normal Retirement benefit based on Highest Average Earnings and years of Participation at the date of termination. Vested Termination benefits that begin before Normal Retirement will be reduced 5% per year from age 65.
Duke Cash Balance Program	Participants are always entitled to their entire vested cash balance at termination or retirement.

Disability Retirement

Eligibility	Participants are immediately vested upon disability (5 years of service were required prior to January 1, 2007).
Duke Traditional Program	Normal Retirement benefit based on Highest Average Earnings at the date of disability and years of Participation at the date of retirement. Payments may begin after the eligibility requirements for Early Retirement have been satisfied. Disability benefits that begin before Normal Retirement will be reduced using the same reductions used for Early Retirement.
Duke Cash Balance Program	Participants are always entitled to their entire vested cash balance upon disability.

Death Benefits

Duke Traditional Program

Eligibility	Married participants (five years of service prior to January 1, 2007).
Benefits	Under age 50: 100% of Normal Retirement benefit as of the participant's date of death, reduced actuarially for 100% Contingent Annuitant option, and reduced for payment at the participant's earliest retirement eligibility. Age 50 and older: 100% of Normal Retirement benefit as of the participant's date of death, payable immediately as if the participant began receiving a Single Life Annuity, reduced as applicable for early payment.

Duke Cash Balance Program

Eligibility	All participants are immediately vested upon death and the benefit will be paid to the spouse, beneficiary, or estate.
Benefits	The participant's beneficiary is entitled to the entire vested cash balance upon the participant's death.

Normal Form of Payment

No Spouse	Single Life Annuity.
Duke Traditional Program with Spouse	50% qualified joint and survivor annuity (100% qualified joint and survivor annuity prior to January 1, 2018). In the case the Participant's commences their benefit on or after age 50, if spouse dies before participant, then the benefit increases to life annuity value. This "pop-up" is free.
Duke Cash Balance Program	50% qualified joint and survivor annuity (100% qualified joint and survivor annuity prior to January 1, 2018).

Optional Forms of Payment

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

IBEW 1347 Traditional Program

- Single Life Annuity
- 50% Joint and Survivor Annuity with Pop-Up
  - Available if Participant's commencement date is on or after age 50 and is married
- 66-2/3% Joint and Survivor Annuity with Pop-Up
  - Available if Participant's commencement date is on or after age 50 and on or before December 31, 2021
- 75% Joint and Survivor Annuity with Pop-Up
  - Available if Participant's commencement date is on or after age 50
- 10-Year Certain and Life Annuity
  - Available if Participant's commencement date is on or after age 50
- 100% Joint and Survivor Annuity with Pop-Up
  - Available if Participant's commencement date is on or after age 50 and on or before December 31, 2021
- 66-2/3% Joint and Survivor Annuity
- 75% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
- Age 62 Level Income Option
  - Available if Participant's commencement date is on or after age 50
- 100% Joint and Survivor Annuity with Age 62 Level Income Option
  - Available if Participant's commencement date is on or after age 50
- Lump Sum based on the present value of the age 65 accrued benefit (effective January 1, 2018)

UWUA 600 Traditional Program

- Single Life Annuity
- 50% Joint and Survivor Annuity with Pop-Up
- 10-Year Certain and Life Annuity
  - Available if Participant's commencement date is on or after age 50
- 66-2/3% Joint and Survivor Annuity
- 75% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
- Age 62 Level Income Option
  - Available if Participant's commencement date is on or after age 50
- 100% Joint and Survivor Annuity with Age 62 Level Income Option
  - Available if Participant's commencement date is on or after age 50

- Lump Sum based on the present value of the age 65 accrued benefit (effective January 1, 2018)

UWUA 600 & IBEW 1347 Cash Balance Program

- Single Life Annuity
- 50% Joint and Survivor Annuity
- 75% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
  - Available for IBEW 1347 if Participant's commencement date is on or before December 31, 2021
  - Available for UWUA 600 if Participant's commencement date is on or before December 31, 2019
- Age 62 Level Income Option
  - Available if Participant's commencement date is on or after age 50
- Lump Sum equal to Cash Balance Account

Employee Contributions

No employee contributions are required or allowed.

Actuarial Equivalence	For converting the Single Life annuity to any a Joint and Survivor Annuity for Local 600 Employees first hired on and after January 1, 2016 and Appendix F Local 1347 Employees first hired on and after January 1, 2018: 86PET- 88.70 mortality and the lesser of the PBGC lump sum rate and 7%. For all other purposes: The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of August preceding the Plan Year in which the distribution is made.
Definitions	
Service	Employees (other than intermittent or temporary employees) generally earn one month of Service for each calendar month in which he/she is a participant in the Plan and is credited with at least one hour of service. Other rules may apply prior to January 1, 1998.
Earnings	Generally equal to total salary or wages, including overtime and bonuses, before any reductions under Section 125 and 401(k), but exclusive of any Company contributions to employee benefit plans and additional remuneration or expense reimbursement. Compensation considered for benefit purposes is limited based upon the provision of the IRC Section 401(a)(17). Excludes military leave pay from eligible earnings.
Highest Average Earnings	Highest Average Annual Earnings for any three consecutive calendar years during the last 10 years of Participation.
Covered Compensation	35-year average of Social Security Wage Bases based on Year-of- Birth Table.

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Sithe Stable Pension Account Formula for Form Sithe Employees

Coverage and Participation	Employees of the company and any designated affiliate, excluding leased employees and bargaining members eligible to participate in another qualified plan sponsored by the company. The plan was closed to new entrants in 2005.
Cash Balance Account	This account increases with Interest Credits only.
Pay Credits	Pay credits ceased to be credited to the Cash Balance Account as of February 1, 2005.
Interest Credits	The annual rate of interest earned on a participant's cash balance account is equal to the 1-year Treasury bill constant maturity rate for the month of August preceding the plan year plus 1%. This annual rate shall be converted to a quarterly equivalent and credited on the first day of each calendar quarter. If the participant's pay credit is rescinded, the related interest credit is also rescinded.
Vesting	Effective February 1, 2005, as a result of the Dynegy, Inc. purchase of Sithe Energies, Inc., all active employees were immediately vested.
Normal Retirement	
Eligibility	Attainment of age 65.
Benefits	Cash Balance Account.
Early Retirement	
Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.
Late Retirement	
Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.
Vested Terminations	
Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.

Disability Retirement

Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.

Death Benefits

Eligibility	Any participant with Vested Interest.
Benefits	Cash Balance Account.

Normal Form of Payment

Single life annuity for single participants. 50% 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
- 75% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
- Lump Sum equal to Vested Interest of the Cash Balance Account

Employee Contributions

No employee contributions are required or allowed.

Actuarial Equivalence

For converting the Cash Balance Account into a Single Life Annuity:
The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of November preceding the Plan Year in which the distribution is made.

For converting the Single Life annuity to any Optional Form payable as an annuity:
1983 Blended Group Annuity Mortality Table and 7% interest rate.

Definitions

Credited Service	One year for each Plan year that an eligible employee works at least 1,000 hours. Effective February 1, 2005, as a result of the Dynegy, Inc. purchase of Sithe Energies, Inc., the accruals of all active employees were frozen.
Vesting Service	One year for each plan year that an eligible employee works at least 1,000 hours of service subject to break-in-service rules. Effective February 1, 2005, as a result of the Dynegy, Inc. purchase of Sithe Energies, Inc., all active employees were immediately vested.

Formula for Former Duke Non-Represented Employees

Participation

Former Duke Non-Represented employees acquired on April 2, 2015.

A Participant's retirement formula is based on either the Duke Traditional Program final average pay formula, The Duke Cash Balance formula, or a combination of both depending on participant type as follows:

1) **NCBP – Cash Balance Program only**

2) **NEAB – Enhanced A + B**, where A is the frozen Traditional Program portion of the benefit, and B is the Duke Cash Balance potion of the benefit.

   NEAB participants chose to take a soft freeze (freeze service, but not pay) on the final average pay portion of their benefit and enter the Cash Balance formula with a $0 opening account balance effective April 1, 2007.

3) **NFAB – Frozen A + B**, where A is the frozen Traditional Program portion of the benefit, and B is the Duke Cash Balance potion of the benefit.

   NFAB participants chose to continue accruals in the Traditional Program effective April 1, 2007. Effective January 1, 2011, all Traditional Program employees were automatically moved to the Cash Balance program with a hard freeze on the Traditional Program benefit.

4) **NFAB – Forced A + B**, where A is the frozen Traditional Program portion of the benefit, and B is the Duke Cash Balance potion of the benefit.

   NFAB participants entered the Cash Balance Program with a conversion of their Traditional Program benefit into an opening account balance with certain minimums.

Normal Retirement

Eligibility	Attainment of Age 65
Duke Traditional Program	The benefit is the greater of Formula A or Formula B: Formula A: 1.10% of Final Average Pay plus 0.50% of Final Average Pay in excess of Covered Compensation multiplied by service (maximum 35 years); plus 1.55% of Final Average Pay multiplied by service over 35 years. Formula B: Lesser of 1.12% of Final Average Pay plus 0.50% of Final Average Pay P in excess of Covered Compensation multiplied by service (maximum 35 years) or 1.163% of Final Average Pay multiplied by service (maximum 35 years); plus 1.492% of Final Average Pay multiplied by service over 35 years.
Duke Cash Balance Program	This account increases with Interest Credits only.
Interest Credits	Interest Credit Accruals are credited as of the last day of each Plan Year, except for the Plan Year that includes a Benefit Commencement Date in which a prorated Interest Credit Accruals are credited up to the Benefit Commencement Date. The amount of the Interest Credit added to a participant's Cash Balance Account is (A) times (B): (A) The Cash Balance Account as of the beginning of the Plan Year. (B) The annual rate of interest on 30-year Treasury securities for August of the preceding Plan Year, but not less than 4%.

Early Retirement

Eligibility	Attainment of age 50 and 3 years of service (5 years of service prior to January 1, 2007).
Duke Traditional Program	A monthly benefit equal to the Normal Retirement benefit based on Years of Participation and Highest 3-Year Average Earnings at the date of termination. If payments begin before age 62, the payments are reduced by 6.67% per year for the first five years, 3.33% per year for the next four years, and by varying percentages thereafter. No reductions apply if a participant retires at age 55 with 85 age plus service points.

Duke Cash Balance Program	Participants are always entitled to their entire vested cash balance at termination or retirement.

Late Retirement

Eligibility	Termination after Normal Retirement Date.
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	Three years of service (5 years of service prior to January 1, 2007).
Duke Traditional Program	A monthly benefit equal to the Normal Retirement benefit based on Highest Average Earnings and years of Participation at the date of termination. Vested Termination benefits that begin before Normal Retirement will be reduced 5% per year from age 65.
Duke Cash Balance Program	Participants are always entitled to their entire vested cash balance at termination or retirement.

Disability Retirement

Eligibility	Participants are immediately vested upon disability (5 years of service were required prior to January 1, 2007).
Duke Traditional Program	Normal Retirement benefit based on Highest Average Earnings at the date of disability and years of Participation at the date of retirement. Payments may begin after the eligibility requirements for Early Retirement have been satisfied. Disability benefits that begin before Normal Retirement will be reduced using the same reductions used for Early Retirement.
Duke Cash Balance Program	Participants are always entitled to their entire vested cash balance upon disability.

Death Benefits

Duke Traditional Program

Eligibility	Married participants (five years of service prior to January 1, 2007).
Benefits	Under age 50: 100% of Normal Retirement benefit as of the participant's date of death, reduced actuarially for 100% Contingent Annuitant option, and reduced for payment at the participant's earliest retirement eligibility. Age 50 and older: 100% of Normal Retirement benefit as of the participant's date of death, payable immediately as if the participant began receiving a Single Life Annuity, reduced as applicable for early payment.

Duke Cash Balance Program

Eligibility	All participants are immediately vested upon death and the benefit will be paid to the spouse, beneficiary, or estate.
Benefits	The participant's beneficiary is entitled to the entire vested cash balance upon the participant's death.

Normal Form of Payment

No Spouse	Single Life Annuity.
Duke Traditional Program with Spouse	100% qualified joint and survivor annuity. In the case the Participant's commences their benefit on or after age 50, if spouse dies before participant, then the benefit increases to life annuity value. This "pop-up" is free.
Duke Cash Balance Program	100% qualified joint and survivor annuity.

Optional Forms of Payment

Employees hired after December 31, 2006, with a Duke Cash Balance Program benefit only:

- Single Life Annuity
- 50% Joint and Survivor Annuity
- 100% Joint and Survivor Annuity
- Lump Sum equal to Vested Interest of the Cash Balance Account

Traditional Program Participants and Cash Balance Participants who were participants before January 1, 2007:

- Single Life Annuity
- 50% Joint and Survivor Annuity
  - Becomes Pop-Up option if commencement date is on or after age 50
- 66-2/3% Joint and Survivor Annuity with Pop-Up
  - Only Available if Participant's commencement date is on or after age 50
- 100% Joint and Survivor Annuity
  - Becomes Pop-Up option if commencement date is on or after age 50
- 10-Year Certain and Life Annuity
  - Available if Participant's commencement date is on or after age 50
- Age 62 Level Income Option
  - Available if Participant's commencement date is on or after age 50
- 100% Joint and Survivor Annuity with Age 62 Level Income Option with Pop-Up
  - Available if Participant's commencement date is on or after age 50
- Lump Sum
  - Cash Balance Program amount equal to Cash Balance Account for all participants
  - Traditional Program lump sum only for NEAB participants; amount based on the present value of the age 65 accrued benefit

Actuarial Equivalence

The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of August preceding the Plan Year in which the distribution is made.

Definitions

Service

Employees (other than intermittent or temporary employees) generally earn one month of Service for each calendar month in which he/she is a participant in the Plan and is credited with at least one hour of service. Other rules may apply prior to January 1, 1998.

Earnings	Generally equal to total salary or wages, including overtime and bonuses, before any reductions under Section 125 and 401(k), but exclusive of any Company contributions to employee benefit plans and additional remuneration or expense reimbursement. Compensation considered for benefit purposes is limited based upon the provision of the IRC Section 401(a)(17).
Highest Average Earnings	Highest Average Annual Earnings for any three consecutive calendar years during the last 10 years of Participation.
Covered Compensation	35-year average of Social Security Wage Bases based on Year-of- Birth Table.

Career Average Formula for Dynegy Northeast Generation, Inc. Employees

Participation	Effective April 3, 2008, the plan was closed to new bargaining employees. Effective January 1, 2009, the plan was closed to new non- bargaining employees. Effective December 31, 2011, accruals froze for bargaining employees. Effective December 31, 2012, accruals froze for non- bargaining employees.
Normal Retirement	
Eligibility	Attainment of age 65.
Accrued Benefit	(A) plus (B), but not less than certain minimum benefits not described here: (A) For service after January 1, 2001: 2.00% of eligible earnings for each year of benefit service prior to age 50 and 2.50% of eligible earnings for each year of benefit service from age 50 and older. (B) For service before January 1, 2001: Benefits transferred from the Retirement Income Plan of Central Hudson Gas and Electric Corporation.
Early Retirement	
Eligibility	Attainment of age 55 with 10 years of Vesting Service.
Benefits	Normal retirement with no reduction for early payment.
Social Security Supplement	Provides an additional temporary benefit equal to 80% of the primary monthly Social Security benefit as estimated by the Committee for participants retiring after age 59. Payments will begin upon reaching age 60 and will continue through the month in which the participant attains Social Security Normal Retirement Age but no more than 24 monthly payments shall be made. Participants not retirement eligible as of January 1, 2013 will not be eligible to receive the Social Security Supplement upon retirement. Bargaining participants who elect to receive the lump sum form of payment for their Career Average Benefit will forgo the Social Security Supplement.

Late Retirement

Eligibility	Termination after Normal Retirement Date.
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	A participant is 100% vested upon completion of 5 years of vesting service or upon reaching age 65.
Benefits	The termination benefit is equal to accrued benefit as of date of termination with payment commencing at normal retirement date. Optionally, a participant may elect to start receiving their benefit on or after age 55 with the benefit reduced 1/180 for each of the first sixty (60) months prior to normal retirement and further reduced 1/360 for each of the next sixty (60) months. With respect to a participant that is younger than age 55, the Reduction Factor will be the product of (a) times (b) below: (a) The Reduction Factor as age 55 of 50%. (b) A factor based on the same actuarial equivalence as used to convert a Single Life Annuity to another form of annuity.

Disability Retirement

Eligibility	Active participant that qualifies for coverage under the company's long term disability plan and is eligible for Social Security disability benefits.
Benefits	The deferred disability benefit is equal to the accrued benefit at retirement date assuming service and compensation on the October 1 on or preceding the disability commencement date continue until retirement, but not less than the disability benefits received for the company's long term disability plan. This benefit is payable as a lifetime annuity for unmarried participants and 50% joint and contingent annuity for married participants commencing on the earlier of their Early Retirement Date or the first of the month coincident with or next following age 60.

Death Benefits

Eligibility	Married with at least 5 years of vesting service.
Benefits	A monthly benefit payable during the lifetime of the surviving spouse in an amount equal to the accrued benefit that would have been payable as a Single Life Annuity assuming the participant terminated on his or her date of death with the option to commence on the participant's earliest retirement date reduced for early retirement as applicable.
Normal Form of Payment	Single life annuity for single participants. 50% 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 – For married Participants Only ▪ 75% Joint and Survivor Annuity ▪ 30% Joint and Survivor Annuity with Pop-Up ▪ 40% Joint and Survivor Annuity with Pop-Up ▪ 50% Joint and Survivor Annuity with Pop-Up ▪ 75% Joint and Survivor Annuity with Pop-Up ▪ 100% Joint and Survivor Annuity with Pop-Up ▪ Lump Sum (only for Bargaining Dynegy Northeast Generation, Inc. participants active on or after January 1, 2013); based on present value of accrued benefit
Actuarial Equivalence	For converting the Single Life Annuity to another form of annuity: 1983 Group Annuity Mortality Table assuming the participant is male and the contingent annuitant is female and 7.50% interest rate. For converting the Single Life annuity to a Lump Sum: The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of August preceding the Plan Year in which the distribution is made.

Definitions

Credited Service	The participant's whole and partial years of Vesting Service excluding periods during which the Participant was not an employee, periods of absence longer than 12 months for reasons other than military service provided the participant resumes employment within 90 days after honorable discharge, periods of service prior to incurring a five-year break for nonvested participants, periods during which the participant accrued vested benefits under another qualified defined benefit plan to which the Dynegy Northeast Generation, Inc. and Controlled Group members that have adopted the plan at the time or periods for which the Participant received a cash-out of his Accrued Benefit. Periods of service prior to which a Controlled Group member adopts the plan will be considered provided the board granted retroactive service at the time of adoption.
Vesting Service	Period beginning on the participant's employment date and ending on his termination date subject to break-in-service rules. Each month shall be counted as 1/12 year and non-continuous partial months shall be aggregated into whole 30-day months with any remaining days ignored.
Compensation/Salary	The annual base rate of earnings at October 1st of each year plus amounts paid during the 12 months prior to such October 1 including project bonuses, awards, lump sum cash awards, (and, for non-officers of the company, performance bonuses, incentive cash awards and / or bonuses paid) but excluding overtime, additional compensation for unusual circumstances, premium pay, shift differential, tuition assistance, severance benefits, theft of service awards, suggestion plan awards, reimbursements, expense allowances, cash and non-cash fringe benefits, moving expenses, deferred compensation and welfare benefits. However, regularly scheduled overtime for the 12-hour shift shall be included as earnings. In addition, such earnings shall be limited for benefit calculation purposes as specified in Internal Revenue Code (IRC) Section 401(a)(17).

Cash Balance Benefit Formula for Dynegy Northeast Generation, Inc. Employees

Participation	Employees and participants of the former Retirement Income Plan of Central Hudson Gas and Electric as of September 30, 1999 and who had cash balance account as of September 30, 1999. Participants are no longer eligible for additional accruals.
Cash Balance Account	This account increases with Interest Credits only.
Interest Credits	Interest Credit Accruals are credited to the Cash Balance Account of all participants as of the end of each year. The amount of the Interest Credit Accrual added to a participant's Cash Balance Account equals (i) the balance of the participant's Cash Balance Account as of the beginning of the year times (ii) the annual interest rate equal to the rate of interest on 30-year Treasury securities for August of preceding Plan Year.
Vesting	Participants are always 100% vested in the Cash Balance account.
Normal Retirement	
Eligibility	Attainment of age 65.
Benefits	Cash Balance Account.
Early Retirement	
Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.
Late Retirement	
Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.
Vested Terminations	
Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.
Disability Retirement	
Eligibility	All participants are 100% vested.
Benefits	Cash Balance Account.

Death Benefits

Eligibility	All participants are 100% vested.
Benefits	Beneficiaries of unmarried participants will receive a lump sum benefit in an amount equal to 100% of the participant's Cash Balance account as of the date of death. Surviving spouses will receive in the form of a Single Life Annuity the amount that is actuarially equivalent to the participant's Cash Balance account. The surviving spouse may also elect to receive the Cash Balance account as a lump sum.
Normal Form of Payment	Single life annuity for single participants. 50% 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 – For married Participants Only ▪ 75% Joint and Survivor Annuity ▪ 30% Joint and Survivor Annuity with Pop-Up ▪ 40% Joint and Survivor Annuity with Pop-Up ▪ 50% Joint and Survivor Annuity with Pop-Up ▪ 75% Joint and Survivor Annuity with Pop-Up ▪ 100% Joint and Survivor Annuity with Pop-Up ▪ Lump Sum equal to the Cash Balance account
Actuarial Equivalence	For converting the Single Life Annuity to a form of annuity: 1983 Group Annuity Mortality Table assuming the participant is male and the contingent annuitant is female and 7.50% interest rate. For converting the Cash Balance account into a Single Life Annuity: The applicable mortality table and applicable interest rates under Code Section 417(e)(3), with a lookback month of August preceding the Plan Year in which the distribution is made.

Definitions

Service	Service accrued under the former Retirement Income Plan of Central Hudson Gas and Electric.
Vesting Service	The monthly amount of retirement income that would be payable in the form of a Single Life Annuity that is actuarially equivalent to the participant's Cash Balance Account on the member's Normal Retirement Date.

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 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 enrolled actuary has changed from David Anderson 17-07493 who signed the 2017 SB to Allison Logan 17-07794 who is signing the 2018 SB.

DYNEGY PENSION PLAN
EIN: 36-4833461 PN:003

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
DECEMBER 31, 2018

(a)	(b)	(c)	(d)	(e)
	IDENTITY OF ISSUE, BORROWER, LESSOR, OR SIMILAR PARTY	**DESCRIPTION OF INVESTMENT, INCLUDING MATURITY DATE, RATE OF INTEREST, COLLATERAL PAR OR MATURITY VALUE**	**COST**	**CURRENT VALUE**
Mutual Fund				
	PIMCO LONG DURATION TOTAL RETURN INSTL	Mutual Fund		$ 57,419,385
Total Mutual fund				57,419,385
Common Collective Trusts				
	SSGA US TOTAL MKT SEC LENDING FD (CMJ5)	Common/Collective Trust		$ 79,465,151
	COLTV SHORT TERM INVT FD	Common/Collective Trust		6,919,864
	SSGA LONG US CREDIT INDEX NL FUND	Common/Collective Trust		59,042,526
	SSGA MSCI ACWI EX USA SL FUND	Common/Collective Trust		12,646,872
Total Common Collective Trusts				158,074,413
103-12 Investment Entity				
	WALTER SCOTT & PARTNERS GROUP TR	103-12 Investment Entity		$ 22,445,947
	ALLIANZGI STRUCTURED ALPHA EMERGING	103-12 Investment Entity		24,901,741
Total 103-12 Investment Entity				47,347,688
Partnership/Joint Venture Interests				
	LGIMA LONG DURATION US CREDIT FUND LLC	Partnership/Joint Venture Interests		$ 59,021,798
Total Partnership/Joint Venture Interests				59,021,798
Total Assets:				**$ 321,863,284**

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Schedule SB, line 25—Change in Method

The funding valuation reflects the following method changes:

- A change in the asset valuation method from the averaged fair market value of assets over two plan years to the fair value of assets as of the valuation date. Automatic approval for this change is granted in accordance with Revenue Procedure 2017-56.
- A change in the valuation software as a result of a change in the enrolled actuary for the plan and business organization providing actuairal services to the plan. Automatic approval for this change is granted in accordance with Revenue Procedure 2017-56.

Schedule SB Attachment (Form 5500)—2018 Plan Year
Dynegy Pension Plan
EIN: 36-4833461 PN: 003

Schedule SB, line 24—Change in Actuarial Assumptions

The funding valuation reflects the following assumption changes:

- The interest rate assumption changed from segment rates with no lookback as of January 2017 to segment rates with a four-month lookback as of September 2017, each adjusted as applicable to fall within the 25-year interest rate corridor.
- The expected administrative expenses included in target normal cost changed from average expenses paid from the trust over the prior three years to actual prior year administrative expenses plus current year PBGC premiums.
- The payment form and timing assumptions were updated for certain Dynegy Midwest Generation and Duke Local 1347 participants to better reflect the anticipated plan experience.

The funding assumption changes are either automatically approved by the IRS or did not reduce the funding shortfall more than the thresholds stated in the Internal Revenue Code Section 430(h)(5), so the approval of the Commissioner is not required.