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

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

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

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

To Be Filed Annually Prior to March 1

EDISON INTERNATIONAL
(Name of Company)

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

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

HOLDING COMPANY

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

UTILITY SUBSIDIARIES

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

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

- 02 CALIFORNIA ELECTRIC POWER COMPANY (inactive).
- 02 CONSERVATION FINANCING CORPORATION is a California corporation engaged in the remediation mitigation of environmental liabilities.
- 02 EDISON ESI is a California corporation engaged in the business of marketing services, product information, and copyrighted materials to third parties on behalf of SCE.
- 02 Edison Material Supply is a Delaware limited liability company that provides procurement and warehousing services.
- 02 MONO POWER COMPANY is an inactive California corporation that has been engaged in the business of exploring for and developing fuel resources.
- 03 The Bear Creek Uranium Company is an inactive California partnership between Mono Power Company (50%) and RME Holding Company (formerly Union Pacific Resources Group, Inc.) (50%) in reclamation of an integrated uranium mining and milling complex in Wyoming.
- 02 SCE CAPITAL COMPANY (inactive Delaware corporation).
- 02 SCE Funding LLC is a Delaware limited liability company that acts as a financing vehicle for the issuance of reduction bonds.
- 02 SCE Trust I is a Delaware business trust organized to act as a financing vehicle.
- 02 SCE Trust II is a Delaware business trust organized to act as a financing vehicle.
- 02 SCE UK Services Ltd. is a United Kingdom private limited company having its registered office at Lansdowne House, Berkeley Square, London, England W1X 5DH, which provides auditing services to affiliated companies.
- 02 SOUTHERN STATES REALTY is a California corporation engaged in holding real estate assets.

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NONUTILITY SUBSIDIARIES

- 01 EDISON DRIVES ELECTRIC is an inactive California corporation having its principal place of business at 2244 Walnut Grove Avenue, Rosemead, California 91770, which was engaged in administering a program for Edison International employees.
- 01 EDISON ENERGY (inactive)
- 01 EDISON INSURANCE SERVICES, INC., is a Hawaii corporation having its principal executive office at 1000 Ala Street, Suite 800, Honolulu, Hawaii 96813, which provides domestic and foreign property damage and business interruption insurance to Edison International and its subsidiaries.
- 01 EDISON INTERNATIONAL POWER (inactive)
- 01 EDISON VENTURES is a California corporation having its principal place of business at 2244 Walnut Grove Avenue, Rosemead, California 91770, which owns the stock and coordinates the activities of its subsidiaries. The subsidiaries of Edison Ventures are as follows:
 - 02 EDISON TRANSENERGY is a California corporation having its principal place of business at 2244 Walnut Grove Avenue, Rosemead, California 91770, which is engaged in pipeline development activities.

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transport crude oil.

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

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

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

01 THE MISSION GROUP is a California corporation having its principal place of business at 2244 Walnut Grove Avenue, Rosemead, California 91770, which owns the stock and coordinates the activities of its subsidiaries. The subsidiaries of The Mission Group are as follows:

02 EDISON ENTERPRISES is a California corporation having its principal place of business at 2244 Walnut Grove Avenue, Rosemead, California 91770, which owns the stock and coordinates the activities of its nonutility subsidiaries. The subsidiaries of Edison Enterprises are as follows:

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

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

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

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

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

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

03 EDISON EV is an inactive California corporation having its principal place of business at 2244 Walnut Grove Avenue, Rosemead, California 91770.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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09 University Park Properties LP 99%
09 Upland Senior Housing LP (Coy D. Estes) 99%

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

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

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

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

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08 2814 Fifth Street Associates LP (Land Park Woods) 99%
08 Alma Place Associates LP 99%
08 Knolls Community Associates LP 99.9%
08 Monterra Village Associates LP 99%
08 Pacific Terrace Associates LP 99.9%
08 PVA LP (Park Victoria) 99%
08 Sherman Glen, L.L.C. 99%
08 Strobridge Housing Associates LP 99%
08 Trolley Terrace Townhomes LP 99.9%
08 Walnut Avenue Partnership LP 99%

05 MHICAL 97 COMPANY
06 ECH/HFC GP Partnership No. 1 14.7%GP
07 Edison Capital Housing Partners VII LP 19.4%GP
08 C-Court LP (Cawelti Court) 99%
08 Cottonwood Affordable Housing LP 99%
08 Fifth and Wilshire Apartments LP 99%
08 Flagstaff Affordable Housing II, LP (Forest View Apts.) 99%
08 Huff Avenue Associates LP 99%
08 Mountain View Townhomes Associates LP 99%
08 Oak Forest Associates LP 99%
08 Paradise Road Partners LP (Gateway Village) 99%
08 Woodland Arms Apartments, Ltd. 99%

06 Edison Capital Affordable Housing 99A G.P. 33.05%
07 Edison Capital Housing Partners IX LP 13.5533%GP
08 1010 SVN Associates LP 99.9%
08 2814 Fifth Street Associates LP (Land Park Woods) 99%
08 Alma Place Associates LP 99%
08 Knolls Community Associates LP 99.9%
08 Monterra Village Associates LP 99%
08 Pacific Terrace Associates LP 99.9%
08 PVA LP (Park Victoria) 99%
08 Sherman Glen, L.L.C. 99%
08 Strobridge Housing Associates LP 99%
08 Trolley Terrace Townhomes LP 99.9%
08 Walnut Avenue Partnership LP 99%

06 MHICAL 97 LP 99%LP
07 Garnet Housing Associates LP 99%

05 MHICAL 97 LP 1%GP
06 Garnet Housing Associates LP 99%

05 MHIFED 94 COMPANY (Dissolved)
05 MHIFED 94 LP (Delaware partnership) 1%GP; 99%LP to Bell Atlantic
06 Berry Avenue Associates LP 99%
06 Carlton Way Apartments LP 99%
06 CDR Senior Housing Associates (Casa del Rio) 99%
06 Corona Ely/Ranch Associates LP 99%
06 Fairview Village Associates LP 99%
06 Fell Street Housing Associates LP 99%
06 Hope West Apartments LP 99%
06 Morrone Gardens Associates LP 99%
06 Pajaro Court Associates LP 99%
06 Tierra Linda Associates LP 99%
06 Tlaquepaque Housing Associates LP 99%

05 MHIFED 95 COMPANY (Dissolved)
05 MHIFED 95 LP (Delaware partnership) 1%GP; 99%LP to Bell Atlantic
06 1101 Howard Street Associates LP 99%

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

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

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

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05 MISSION HOUSING HOLDINGS
[owns 13.10% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compa
05 Mission Housing Partnership 1996 LP (Delaware partnership) 1%GP
05 MISSION HOUSING THETA
06 MISSION FUNDING THETA
[owns 0.01% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Com

07 Edison Capital Affordable Housing 99A G.P. 0.01%
08 Edison Capital Housing Partners IX LP 13.5533%GP
09 1010 SVN Associates LP 99.9%
09 2814 Fifth Street Associates LP (Land Park Woods) 99%
09 Alma Place Associates LP 99%
09 Knolls Community Associates LP 99.9%
09 Monterra Village Associates LP 99%
09 Pacific Terrace Associates LP 99.9%
09 PVA LP (Park Victoria) 99%
09 Sherman Glen, L.L.C. 99%
09 Strobridge Housing Associates LP 99%
09 Trolley Terrace Townhomes LP 99.9%
09 Walnut Avenue Partnership LP 99%
07 Edison Capital Affordable Housing 99B G.P. 0.01%
08 Edison Capital Housing Partners X LP 19.3952%GP
09 Beacon Manor Associates LP 99.9%
09 Boulder Creek Apartments LP 99.9%
09 Burlington Senior Housing LLC 99.9%
09 CCS/Renton Housing LP (Renton) 99.9%
09 Coolidge Station Apartments L.L.C. 99%
09 Lark Ellen LP 99%
09 Mercy Housing California IX LP (Sycamore) 99.9%
09 Morgan Hill Ranch Housing LP 99%
09 Pacifica Community Associates LP (Villa Pacifica) 99.9%
09 Persimmon Associates LP 99%
09 Providence-Brown Street Housing LP (Brown Street) 99.9%
09 San Juan Commons 1996 LP 99.9%
09 Timber Sound, Ltd. 99%
09 Timber Sound II, Ltd. 99%
09 Trinity Park Apartments LP 99.9%
09 Venbury Trail LP 99.9%
07 Oakdale Terrace Leased Housing Associates LP 0.01%
07 Westfield Condominium Investment LP 0.01%
07 Woodleaf Village LP 0.01%
06 Mission Housing Investors Partnership 5%GP; 95%LP to GECC
07 1028 Howard Street Associates LP 99%
07 Forest Winds Associates LP 99%
07 Glen Eden Associates LP (A Street) 99%
07 Gray's Meadows Investors LP 99%
07 Prince Bozzuto LP (Fairground Commons) (Maryland partnership) 99%
07 Rancho Park Associates LP 99%
07 Rustic Gardens Associates LP 99%
07 Sea Ranch Apartments LP 99%
07 Springdale Kresson Associates LP (Jewish Federation) (New Jersey partnership)

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05 MISSION HOUSING ZETA
[owns 5.35% of Edison Housing Consolidation Co.; see listing under MHICAL 95 Compan
05 MISSION SA COMPANY (Dissolved)
05 National Boston Lofts Associates LLLP (Boston Lofts) 99%
05 Oakdale Terrace Leased Housing Associates LP 98.99%
05 Olive Court Apartments LP 98.9%
05 Pacific Vista Las Flores LP (Vista Las Flores) 99.9%
05 Pilot Grove LP (Massachusetts partnership) 99%
05 Post Office Plaza LP (Ohio partnership) 99%

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05 Tabor Grand LP (Colorado partnership) 99%
05 WGA INVESTORS COMPANY (Dissolved)
05 West Valley Hart LP (Hart and Alabama) 99.9%
05 Westfield Condominium Investment LP 98.99%
05 White Mountain Apache LP 99%

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

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

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07 Electricidad de La Paz S.A. (Electropaz) (equity) 10% (Bolivian foreign utili
4.EC01]
Address: Avenida Illimani 1973, Casilla 10511, La Paz, Bolivia

07 Empresa de Luz y Fuerza Electrica de Oruro S.A. (Elfeo) 12.55% (Bolivian fore
company) [See 4.EC02]
Address: Calle Junin No. 710, Casilla No. 53, Oruro, Bolivia

07 Empresa de Servicios Edeser S.A. (Edeser) 12.55% (Bolivian service
company)
Address: Iturralde No. 1309, Miraflores, La Paz, Bolivia

05 Edison Capital Latin American Investments Holding Company (Delaware corporation)
06 Edison Capital Latin American Investments (Bermuda) Ltd. (Bermuda corporation) 3
07 AIG Asian Infrastructure Fund II LP 5.8%
07 AIG-GE Capital Latin American Infrastructure Fund LP 7.89%
07 AIG Emerging Europe Infrastructure Fund LP 22.70%
07 AIG Emerging Europe Infrastructure Management LP 18.05%GP

05 Edison Capital (Netherlands) Holdings B.V.
Address: Herengracht 548, 1017 CG Amsterdam, Netherlands

06 Edison Capital (Netherlands) Investments B.V.
Address: Herengracht 548, 1017 CG Amsterdam, Netherlands

05 MISSION FUNDING ALPHA
06 MISSION FUNDING MU
07 EPZ Mission Funding Mu Trust (equity interest in foreign utility company) [Se
Address: c/o Wilmington Trust Company, Rodney Square North, 1100 North Marke
Wilmington, Delaware 19890-0004

05 MISSION FUNDING DELTA
06 MISSION FUNDING NU
07 EPZ Mission Funding Nu Trust (equity interest in foreign utility company) [Se
Address: c/o Wilmington Trust Company, Rodney Square North, 1100 North Marke
Wilmington, Delaware 19890-0004

05 Mission Investments, Inc. (U.S. Virgin Islands corp.)
Address: ABN Trustcompany, Guardian Building, Havensight, 2nd Floor, St. Thomas, U
Islands

05 Mission (Bermuda) Investments, Ltd. (Bermuda corp.)
Address: Clarendon House, 2 Church Street, Hamilton HM CX, Bermuda

04 MISSION FUNDING GAMMA
04 MISSION FUNDING KAPPA
05 ABB Funding Partners, LP 14.27%
04 MISSION FUNDING ZETA
05 Huntington LP (New York partnership) 50%
05 Lakota Ridge LLC 75% [See 4.EC05]
Address: c/o DanMar & Associates, 520 Fifth Avenue SE, Pipestone, Minnesota 56164

05 Shaokatan Hills LLC 75% [See 4.EC06]
Address: c/o DanMar & Associates, 520 Fifth Avenue SE, Pipestone, Minnesota 56164

05 Woodstock Hills LLC 75% [See 4.EC07]
Address: c/o DanMar & Associates, 520 Fifth Avenue SE, Pipestone, Minnesota 56164

04 MISSION IOWA WIND COMPANY
05 Storm Lake Power Partners I LLC (99%) [See 4.EC08]

03 EDISON MORTGAGE COMPANY (Dissolved)
03 MISSION BARTLETT HILL COMPANY (Dissolved)
03 MISSION INTERNATIONAL CAPITAL, INC. (Dissolved)
03 RENEWABLE ENERGY CAPITAL COMPANY (Dissolved)

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

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

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

03 ASSOCIATED SOUTHERN ENGINEERING COMPANY (Inactive)

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

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

EDISON MISSION ENERGY DOMESTIC COMPANIES:

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

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

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

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

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04 MISSION ENERGY WALES COMPANY

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05 Mission Hydro Limited Partnership 30%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

06 EME Generation Holdings Limited (UK company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

07 Edison Mission Operation & Maintenance Limited (a United Kingdom corporation) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

07 EME Victoria Generation Limited (UK company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

08 Energy Capital Partnership (Australia partnership) 98%
09 Enerloy Pty Ltd. (Australia company) 100%
08 Mission Energy Development Australia Pty Ltd. 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne
Victoria, Australia

09 Gippsland Power Pty Ltd 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne
Victoria, Australia

10 Loy Yang B Joint Venture 49% [See 4.EME06]
Address: Bartons Lane, Loy Yang, Victoria, Australia 3844

07 Energy Capital Partnership (Australia partnership) 1%LP
08 Enerloy Pty Ltd. (Australia company) 100%
07 First Hydro Holdings Company (Australia partnership) 99%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

08 First Hydro Company 99% [See 4.EME07]
Address: Bala House, St. David's Park, Ewloe, Deeside, Flintshire, Wales CH5

08 First Hydro Finance plc 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

09 First Hydro Company 1% [See 4.EME07]
Address: Bala House, St. David's Park, Ewloe, Deeside, Flintshire, Wales

07 Loyvic Pty Ltd. (Australia company) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne,
Australia

08 Energy Capital Partnership (Australia partnership) 1%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne
Victoria, Australia

09 Enerloy Pty Ltd. (Australia company) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne
Victoria, Australia

04 Mission Operations de Mexico, S.A. de C.V. (Inactive) 1%
Address: Bosques de Ciruelos No. 304 2 Piso, Colonia Bosques de las Lomas, 11700 Mexico D

04 MISSION TRIPLE CYCLE SYSTEMS COMPANY (GP)
05 Triple Cycle Partnership (Texas G.P.) 50%
04 NORTH JACKSON ENERGY COMPANY (Inactive)
04 NORTHERN SIERRA ENERGY COMPANY (GP)
05 Sobel Cogeneration Company (general partnership) 50%
04 ORTEGA ENERGY COMPANY
04 PANTHER TIMBER COMPANY (GP)
05 American Kiln Partners, LP (Delaware limited partnership) 2%
04 PARADISE ENERGY COMPANY (Inactive)
04 PLEASANT VALLEY ENERGY COMPANY (GP)
05 American Bituminous Power Partners, LP (Delaware limited partnership) 0.5%; 50% w/ Agui
Address: Grant Town Power Plant, Highway 17, Grant Town, WV 26574

06 American Kiln Partners, LP (Delaware Limited Partnership) 0.5% of 53%
04 QUARTZ PEAK ENERGY COMPANY (LP) (Inactive)

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

04 REEVES BAY ENERGY COMPANY (GP and LP)

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05 North Shore Energy LP (Delaware partnership) 50%; 100% w/ Santa Clara
06 Northville Energy Corporation (New York corp.) 100%

04 RIDGECREST ENERGY COMPANY (GP)
05 Riverhead Cogeneration I, LP (Delaware partnership) 50%; 100% w/ Centerport
04 RIO ESCONDIDO ENERGY COMPANY
04 RIVERPORT ENERGY COMPANY (GP and LP)
05 Riverhead Cogeneration II, LP (Delaware partnership) 50%; 100% w/ San Pedro
04 SAN GABRIEL ENERGY COMPANY (Inactive)
04 SAN JOAQUIN ENERGY COMPANY (GP)
05 Midway-Sunset Cogeneration Company, LP 50%
Address: 3466 West Crocker Springs Road, Fellows, CA 93224

04 SAN JUAN ENERGY COMPANY (GP)
05 March Point Cogeneration Company 50%

04 SAN PEDRO ENERGY COMPANY (GP)
05 Riverhead Cogeneration II, LP (Delaware partnership) 50%; 100% w/ Riverport
04 SANTA ANA ENERGY COMPANY (GP)
05 Riverhead Cogeneration III, LP (Delaware partnership) 50%; 100% w/ Indian Bay
04 SANTA CLARA ENERGY COMPANY (GP)
05 North Shore Energy, LP (Delaware partnership) 50%; 100% w/ Reeves Bay
06 Northville Energy Corporation (New York corporation) 100%

04 SILVERADO ENERGY COMPANY (GP)
05 Coalinga Cogeneration Company 50%
Address: 32812 West Gate Road, Bakersfield, CA 93210

04 SILVER SPRINGS ENERGY COMPANY
05 Georgia Peaker, LP (Delaware limited partnership) 50%; 100% w/ Lakeview

04 SONOMA GEOTHERMAL COMPANY (Inactive)
04 SOUTH COAST ENERGY COMPANY (GP)
05 Harbor Cogeneration Company 30%
Address: 420 Henry Ford Avenue, Wilmington, CA 93210

04 SOUTHERN SIERRA ENERGY COMPANY (GP)
05 Kern River Cogeneration Company (general partnership) 50%
Address: SW China Grade Loop, Bakersfield, CA 93308

04 THOROFARE ENERGY COMPANY (Inactive)
04 VIEJO ENERGY COMPANY (GP)
05 Sargent Canyon Cogeneration Company 50%
Address: Star Route 42, Sargents Road, San Ardo, CA 93450

04 VISTA ENERGY COMPANY (New Jersey corporation) (Inactive)
04 WESTERN SIERRA ENERGY COMPANY (GP)
05 Sycamore Cogeneration Company (general partnership) 50%
Address: SW China Grade Loop, Bakersfield, CA 93308

EDISON MISSION ENERGY INTERNATIONAL COMPANIES [all foreign corporation names bold]:

05 MEC International B.V. (Netherlands corporation) (Holding Company 99.99% owned by Mission
Holdings International, Inc., a California corp. (owns 100% of Class A Shares) and 0.01
International LLC, a Delaware LLC (owns 100% of Class B shares)
Address: Apollolaan 15, 1077 AB Amsterdam, The Netherlands

06 Adelaide Ventures Ltd. (Cayman Island company) 100% (Dissolved 01/14/2003)
Address: Walker House, Mary Street, P.O. Box 265GT, George Town, Grand Cayman, Cay

06 Beheer-en Beleggingsmaatschappij Jydeno B.V. 100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands

07 Vindoor Investments (Mauritius) Limited 10%
Address: BAI Building, 5th Floor, Pope Hennessey Street, Port Luis, Mauritius

08 Coaltrade Services International Pte Ltd 100%
Address: 10 Anson Road, #18-12, International Plaza, Singapore 079903

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06 Edison Mission Advantage B.V. 100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands

07 Edison Mission LYB PEDS Pty Ltd (formerly Edison Mission De Laide Pty Ltd. (Aust

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100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, Australia

06 Edison Mission Ausone Pty Ltd. (Australian co.) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32 Australia

06 Edison Mission Energy Asia Pte Ltd. (Singapore private company limited by shares) 100% (EME's Regional Asia Pacific Headquarters)
Address: 391-B Orchard Road, Ngee Ann City, Tower B, 14th Floor, #14-08/10, Singapore

07 Edison Mission Energy Asia Pacific Pte Ltd. (Singapore corporation) 100%
Address: 391-B Orchard Road, Ngee Ann City, Tower B, 14th Floor, #14-08/10, Singapore

07 Edison Mission Energy Fuel Company Pte Ltd. (Singapore corporation) 100%
Address: 391-B Orchard Road, Ngee Ann City, Tower B, 14th Floor, #14-08/10, Singapore

07 Edison Mission Operation & Maintenance Services Pte Ltd 100%
Address: 391-B Orchard Road, Ngee Ann City, Tower B, 14th Floor, #14-08/10, Singapore

07 P.T. Edison Mission Operation and Maintenance Indonesia (Indonesian company) 99%
Address: Jl. Gen. A Yani No. 54 Probolinggo, East Java, Indonesia

06 Edison Mission Energy International B.V. (Netherlands company) 99%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands

06 Edison Mission Energy Services B.V. (Netherlands co.) 100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands

06 Edison Mission Millennium B.V. (Netherlands company) 100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands

07 EME Caliraya B.V. (formerly Beheer-en Beleggingsmaatschappij Trepo B.V. 75%
Address: Apollolaan 15, 1077 AB Amsterdam, The Netherlands

08 CBK Power Company Ltd. (Philippine LP) 49%
Address: 1701 One Magnificent Mile Building, San Miguel Avenue, Ortigas Center, Philippines [See 4.EME08]

07 EME Kayalaan B.V. (formerly Beheer-en Beleggingsmaatschappij Hagra B.V. 100%
Address: Apollolaan 15, 1077 AB Amsterdam, The Netherlands

08 CBK Power Company Ltd. (Philippine LP) 1%
Address: 1701 One Magnificent Mile Building, San Miguel Avenue, Ortigas Center, Philippines [See 4.EME08]

06 Edison Mission Operation & Maintenance Services B.V. (Netherlands company) 100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands

07 Edison Mission Operation & Maintenance (Thailand) Company Limited 100%
Address: 7th Fl. Bubhajit Bldg., 20 North Sathorn Road, Kwaeng Silom, Khet Bangrak, Thailand

07 EME Philippines Services Corporation [formerly EME Philippines OandM Corporation co.] 100%
Address: Unit 1105, Tower One, Ayala Triangle, Ayala Avenue, Makati City, Philippines

07 Kalayaan Power Management Corporation 50% [EWG] [See 4.EME09]
Address: 1701 One Magnificent Mile Building, San Miguel Avenue, Ortigas Center, Philippines

06 Edison Mission Retail Pty Ltd. (Australian co.) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32 Australia

06 Edison Mission Utilities Pty. Ltd. (Australian company) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32 Australia

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06 Edison Mission Wind Power Italy B.V. (formerly IVPC Energy 5 B.V.) 100%
Address: Apollolaan 15, 1077 AB Amsterdam, The Netherlands

07 Italian Vento Power Corporation 4 S.r.l. (joint venture) 50% [See 4.EME10]
Address: Via Circumvallazione, 54/h, 83100 Avellino, Italy

06 Edison Mission Vendesi Pty Ltd. (Australian company) 100%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 32 Australia

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06 EME Atlantic Holdings Limited (UK company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

07 EME Ascot Limited (UK company) 100% [Contact Energy Project, 2nd Stage]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

08 EME Buckingham Limited (UK company) 100% [Contact Energy Project, 2nd Stage]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

09 EME Precision B.V. (Netherlands company) (formerly Beheer-en-Beleggingsma
B.V.) 100% [Contact Energy Project, 2nd Stage]
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands

10 Mission Energy Universal Holdings [formerly EME Universal Holdings (New
company) 100% [Contact Energy Project, 2nd Stage]
Address: Lansdowne House, Berkeley Square, London W1X 5DH
England

11 Contact Energy Limited (New Zealand company) 0.624% [See 4.EME11]
Address: Level 1, Harbor City Tower, 29 Brandon Street, Box 10-742
New Zealand

11 Mission Contact Finance Limited (New Zealand company) 100%
Address: Bell Gully, IBM Centre, 171 Featherston Street, Wellington

11 Mission Energy Five Star (New Zealand company) 100%
Address: IBM Centre, 171 Featherston Street, Wellington, New
Zealand

11 Mission Energy Pacific Holdings [formerly EME Pacific Holdings (New
company) 100% [Contact Energy Project, 2nd Stage]
Address: IBM Centre, 171 Featherston Street, Wellington, New
Zealand

12 Contact Energy Limited (New Zealand company) 50.598%
[See 4.EME11]

06 EME Tri Gen B.V. 100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands

07 Tri Energy Company Limited (Thai limited liability company) (Tri Energy Project)
[See 4.EME12]
Address: Grand, Amarin Tower, 16th Floor, New Petchburi Road, Ratchathewi, Bang
Thailand

06 EME Victoria B.V. 100% (Inactive)
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands

06 First Hydro Renewables Limited, a UK company 100%
Address: Dinorwig Power Station, Llamberis, Gwynedd, LL55 4TY, Wales

07 Celtic Offshore Wind Limited 96%
Address: The Long Barn, Waen Farm, Nercwys Road, Mold, Flintshire, CH7 4ED, Wal

07 First Hydro Renewables (COWL) Limited 100%
Address: Dinorwig Power Station, Llamberis, Gwynedd, LL55 4TY, Wales

06 Global Generation B.V. 100%
Address: Apollolaan 15, 1077 AB Amsterdam, The Netherlands

07 Caresale Services Limited (UK LLC) 49%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

08 Edison First Power Limited (Guernsey LLC) 65%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

07 Edison First Power Holdings II (UK LLC) 100% [PowerGen project]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

08 Edison First Power Holdings I (UK LLC) 100% [PowerGen project]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

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09 Caresale Services Limited (UK LLC) 51%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

10 Edison First Power Limited (Guernsey LLC) 65%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

09 Edison Mission Marketing and Services Limited (UK company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England

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09 EME Finance UK Limited (UK LLC) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
09 South Australian Holdings Ltd. 100% [Currently being liquidated]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
10 EME International Dragon Limited (UK) 100% [Currently being liquidated]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
11 EME Adelaide Energy Limited (UK company) 100% [Currently being liquidated]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
11 EME Monet Ltd. (UK company) 100% [Currently being liquidated]
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
08 Energy Generation Finance PLC (UK) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
08 Maplekey Holdings Limited (UK LLC) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
09 Maplekey UK Finance Limited (UK company) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
10 Maplekey UK Limited (UK LLC) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
11 Edison First Power Limited (Guernsey LLC) 35%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 Redbill Contracts Limited (UK LLC) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
06 Hydro Energy B.V. (Netherlands LLC) 10%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 Iberica de Energias, S.L. (Spain corporation) 96.65% [See 4.EME13]
Address: Paseo de Gracia 18, Planta 4, 08007, Barcelona, Spain
08 Electrometalurgica del Ebro, S.L. ("EMESA") (Spain corporation) 91.32% [See 4.EME14]
Address: Paseo de Gracia 18, Planta 4, 08007, Barcelona, Spain
09 Monasterio de Rueda, S.L. (Spain) 100%
Address: Paseo de Gracia 18, Planta 4, 08007, Barcelona, Spain
06 Iberian Hy-Power Amsterdam B.V. (Netherlands LLC) 100%
Address: Strawinskylaan 1725, Amsterdam, NOORD-HOLL 1077 XX
07 EME Desarrello Espana S.L. 100%
Address: Paseo de Gracia 18, 4o. Piso, 08007, Barcelona, Spain
07 Hydro Energy B.V. (Netherlands company) 90%
08 Iberica de Energias, S.L. (Spain corporation) 95.77% [See 4.EME13]
09 Electrometalurgica del Ebro, S.L. ("EMESA") (Spain corporation) 91.32%
[See 4.EME14]
10 Monasterio de Rueda, S.L. (Spain) 100%
07 Iberica de Energias, S.L. (Spain corporation) 4.23% [See 4.EME13]
08 Electrometalurgica del Ebro, S.L. ("EMESA") (Spain corporation) 91.32%
[See 4.EME14]
09 Monasterio de Rueda, S.L. (Spain) 100%
06 Latrobe Power Pty. Ltd. (Australian corporation) 99%
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 3200
Australia
07 Mission Victoria Partnership (Australian partnership) 52.31% (100% w/ Traralgon
MEVALP 1%)
08 Latrobe Power Partnership (Australian partnership) 99%
09 Loy Yang B Joint Venture 51% [See 4.EME06]
Address: Bartons Lane, Loy Yang, Victoria, Australia 3844

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06 Latrobe Valley B.V. [formerly Beheer-en Beleggingsmaatschappij Botara B.V.] (LYB Pe
100%
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
07 Valley Power Pty Ltd. (proprietary limited Australia company; LYB Peakers Project
Address: Southgate Complex, Level 20, HWT Tower, 40 City Road, South Melbourne, 3200
Australia

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

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

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

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

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

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

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

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

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08 Lakeland Power Ltd. (United Kingdom private limited liability company) 100%
[See 4.EME20]
Address: Roosecote Power Station, Barrow-In-Furness, Cumbria, England LA13 0
08 Lakeland Power Development Company (UK corp.) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 Rapid Energy Limited
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
06 Mission Energy Italia s.r.l. 90% Rep Office in Italy
Address: Villa Brasini, Via Flaminia 497, 00191 Rome Italy
06 Mission NZ Operations B.V. 100% (Inactive)
Address: Croeselaan 18, 3500 GT Utrecht, The Netherlands
06 Pride Hold Limited (United Kingdom corporation) 1%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 Lakeland Power Development Company (UK corp.) 100%
Address: Lansdowne House, Berkeley Square, London W1X 5DH England
07 Lakeland Power Ltd. (United Kingdom private limited liability company) 100% [See
Address: Roosecote Power Station, Barrow-In-Furness, Cumbria, England LA13 OPQ
06 EcoElectrica S.a.r.l. (Luxemburg)
Address: 12-16, Avenue Monterey, L-2163 Luxembourg
07 EME del Caribe Holding GmbH (Austria)
Address: 4020 Linz, Landstrasse 12, Austria
08 EME del Caribe (Cayman Islands)
Address: First Floor, Caledonian House, Mary St, George Town, Grand Cayman,
09 EcoElectrica Holdings, Ltd. (Cayman Islands) 50%
Address: 1350 GT, The Huntlaw Building, Fort Street, Grand Cayman, Cayma
10 EcoElectrica Ltd. (Cayman Islands) 100%
Address: 1350 GT, The Huntlaw Building, Fort Street, Grand Cayman, Ca
11 EcoElectrica LP (Bermuda partnership) (EQUITY) 1% [See 4.EME21]
Address: Plaza Scotiabank, 273 Ponce de Leon Avenue, Suite 902, Ha
Rico 00918
10 EcoElectrica LP (Bermuda partnership) (EQUITY) 99% [See 4.EME21]
Address: Plaza Scotiabank, Suite 902, Avenida Ponce de Leon 273, Hato
Rico 00918

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

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

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

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

SCE's transmission facilities consist of approximately 7,208.21 circuit miles of 33kV, 55kV, 66kV, 115kV, 161kV lines, 3,523.6 circuit miles of 220kV lines, and 1237.59 circuit miles of 500kV lines consisting of 1,000.14 miles in California, 125.4 miles in Nevada and 112.1 miles in Arizona. SCE's distribution facilities consist of approximately 60,644.52 overhead circuit miles and 34,756.9 underground circuit miles, including distribution substations, all of which are located in California.

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

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

Claimant: None.

SCE:

- (1) 79,661,279,000 kwh of electric energy sold at retail.
- (2) \$8,613,847,531 of total revenues from such sales.

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

Claimant: None.

SCE: None.

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

Claimant: None.

SCE:

- (1) 5,366,000 kwh of electric energy sold at wholesale outside of California or at the state line.
- (2) \$1,181,119 of total revenues from such sales.

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

Claimant: None.

SCE:

- (1) 1,528,888,721 kwh of electric energy purchased at wholesale outside of California or at the state line.
- (2) \$131,094,932 of total expenses from such purchases.

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

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

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

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

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

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

EDISON CAPITAL

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

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

Electropaz's facilities consists of substations and distribution lines serving approximately 316,000 customers in La Paz and El Alto, Bolivia. Electropaz does not own generation or transmission facilities.

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

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

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

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

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

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

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

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

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

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

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

4.EC03 EPZ MISSION FUNDING MU TRUST [FUCO]

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

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

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

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

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

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

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Alpha.

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

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

4.EC04 EPZ MISSION FUNDING NU TRUST [FUCO]

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

EPZMFNT owns a 17.72% interest in the Amercentrale Power Station Unit 9, which is leased to N.V. Elektriciteits-Produktiemaatshappij Zuid-Nederland ("EPZ"), a Netherlands Public Utility. The Amercentrale Power Station Unit 9 is a 600 megawatt (net) coal-fired cogeneration facility, with natural gas back-up, located on 50 hectares (approximately 125 acres) at the Brabant site in Geertruidenberg, approximately 100 kilometers southeast of Rotterdam, The Netherlands.

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

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

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

The Mission Funding Nu investment and the related obligations have been guaranteed by an affiliate of Edison International, Edison Housing Investments.

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

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

4.EC05 LAKOTA RIDGE LLC [EWG]

(a) Lakota Ridge, L.L.C. ("Lakota"), c/o DanMar & Associates, 520 Fifth Avenue SE, Pipestone, Minnesota 56283

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

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

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

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

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

4.EC06 SHAOKATAN HILLS LLC [EWG]

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

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

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

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

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

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

4.EC07 WOODSTOCK HILLS LLC [EWG]

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

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

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

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

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

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

4.EC08 STORM LAKE PARTNERS I LLC [EWG]

(a) Storm Lake Power Partners I LLC ("Storm Lake"), 18101 Von Karman Avenue, Suite 1700, Irvine, CA 92614.

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

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

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

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

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

EDISON MISSION ENERGY

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

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

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

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

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

Guarantees:

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

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

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In connection with the acquisition of Homer City, Homer City L.P. provided several surety bonds to the Pennsylvania Department of Environmental Protection ("DEP"). The DEP requires operators of facilities in the State of Pennsylvania to provide collateral bonds to the DEP for the purpose of guarantying reclamation obligations in the event the site is abandoned. Safeco Insurance Company of America ("Safeco"), Homer City L.P., issued three surety bonds to the DEP in the aggregate amount of \$6,860,913. On December 7, 1999, EME provided a general indemnity to Safeco to indemnify them against all loss and expenses incurred by Safeco in connection with the surety bonds. In addition to the indemnification, Safeco demanded collateral for the surety bonds. Therefore, on August 21, 2002, EME deposited \$6,860,913 in an account controlled by Safeco for additional collateral. Both the collateral and the indemnity will stay in effect until the surety bonds are replaced or another source of collateral is provided to the DEP.

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

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

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

(e) Edison Mission Energy Services, Inc. (formerly Edison Mission Energy Fuel Services, Inc.) provided services to Homer City relating to arranging for the supply of fuel to the facility pursuant to the Fuel Supply Agreement (the "Agreement") between Edison Mission Energy Services, Inc. and Homer City. As of December 31, 2002, Edison Mission Energy Services, Inc. has received payment in the amount of \$337,721 for services provided pursuant to the Agreement.

Edison Mission Financial Marketing & Trading Co. ("EMFM&T"), now Edison Mission Marketing & Trading, Inc. ("EMMT") merged into Edison Mission Marketing & Trading, Inc. ("EMMT") on June 28, 2000, a wholly owned subsidiary of Edison Mission Energy, entered into an NOx Allowance Sales Agreement with Homer City, wherein EMMT purchases from and/or sells to Homer City, SO2 or NOx Allowances available to Homer City and as required for use in the operation and maintenance of the Homer City facility. As of December 31, 2002, Homer City has paid \$1 million to EMMT for Allowances.

EMMT entered into an Energy Sales Agreement with Homer City, wherein EMMT shall purchase Energy (including electric energy, expressed in megawatt hours or capacity, of the character commonly known as three phase 60 hertz electric energy that is delivered at the nominal voltage of the delivery point) from Homer City. As of December 31, 2002, Homer City paid \$337,121 to EMMT for energy provided pursuant to the Agreement.

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

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

GELP is a gas-fired cogeneration facility with an anticipated net capacity during the winter months of 150 megawatts and 220 megawatts during the summer months. The electricity generated by the facility is sold to Virginia Electric & Power Company under two 30-year Power Purchase Agreements. The steam generated by the facility is sold to Rapidan Service Authority. This facility is located one mile southwest of Gordonsville, Virginia, in Louisa County. GELP went into operation on June 1, 1994.

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

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

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

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

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

4.EME03 MIDWEST GENERATION, LLC. [EWG]

(a) Midwest Generation, LLC ("Midwest"), One Financial Place, 440 South LaSalle Street, Suite 3400, Chicago, Illinois 60605

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

(a.1) Six coal-fired plants located in Illinois totaling 5,645 MW:

542 MW Crawford plant in Chicago
326 MW Fisk plant in Chicago
789 MW Waukegan plant in Waukegan
1358 MW Joliet plant in Joliet
1092 MW Will County plant in Lockport
1538 MW Powerton plant in Pekins

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

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

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

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

Guarantees:

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

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

- (a) Amended and Restated Coal Purchase Contract between Commonwealth Edison Company and Deckers Creek Peaking Units dated January 1, 1993, as further amended by Amendment No. 1 in 1993; Amendment No. 2 on May 1, 1995; Amendment No. 3 on May 1, 1995; Amendment No. 4 on January 1, 1996; Amendment No. 5 on February 1, 1997; and Amendment No. 6 on January 1, 1997; and Amendment No. 7 on February 1, 1999.
- (b) Railcar Lease Agreement dated July 15, 1993 between Commonwealth Edison Company and Societe Generale Bank and related documents.

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

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

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

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

(e)

Administrative services such as payroll, employee benefits programs and information technology, and other services provided by Edison International or Edison Mission Energy, are shared among all affiliates of Edison International. The costs of these corporate support services are allocated to all affiliates, including Midwest Generation. Costs are allocated based on one of the following formulas: percentage of time worked, equity in investment, number of employees, or multi-factor, including operating revenues, operating expenses, total assets, and number of employees. In addition, Midwest Generation sometimes directly requests services of Edison International or Edison Mission Energy, and those services are performed for Midwest Generation's benefit. Labor and expenses of the requested services are specifically identified and billed at cost. Midwest Generation made reimbursements for these programs and other services, which amounted to \$124.7 million for the year ended December 31, 2002.

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

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

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

Midwest entered into an agreement with Edison Mission Energy Services, Inc. to provide fuel and related services related to coal and fuel oil. Under the terms of the agreement, Midwest pays Edison Mission Energy Services, Inc. a service fee of \$0.06 for each ton of coal delivered to Midwest and \$0.02 per barrel of fuel oil delivered to Midwest, plus the actual cost of the commodities. The amount billed under the agreement for the year ended December 31, 2002, was \$1.1 million.

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4.EME04 SUNRISE POWER COMPANY LLC (EWG)

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

Sunrise consists of a 320 MW simple-cycle peaking facility which became operational on June 27, 2001, and Phase 2 which is to convert the peaking facility to a 560 MW combined-cycle operation is anticipated to become operational in 2003.

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

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

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

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

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

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

EMMT, a wholly owned subsidiary of Edison Mission Energy entered into an Energy Services Agreement with Sunrise wherein EMMT provides fuel procurement and power management services to Sunrise. As of December 31, 2002, Sunrise paid \$4,381,011 to EMMT for services rendered under this agreement.

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

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

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

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

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

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

(e) Other than with respect to the Edison Mission Energy indemnity and the Construction Loan Note under Item (c) above, there are no contracts between BNY and any system company.

4.EME06 LOY YANG B JOINT VENTURE [FUCO]

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

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

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

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

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

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

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and 1% by Loy Yang Holdings Pty Ltd. Mission Energy Ventures Australia Pty Ltd is wholly owned by Loy Yang Holdings Pty Ltd, which is owned as described above. Gippsland Power Pty Ltd. owns the remaining 99% of Gippsland is 100% owned by Mission Energy Development Australia Pty Ltd., which is 100% owned by Mission Energy Generation Ltd., which is 100% owned by EME Generation Holdings Ltd., which is 100% owned by Mission Energy Limited Partnership, which is 69% owned by MEC Wales BV, 30% owned by Mission Energy Wales Company Limited by Mission Hydro (UK) Limited. All three partners to Mission Hydro Limited Partnership are 100% indirectly owned by Edison Mission Energy.

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

Advance Opinion Undertaking - In the Advance Opinion Undertaking, EME is obligated to Chase Security

Agent under the Project Facility) to cause to make available to the Project funds in an amount sufficient to pay income or capital gains taxes on assessments under the Australian income tax law that materially and adversely affect (a) the Project, (b) the operating cash flow of the Project or (c) the Project's ability to meet obligations to pay interest or repay principal or other amounts under the Project Facility (including obligations from an assessment which directly conflicts with certain tax assumptions expressed in the Advance Opinion Undertaking the Australian Tax Office).

In connection with the financing, EME issued, under its corporate revolver, a Letter of Credit in the amount of AUD \$50,000,000 on behalf of Energy Capital Partnership, an indirect, wholly owned subsidiary of Edison Mission Energy. The Letter of Credit is currently for AUD \$50,000,000, the equivalent of six months Debt Service

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

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

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

4.EME07 FIRST HYDRO COMPANY [FUCO]

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

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

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

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

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

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

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

4.EME08 CBK POWER COMPANY LTD. [FUCO]

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

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

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

(c) Capital invest as of December 31, 2002

Payment to IMPSA under General Engineering services = \$20 million

Equity contribution = \$21,918,342

Equity Guarantee - Under the Capital Contribution Guarantee, EME guarantees its equity contribution obligation of \$56 million (now \$34 million). In the event EME should be down graded below investment grade, EME would be required to provide a letter of credit to back up the uncontributed portion.

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

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

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

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

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

4.EME09 KALAYAAN POWER MANAGEMENT CORPORATION (FUCO)

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

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

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

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

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

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

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

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

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

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

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

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

IVPC is developing 280.7 MW of wind-generated capacity in rural Italy in eleven projects, consisting of 660 kW and 600kW turbines and associated equipment in the following communes (townships): (1) 4 turbines totaling 30 MW in Andretta and Bisaccia; (2) 60 turbines totaling 39.6 MW in Lacedonia and Monteverde; (3) 45 turbines totaling 27.06 MW in Monacilioni, Pielracatella, and Sant Elia; (4) 60 turbines totaling 30 MW in Forenza and Maschito; (5) 25 turbines totaling 15 MW in Volturara and Motta Moniecorvino; (6) 30 turbines totaling 18 MW in Roselo; (7) 47 turbines totaling 30.3 MW in Celle San Vito, Greci and Montaguto; (8) 45 turbines totaling 19.8 MW in Panni; (9) 45 turbines totaling 29.7 MW in Bortigiadas, Aggius and Vico; (10) 45 turbines totaling 22.44 MW in Avigliano; and (11) 14 turbines totaling 9.24 MW in Roseto. The project also includes the transmission lines connecting the generating facilities to

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the grid, ranging in length from less than 100 meters to a maximum of 9 kilometers. IVPC is also responsible for the design and construction of substations associated with the projects. IVPC also owns and is currently operating a wind project in Rocca San Felice consisting of four 600 kW turbines and associated equipment.

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

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

Under the terms of the Intercreditor Agreement dated March 3, 2000, to which EMWP is a party, any liability of IVPC which is widely defined as, essentially, any liability owed by IVPC to EMWP, is subordinated to the liability of IVPC to the banks party thereto, in a manner in which any amount received or otherwise received by IVPC may be applied against IVPC's debts to such banks, save for certain excepted payments specifically referred to as Permitted Distributions.

Under the terms of the Project Finance Facilities Syndicated Credit Agreement dated September 7, 2000, IVPC, but not EMWP, is a party, there are restrictions imposed upon IVPC on amounts that IVPC may pay to EMWP and in certain circumstances amounts otherwise so distributable or payable against the amounts outstanding under that agreement from IVPC to the banks lending thereunder.

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

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

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(d) Capitalization or total equity = (\$7,223,063)

Net income after taxes for 2002 = \$3,779,295

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

4.EME11 CONTACT ENERGY LIMITED [FUCO]

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

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

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

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

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

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

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

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

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

The redemption of the NZ\$400 million preferred stock was funded by the issue of preferred stock to the public by Contact Finance Limited and also by borrowings from CSFB for the US dollar equivalent of NZ\$386,500,000.

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

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

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4.EME12 TRI ENERGY COMPANY LIMITED [FUCO]

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

Tri Energy's facilities consist of a 700 MW gas turbine combined cycle facility located in Ratchaburi, west of Bangkok, Thailand, and interconnection equipment necessary to connect the facility with the wholesale purchaser, the Electricity Generating Authority of Thailand. Tri Energy became operational in 2000.

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

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

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

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

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

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

Iberica's facilities consist of the following fifteen mini-hydroelectric facilities which are capable of producing a total of 48.55 MW:

Quintana: 1.48MW facility in Herrera de Valdecana, Palencia
La Flecha: 2.66MW facility in Arroyo Encomienda, Valladolid
Toro: 4.50MW facility in Toro, Zamora
Tudela: 1.48MW facility in Tudela de Duero, Valladolid
Sardon Bajo: 1.60MW facility in Villabanez, Valladolid

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

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

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

(c) The capital contribution made by Edison Mission Energy through its subsidiary Iberian Hy-Power B.V. was \$21,992,654. In August, 1993, MECI, through its 34% ownership interest and its direct ownership interest in Hydro Energy B.V., acquired an aggregate 40.6% interest in Energias Hidraulicas, S.A. Energias Hidraulicas, S.A., the hydroelectric development subsidiary of Vivendi (formerly Compagne Generale des Eaux de France). Subsequently, EH sold Iberica and Mediterranea to Hydro Energy B.V. Compagne Generale des Eaux de France is a utility company. EH is a Spanish holding company which will develop water right concessions, but not own or operate operating facilities. During 1996, the five facilities previously owned by Compania Mediterranea S.A., were merged into Iberica. Also in 1996, Energias Hidraulicas' name was changed to Edison Mission Energy Espana, S.A. During 1997, EH, Hidroelectrica de Sossis S.A. and Hidroelectrica de Olvera S.A. were merged into Iberica.

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

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

(e) There is a management fee agreement between Iberica and Electro Metalurgica del Ebro S.L. (EMESA) which provides administrative and financial services to EMESA. As of December 31 2002, EMESA has paid \$1.5 million for services rendered under this management fee arrangement.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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owned subsidiary of MECI, Edison Mission Operation & Maintenance Kwinana Pty Ltd ("EMOK") to operate and maintain the Kwinana cogeneration plant and equipment. EMOK received \$335,655 in compensation as operator for 2002.

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

Under the Technical Support Agreement ("TSA") between Edison Mission Operation and Maintenance, Inc. and Edison Mission Operation & Maintenance Pty Ltd dated March 17, 1995, EMOMI provides technical support (e.g., personnel and knowledge) to EMOK to enable EMOK to comply with its obligations under the OMA. EMOMI received \$0 in compensation under the TSA in 2002.

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

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

Doga's facility used for the generation, transmission, or distribution of electric energy for sale. It is a 180 MW combined cycle turbine cogeneration plant in Istanbul, Turkey. Doga became operational in 1995.

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

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

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

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

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

4.EME17 PT. PAITON ENERGY [FUCO]

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

(c) In connection with the refinancing of ISAB in June 2000, (i) the partners agreed to reduce the amount of subordinated debt required from 25% of project costs to 10%, and (ii) Edison Mission Energy guaranteed (for the benefit of the banks financing the construction of the power plant) MEC Priolo B.V.'s obligation to service ISAB equity and subordinated debt totaling \$45,133,150. In connection with the financing of ISAB by Edison Mission Operation & Maintenance, Inc. ("EMOMI") pursuant to a guarantee (the "EMOMI Guarantee") has been provided (for the benefit of ISAB and the banks financing the construction of the ISAB power plant) ISAB Edison Mission Energy's financial obligations (as the operator) to ISAB under the Operation and Maintenance Agreement for the operation and maintenance of the power plant. The maximum payable by EMOMI under the EMOMI Guarantee is capped at mobilization fee or base fee paid in any given year (anywhere from \$3-5 million per year). Described above is a mobilization fee or base fee - less than \$1 million per year).

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

(e) ISAB and Edison Mission Energy Limited ("EMEL") entered into a Secondment Agreement on January 1, 2002.

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wherein EMEL seconded certain of its employees to ISAB to assist in areas related to ISAB's business (project management). Under this agreement, EMEL has received compensation in the amount of \$0 for the year ended December 31, 2002.

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

EMEL entered into a Sponsor Support Agreement with ISAB effective January 1, 1997 (amended October 1, 2000) wherein EMEL provides activities to ISAB in the areas which include the following: financial modeling; administration; maintenance and development of relationship with lenders to ISAB; advice on financing and development of relationship with insurance companies; maintenance and development of relationship with international law firms; supervision and preparation of legal contracts and provide interpretation of legal contracts. During 2002, EMEL has received \$163,267 under this Sponsor Support Agreement.

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4.EME19 DERWENT COGENERATION LIMITED [FUCO]

(a) Derwent Cogeneration Limited ("Derwent"), Lansdowne House, Berkeley Square, London W1X 5DH England. The 214 MW plant at Spondon, Derbyshire, England, went into operation in 1995.

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

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

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

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

4.EME20 LAKELAND POWER LTD. [FUCO]

(a) Lakeland Power Ltd. ("Lakeland"), Roosecote Power Station, Barrow-in-Furness, Cumbria, England. Lakeland's facilities consist of a 220 MW gas-fired combined cycle electricity generation plant.

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

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

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

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

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

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4.EME21 ECOELECTRICA LP [FUCO]

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

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

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

(c) Capital contributions were made by Edison Mission Energy through its subsidiary EcoElectrica L.P. in the amount of \$256,376,254.

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

EcoElectrica entered into an Option to Purchase Agreement with Union Carbide Caribe Inc. ("UCCI"). EcoElectrica agreed to indemnify UCCI with respect to certain post-closing activities (property damage, personal injury) and environmental contamination on the plant site. This indemnity obligation was assumed by Enron Power Corp. and Kenetech Energy Systems Inc., ("KES") pursuant to a Guaranty dated November 1997, ("UCCI Guaranty").

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

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

(e) Assignment and Assumption Agreement: On October 31, 1997, KES Bermuda, Inc. and EcoElectrica entered into an Administrative Services Agreement pursuant to which KES Bermuda, Inc. receives a fee

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

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EXHIBIT A

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

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

EXHIBIT B

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

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

EDISON INTERNATIONAL

By: Kenneth S. Stewart

Kenneth S. Stewart
Assistant General Counsel

Corporate Seal
Attest:

Bonita J. Smith

Bonita J. Smith
Assistant Secretary

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

Kenneth S. Stewart Assistant General Counsel

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

(Address)

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SCHEDULE I
SOUTHERN CALIFORNIA EDISON COMPANY
ELECTRIC GENERATING PROPERTIES

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SCHEDULE I
SOUTHERN CALIFORNIA EDISON COMPANY
ELECTRIC GENERATING PROPERTIES

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

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

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

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TOTAL NUCLEAR:

HYDRO:

NORTHERN REGION HYDROELECTRIC PLANTS:

Big Creek #1	Fresno	1	11/08/1913
		2	11/08/1913
		3	07/12/1923
		4	06/08/1925

			TOTAL PLANT
Big Creek #2	Fresno	3	12/18/1913
		4	01/11/1914
		5	02/01/1921
		6	03/31/1925

			TOTAL PLANT
Big Creek #2A	Fresno	1	08/06/1928
		2	12/21/1928

			TOTAL PLANT
Big Creek #3	Fresno & Madera	1	10/03/1923
		2	09/30/1923
		3	10/05/1923
		4	04/28/1948
		5	02/24/1980

			TOTAL PLANT
Big Creek #4	Fresno & Madera	1	06/12/1951
		2	07/02/1951

			TOTAL PLANT
Big Creek #4 Dam 7 (fishwater generator)	Fresno & Madera		
Big Creek #8	Fresno	1	08/16/1921
		2	06/08/1929

			TOTAL PLANT
Mammoth Pool	Madera	1	03/28/1960
		2	03/28/1960

			TOTAL PLANT

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

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

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Bishop Creek #4	Inyo	1	09/20/1905
		2	09/20/1905
		3	00/00/1906
		4	10/01/1907
		5	00/00/1909

			TOTAL PLANT
Bishop Creek #5	Inyo	1	05/30/1943
		2	06/01/1919

			TOTAL PLANT

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Name of Plant	Location County	Unit No.	Date of Operation	Ge Na Ra

EASTERN REGION HYDROELECTRIC PLANTS (continued)				
Bishop Creek #6	Inyo	1	03/12/1913	
Lundy	Mono	1	12/09/1911	
		2	02/02/1912	

			TOTAL PLANT	
Poole	Mono	1	00/00/1924	
Rush Creek	Mono	1	10/17/1916	
		2	12/11/1917	

			TOTAL PLANT	
TOTAL EASTERN REGION HYDRO PLANTS				
TOTAL HYDRO PLANTS				

TOTAL SCE OWNED RESOURCES (MAIN SYSTEM)

ISOLATED SYSTEMS:

Pebbly Beach (Diesel)	Los Angeles (Catalina)	7	07/03/1958
		8	06/26/1963
		10	07/25/1966
		12	06/18/1976
		14	10/24/1986
		15	12/31/1995

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			TOTAL PLANT
Catalina Hydro	Los Angeles	1	05/05/1983
		2	07/24/1985
		3	07/24/1985

			TOTAL PLANT
TOTAL SCE OWNED RESOURCES:			
TOTAL ISOLATED SYSTEMS RESOURCES			

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EXHIBIT A
CONSOLIDATING STATEMENTS OF INCOME AND SURPLUS
CONSOLIDATING BALANCE SHEETS

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EXHIBIT A
CONSOLIDATING STATEMENTS OF INCOME AND SURPLUS
CONSOLIDATING BALANCE SHEETS

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

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

-----Part 2-----

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

-----Part 3-----

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

-----Part 4-----

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

-----Part 5-----

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

-----Part 6-----

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

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-----Part 7-----

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

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

-----Part 8 -----

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

-----Part 9 -----

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

-----Part 10-----

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

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

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

EDISON CAPITAL

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

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

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

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

4.EC03 EPZ MISSION FUNDING MU TRUST [FUCO]

00 Edison International
01 The Mission Group

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

4.EC04 EPZ MISSION FUNDING NU TRUST [FUCO]
00 Edison International
01 The Mission Group
02 Edison Capital
03 Edison Funding Company
04 Mission Funding Epsilon
05 Mission Funding Delta
06 Mission Funding Nu
07 EPZ Mission Funding Nu Trust

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4.EC05 LAKOTA RIDGE LLC [EWG]
00 Edison International
01 The Mission Group
02 Edison Capital
03 Edison Funding Company
04 Mission Funding Zeta
05 Lakota Ridge LLC 75%

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

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

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

EDISON MISSION ENERGY

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4.EMEO1 EME HOMER CITY GENERATION L.P. [EWG]
00 Edison International
01 The Mission Group
02 Mission Energy Holding Company
03 Edison Mission Energy
04 Edison Mission Holdings Co.
05 Chestnut Ridge Energy Company
06 EME Homer City Generation L.P. (99%LP)

00 Edison International
01 The Mission Group
02 Mission Energy Holding Company
03 Edison Mission Energy
04 Edison Mission Holdings Co.
05 Mission Energy Westside, Inc.
06 EME Homer City Generation L.P. (1%GP)

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4.EMEO2 GORDONSVILLE ENERGY, LP [EWG]
00 Edison International
01 The Mission Group
02 Mission Energy Holding Company
03 Edison Mission Energy
04 Madison Energy Company
05 Gordonsville Energy, LP (49%)

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

4.EMEO3 MIDWEST GENERATION, LLC [EWG]
00 Edison International
01 The Mission Group
02 Mission Energy Holding Company
03 Edison Mission Energy
04 Midwest Generation EME, LLC
05 Edison Mission Midwest Holdings Co.
06 Midwest Generation, LLC

4.EMEO4 SUNRISE POWER COMPANY LLC [EWG]
00 Edison International
01 The Mission Group
02 Mission Energy Holding Company
03 Edison Mission Energy
04 Mission Del Cielo, Inc.
05 Mission Del Sol, LLC
06 Sunrise Power Company, LLC (50%)

4.EMEO5 BROOKLYN NAVY YARD COGENERATION PARTNERS, LP [EWG]
00 Edison International

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

4.EME06 LOY YANG B JOINT VENTURE [FUCO]

00 Edison International
 01 The Mission Group
 02 Mission Energy Holding Company
 03 Edison Mission Energy
 04 Mission Energy Holdings International, Inc.*
 05 MEC International B.V.

 06A Latrobe Power Pty Ltd (99%)
 07A Mission Victoria Partnership (52.31%)
 08A Latrobe Power Partnership (99%)
 09A Loy Yang B Joint Venture (51%)

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06B Loy Yang Holdings Pty Ltd
 07B Edison Mission Energy Holdings Pty Ltd
 08B Edison Mission Energy Australia Ltd
 09B Latrobe Power Partnership (1%)
 10B Loy Yang B Joint Venture (51%)

06C Loy Yang Holdings Pty Ltd
 07C Latrobe Power Pty Ltd (1%)
 08C Mission Victoria Partnership (52.31%)
 09C Latrobe Power Partnership (99%)
 10C Loy Yang B Joint Venture (51%)

06D Loy Yang Holdings Pty Ltd
 07D Mission Energy Ventures Australia Pty Ltd
 08D Mission Victoria Partnership (1%)
 09D Latrobe Power Partnership (99%)
 10D Loy Yang B Joint Venture (51%)

06E Loy Yang Holdings Pty Ltd
 07E Traralgon Power Pty Ltd (1%)
 08E Mission Victoria Partnership (46.69%)
 09E Latrobe Power Partnership (99%)
 10E Loy Yang B Joint Venture (51%)

06F Traralgon Power Pty Ltd (99%)
 07F Mission Victoria Partnership (46.69%)
 08F Latrobe Power Partnership (99%)
 09F Loy Yang B Joint Venture (51%)

06G Mission Energy Company (UK) Limited
 07G Mission Hydro (UK) Ltd
 08G Mission Hydro Limited Partnership (1%)
 09G EME Generation Holdings Ltd
 10G EME Victoria Generation Ltd
 11G Mission Energy Development Australia Pty Ltd
 12G Gippsland Power Pty Ltd
 13G Loy Yang B Joint Venture (49%)

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

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

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

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09L First Hydro Holdings Company (99%)
 10L First Hydro Company (99%)

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

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

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 060 MEC International Holdings B.V.
 070 MEC Wales B.V. (1%)
 080 Mission Hydro Limited Partnership (69%)
 090 EME Generation Holdings Ltd
 100 First Hydro Holdings Company (99%)
 110 First Hydro Finance plc
 120 First Hydro Company (1%)

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

 08 First Hydro Company (99%)

 08 First Hydro Finance plc
 09 First Hydro Company (1%)

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

 09 First Hydro Finance plc
 10 First Hydro Company (1%)

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

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

07 EME Kayalaan B.V.
08 CBK Power Company Ltd. (1%)

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4.EME09 KALAYAAN POWER MANAGEMENT CORPORATION [FUCO]

00 Edison International
01 The Mission Group
02 Mission Energy Holding Company
03 Edison Mission Energy
04 Mission Energy Holdings International, Inc.*
05 MEC International B.V.
06 Edison Mission Operation and Maintenance Services B.V.
07 Kalayaan Power Management Corporation (50%)

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

00 Edison International
01 The Mission Group
02 Mission Energy Holding Company
03 Edison Mission Energy
04 Mission Energy Holdings International, Inc.*
05 MEC International B.V.
06 Edison Mission Wind Power Italy B.V.
07 Italian Vento Power Corporation 4 S.r.l. (50%)

4.EME11 CONTACT ENERGY LIMITED [EWG]

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

10 Mission Energy Universal Holdings
11 Contact Energy Limited (0.624%)

4.EME12 TRI ENERGY COMPANY LIMITED [FUCO]

00 Edison International
01 The Mission Group
02 Mission Energy Holding Company

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

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

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

07 Iberica de Energias (3.35%)

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

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

4.EME15 PERTH POWER PARTNERSHIP [FUCO]

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

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

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

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

00 Edison International
01 The Mission Group
02 Mission Energy Holding Company
03 Edison Mission Energy
04 Mission Energy Holdings International, Inc.*
05 MEC International B.V.
06 MEC Esenyurt B.V. (99%)
07 Doya Enerji Uretim Sanayi ve Ticaret L.S. (80%)

06 MEC International Holdings B.V.
07 MEC Esenyurt B.V. (1%)
08 Doya Enerji Uretim Sanayi ve Ticaret Anonim Sirketi (80%)

4.EME17 PT. PAITON ENERGY COMPANY [FUCO]

00 Edison International
01 The Mission Group
02 Mission Energy Holding Company
03 Edison Mission Energy
04 Mission Energy Holdings International, Inc.*
05 MEC International B.V.
06 MEC Indonesia B.V. (99%)
07 P. T. Paiton Energy Company (40%)

06 MEC International Holdings B.V.
07 MEC Indonesia B.V. (1%)
08 P. T. Paiton Energy Company (40%)

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

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

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

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

 06 Pride Hold Limited (1%)
 07 Lakeland Power Limited

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

 10 Ecoelectrica LP (99%)

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

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

	Southern California Edison Company Consolidated	The Mission Gr Consolidated

ASSETS		

Cash and equivalents	\$1,038,827	\$1,230,
Receivables - net	767,483	374,
Accrued unbilled revenue	437,211	
Fuel inventory	11,998	111,
Materials and supplies, at average cost	159,295	65,
Accumulated deferred income taxes - net	41,736	
Trading and price risk management assets		33,
Regulatory assets - net	509,964	
Prepayments and other current assets	55,258	445,

Total current assets	3,021,772	2,260,

Nonutility property - net	154,011	6,768,
Nuclear decommissioning trusts	2,210,216	
Investments in partnerships and unconsolidated subsidiaries		2,010,
Investments in leveraged leases		2,312,
Other investments	214,147	

Total investment and other assets	2,578,374	11,091,

Utility plant, at original cost:		
Transmission and distribution	14,201,640	
Generation	1,771,468	
Accumulated provision for depreciation and decommissioning	(8,347,244)	
Construction work in progress	528,963	

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

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

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

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and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		18,363

Total investment and other assets		18,363

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation		
and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges		5,529

Total deferred charges		5,529

Assets of discontinued operations		

Total assets		\$31,934
=====		

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

	EIX Trust I	EIX Trust II

ASSETS		

Cash and equivalents		
Receivables - net	\$79,103	\$56,
Accrued unbilled revenue		
Fuel inventory		

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Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Regulatory assets - net
 Prepayments and other current assets

 Total current assets 79,103 56,

 Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments 515,464 335,

 Total investment and other assets 515,464 335,

 Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

 Goodwill
 Regulatory assets - net
 Other deferred charges

 Total deferred charges

 Assets of discontinued operations

 Total assets \$594,567 \$391,

=====

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

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

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

	Southern California Edison Company Consolidated	The Mission Gr Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		\$77,
Long-term debt due within one year	\$1,671,300	1,089,
Preferred stock to be redeemed within one year	8,750	
Accounts payable	745,488	174,
Accrued taxes	699,145	36,
Trading and price risk management liabilities		45,
Other current liabilities	1,437,914	450,

Total current liabilities	4,562,597	1,874,

Long-term debt	4,503,697	6,458,

Accumulated deferred income taxes - net	2,662,091	3,344,
Accumulated deferred investment tax credits	147,924	18,
Customer advances and other deferred credits	963,814	877,
Power-purchase contracts	239,529	
Accumulated provision for pension and benefits	344,167	43,
Other long-term liabilities	151,667	

Total deferred credits and other liabilities	4,509,192	4,283,

Liabilities of discontinued operations		72,

Minority Interest	393	424,

Preferred stock of utility:		
Not subject to mandatory redemption	128,755	
Subject to mandatory redemption	146,950	
Company-obligated mandatorily redeemable		

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securities of subsidiaries holding solely parent company debentures		150,
Other preferred securities		131,

Total preferred securities of subsidiaries	275,705	281,

Common stock	2,508,763	3,310,
Accumulated other comprehensive income (loss)	(11,053)	(225,
Retained earnings	1,891,649	(733,

Total common shareholders' equity	4,389,359	2,350,

Total liabilities and shareholders' equity	\$18,240,943	\$15,745,
=====		

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

	Edison Insurance Services, Inc.	Edison Drives Electric

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$6,393	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	210	

Total current liabilities	6,603	

Long-term debt		

Accumulated deferred income taxes - net	(3,817)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		

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Accumulated provision for pension and benefits	
Other long-term liabilities	9,345

Total deferred credits and other liabilities	5,528

Liabilities of discontinued operations	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable	
securities of subsidiaries holding	
solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	1,730
Accumulated other comprehensive income (loss)	113
Retained earnings	17,960

Total common shareholders' equity	19,803

Total liabilities and shareholders' equity	\$31,934
=====	

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

	EIX Trust I	EIX Trust II

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year

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Accounts payable	\$16,576	\$10,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	76,871	54,

Total current liabilities	93,447	65,

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	485,321	315,
Other preferred securities		

Total preferred securities of subsidiaries	485,321	315,

Common stock	15,464	10,
Accumulated other comprehensive income (loss)		
Retained earnings	335	

Total common shareholders' equity	15,799	10,

Total liabilities and shareholders' equity	\$594,567	\$391,
=====		

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Consolidating Balance Sheet
December 31, 2002
(In thousands)

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

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

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

	Southern California Edison Company Consolidated	The Mission Consolidated
Electric utility	\$8,705,949	
Nonutility power generation		\$3,033
Financial services and other		3
Total operating revenue	8,705,949	3,063
Fuel	242,540	94
Purchased power	2,015,869	
Provisions for regulatory adjustment clauses - net	1,501,821	
Other operation and maintenance	1,926,223	1,311
Depreciation, decommissioning and amortization	780,248	24
Property and other taxes	117,425	2
Net gain on sale of utility plant	(4,793)	
Total operating expenses	6,579,333	2,533
Operating income (loss)	2,126,616	52
Interest and dividend income	261,894	3
Other nonoperating income	82,343	(5)
Interest expense - net of amounts capitalized	(584,448)	(64)
Other nonoperating deductions	2,272	(2)
Dividends on preferred securities		(2)
Dividends on utility preferred stock	19,224	
Income (loss) from continuing operations before taxes	1,869,453	(18)
Income taxes (benefit)	641,784	(18)

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

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

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

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Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		(
Income taxes (benefit)		(

Income (loss) from continuing operations		(
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		(

Retained earnings - beginning of year		1
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year		\$1
=====		

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

	EIX Trust I	EIX Trust II

Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		

Operating income (loss)		
Interest and dividend income	\$44,494	\$3

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Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities	43,829	3
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	665	
Income taxes (benefit)		

Income (loss) from continuing operations	665	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	665	

Retained earnings - beginning of year	(330)	
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$335)	
=====		

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

	Edison International	Consolidatin Adjustments

Electric utility		
Nonutility power generation		
Financial services and other	\$76,026	(\$9

Total operating revenue	76,026	(9

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	97,721	(11
Depreciation, decommissioning and amortization	269	
Property and other taxes		
Net gain on sale of utility plant		

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

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

California Electric Power Company (Inactive)	Conservation Financing Corporation
---	--

ASSETS

Cash and equivalents
 Receivables - net
 Accrued unbilled revenue
 Fuel inventory

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Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Regulatory assets - net
 Prepayments and other current assets

 Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

 Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

\$151,

 Total deferred charges

151,

 Assets of discontinued operations

Total assets
 =====

\$151,
 =====

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

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	Edison Material Supply LLC	Mono Power Com (Inactive)

ASSETS		

Cash and equivalents		\$
Receivables - net	\$36,511	
Accrued unbilled revenue		
Fuel inventory		
Materials and supplies, at average cost	89,186	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Regulatory assets - net		
Prepayments and other current assets		

Total current assets	125,697	

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Assets of discontinued operations		

Total assets	\$125,697	\$
=====		

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

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

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Other deferred charges	1,278,316

Total deferred charges	1,278,316

Assets of discontinued operations	

Total assets	\$1,327,044
=====	

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

	SCE UK Services Limited	Southern State Realty

ASSETS		

Cash and equivalents		
Receivables - net		\$42
Accrued unbilled revenue		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Regulatory assets - net		
Prepayments and other current assets		

Total current assets		42

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		

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Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

 Total deferred charges

Assets of discontinued operations

Total assets \$42
 =====

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

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

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Prepayments and other current assets		55,

Total current assets	(112,642)	3,021,

Nonutility property - net		154,
Nuclear decommissioning trusts		2,210,
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments	(215,866)	214,

Total investment and other assets	(215,866)	2,578,

Utility plant, at original cost:		
Transmission and distribution		14,201,
Generation		1,771,
Accumulated provision for depreciation and decommissioning		(8,347,
Construction work in progress		528,
Nuclear fuel, at amortized cost		153,

Total utility plant		8,307,

Goodwill		
Regulatory assets - net		3,706,
Other deferred charges	(1,332,007)	626,

Total deferred charges	(1,332,007)	4,332,

Assets of discontinued operations		

Total assets	(\$1,660,515)	\$18,240,
=====		

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

California

Conservation

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	Electric Power Company (Inactive)	Financing Corporation

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		\$
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities		

Long-term debt		

Accumulated deferred income taxes - net		(47,
Accumulated deferred investment tax credits		53,
Customer advances and other deferred credits		57,
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		62,

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock		63,
Accumulated other comprehensive income (loss)		
Retained earnings		24,

Total common shareholders' equity		87,

Total liabilities and shareholders' equity		\$151,
=====		

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

	Edison Material Supply LLC	Mono Power Com (Inactive)

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$53,974	\$
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	20,465	

Total current liabilities	74,439	

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		

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Other preferred securities

Total preferred securities of subsidiaries

Common stock	50,000	2,
Accumulated other comprehensive income (loss)		
Retained earnings	1,258	(2,

Total common shareholders' equity	51,258	

Total liabilities and shareholders' equity	\$125,697	\$
=====		

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

	SCE Funding LLC	SCE Trust I

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year	\$246,300	
Preferred stock to be redeemed within one year		
Accounts payable	21,310	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	1,091	

Total current liabilities	268,701	

Long-term debt	984,859	

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

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Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock

85,944

Accumulated other comprehensive income (loss)

Retained earnings

(12,460)

Total common shareholders' equity

73,484

Total liabilities and shareholders' equity

\$1,327,044

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SOUTHERN CALIFORNIA EDISON COMPANY and Subsidiaries [Tier 2]

Consolidating Balance Sheet

December 31, 2002

(In thousands)

SCE UK Services
Limited

Southern State
Realty

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

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Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	\$14

Total current liabilities	14

Long-term debt	

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	

Liabilities of discontinued operations	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	
Accumulated other comprehensive income (loss)	1
Retained earnings	27

Total common shareholders' equity	28

Total liabilities and shareholders' equity	\$42
=====	

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

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December 31, 2002

(In thousands)

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

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

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

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

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

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

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

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

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

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

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Interest expense - net of amounts capitalized	(90,449)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	(1,784)
Income taxes (benefit)	

Income (loss) from continuing operations	(1,784)
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	(1,784)

Retained earnings - beginning of year	(10,675)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	(\$12,459)
=====	

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

	SCE UK Services Limited	Southern Sta Realty

Electric utility	\$20	
Nonutility power generation		
Financial services and other		

Total operating revenue	20	

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	20	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	20	

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

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

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

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Other operation and maintenance	9,745	1
Depreciation, decommissioning and amortization	3,196	
Property and other taxes	303	
Net gain on sale of utility plant		

Total operating expenses	17,323	1

Operating income (loss)	18,095	1
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	18,095	1
Income taxes (benefit)	5,810	

Income (loss) from continuing operations	12,285	1
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	\$12,285	\$1

Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		
Stock option appreciation		

Retained earnings - end of year		
=====		

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

	Consolidating Adjustments	Southern California E Company Consolidated

Electric utility	(\$488,425)	\$8,70
Nonutility power generation		

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Financial services and other

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

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

Name of Entity: Bear Creek Uranium
 Company (inactive)

Equity Interest:

Assets

Revenues

Net Income (Loss)

Nature/Purpose of Business:

To develop and operate an integrated uranium mining complex in Wyoming.

Ownership Interest(s):

50% by Mono Power Company

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

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

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and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	2,406

Total investment and other assets	2,406

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation	
and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	
Regulatory assets - net	
Other deferred charges	

Total deferred charges	

Assets of discontinued operations	

Total assets	\$2,412
=====	

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

Edison Ventures
 Consolidated

ASSETS

Cash and equivalents	
Receivables - net	\$3
Fuel inventory	

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Materials and supplies, at average cost	
Accumulated deferred income taxes - net	3
Trading and price risk management assets	
Prepayments and other current assets	

Total current assets	6

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	2,406

Total investment and other assets	2,406

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	
Regulatory assets - net	
Other deferred charges	

Total deferred charges	

Assets of discontinued operations	

Total assets	\$2,412
=====	

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

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	Edison Ventures	Edison TransEn

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$22	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	22	

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	2,406	
Accumulated other comprehensive income (loss)		
Retained earnings	(16)	

Total common shareholders' equity	2,390	

Total liabilities and shareholders' equity	\$2,412	

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

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

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securities of subsidiaries holding
solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock	2,406
Accumulated other comprehensive income (loss)	
Retained earnings	(16)

Total common shareholders' equity 2,390

Total liabilities and shareholders' equity \$2,412
=====

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

Edison Ventures Edison Trans

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance (\$1)
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses (1)

Operating income (loss) 1
Interest and dividend income

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Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	1
Income taxes (benefit)	(\$1)

Income (loss) from continuing operations	
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	

Retained earnings - beginning of year	
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	
=====	

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

	Edison Ventures Consolidated

Electric utility	
Nonutility power generation	
Financial services and other	

Total operating revenue	

Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	(\$1)
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	

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Total operating expenses	(1)

Operating income (loss)	1
Interest and dividend income	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	1
Income taxes (benefit)	(\$1)

Income (loss) from continuing operations	
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	

Retained earnings - beginning of year	
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	
=====	

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

	The Mission Group	Edison Capital Consolidated

ASSETS		

Cash and equivalents	\$858	\$488,
Receivables - net	9,394	60,
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	15	237,

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Total current assets	10,267	786,

Nonutility property - net		7,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		363,
Investments in leveraged leases		2,312,
Other investments	1,795,929	

Total investment and other assets	1,795,929	2,683,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges	822,836	7,

Total deferred charges	822,836	8,

Assets of discontinued operations		

Total assets	\$2,629,032	\$3,478,
=====		

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

Edison
 Environmental
 Services

Edison OandM
 Services

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ASSETS

Cash and equivalents	\$4,
Receivables - net	3,
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	1,

Total current assets 8,

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
Transmission and distribution
Generation
Accumulated provision for depreciation
and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill	
Regulatory assets - net	
Other deferred charges	4,

Total deferred charges 4,

Assets of discontinued operations

Total assets \$13,
=====

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

	Mission Energy Holding Company Consolidated	Mission Land Company Consolidated

ASSETS		

Cash and equivalents	\$734,374	
Receivables - net	309,287	12,
Fuel inventory	111,555	
Materials and supplies, at average cost	64,882	
Accumulated deferred income taxes - net		
Trading and price risk management assets	33,742	
Prepayments and other current assets	197,696	1,

Total current assets	1,451,536	14,

Nonutility property - net	6,761,731	(1,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	1,645,253	1,
Investments in leveraged leases		
Other investments		

Total investment and other assets	8,406,984	

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill	659,837	
Regulatory assets - net		
Other deferred charges	837,871	

Total deferred charges	1,497,708	

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Assets of discontinued operations	10,273	

Total assets	\$11,366,501	\$14,
=====		

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

	Consolidating Adjustments	The Mission Gr Consolidated

ASSETS		

Cash and equivalents		\$1,230,
Receivables - net	(\$21,703)	374,
Fuel inventory		111,
Materials and supplies, at average cost		65,
Accumulated deferred income taxes - net		
Trading and price risk management assets		33,
Prepayments and other current assets		445,

Total current assets	(21,703)	2,260,

Nonutility property - net		6,768,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		2,010,
Investments in leveraged leases		2,312,
Other investments	(1,795,929)	

Total investment and other assets	(1,795,929)	11,091,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

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

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

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

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Accumulated provision for pension and benefits		11,
Other long-term liabilities		

Total deferred credits and other liabilities	912	2,225,

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	3,310,365	81,
Accumulated other comprehensive income (loss)		(8,
Retained earnings	(682,489)	708,

Total common shareholders' equity	2,627,876	781,

Total liabilities and shareholders' equity	\$2,629,032	\$3,478,
=====		

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

	Edison Environmental Services	Edison OandM Services

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt
 Long-term debt due within one year

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Preferred stock to be redeemed within one year	
Accounts payable	\$
Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	10,

Total current liabilities	11,

Long-term debt	

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	

Liabilities of discontinued operations	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	
Accumulated other comprehensive income (loss)	
Retained earnings	(13,

Total common shareholders' equity	2,

Total liabilities and shareholders' equity	\$13,
=====	

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

	Mission Energy Holding Company Consolidated	Mission Land Company Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt	\$77,551	
Long-term debt due within one year	1,089,918	
Preferred stock to be redeemed within one year		
Accounts payable	181,207	
Accrued taxes	35,396	
Trading and price risk management liabilities	45,494	
Other current liabilities	405,153	

Total current liabilities	1,834,719	

Long-term debt	6,033,775	

Accumulated deferred income taxes - net	1,162,034	3,
Accumulated deferred investment tax credits	18,866	
Customer advances and other deferred credits	843,360	
Power-purchase contracts		
Accumulated provision for pension and benefits	29,486	2,
Other long-term liabilities		

Total deferred credits and other liabilities	2,053,746	5,

Liabilities of discontinued operations	3,024	

Minority Interest	423,844	

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	150,000	
Other preferred securities	131,225	

Total preferred securities of subsidiaries	281,225	

Common stock	2,218,285	8,

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Accumulated other comprehensive income (loss)	(216,946)	
Retained earnings	(1,265,171)	

Total common shareholders' equity	736,168	7,

Total liabilities and shareholders' equity	\$11,366,501	\$14,
=====		

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

	Consolidating Adjustments	The Mission Gr Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		\$77,
Long-term debt due within one year	(\$11,550)	1,089,
Preferred stock to be redeemed within one year		
Accounts payable	(10,143)	174,
Accrued taxes		36,
Trading and price risk management liabilities	1	45,
Other current liabilities	(11)	450,

Total current liabilities	(21,703)	1,874,

Long-term debt	(8,912)	6,458,

Accumulated deferred income taxes - net	(8,428)	3,344,
Accumulated deferred investment tax credits		18,
Customer advances and other deferred credits		877,
Power-purchase contracts		
Accumulated provision for pension and benefits		43,
Other long-term liabilities		

Total deferred credits and other liabilities	(8,428)	4,283,

Liabilities of discontinued operations		72,

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Minority Interest		424,

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		150,
Other preferred securities		131,

Total preferred securities of subsidiaries		281,

Common stock	(2,637,892)	3,310,
Accumulated other comprehensive income (loss)		(225,
Retained earnings	841,964	(733,

Total common shareholders' equity	(1,795,928)	2,350,

Total liabilities and shareholders' equity	(\$1,834,971)	\$15,745,
=====		

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

	The Mission Group	Edison Capital Consolidated

Electric utility		
Nonutility power generation		
Financial services and other		\$

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$384	4
Depreciation, decommissioning and amortization		

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Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	384	4

Operating income (loss)	(384)	(4)
Interest and dividend income		(
Other nonoperating income	(10,000)	(3
Interest expense - net of amounts capitalized		(3
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(10,384)	(11
Income taxes (benefit)	(4,006)	(14

Income (loss) from continuing operations	(6,378)	3
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	(6,378)	3

Retained earnings - beginning of year	543,113	67
Dividends declared on common stock	(1,219,224)	
Dividends declared on preferred stock		

Retained earnings - end of year	(\$682,489)	\$70
=====		

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

	Edison Environmental Services	Edison OandM Services

Electric utility		
Nonutility power generation		
Financial services and other		\$1

Total operating revenue		1

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

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

	Mission Energy Holding Company Consolidated	Mission Land Company Consolidated
<hr/>		
<hr/>		

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Electric utility		
Nonutility power generation	\$3,032,655	\$1
Financial services and other		

Total operating revenue	3,032,655	1

Fuel	943,639	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	1,224,053	
Depreciation, decommissioning and amortization	247,486	
Property and other taxes	27,951	
Net gain on sale of utility plant		

Total operating expenses	2,443,129	

Operating income (loss)	589,526	
Interest and dividend income	31,435	
Other nonoperating income	(1,010)	
Interest expense - net of amounts capitalized	(611,521)	
Other nonoperating deductions	(27,159)	
Dividends on preferred securities	(21,176)	
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(39,905)	
Income taxes (benefit)	(28,993)	

Income (loss) from continuing operations	(10,912)	
Loss from discontinued operations	(74,632)	
Income taxes (benefit) on discontinued operations	17,303	

Net income (loss)	(68,241)	

Retained earnings - beginning of year	(1,196,644)	(
Dividends declared on common stock	(286)	(
Dividends declared on preferred stock		

Retained earnings - end of year	(\$1,265,171)	
=====		

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

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	Consolidating Adjustments	The Mission Consolidated
Electric utility		
Nonutility power generation		\$3,033
Financial services and other		3
Total operating revenue		3,066
Fuel		94
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		1,312
Depreciation, decommissioning and amortization		24
Property and other taxes		2
Net gain on sale of utility plant		
Total operating expenses		2,538
Operating income (loss)		528
Interest and dividend income	(\$136)	3
Other nonoperating income		(5)
Interest expense - net of amounts capitalized	136	(64)
Other nonoperating deductions		(2)
Dividends on preferred securities		(2)
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		(18)
Income taxes (benefit)		(18)
Income (loss) from continuing operations		(36)
Loss from discontinued operations		(7)
Income taxes (benefit) on discontinued operations		1
Net income (loss)		(5)
Retained earnings - beginning of year	(379,285)	(67)
Dividends declared on common stock	1,221,249	
Dividends declared on preferred stock		
Retained earnings - end of year	\$841,964	(\$73)

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

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

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

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

	Edison Enterprises Consolidated

ASSETS	

Cash and equivalents	\$1,401
Receivables - net	408
Fuel inventory	
Materials and supplies, at average cost	587
Accumulated deferred income taxes - net	
Trading and risk management assets	
Prepayments and other current assets	7,071

Total current assets	9,467

Nonutility property - net	229
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	

Total investment and other assets	229

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

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Goodwill	438
Regulatory assets - net	
Other deferred charges	947

Total deferred charges	1,385

Assets of discontinued operations	65,219

Total assets	\$76,300
=====	

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

	Edison Enterprises	Edison Source Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$84	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	84	

Long-term debt		

Accumulated deferred income taxes - net		5,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

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

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

Edison Enterprises
 Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$165	
Accrued taxes	573	
Trading and price risk management liabilities		

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Other current liabilities	145

Total current liabilities	883

Long-term debt	

Accumulated deferred income taxes - net	5,252
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	5,252

Liabilities of discontinued operations	69,466

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	306,226
Accumulated other comprehensive income (loss)	23
Retained earnings	(305,550)

Total common shareholders' equity	699

Total liabilities and shareholders' equity	\$76,300
=====	

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

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

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

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

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

	Edison Source	Edison Source Norvik Company

ASSETS		

Cash and equivalents	\$1,314	
Receivables - net	408	
Fuel inventory		
Materials and supplies, at average cost	54	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	6,810	

Total current assets	8,586	

Nonutility property - net	185	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets	185	

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges	947	

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Total deferred charges	947	

Assets of discontinued operations	18,724	

Total assets	\$28,442	\$1,
=====		

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

	Consolidating Adjustments	Edison Source Consolidated

ASSETS		

Cash and equivalents		\$1,
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		7,

Total current assets		9,

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation		

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and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

Total deferred charges

1,

 Assets of discontinued operations

18,

Total assets
 =====

\$29,
 =====

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

Edison Source

Edison Source
 Norvik Company

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

\$66

573

82

1,

Total current liabilities

721

1,

 Liabilities of discontinued operations

1,734

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Long-term debt

Accumulated deferred income taxes - net	5,252
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	5,252
--	-------

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries

Common stock	106,998
Accumulated other comprehensive income (loss)	
Retained earnings	(84,660)

Total common shareholders' equity	22,338
-----------------------------------	--------

Total liabilities and shareholders' equity	\$30,045	\$1,
--	----------	------

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

	Consolidating Adjustments	Edison Source Consolidated
LIABILITIES AND SHAREHOLDERS' EQUITY		

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Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	(\$1,593)	

Total current liabilities	(1,593)	

Long-term debt		

Accumulated deferred income taxes - net		5,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		5,

Liabilities of discontinued operations		1,

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	(10)	106,
Accumulated other comprehensive income (loss)		
Retained earnings		(85,

Total common shareholders' equity	(10)	22,

Total liabilities and shareholders' equity	(\$1,603)	\$29,
=====		

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

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

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

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

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Retained earnings - end of year

\$

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

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

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Goodwill		
Regulatory assets - net		
Other deferred charges		1,

Total deferred charges		1,

Assets of discontinued operations		

Total assets	\$800	\$1,
=====		

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

	Edison Technology Solutions Consolidated

ASSETS	

Cash and equivalents	\$959
Receivables - net	500
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	27

Total current assets	1,486

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	

Total investment and other assets	

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Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges 1,069

Total deferred charges 1,069

Assets of discontinued operations

Total assets \$2,555
 =====

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

	Edison Technology Solutions	Edison EV

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

Total current liabilities	715	

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 Long-term debt

Accumulated deferred income taxes - net	1,117	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	1,117	
--	-------	--

 Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

 Total preferred securities of subsidiaries

Common stock	3,467	1,
Accumulated other comprehensive income (loss)		
Retained earnings	(4,499)	(

Total common shareholders' equity	(1,032)	
-----------------------------------	---------	--

Total liabilities and shareholders' equity	\$800	\$1,
--	-------	------

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

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Edison Technology
Solutions
Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$1,413
Accrued taxes	(2)
Trading and price risk management liabilities	
Other current liabilities	113

Total current liabilities 1,524

Long-term debt

Accumulated deferred income taxes - net	1,173
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities 1,173

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries

Common stock	4,813
Accumulated other comprehensive income (loss)	(4,955)
Retained earnings	

Total common shareholders' equity (142)

Total liabilities and shareholders' equity \$2,555
=====

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

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

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Dividends declared on common stock
 Dividends declared on preferred stock

 Retained earnings - end of year (\$4,499)
 =====

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

	Edison Technology Solutions Consolidated

Electric utility	
Nonutility power generation	
Financial services and other	

Total operating revenue	

Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	\$22
Depreciation, decommissioning and amortization	
Property and other taxes	2
Net gain on sale of utility plant	

Total operating expenses	24

Operating income (loss)	(24)
Interest and dividend income	8
Other nonoperating income	(2)
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	(18)
Income taxes (benefit)	(7)

Income (loss) from continuing operations	(11)

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Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	(11)

Retained earnings - beginning of year	(4,944)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	(\$4,955)
=====	

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

Name of Entity: Facilichem, Inc.

Equity Interest:

Assets

Revenues

Net Income (Loss)

Nature/Purpose of Business: Research, development and commercialization of liquid membrane technologies

Ownership Interest(s): 10% by Edison Technology Solutions

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

	Edison Mission Energy Consolidated	Mission Energy Holding Company

ASSETS		

Cash and equivalents	\$647,164	\$87,
Receivables - net	309,248	
Fuel inventory	111,555	
Materials and supplies, at average cost	64,882	
Accumulated deferred income taxes - net		
Trading and price risk management assets	33,742	
Prepayments and other current assets	195,663	2,

Total current assets	1,362,254	89,

Nonutility property - net	6,761,731	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	1,645,253	
Investments in leveraged leases		
Other investments		1,879,

Total investment and other assets	8,406,984	1,879,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill	659,837	
Regulatory assets - net		
Other deferred charges	652,974	184,

Total deferred charges	1,312,811	184,

Assets of discontinued operations	10,273	

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Total assets	\$11,092,322	\$2,153,
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MISSION ENERGY HOLDING COMPANY and Subsidiaries [Tier 3]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Energy Holding Company Consolidated

ASSETS	

Cash and equivalents	\$734,374
Receivables - net	309,287
Fuel inventory	111,555
Materials and supplies, at average cost	64,882
Accumulated deferred income taxes - net	
Trading and price risk management assets	33,742
Prepayments and other current assets	197,696

Total current assets	1,451,536

Nonutility property - net	6,761,731
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	1,645,253
Investments in leveraged leases	
Other investments	

Total investment and other assets	8,406,984

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

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

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

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

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

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

Mission Energy
 Holding Company
 Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	\$77,551
Long-term debt due within one year	1,089,918
Preferred stock to be redeemed within one year	

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Accounts payable	181,207
Accrued taxes	35,396
Trading and price risk management liabilities	45,494
Other current liabilities	405,153

Total current liabilities	1,834,719

Long-term debt	6,033,775

Accumulated deferred income taxes - net	1,162,034
Accumulated deferred investment tax credits	18,866
Customer advances and other deferred credits	843,360
Power-purchase contracts	
Accumulated provision for pension and benefits	29,486
Other long-term liabilities	

Total deferred credits and other liabilities	2,053,746

Liabilities of discontinued operations	3,024

Minority Interest	423,844

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	150,000
Other preferred securities	131,225

Total preferred securities of subsidiaries	281,225

Common stock	2,218,285
Accumulated other comprehensive income (loss)	(216,946)
Retained earnings	(1,265,171)

Total common shareholders' equity	736,168

Total liabilities and shareholders' equity	\$11,366,501
=====	

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

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

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

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

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

Burlington
 Apartments, Inc. Edison Capital
 Europe Limited

 ASSETS

Cash and equivalents	
Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	(\$220)
Trading and price risk management assets	
Prepayments and other current assets	

 Total current assets (220)

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

 Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Goodwill
 Regulatory assets - net

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Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

(\$220)

\$

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

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

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Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	
Regulatory assets - net	
Other deferred charges	8,106

Total deferred charges	8,106

Assets of discontinued operations	

Total assets	\$3,469,402
=====	

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

Mission
 International
 Capital, Inc.
 Dissolved in `02

Renewable Ener
 Capital Compan
 Dissolved in `

ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

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Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

 Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

 Total deferred charges

Assets of discontinued operations

Total assets
 =====

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

	Consolidating Adjustments	Edison Capital Consolidated
ASSETS		

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Cash and equivalents		\$488,
Receivables - net	(\$401)	60,
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net	(55)	237,
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets	(456)	786,

Nonutility property - net		7,
Nuclear decommissioning trusts		
Investments in partnerships		
and unconsolidated subsidiaries	(127,166)	262,
Investments in leveraged leases		2,312,
Other investments		100,

Total investment and other assets	(127,166)	2,683,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation		
and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges		8,

Total deferred charges		8,

Assets of discontinued operations		

Total assets	(\$127,622)	\$3,478,
=====		

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

	Edison Capital Housing Investments Consolidated	Edison Integra Energy Service Dissolved in `

ASSETS		

Cash and equivalents	\$1,066	
Receivables - net	22,578	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net	186,922	
Trading and price risk management assets		
Prepayments and other current assets	50	

Total current assets	210,616	

Nonutility property - net	7,215	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	226,367	
Investments in leveraged leases		
Other investments	100,403	

Total investment and other assets	333,985	

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges	2,820	

Total deferred charges	2,820	

Assets of discontinued operations		

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Total assets \$547,421

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

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

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Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets	\$572,432	\$1,647,
--------------	-----------	----------

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

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

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

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

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

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Accumulated deferred income taxes - net	8,245	
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets	368,918	(6,

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	1,359,815	(1,937,
Investments in leveraged leases		
Other investments		

Total investment and other assets	1,359,815	(1,937,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges	5,269	

Total deferred charges	5,269	

Assets of discontinued operations		

Total assets	\$1,734,002	(\$1,944,
=====		

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

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East Coast
Capital, Inc.
Dissolved in '02

EC Asset Servi
Inc.

ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

\$

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
Transmission and distribution
Generation
Accumulated provision for depreciation
and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets
=====

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

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

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Total deferred charges

Assets of discontinued operations

Total assets

\$105

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

ECHI-B Company
 Dissolved in '02

ECHI Wyvernwood
 Inc. Dissolved
 '02

ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation

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Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

 Total deferred charges

Assets of discontinued operations

Total assets
 =====

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

	Edison Capital	Edison Capital
	Affordable Housing	Affordable Hou
	97 V Dissolved in	97 VI Dissolve
	'02	'02

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

 Total current assets

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Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

 Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

 Total deferred charges

Assets of discontinued operations

Total assets
 =====

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

 Edison Capital
 Affordable Housing
 97 VIII Dissolved
 in `02

Edison Capital
 Affordable Hou
 99A Company
 Dissolved in `

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ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
Transmission and distribution
Generation
Accumulated provision for depreciation
and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets
=====

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

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

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Assets of discontinued operations

Total assets \$4,976

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

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

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 Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets \$3,318
 =====

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

Edison Housing
 North Carolina

Edison Housing
 Oregon, Inc.
 Dissolved in `

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

\$110

Total current assets

110

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases

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Other investments	2,068

Total investment and other assets	2,068

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation	
and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	
Regulatory assets - net	
Other deferred charges	

Total deferred charges	

Assets of discontinued operations	

Total assets	\$2,178
=====	

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

	EHI Development Company	EHI Development Fund

ASSETS		

Cash and equivalents	\$84	
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		

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Accumulated deferred income taxes - net	(2)	(\$
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets	(82)	(

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		1,

Total investment and other assets		1,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Assets of discontinued operations		

Total assets	(\$82)	\$
=====		

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

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	MHICAL 95 Company	Edison Housing Consolidation (6)

ASSETS		

Cash and equivalents		
Receivables - net		\$2,
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net	(\$1,436)	
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets	(1,436)	2,

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(2,315)	14,
Investments in leveraged leases		
Other investments	539	

Total investment and other assets	(1,776)	14,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Assets of discontinued operations		

Total assets	(\$3,212)	\$17,
=====		

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

	MHICAL 97 Company	MHIFED 94 Comp Dissolved in `

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net	\$2,941	
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets	2,941	

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments	1,402	

Total investment and other assets	1,402	

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges		

Total deferred charges		

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 Assets of discontinued operations

Total assets \$4,343
 =====

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

MHIFED 96 Company MHIFED 96A Com
 Dissolved in `02 Dissolved in `

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress

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Nuclear fuel, at amortized cost

Total utility plant

Goodwill

Regulatory assets - net

Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

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

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

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Investments in leveraged leases
 Other investments

 Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

 Total deferred charges

Assets of discontinued operations

Total assets (\$801)
 =====

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

	Mission Housing Denver	Mission Housing Epsilon
--	---------------------------	----------------------------

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost

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Accumulated deferred income taxes - net	(\$136)
Trading and price risk management assets	
Prepayments and other current assets	

Total current assets	(136)

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	484
Investments in leveraged leases	
Other investments	

Total investment and other assets	484

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	
Regulatory assets - net	
Other deferred charges	

Total deferred charges	

Assets of discontinued operations	

Total assets	\$348
=====	

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

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	Mission Housing Holdings	Mission Housing Theta

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net	(\$934)	\$
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets	(934)	

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	2,952	
Investments in leveraged leases		
Other investments		

Total investment and other assets	2,952	

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Assets of discontinued operations		

Total assets	\$2,018	\$
=====		

175

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

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

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Total deferred charges

Assets of discontinued operations

Total assets \$3,493

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

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

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and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Goodwill

Regulatory assets - net

Other deferred charges

166

2,

 Total deferred charges

166

2,

 Assets of discontinued operations

Total assets

\$3,287

\$305,
 =====

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

Edison Capital
 Housing
 Investments
 Consolidated

 ASSETS

Cash and equivalents

\$1,066

Receivables - net

22,578

Fuel inventory

Materials and supplies, at average cost

Accumulated deferred income taxes - net

186,922

Trading and price risk management assets

Prepayments and other current assets

50

 Total current assets

210,616

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Nonutility property - net	7,215
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	226,367
Investments in leveraged leases	
Other investments	100,403

Total investment and other assets	333,985

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	
Regulatory assets - net	
Other deferred charges	2,820

Total deferred charges	2,820

Assets of discontinued operations	

Total assets	\$547,421
=====	

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

Edison Capital
(Bermuda)
Investments, Ltd.
55

Edison Capital
(Bermuda) Ltd.

ASSETS

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Cash and equivalents	\$126,157
Receivables - net	403
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	2,357
Trading and price risk management assets	
Prepayments and other current assets	

Total current assets	128,917

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	(4,459)
Investments in leveraged leases	
Other investments	

Total investment and other assets	(4,459)

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	
Regulatory assets - net	
Other deferred charges	

Total deferred charges	

Assets of discontinued operations	

Total assets	\$124,458
=====	

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

	Edison Capital International (Bermuda) Ltd.	Edison Capital International Transmission (Bermuda) Ltd. Dissolved in `

ASSETS		

Cash and equivalents	\$65	
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net	(543)	
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets	(478)	

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	34,111	
Investments in leveraged leases		
Other investments		

Total investment and other assets	34,111	

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges	7	

Total deferred charges	7	

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Assets of discontinued operations

 Total assets \$33,640
 =====

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

	Edison Capital (Netherlands) Holdings Company B.V. 110	Edison Capital (Netherlands) Investments B. [6]

ASSETS		

Cash and equivalents	\$2	
Receivables - net	12	\$6,
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net	(16)	(
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets	(2)	6,

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	4,781	
Investments in leveraged leases		
Other investments		

Total investment and other assets	4,781	

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		

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Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

\$4,779

\$6,

=====

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

Mission Funding Mu
[6]

Mission Fundin
Delta

ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

\$376

Total current assets

376

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships

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and unconsolidated subsidiaries	
Investments in leveraged leases	24,955
Other investments	

Total investment and other assets	24,955

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation	
and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	
Regulatory assets - net	
Other deferred charges	

Total deferred charges	

Assets of discontinued operations	

Total assets	\$25,331
=====	

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

Mission Investments, Inc.	Mission (Bermu Investments, L 28
------------------------------	--

ASSETS

Cash and equivalents	\$10
----------------------	------

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Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	75
Trading and price risk management assets	
Prepayments and other current assets	

Total current assets	85

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	

Total investment and other assets	

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	
Regulatory assets - net	
Other deferred charges	

Total deferred charges	

Assets of discontinued operations	

Total assets	\$85
=====	

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

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(In thousands)

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

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

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

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solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings (194)

Total common shareholders' equity (194)

Total liabilities and shareholders' equity (\$220) \$

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

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

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Accumulated provision for pension and benefits	9,943
Other long-term liabilities	25,473

Total deferred credits and other liabilities	2,211,237

Liabilities of discontinued operations	

Minority Interest	863

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable	
securities of subsidiaries holding	
solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	127,166
Accumulated other comprehensive income (loss)	(8,835)
Retained earnings	816,515

Total common shareholders' equity	934,846

Total liabilities and shareholders' equity	\$3,469,402
=====	

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

Mission
 International
 Capital, Inc.
 Dissolved in `02

Renewable Ener
 Capital Compan
 Dissolved in `

 LIABILITIES AND SHAREHOLDERS' EQUITY

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Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$16	(\$
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	16	(

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock		
Accumulated other comprehensive income (loss)		
Retained earnings	(16)	

Total common shareholders' equity	(\$16)	

Total liabilities and shareholders' equity		
=====		

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

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

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Accumulated other comprehensive income (loss)		(8,
Retained earnings		708,

Total common shareholders' equity	(127,166)	781,

Total liabilities and shareholders' equity	(\$127,622)	\$3,478,
=====		

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

	Edison Capital Housing Investments Consolidated	Edison Integra Energy Service Dissolved in `

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$137,954	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	21,086	

Total current liabilities	159,040	

Long-term debt		

Accumulated deferred income taxes - net	41,750	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	11,432	

Total deferred credits and other liabilities	53,182	

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Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock 47,308

Accumulated other comprehensive income (loss)

Retained earnings 46,261

Total common shareholders' equity 93,569

Total liabilities and shareholders' equity \$305,791

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EDISON CAPITAL and Subsidiaries [Tier 4]

EDISON FUNDING COMPANY CONSOLIDATED

Consolidating Balance Sheet

December 31, 2002

(In thousands)

Mission Funding
Beta

Mission Funding
Epsilon
Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable (\$164,725)

Accrued taxes

Trading and price risk management liabilities

Other current liabilities

(\$721,

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Total current liabilities	(164,725)	(721,

Long-term debt		

Accumulated deferred income taxes - net	579,700	987,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	579,700	987,

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	115,372	1,225,
Accumulated other comprehensive income (loss)		(8,
Retained earnings	42,085	164,

Total common shareholders' equity	157,457	1,381,

Total liabilities and shareholders' equity	\$572,432	\$1,647,
=====		

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

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

	Mission Funding Kappa	Mission Funding Zeta

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$83,050	(\$52,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	83,050	(52,

Long-term debt		

Accumulated deferred income taxes - net	194,449	32,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	194,449	32,

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	115,508	40,
Accumulated other comprehensive income (loss)		
Retained earnings	108,194	12,

Total common shareholders' equity	223,702	53,

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

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

	Edison Funding Company	Consolidating Adjustments

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$950,665	(\$6,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	5,484	

Total current liabilities	956,149	(6,

Long-term debt	417,550	

Accumulated deferred income taxes - net	13,017	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	14,041	

Total deferred credits and other liabilities	27,058	

Liabilities of discontinued operations		

Minority Interest		

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Preferred stock of utility:

Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	127,166	(1,937,
Accumulated other comprehensive income (loss)		
Retained earnings	206,079	

 Total common shareholders' equity 333,245 (1,937,

Total liabilities and shareholders' equity \$1,734,002 (\$1,944,
 =====

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

East Coast Capital, Inc. Dissolved in `02	EC Asset Servi Inc.
---	------------------------

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	(\$
Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	

 Total current liabilities (

 Long-term debt

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Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity
=====

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

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

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 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable (12)
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

 Total current liabilities (12)

Long-term debt

 Accumulated deferred income taxes - net 11
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities 11

Liabilities of discontinued operations

 Minority Interest

 Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

 Common stock 2
 Accumulated other comprehensive income (loss)
 Retained earnings 104

 Total common shareholders' equity 106

 Total liabilities and shareholders' equity \$105
 =====

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

ECHIB Company
 Dissolved in `02

ECHI Wyvernwo
 Inc. Dissolved
 `02

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures

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Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity

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

	Edison Capital Affordable Housing 97 V Dissolved in '02	Edison Capital Affordable Hou 97 VI Dissolve '02
--	--	---

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits

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Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity
 =====

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

Edison Capital
 Affordable Housing
 97 VIII Dissolved
 in `02

Edison Capital
 Affordable Hou
 99A Company
 Dissolved in `

 LIABILITIES AND SHAREHOLDERS' EQUITY

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Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

=====
Total liabilities and shareholders' equity
=====

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

	Edison Capital Housing Delaware Inc.	Edison Capital Housing Florida Dissolved in `

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$98	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	187	

Total current liabilities	285	

Long-term debt	4,826	

Accumulated deferred income taxes - net	(2)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	(2)	

Liabilities of discontinued operations		

Minority Interest	(2)	

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

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Common stock	2
Accumulated other comprehensive income (loss)	
Retained earnings	(133)

Total common shareholders' equity	(131)

Total liabilities and shareholders' equity	\$4,976
=====	

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

	Edison Capital Housing New Jersey	Edison Capital Housing New York Dissolved in

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(5,576)	

Long-term debt		

Accumulated deferred income taxes - net		(145)
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

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Total deferred credits and other liabilities	(145)

Liabilities of discontinued operations	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	9,248
Accumulated other comprehensive income (loss)	
Retained earnings	(209)

Total common shareholders' equity	9,039

Total liabilities and shareholders' equity	\$3,318
=====	

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

Edison Housing
North Carolina

Edison Housing
Oregon, Inc.
Dissolved in `

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	(\$1,070)

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Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	

Total current liabilities	(1,070)

Long-term debt	

Accumulated deferred income taxes - net	188
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	188

Liabilities of discontinued operations	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	2,145
Accumulated other comprehensive income (loss)	
Retained earnings	915

Total common shareholders' equity	3,060

Total liabilities and shareholders' equity	\$2,178
=====	

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED

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Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EHI Development Company	EHI Development Fund

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$1,004)	(\$3,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(1,004)	(3,

Long-term debt		

Accumulated deferred income taxes - net		(1,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		(1,

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	1,002	5,
Accumulated other comprehensive income (loss)		
Retained earnings	84	1,

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Total common shareholders' equity	1,086	6,

Total liabilities and shareholders' equity	\$82	\$
=====		

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

	MHICAL 95 Company	Edison Housing Consolidation (6)

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$57,203)	(\$4,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(57,203)	(4,

Long-term debt		

Accumulated deferred income taxes - net	(601)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	(601)	

Liabilities of discontinued operations		

Minority Interest		

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 Preferred stock of utility:

 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	44,132	14,
Accumulated other comprehensive income (loss)		
Retained earnings	10,460	7,

 Total common shareholders' equity 54,592 22,

Total liabilities and shareholders' equity	(\$3,212)	\$17,
--	-----------	-------

=====

202

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

	MHICAL 97 Company	MHIFED 94 Comp Dissolved in `
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 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$8,764)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

 Total current liabilities (8,764)

Long-term debt

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Accumulated deferred income taxes - net	1,182
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	1,182

Liabilities of discontinued operations	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	3,906
Accumulated other comprehensive income (loss)	
Retained earnings	8,019

Total common shareholders' equity	11,925

Total liabilities and shareholders' equity	\$4,343
=====	

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

MHIFED 96 Company
Dissolved in `02

MHIFED 96A Com
Dissolved in `

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

 Total current liabilities

Long-term debt

 Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

Liabilities of discontinued operations

 Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

 Total common shareholders' equity

Total liabilities and shareholders' equity
 =====

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

	Mission Housing Alpha	Mission Housing Beta
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$4,828)	(\$7,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	(4,828)	(7,
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net	29	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	29	
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		
<hr/>		

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Total preferred securities of subsidiaries

Common stock	3,264	4,
Accumulated other comprehensive income (loss)		
Retained earnings	734	2,
<hr/>		
Total common shareholders' equity	3,998	6,
<hr/>		
Total liabilities and shareholders' equity	(\$801)	(
<hr/>		

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

	Mission Housing Denver	Mission Housing Epsilon
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$10,234)	(\$1,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	(10,234)	(1,
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net	(94)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		

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Total deferred credits and other liabilities	(94)	

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	7,925	1,
Accumulated other comprehensive income (loss)		
Retained earnings	2,751	

Total common shareholders' equity	10,676	1,

Total liabilities and shareholders' equity	\$348	\$
=====		

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

	Mission Housing Holdings	Mission Housing Theta

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$18,618)	(\$1,
Accrued taxes		

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Trading and price risk management liabilities

Other current liabilities

 Total current liabilities (18,618) (1,

 Long-term debt

 Accumulated deferred income taxes - net (462) (

Accumulated deferred investment tax credits

Customer advances and other deferred credits

Power-purchase contracts

Accumulated provision for pension and benefits

Other long-term liabilities

 Total deferred credits and other liabilities (462) (

 Liabilities of discontinued operations

 Minority Interest

 Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

 Total preferred securities of subsidiaries

 Common stock 17,570 1,

Accumulated other comprehensive income (loss)

Retained earnings 3,528 1,

 Total common shareholders' equity 21,098 2,

 Total liabilities and shareholders' equity \$2,018 \$

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

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(In thousands)

	Mission Housing Zeta	Mission SA Com Dissolved in `
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$9,607)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	(9,607)	
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net	(123)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	(123)	
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock	12,754	
Accumulated other comprehensive income (loss)		
Retained earnings	469	
<hr/>		
Total common shareholders' equity	13,223	

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Total liabilities and shareholders' equity \$3,493

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

	Edison Funding Olive Court [6]	Edison Capital Housing Invest
LIABILITIES AND SHAREHOLDERS' EQUITY		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$99)	\$137,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	465	21,
Total current liabilities	366	159,
Long-term debt	2,507	
Accumulated deferred income taxes - net		41,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		11,
Total deferred credits and other liabilities		53,
Liabilities of discontinued operations		
Minority Interest	865	

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Preferred stock of utility:

Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock		47,
Accumulated other comprehensive income (loss)		
Retained earnings	(451)	46,

Total common shareholders' equity	(451)	93,

Total liabilities and shareholders' equity	\$3,287	\$305,
=====		

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

Edison Capital
 Housing
 Investments
 Consolidated

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(56,864)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	12,125	

Total current liabilities	(44,739)	

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Long-term debt	7,333

Accumulated deferred income taxes - net	52,938
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	9,943
Other long-term liabilities	11,432

Total deferred credits and other liabilities	74,313

Liabilities of discontinued operations	

Minority Interest	863

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	273,622
Accumulated other comprehensive income (loss)	
Retained earnings	236,029

Total common shareholders' equity	509,651

Total liabilities and shareholders' equity	\$547,421
=====	

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

Edison Capital

Edison Capital

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(Bermuda)
Investments, Ltd.

(Bermuda) Ltd.

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$127,408
Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	

Total current liabilities	127,408

Long-term debt	

Accumulated deferred income taxes - net	2,384
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	2,384

Liabilities of discontinued operations	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	6,723
Accumulated other comprehensive income (loss)	(6,854)
Retained earnings	(5,203)

Total common shareholders' equity	(5,334)

Total liabilities and shareholders' equity	\$124,458
=====	

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

	Edison Capital International (Bermuda) Ltd.	Edison Capital International Transmission (Bermuda) Ltd. Dissolved in `
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$2,404	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	2,404	
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net	24	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	24	
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		

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Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	29,384
Accumulated other comprehensive income (loss)	
Retained earnings	1,828

 Total common shareholders' equity 31,212

 Total liabilities and shareholders' equity \$33,640
 =====

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

Edison Capital (Netherlands) Holdings Company B.V.	Edison Capital (Netherlands) Investments B. [6]
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 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$305
Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	

 Total current liabilities 305

 Long-term debt

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Accumulated deferred income taxes - net	(15)	(
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	(15)	(

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	4,781	4,
Accumulated other comprehensive income (loss)		
Retained earnings	(292)	1,

Total common shareholders' equity	4,489	6,

Total liabilities and shareholders' equity	\$4,779	\$6,
=====		

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

Mission Funding Mu	Mission Fundin
[6]	Delta

LIABILITIES AND SHAREHOLDERS' EQUITY

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Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$16,569)	(\$19,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
Total current liabilities	(16,569)	(19,
Long-term debt		
Accumulated deferred income taxes - net	17,818	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
Total deferred credits and other liabilities	17,818	
Liabilities of discontinued operations		
Minority Interest		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
Total preferred securities of subsidiaries		
Common stock	14,750	13,
Accumulated other comprehensive income (loss)		
Retained earnings	9,332	6,
Total common shareholders' equity	24,082	20,
Total liabilities and shareholders' equity	\$25,331	

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

	Mission Investments, Inc.	Mission (Bermu Investments, L
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$80)	(\$1,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	(80)	(1,
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net	(150)	(
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	(150)	(
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		
<hr/>		

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Total preferred securities of subsidiaries

Common stock	25	1,
Accumulated other comprehensive income (loss)		
Retained earnings	290	

Total common shareholders' equity	315	1,

Total liabilities and shareholders' equity	\$85	
=====		

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

	Consolidating Adjustments	Mission Fundin Epsilon Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$721,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities		(721,

Long-term debt		

Accumulated deferred income taxes - net		987,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

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Total deferred credits and other liabilities	987,

Liabilities of discontinued operations	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	1,225,
Accumulated other comprehensive income (loss)	(8,
Retained earnings	164,

Total common shareholders' equity	1,381,

Total liabilities and shareholders' equity	\$1,647,
=====	

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EDISON CAPITAL and Subsidiaries [Tier 3]
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

Burlington Apartments, Inc.	Edison Capit Europe Limit
--------------------------------	------------------------------

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

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Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<hr/>		
Total operating expenses		
<hr/>		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
<hr/>		
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		
<hr/>		
Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
<hr/>		
Net income (loss)		
<hr/>		
Retained earnings - beginning of year		(\$194)
Dividends declared on common stock		
Dividends declared on preferred stock		
<hr/>		
Retained earnings - end of year		(\$194)
<hr/>		

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EDISON CAPITAL and Subsidiaries [Tier 3]
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

Edison Funding Company Consolidated	Edison Mortg Company Diss in `02
---	--

Electric utility

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Nonutility power generation	
Financial services and other	\$5,678

Total operating revenue	5,678

Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	27,204
Depreciation, decommissioning and amortization	8,760
Property and other taxes	
Net gain on sale of utility plant	

Total operating expenses	35,964

Operating income (loss)	(30,286)
Interest and dividend income	(1,416)
Other nonoperating income	(33,698)
Interest expense - net of amounts capitalized	35,671
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	(101,071)
Income taxes (benefit)	(137,047)

Income (loss) from continuing operations	35,976
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
Net income (loss)	35,976

Retained earnings - beginning of year	793,626
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$829,602
=====	

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EDISON CAPITAL and Subsidiaries [Tier 3]
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

Mission
 International

Renewable En
 Capital Comp

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Capital, Inc.
Dissolved in `02

Dissolved in

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance \$2
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

Operating income (loss) (2)
Interest and dividend income
Other nonoperating income
Interest expense - net of amounts capitalized
Other nonoperating deductions
Dividends on preferred securities
Dividends on utility preferred stock

Income (loss) from continuing operations before taxes (2)
Income taxes (benefit) (1)

Income (loss) from continuing operations (1)
Loss from discontinued operations
Income taxes (benefit) on discontinued operations

Net income (loss) (1)

Retained earnings - beginning of year \$1
Dividends declared on common stock
Dividends declared on preferred stock

Retained earnings - end of year
=====

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EDISON CAPITAL and Subsidiaries [Tier 3]
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

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	Consolidating Adjustments	Edison Capit Consolidated
Electric utility		
Nonutility power generation		
Financial services and other		\$
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$42	4
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	42	4
Operating income (loss)	(42)	(4)
Interest and dividend income		(
Other nonoperating income	6	(3
Interest expense - net of amounts capitalized		3
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	10	(11
Income taxes (benefit)	4	(14
Income (loss) from continuing operations	6	3
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	6	3
Retained earnings - beginning of year	(\$6)	67
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year		\$70

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EDISON CAPITAL and Subsidiaries [Tier 4]
 EDISON FUNDING COMPANY CONSOLIDATED
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

	Edison Capital Housing Investments Consolidated	Edison Integ Energy Servi Dissolved in
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other	\$6,495	
-----	-----	-----
Total operating revenue	6,495	
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	(194)	
Depreciation, decommissioning and amortization	6,343	
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses	6,149	
-----	-----	-----
Operating income (loss)	346	
Interest and dividend income	281	
Other nonoperating income	(20,489)	
Interest expense - net of amounts capitalized	2	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
-----	-----	-----
Income (loss) from continuing operations before taxes	(19,864)	
Income taxes (benefit)	(44,338)	
-----	-----	-----
Income (loss) from continuing operations	24,474	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
-----	-----	-----
Net income (loss)	24,474	
-----	-----	-----
Retained earnings - beginning of year	211,554	
Dividends declared on common stock		
Dividends declared on preferred stock		
-----	-----	-----
Retained earnings - end of year	\$236,029	
=====	=====	=====

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EDISON CAPITAL and Subsidiaries [Tier 4]
 EDISON FUNDING COMPANY CONSOLIDATED
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

	Mission Funding Beta	Mission Fund Epsilon Consolidated
Electric utility		
Nonutility power generation		
Financial services and other	(\$23,522)	(\$23,522)
Total operating revenue	(23,522)	(23,522)
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	3	3
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	3	3
Operating income (loss)	(23,525)	(23,525)
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized	15	15
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(23,540)	(23,540)
Income taxes (benefit)	(20,046)	(20,046)
Income (loss) from continuing operations	(3,494)	(3,494)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(3,494)	(3,494)
Retained earnings - beginning of year	45,579	45,579

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Dividends declared on common stock
 Dividends declared on preferred stock

 Retained earnings - end of year \$42,085 \$16

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EDISON CAPITAL and Subsidiaries [Tier 4]
 EDISON FUNDING COMPANY CONSOLIDATED
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

	Mission Funding Kappa	Mission Fund Zeta
Electric utility		
Nonutility power generation		
Financial services and other	\$55,946	
Total operating revenue	55,946	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		3
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		3
Operating income (loss)	55,943	
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	55,943	
Income taxes (benefit)	15,327	
Income (loss) from continuing operations	40,616	
Loss from discontinued operations		

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Income taxes (benefit) on discontinued operations		
Net income (loss)	40,616	(
Retained earnings - beginning of year	67,578	1
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$108,194	\$1

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EDISON CAPITAL and Subsidiaries [Tier 4]
EDISON FUNDING COMPANY CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

	Edison Funding Company	Consolidatin Adjustments
Electric utility		
Nonutility power generation		
Financial services and other	\$1	
Total operating revenue	1	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	6,544	
Depreciation, decommissioning and amortization	1	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	6,545	
Operating income (loss)	(6,544)	
Interest and dividend income	1,589	
Other nonoperating income	(9,902)	
Interest expense - net of amounts capitalized	35,595	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

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Income (loss) from continuing operations before taxes	(50,451)
Income taxes (benefit)	(28,805)

Income (loss) from continuing operations	(21,646)
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	(21,645)

Retained earnings - beginning of year	227,724
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$206,079
=====	

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

East Coast
Capital, Inc.
Dissolved in '02

EC Asset Ser
Inc.

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)

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Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

 Income (loss) from continuing operations before taxes
 Income taxes (benefit)

 Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

 Net income (loss)

 Retained earnings - beginning of year
 Dividends declared on common stock
 Dividends declared on preferred stock

 Retained earnings - end of year
 =====

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EDISON CAPITAL and Subsidiaries [Tier 5]
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

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

 Electric utility
 Nonutility power generation
 Financial services and other

 Total operating revenue

 Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes

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Net gain on sale of utility plant		

Total operating expenses		

Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		
Income taxes (benefit)		(\$26)

Income (loss) from continuing operations		26
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		26

Retained earnings - beginning of year		78
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year		\$104
=====		

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

ECHI-B Company
Dissolved in `02

ECHI Wyvernw
Inc. Dissolv
`02

Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

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Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
Interest and dividend income
Other nonoperating income
Interest expense - net of amounts capitalized
Other nonoperating deductions
Dividends on preferred securities
Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
Income taxes (benefit)

Income (loss) from continuing operations
Loss from discontinued operations
Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
Dividends declared on common stock
Dividends declared on preferred stock

Retained earnings - end of year
=====

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

Edison Capital	Edison Capital
Affordable Housing	Affordable Housing
97 V Dissolved in	97 VI Dissolved in
'02	'02

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Electric utility
 Nonutility power generation
 Financial services and other

 Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

 Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

 Income (loss) from continuing operations before taxes
 Income taxes (benefit)

Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

 Net income (loss)

Retained earnings - beginning of year
 Dividends declared on common stock
 Dividends declared on preferred stock

 Retained earnings - end of year
 =====

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EDISON CAPITAL and Subsidiaries [Tier 5]
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

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	Edison Capital Affordable Housing 97 VIII Dissolved in `02	Edison Capit Affordable H 99A Company Dissolved in
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
-----	-----	-----
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		
-----	-----	-----
Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
-----	-----	-----
Net income (loss)		
-----	-----	-----
Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		
-----	-----	-----
Retained earnings - end of year		
=====	=====	=====

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EDISON CAPITAL and Subsidiaries [Tier 5]
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

	Edison Capital Housing Delaware Inc.	Edison Capital Housing Florida Dissolved in
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue	\$829	
Fuel	829	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	845	
Depreciation, decommissioning and amortization	185	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	1,030	
Operating income (loss)	(201)	
Interest and dividend income		
Other nonoperating income	1	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(200)	
Income taxes (benefit)	(81)	
Income (loss) from continuing operations	(119)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(119)	
Retained earnings - beginning of year	(14)	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$133)	

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EDISON CAPITAL and Subsidiaries [Tier 5]
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

	Edison Capital Housing New Jersey	Edison Capital Housing New Dissolved in
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		\$3
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		3
-----	-----	-----
Operating income (loss)		(3)
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
-----	-----	-----
Income (loss) from continuing operations before taxes		(3)
Income taxes (benefit)		
-----	-----	-----
Income (loss) from continuing operations		(3)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
-----	-----	-----
Net income (loss)		(3)
-----	-----	-----
Retained earnings - beginning of year		(206)
Dividends declared on common stock		

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Dividends declared on preferred stock

Retained earnings - end of year (\$209)

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EDISON CAPITAL and Subsidiaries [Tier 5]
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

	Edison Housing North Carolina	Edison Housi Oregon, Inc. Dissolved in
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		\$3
Depreciation, decommissioning and amortization		37
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		40
Operating income (loss)		(40)
Interest and dividend income		
Other nonoperating income		(33)
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		(73)
Income taxes (benefit)		(228)
Income (loss) from continuing operations		155

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Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
-----	-----
Net income (loss)	155
-----	-----
Retained earnings - beginning of year	760
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	-----
Retained earnings - end of year	\$915
=====	=====

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

	EHI Development Company	EHI Developm Fund
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		\$3
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		3
-----	-----	-----
Operating income (loss)		(3)
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
-----	-----	-----

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Income (loss) from continuing operations before taxes	(3)
Income taxes (benefit)	

Income (loss) from continuing operations	(3)
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	(3)

Retained earnings - beginning of year	87
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$84
=====	

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

	MHICAL 95 Company	Edison Housi Consolidatio [6]

Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		\$3
Depreciation, decommissioning and amortization		39
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		42

Operating income (loss)		(42)

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Interest and dividend income		
Other nonoperating income	(53)	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(95)	
Income taxes (benefit)	(191)	

Income (loss) from continuing operations	96	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	96	

Retained earnings - beginning of year	10,364	
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$10,460	\$
=====		

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

MHICAL 97 Company

MHIFED 94 Co
Dissolved in

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance \$3
Depreciation, decommissioning and amortization 43
Property and other taxes

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Net gain on sale of utility plant	
Total operating expenses	46
Operating income (loss)	(46)
Interest and dividend income	
Other nonoperating income	(175)
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
Income (loss) from continuing operations before taxes	(221)
Income taxes (benefit)	(593)
Income (loss) from continuing operations	372
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
Net income (loss)	372
Retained earnings - beginning of year	7,647
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	\$8,019

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EDISON CAPITAL and Subsidiaries [Tier 5]
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

MHIFED 96 Company MHIFED 96A C
 Dissolved in `02 Dissolved in

Electric utility
 Nonutility power generation
 Financial services and other
 Total operating revenue

Fuel

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Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		

Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		
Income taxes (benefit)		\$1

Income (loss) from continuing operations		1
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		1

Retained earnings - beginning of year		(\$1)
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year		\$
=====		

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

	Mission Housing Alpha	Mission Hous Beta
Electric utility		
Nonutility power generation		

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Financial services and other	\$1,265	

Total operating revenue	1,265	

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	3	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	3	

Operating income (loss)	1,262	
Interest and dividend income		
Other nonoperating income	(213)	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	1,049	
Income taxes (benefit)	525	

Income (loss) from continuing operations	524	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	524	

Retained earnings - beginning of year	210	
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$734	\$
=====		

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

Mission Housing
Denver

Mission Hous
Epsilon

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Electric utility	
Nonutility power generation	
Financial services and other	

Total operating revenue	

Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	\$3
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	

Total operating expenses	3

Operating income (loss)	(3)
Interest and dividend income	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	(3)
Income taxes (benefit)	(1)

Income (loss) from continuing operations	(2)
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	(2)

Retained earnings - beginning of year	2,753
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$2,751
=====	

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EDISON CAPITAL and Subsidiaries [Tier 5]
EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

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	Mission Housing Holdings	Mission Hous Theta
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		\$3
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		3
Operating income (loss)		(3)
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		(3)
Income taxes (benefit)		
Income (loss) from continuing operations		(3)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)		(3)
Retained earnings - beginning of year		3,531
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year		\$3,528

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EDISON CAPITAL and Subsidiaries [Tier 5]
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

	Mission Housing Zeta	Mission SA C Dissolved in
Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$3	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	3	

Operating income (loss)	(3)	
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(3)	
Income taxes (benefit)		

Income (loss) from continuing operations	(3)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	(3)	

Retained earnings - beginning of year	472	
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$469	
=====		

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EDISON CAPITAL and Subsidiaries [Tier 5]
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

	Edison Funding Olive Court [6]	Edison Capital Housing Investments
Electric utility		
Nonutility power generation		
Financial services and other	(\$156)	\$
Total operating revenue	(156)	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$450	(
Depreciation, decommissioning and amortization	116	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	566	
Operating income (loss)	(722)	
Interest and dividend income		
Other nonoperating income		(
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(722)	(
Income taxes (benefit)	(292)	(1
Income (loss) from continuing operations	(430)	1
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(430)	1
Retained earnings - beginning of year	(21)	3
Dividends declared on common stock		

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Dividends declared on preferred stock

Retained earnings - end of year (\$451) \$4

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EDISON CAPITAL and Subsidiaries [Tier 5]
 EDISON CAPITAL HOUSING INVESTMENTS CONSOLIDATED
 Consolidating Statements of Income (Loss) and Retained Earnings
 December 31, 2002
 (In thousands)

	Edison Capital Housing Investments Consolidated
Electric utility	
Nonutility power generation	
Financial services and other	\$6,495
Total operating revenue	6,495
Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	(194)
Depreciation, decommissioning and amortization	6,343
Property and other taxes	
Net gain on sale of utility plant	
Total operating expenses	6,149
Operating income (loss)	346
Interest and dividend income	281
Other nonoperating income	(20,489)
Interest expense - net of amounts capitalized	2
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
Income (loss) from continuing operations before taxes	(19,864)
Income taxes (benefit)	(44,338)

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Income (loss) from continuing operations	24,474
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
-----	-----
Net income (loss)	24,474
-----	-----
Retained earnings - beginning of year	211,554
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	-----
Retained earnings - end of year	\$236,029
=====	=====

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

	Edison Capital (Bermuda) Investments, Ltd.	Edison Capital (Bermuda) Lt
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other	(\$139)	
-----	-----	-----
Total operating revenue	(139)	
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	(4,265)	
Depreciation, decommissioning and amortization	633	
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses	(3,632)	
-----	-----	-----
Operating income (loss)	3,493	
Interest and dividend income	1,537	
Other nonoperating income	3,687	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		

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Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	8,717
Income taxes (benefit)	6,583

Income (loss) from continuing operations	2,134
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	2,134

Retained earnings - beginning of year	(7,337)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	(\$5,203)
=====	

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

	Edison Capital International (Bermuda) Ltd.	Edison Capital International Transmission (Bermuda) Lt Dissolved in

Electric utility		
Nonutility power generation		
Financial services and other	\$2	

Total operating revenue	2	

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	6	
Depreciation, decommissioning and amortization	1	
Property and other taxes		
Net gain on sale of utility plant		

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Total operating expenses	7
Operating income (loss)	(5)
Interest and dividend income	24
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
Income (loss) from continuing operations before taxes	19
Income taxes (benefit)	49
Income (loss) from continuing operations	(30)
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
Net income (loss)	(30)
Retained earnings - beginning of year	1,858
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	\$1,828

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

Edison Capital (Netherlands) Holdings Company B.V.	Edison Capital (Netherlands) Investments [6]
---	---

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

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Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$64	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	64	

Operating income (loss)	(64)	
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(64)	
Income taxes (benefit)	63	

Income (loss) from continuing operations	(127)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	(127)	

Retained earnings - beginning of year	(165)	
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$292)	\$
=====		

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

Mission Funding Mu Mission Fund
[6] Delta

Electric utility

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Nonutility power generation		
Financial services and other		\$263

Total operating revenue		263

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		3
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		3

Operating income (loss)		260
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		260
Income taxes (benefit)		475

Income (loss) from continuing operations		(215)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		(215)

Retained earnings - beginning of year		9,547
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year		\$9,332
=====		

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings
December 31, 2002
(In thousands)

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	Mission Investments, Inc.	Mission (Ben Investments,
Electric utility		
Nonutility power generation		
Financial services and other	\$2,526	\$
Total operating revenue	2,526	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	9	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	9	
Operating income (loss)	2,517	
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	2,517	
Income taxes (benefit)	1,813	
Income (loss) from continuing operations	704	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	704	
Retained earnings - beginning of year	(414)	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$290	

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EDISON CAPITAL and Subsidiaries [Tier 5]
MISSION FUNDING EPSILON CONSOLIDATED
Consolidating Statements of Income (Loss) and Retained Earnings

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December 31, 2002

(In thousands)

	Consolidating Adjustments	Mission Fund Epsilon Consolidated
Electric utility		
Nonutility power generation		
Financial services and other	(\$6,833)	\$2
Total operating revenue	(6,833)	2
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	(6,833)	3
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	(\$6,833)	3
Operating income (loss)		(6)
Interest and dividend income		(
Other nonoperating income		(
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		(6
Income taxes (benefit)		(4
Income (loss) from continuing operations		(2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)		(2
Retained earnings - beginning of year		18
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year		\$16

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	1st Time Homebuyer Opportunities LP (Chester County Homes)	1010 SVN Assoc LP
-----------------	--	-------------------

Equity Interest:

Assets	\$1,540	\$993
Revenues	\$152	\$43
Net Income (Loss)	\$1	(\$19)

Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.9% by Edison Capital Housing Partners IX LP
------------------------	---	---

Name of Entity:	1101 Howard St Assoc LP	1475 167th Ave Assoc LP (Bermuda Gardens Apts)
-----------------	-------------------------	---

Equity Interest:

Assets	\$52	\$1,077
Revenues	\$3	\$111
Net Income (Loss)	(\$2)	(\$47)

Ownership Interest(s):	99.00% by MHIFED 95 LP	99.90% by Edison Capital Housing Partners XI LP
------------------------	------------------------	--

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	1732 Champa LP (Buerger Brothers Lofts)	18303 Kittridge Assoc-39 LP (Kittridge)
-----------------	--	--

Equity Interest:

Assets	\$6,432	\$1,683
Revenues	\$666	\$282
Net Income (Loss)	(\$111)	(\$9)

Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.00% by Edison Capital Housing Investments
------------------------	---	---

Name of Entity:	210 Washington Ave Assoc (Renaissance Plaza)	2400 Locust Assoc LP (Locust on the Park)
-----------------	---	--

Equity Interest:

Assets	\$5,723	\$22,243
Revenues	\$548	\$3,134
Net Income (Loss)	(\$499)	(\$145)

Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.00% by Edison Capital Housing Investments
------------------------	---	---

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	2814 Fifth St Assoc LP (Land Park Woods)	3790 Wisconsin Street Partners LP (Wisconsin III)

Equity Interest:		
Assets	\$777	\$0
Revenues	\$55	\$0
Net Income (Loss)	(\$29)	\$0
Ownership Interest(s):	99.00% by Edison Capital Housing Partners IX LP	99.90% by Edison Capital Housing Investments

Name of Entity:	708 Pico LP (Wavecrest Housing)	Aaron Michael Assoc LP

Equity Interest:		
Assets	\$368	\$0
Revenues	\$12	\$0
Net Income (Loss)	(\$6)	\$0
Ownership Interest(s):	99.9% by Edison Capital Housing Partners XV LP	99.9% by Edison Capital Housing Partners XVIII LP

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Admiralty Heights Assoc II 1995 LP (Kent Manor)	AE Assoc LP (Avenida Espana)
-----------------	--	---------------------------------

Equity Interest:

Assets	\$1,680	\$7,247
Revenues	\$98	\$572
Net Income (Loss)	(\$79)	(\$248)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners VI LP	99.00% by Edison Funding Omicron Inc.
------------------------	--	--

Name of Entity:	Agape Housing LP	Alhambra Apts LP
-----------------	------------------	------------------

Equity Interest:

Assets	\$722	\$2,485
Revenues	\$46	\$290
Net Income (Loss)	(\$19)	(\$30)

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Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.90% by Edison Capital Housing Partners XIII LP
------------------------	--	--

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

Name of Entity:	Altamont Hotel Assoc LP	AMCAL Santa Barbara Fund XXXVI LP (Positano)
-----------------	-------------------------	---

Equity Interest:

Assets	\$2,805	\$1,540
Revenues	\$339	\$119
Net Income (Loss)	(\$68)	(\$35)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners VI LP	99.00% by Edison Capital Housing Partners V LP
------------------------	--	---

Name of Entity:	Antelope Assoc LP	Apollo Development Assoc LP (Apollo Hotel)
-----------------	-------------------	---

Equity Interest:

Assets	\$1	\$536
--------	-----	-------

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Revenues	\$0	\$44
Net Income (Loss)	\$0	(\$17)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners XVII LP	99.90% by Edison Capital Housing Partners XIV LP
------------------------	---	--

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Argyle Redevelopment Partnership LP (The Argyle)	Arroyo Vista Assoc LP
-----------------	--	-----------------------

Equity Interest:

Assets	\$5,591	\$135
Revenues	\$3,654	\$16
Net Income (Loss)	(\$621)	(\$4)

Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.00% by Corporations for Affordable Housing LP
------------------------	--	--

Name of Entity:	Auburn Manor Apts LP	Auburn Manor LLC
-----------------	----------------------	------------------

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Equity Interest:

Assets	\$2,644	(\$10)
Revenues	\$396	\$0
Net Income (Loss)	(\$59)	(\$3)

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XI LP	50.00% by Edison Capital Housing Investments
------------------------	---	--

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	B.A.I. Edison Ravenwood LP (Ravenwood)	Baker Park Assoc LP
-----------------	--	---------------------

Equity Interest:

Assets	(\$12)	\$1
Revenues	\$0	\$0
Net Income (Loss)	(\$2)	\$0

Ownership Interest(s):	90.00% by Edison Capital Housing Delaware, Inc.	99.00% by Edison Capital Housing Partners XVII LP
------------------------	---	---

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Name of Entity:	Bartlett Hill Assoc LP	Beacon Manor Assoc LP

Equity Interest:		
Assets	\$4,809	\$705
Revenues	\$459	\$50
Net Income (Loss)	(\$523)	(\$15)
Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.90% by Edison Capital Housing Partners X LP

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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	Berry Ave Assoc LP	Bodega Hills Investors LP

Equity Interest:		
Assets	\$74	\$531
Revenues	\$4	\$33
Net Income (Loss)	(\$3)	(\$12)
Ownership Interest(s):	99.00% by MHIFED 94 LP	99.00% by Edison Capital Housing Partners V LP

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Name of Entity:	Boulder Creek Apartments LP	Bouquet Canyon Seniors LP
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Equity Interest:

Assets	\$4,621	\$2
Revenues	\$364	\$0
Net Income (Loss)	(\$214)	\$0

Ownership Interest(s):	99.90% by Edison Capital Housing Partners X LP	99.00% by Edison Capital Housing Partners XVI LP
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Bradley Manor Senior Apts LP	Brantwood II Assoc LP
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Equity Interest:

Assets	\$1,437	\$2,570
Revenues	\$181	\$80
Net Income (Loss)	(\$45)	(\$67)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners VI LP	99.00% by Edison Funding Omicron Inc.
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Name of Entity:	Brooks School Assoc LP	Bryn Mawr - Belle Shore LP (The)

Equity Interest:		
Assets	\$3,744	\$22,676
Revenues	\$140	\$2,333
Net Income (Loss)	(\$139)	(\$791)
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Funding Omicron Inc.

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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	Burlington Senior Housing LLC	Bush Hotel LP

Equity Interest:		
Assets	\$587	\$10,609
Revenues	\$60	\$614
Net Income (Loss)	(\$14)	(\$1,565)

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Ownership Interest(s):	99.90% by Edison Capital Housing Partners X LP	99.00% by Edison Funding Omicron Inc.
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Name of Entity:	California Park Apts LP	Carlin LP (The)
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Equity Interest:

Assets	\$3,044	\$143
Revenues	\$464	\$15
Net Income (Loss)	(\$85)	(\$6)

Ownership Interest(s):	99.00% by MH I LP	99.00% by Corporations for Affordable Housing LP
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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	Carson Housing LP (Carson Street)	Carson Terrace LP
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Equity Interest:

Assets	\$1,801	\$623
Revenues	\$100	\$31

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Net Income (Loss)	(\$93)	\$19
Ownership Interest(s):	98.00% by Edison Capital Housing Partners XI LP	99.90% by Edison Capital Housing Partners XIV LP

Name of Entity:	C-Court LP (Cawelti Court)	CCS/Bellingham LP (Washington Grocery Building)
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Equity Interest:

Assets	\$572	\$4,039
Revenues	\$24	\$281
Net Income (Loss)	(\$12)	(\$58)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners VII LP	99.00% by Edison Capital Housing Investments
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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

Name of Entity:	CCS/Renton Housing LP (Renton)	CDR Senior Housing Assoc LP (Casa del Rio)
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Equity Interest:

Assets	\$616	\$62
Revenues	\$38	\$4
Net Income (Loss)	(\$13)	(\$2)

Ownership Interest(s):	99.90% by Edison Capital Housing Partners X LP	99.00% by MHIFED 94 LP
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Name of Entity:	Cedarshores Limited Dividend Housing Association LP	Centennial Place LP
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Equity Interest:

Assets	\$1,263	\$7,745
Revenues	\$128	\$563
Net Income (Loss)	(\$11)	(\$423)

Ownership Interest(s):	99.99% by Edison Capital Housing Partners XII LP	99.00% by MH V LP
	0.01% by Mission Funding Theta LP	
	Syndicated in `02	

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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

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Name of Entity:	Centro Partners LP (El Centro)	Cincinnati Ravenwood Apts LP (Ravenwood)
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Equity Interest:

Assets	\$4,887	\$4,987
Revenues	\$285	\$979
Net Income (Loss)	(\$271)	(\$172)

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Funding Omicron Inc. 1.00% by B.A.I. Edison Ravenwood LP (Ravenwood)
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Name of Entity:	Cochrane Village Apts LP	Colina Vista LP
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Equity Interest:

Assets	\$0	\$5,336
Revenues	\$0	\$247
Net Income (Loss)	\$0	(\$203)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners XIX LP	99.00% by MHICAL 95 LP
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Coolidge Station Apts LLC	Corporations for Affordable Housing LP

Equity Interest:		
Assets	\$307	\$256
Revenues	\$19	\$3
Net Income (Loss)	(\$13)	(\$38)
Ownership Interest(s):	99.00% by Edison Capital Housing Partners X LP	1.00% by EC Properties, Inc.

Name of Entity:	Corporations for Affordable Housing LP III	Corona Ely/Ranch Assoc LP

Equity Interest:		
Assets	\$12,684	\$86
Revenues	\$64	\$6
Net Income (Loss)	(\$1,393)	(\$2)
Ownership Interest(s):	1.00% by EC Properties III, Inc.	99.00% by MHIFED 94 LP

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Coyote Springs Apts Assoc LP	Cypress Cove Assoc
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Equity Interest:

Assets	\$10,410	\$2,557
Revenues	\$683	\$189
Net Income (Loss)	(\$420)	(\$125)

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Funding Omicron Inc.
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Name of Entity:	Del Carlo Court Assoc LP	Delta Plaza Apts LP
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Equity Interest:

Assets	\$4,737	\$1,963
Revenues	\$219	\$91
Net Income (Loss)	(\$172)	(\$81)

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Funding Omicron Inc.
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Diamond Creek Apts LP	Diamond Phase III Venture LP

Equity Interest:		
Assets	\$3	\$46
Revenues	\$0	\$2
Net Income (Loss)	\$0	(\$1)
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XVI LP	99.00% by Corporations for Affordable Housing LP

Name of Entity:	Don Avante Assoc II LP (Village Avante)	Double X Assoc 1995 LP (Terrace Manor)

Equity Interest:		
Assets	\$2,218	\$1,684
Revenues	\$239	\$133
Net Income (Loss)	(\$52)	(\$37)
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XIV LP	99.00% by Edison Capital Housing Partners VI LP

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	East Cotati Ave Partners LP	Eastwood Homes LP
Equity Interest:		
Assets	\$5,016	\$1,871
Revenues	\$347	\$97
Net Income (Loss)	(\$173)	(\$99)
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Capital Housing Partners XI LP

Name of Entity:	ECH/HFC GP Partnership No. 2	ECH Investor Partners VI-A LP
Equity Interest:		
Assets	\$1,417	\$4,178
Revenues	\$1	\$11
Net Income (Loss)	(\$22)	(\$186)

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Ownership Interest(s):	56.70% by Edison Capital Housing Investments	15.39% by Edison Capital Contributions VI Partners
	43.30% GP by MHICAL 95 Company	1% GP by Edison Capital Housing Investments

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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	ECHP LLC	EDA LP (Eagle's Nest)
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Equity Interest:

Assets	\$20,790	\$88
Revenues	\$0	\$24
Net Income (Loss)	(\$1)	(\$2)

Ownership Interest(s):	99.999% by ECHP Investment Company	99.00% by Corporations for Affordable Housing LP II
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Name of Entity:	Edison Capital Affordable Housing 99B G.P.	Edison Capital Housing Partners V LP
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Equity Interest:

Assets	\$1,775	\$298
Revenues	\$5	\$1
Net Income (Loss)	(\$127)	(\$16)

Ownership Interest(s):

99.99% by Edison Capital Housing Investments	16.18% by Edison Capital Housing Investments
0.01% by Mission Funding Theta	

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Edison Capital Housing Partners VII LP	Edison Capital Housing Partners VIII LP
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Equity Interest:

Assets	\$5,200	\$1,690
Revenues	\$8	\$2
Net Income (Loss)	(\$296)	(\$103)

Ownership Interest(s):

19.40% GP by ECH/HFC GP Partnership No. 1	18.54% by ECH/HFC GP Partnership No. 2
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Name of Entity:	Edison Capital Housing Partners X LP	Edison Capital Housing Partners XI LP
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Equity Interest:

Assets	\$9,964	\$5,204
Revenues	\$29	\$13
Net Income (Loss)	(\$753)	(\$641)

Ownership Interest(s):	19.3952% by Edison Capital Affordable Housing 99B GP	18.62486% by Edison Capital Affordable Housing 99B GP
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Edison Capital Housing Partners XIII LP	Edison Capital Housing Partners XIV LP
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Equity Interest:

Assets	\$1,291	\$1,861
Revenues	\$4	\$15
Net Income (Loss)	(\$153)	(\$96)

Ownership Interest(s):	17.03513% by Edison Capital Affordable Housing 99B GP	7.61% by Edison Capital Affordable Housing 99B GP
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Name of Entity:	Edison Capital Housing Partners XVI LP	Edison Capital Housing Partners XVII LP

Equity Interest:		
Assets	\$5	\$6
Revenues	\$0	\$0
Net Income (Loss)	\$0	\$0
Ownership Interest(s):	0.01% by ECHP LLC	0.01% by ECHP LLC

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

Name of Entity:	Edison Capital Housing Partners XIX LP	Edison Capital Contributions VI Partners

Equity Interest:		
Assets	\$25,232	\$20,468
Revenues	\$52	\$49
Net Income (Loss)	(\$836)	(\$806)

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Ownership Interest(s):	0.01% by ECHP LLC	91.77% by Edison Capital Housing Investments
		4.03% GP by Edison Housing North Carolina
		4.20% GP by Edison Housing South Carolina

Name of Entity:	Edmundson Assoc LP (The Willows)	El Barrio Academy Urban Renewal Assoc LP (Academy Street)
-----------------	----------------------------------	---

Equity Interest:

Assets	\$3,031	\$5,534
Revenues	\$179	\$194
Net Income (Loss)	(\$134)	(\$163)

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Funding Omicron Inc.
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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	Elizabeth West and East LP	Emanuel Grant Company LLC (Capitol Heights)
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Equity Interest:

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Assets	\$1,748	\$1,978
Revenues	\$169	\$143
Net Income (Loss)	(\$96)	(\$107)
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.90% by Edison Capital Housing Partners XV LP

Name of Entity:	Fairmont Hotel Urban Renewal Assoc LP	Fairview Village Assoc LP
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Equity Interest:

Assets	\$68	\$6
Revenues	\$3	\$0
Net Income (Loss)	(\$5)	\$0
Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP	99.00% by MHIFED 94 LP

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

Name of Entity:	Fell St Housing Assoc LP	Fifth and Wilshire Apts LP
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 Equity Interest:

Assets	\$129	\$1,148
Revenues	\$6	\$37
Net Income (Loss)	(\$4)	(\$26)

Ownership Interest(s):	99.00% by MHIFED 94 LP	99.00% by Edison Capital Housing Partners VII LP
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Name of Entity:	Florence Apts LLC	Florin Woods Assoc LP
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Equity Interest:

Assets	\$3,526	\$1
Revenues	\$127	\$0
Net Income (Loss)	(\$111)	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.00% by Edison Capital Housing Partners XVIII LP
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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

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Name of Entity:	Fremont Building LP (Crescent Arms)	Garnet Housing Assoc LP (Garnet Lane Apts)
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Equity Interest:

Assets	\$2	\$2,112
Revenues	\$0	\$140
Net Income (Loss)	\$0	(\$94)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners XVII LP	99.00% by MHICAL 97 LP
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Name of Entity:	Gilroy Redwood Assoc LP (Redwoods)	Ginzton Assoc LP
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Equity Interest:

Assets	\$2,833	\$8,766
Revenues	\$196	\$966
Net Income (Loss)	(\$119)	(\$82)

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Funding Omicron Inc.
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EDISON CAPITAL

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Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	Good Samaritan Assoc LP	Grace Housing LP (Grace Street)

Equity Interest:		
Assets	\$47	\$2,482
Revenues	\$2	\$127
Net Income (Loss)	(\$1)	(\$97)
Ownership Interest(s):	99.00% by MHIFED 96A LP	99.00% by Edison Capital Housing Partners XI LP

Name of Entity:	Greenway Village Assoc LP	Grossman Apts Investors LP

Equity Interest:		
Assets	\$3,394	\$1,009
Revenues	\$261	\$111
Net Income (Loss)	(\$163)	(\$38)
Ownership Interest(s):	99.00% by MHICAL 96 LP	99.00% by Edison Funding Omicron Inc.

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Hamilton Place Senior Living LP	Harry Clark Jr. Residential Center LLC

Equity Interest:		
Assets	\$2,944	\$1,706
Revenues	\$269	\$50
Net Income (Loss)	\$1	(\$120)
Ownership Interest(s):	99.00% by Edison Capital Housing Partners VI LP	99.00% by Edison Capital Housing Investments

Name of Entity:	Heather Glen Assoc LP	Hercules Senior Housing Assoc LP

Equity Interest:		
Assets	\$4,537	\$1
Revenues	\$388	\$0
Net Income (Loss)	(\$204)	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.90% by Edison Capital Housing Partners XVII LP

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Highland Village Partners LP	Hilltop Farms LP

Equity Interest:		
Assets	\$1,198	\$0
Revenues	\$41	\$0
Net Income (Loss)	\$43	\$0
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XV LP	99.90% by Edison Capital Housing Partners XVI LP

Name of Entity:	Hollywood El Centro LP	Holy Family Assoc LP

Equity Interest:		
Assets	\$106	\$8,683
Revenues	\$6	\$655
Net Income (Loss)	(\$4)	(\$336)
Ownership Interest(s):	99.00% by MHIFED 95 LP	99.00% by Edison Funding Omicron Inc.

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Hope West Apts LP	Hotel Elkhart LLC (The Cornerstone)

Equity Interest:		
Assets	\$26	\$110
Revenues	\$1	\$18
Net Income (Loss)	(\$1)	(\$1)
Ownership Interest(s):	99.00% by MHIFED 94 LP	99.00% by Mission Housing Epsilon

Name of Entity:	I.G. Partners LP (Island Gardens)	Josephinum Assoc LP (The)

Equity Interest:		
Assets	\$867	\$7,346
Revenues	\$87	\$1,266
Net Income (Loss)	(\$22)	(\$859)
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XV LP	99.00% by Edison Capital Housing Investments

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Karen Partners LP	KDF Malabar LP (Malabar Apts)

Equity Interest:		
Assets	\$1,069	\$4,621
Revenues	\$102	\$683
Net Income (Loss)	(\$17)	(\$10)
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XV LP	99.00% by Edison Capital Housing Partners VI LP

Name of Entity:	KDF Park Glenn Seniors LP (Park Glenn Senior Apts II)	KDF Santa Paula LP (Santa Paula)

Equity Interest:		
Assets	\$0	\$0
Revenues	\$0	\$0

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Net Income (Loss) \$0 \$0

Ownership Interest(s): 99.90% by Edison Capital Housing Partners XVI LP 99.00% by Edison Capital Housing Partners XIX LP

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

Name of Entity: Kennedy Lofts Assoc LP King Road Assoc LP

Equity Interest:

Assets	\$12,275	\$0
Revenues	\$3,198	\$0
Net Income (Loss)	(\$197)	\$0

Ownership Interest(s): 99.00% by Edison Capital Housing Investments 99.90% by Edison Capital Housing Partners XVI LP

Name of Entity: Knolls Community Assoc LP La Brea/Franklin LP
(The Knolls)

Equity Interest:

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Assets	\$1,136	\$53
Revenues	\$50	\$3
Net Income (Loss)	(\$36)	(\$3)
Ownership Interest(s):	99.90% by Edison Capital Housing Partners IX LP	99.00% by MHIFED 95 LP

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

Name of Entity:	Lark Ellen LP	Larkin Pine LP
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Equity Interest:

Assets	\$2,519	\$73
Revenues	\$166	\$3
Net Income (Loss)	(\$57)	(\$3)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners X LP	99.00% by MHIFED 95 LP
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Name of Entity:	Lavell Village Assoc LP	LL Housing LP (Laurel Lakes)
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 Equity Interest:

Assets	\$262	\$1
Revenues	\$17	\$0
Net Income (Loss)	(\$9)	\$0

Ownership Interest(s):	99.00% by MHIFED 96 LP	99.00% by Edison Capital Housing Partners XVI LP
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	Lee Park Investors LP Sold in 2002	Liberty House Assoc LP
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Equity Interest:

Assets	\$25,383	\$41
Revenues	\$6,024	\$3
Net Income (Loss)	\$157	(\$1)

Ownership Interest(s):	99.00% by Mission Housing Alpha	99.00% by Corporations for Affordable Housing LP II
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Name of Entity:	LINC-Bristol Assoc I, LP (City Gardens)	Lovejoy Station LP

Equity Interest:		
Assets	\$7,042	\$2
Revenues	\$1,249	\$0
Net Income (Loss)	\$101	\$0
Ownership Interest(s):	99.00% by Edison Capital Housing Partners VI LP	99.90% by Edison Capital Housing Partners XVIII LP

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

Name of Entity:	Mackenzie Park Assoc LP	Madison/Mollison LP (Park Mollison)

Equity Interest:		
Assets	\$13	\$6,399
Revenues	\$1	\$1,046
Net Income (Loss)	(\$1)	(\$26)
Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP	99.00% by Edison Capital Housing Investments

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Name of Entity:	Maplewood Housing Associates LP	Maplewood School Apts LP

Equity Interest:		
Assets	\$5,659	\$4,901
Revenues	\$527	\$220
Net Income (Loss)	(\$266)	(\$184)
Ownership Interest(s):	99.90% by Edison Capital Housing Investments	99.00% by Edison Funding Omicron Inc.

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	MAS-WT LP (Washington Terrace)	Mayacamas Village Assoc LP

Equity Interest:		
Assets	\$5,837	\$5,842
Revenues	\$704	\$358
Net Income (Loss)	(\$110)	(\$187)
Ownership Interest(s):	99.00% by Edison Capital Housing Partners VI LP	99.00% by MHICAL 94 LP

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Name of Entity:	Mercantile Housing LLC (Mercantile Square)	Mercy Housing California III LP (3rd and Reed)
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Equity Interest:

Assets	\$17,930	\$60
Revenues	\$2,032	\$4
Net Income (Loss)	(\$369)	(\$3)

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by MHIFED 95 LP
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Mercy Housing California VI LP (205 Jones)	Mercy Housing California IX LP (Sycamore)
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Equity Interest:

Assets	\$3,306	\$1,895
Revenues	\$282	\$109
Net Income (Loss)	(\$164)	(\$59)

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Ownership Interest(s): 99.00% by MHICAL 95 LP 99.90% by Edison Capital Housing Partners X LP

Name of Entity: Metro Senior Assoc LP MH I LP

Equity Interest:

Assets	\$68	\$501
Revenues	\$4	\$10
Net Income (Loss)	(\$3)	(\$116)

Ownership Interest(s): 99.00% by MHIFED 96A LP 1.00% by Edison Capital Housing Investments
99.00% by Edison Funding Omicron Inc.

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

Name of Entity: MH III LP MH IV LP

Equity Interest:

Assets	\$671	\$749
Revenues	\$8	\$9

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Net Income (Loss)	(\$359)	(\$351)
Ownership Interest(s):	1.00% by Edison Capital Housing Investments	1.00% by Edison Capital Housing Investments
	99.00% by Mission Housing Delta	99.00% by Mission Housing Delta
Name of Entity:	MHIFED 94 LP	MHICAL 94 LP

Equity Interest:		
Assets	\$31,531	\$33
Revenues	\$108	\$1
Net Income (Loss)	(\$1,954)	(\$12)
Ownership Interest(s):	1.00% by Edison Capital Housing Investments	1.00% by Edison Capital Housing Investments
		99.00% by Edison Funding Omicron Inc.

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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	MHICAL 95 LP	MHIFED 96 LP

Equity Interest:		
Assets	\$172	\$197

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Revenues	\$3	\$0
Net Income (Loss)	(\$44)	(\$13)
Ownership Interest(s):	1.00% by Edison Capital Housing Investments	5.00% by Edison Capital Housing Investments
	99.00% by Edison Funding Omicron Inc.	

Name of Entity:	MHICAL 96 LP	MHIFED 97 LP Dissolved in `02
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Equity Interest:

Assets	(\$686)	\$0
Revenues	\$19	\$0
Net Income (Loss)	(\$665)	\$0
Ownership Interest(s):	1.00% by Edison Capital Housing Investments	1.00% by Edison Capital Housing Investments
	99.00% by Edison Funding Omicron Inc.	99.00% by MHIFED 97 Company

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

Name of Entity:	Mid-Peninsula Century Village Assoc LP (Century Village)	Mid-Peninsula Sharmon Palms Assoc LP (Sharmon Palms)
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Equity Interest:

Assets	\$6,725	\$2,681
Revenues	\$837	\$253
Net Income (Loss)	(\$120)	(\$88)

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Capital Housing Investments
------------------------	--	---

Name of Entity:	Mission Housing Investors Partnership	Mission Housing Partnership 1996 LP
-----------------	--	--

Equity Interest:

Assets	\$20,406	\$0
Revenues	\$67	\$0
Net Income (Loss)	(\$1,841)	(\$3)

Ownership Interest(s):	5.00% by Mission Housing Theta	1.00% by Edison Capital Housing Investments 99.00% by Edison Funding Omicron Inc.
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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

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Name of Entity:	Morgan Hill Ranch Housing LP	Morrone Gardens Assoc LP
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Equity Interest:

Assets	\$2,058	\$69
Revenues	\$143	\$7
Net Income (Loss)	(\$58)	(\$3)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners X LP	99.00% by MHIFED 94 LP
------------------------	--	------------------------

Name of Entity:	Mountain View Townhomes Assoc LP	MPT Apts LP (MacArthur Park)
-----------------	----------------------------------	------------------------------

Equity Interest:

Assets	\$831	\$5,638
Revenues	\$42	\$994
Net Income (Loss)	(\$25)	(\$341)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners VII LP	99.00% by MH IV LP
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	National Boston Lofts Assoc LLLP (Boston Lofts)	Nearby Lagoon Partners LP
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Equity Interest:

Assets	\$20,646	\$8,515
Revenues	\$2,290	\$566
Net Income (Loss)	(\$31)	(\$317)

Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.00% by Edison Funding Omicron Inc.
------------------------	---	--

Name of Entity:	North Park Village LLC	North Town Housing Partners LP (Villa del Norte Village)
-----------------	------------------------	--

Equity Interest:

Assets	\$1,956	\$645
Revenues	\$143	\$24
Net Income (Loss)	(\$86)	(\$23)

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by MHIFED 96 LP
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Oak Forest Assoc LP	Oakdale Terrace Leased Housing Assoc LP

Equity Interest:		
Assets	\$523	\$1,542
Revenues	\$22	\$194
Net Income (Loss)	(\$23)	(\$19)
Ownership Interest(s):	99.00% by Edison Capital Housing Partners VII LP	98.99% by Edison Capital Housing Investments 0.01% by Mission Funding Theta

Name of Entity:	Ohlone Housing Assoc LP	Olive Court Apts LP

Equity Interest:		
Assets	\$2,450	\$3,238
Revenues	\$223	\$484
Net Income (Loss)	(\$75)	(\$110)
Ownership Interest(s):	99.00% by Edison Capital Housing Partners VIII LP	98.90% by Edison Capital Housing Investments 0.60% by Edison Funding Olive Court

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Omaha Amber Ridge LP (Amber Ridge)	Ontario Senior Housing LP (Ontario Plaza)
Equity Interest:		
Assets	\$7,336	\$1
Revenues	\$1,066	\$0
Net Income (Loss)	(\$20)	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Capital Housing Partners XIX LP

Name of Entity:	Osage Terrace LP	Oxnard Housing Assoc LP
Equity Interest:		
Assets	\$510	\$35
Revenues	\$23	\$3
Net Income (Loss)	(\$13)	(\$1)
Ownership Interest(s):	99.89% by Edison Capital Housing Partners XII LP	99.00% by MHIFED 96A LP

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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Pacifica Community Assoc LP (Villa Pacifica)	Pacific Vista Las Flores LP (Vista Las Flores)
-----------------	---	---

Equity Interest:

Assets	\$2,403	\$5,765
Revenues	\$190	\$7
Net Income (Loss)	(\$59)	\$28

Ownership Interest(s):	99.90% by Edison Capital Housing Partners X LP	99.90% by Edison Capital Housing Investments
------------------------	---	---

Name of Entity:	Palmer Heights, LLC	Palmer House LP
-----------------	---------------------	-----------------

Equity Interest:

Assets	\$0	\$1,538
Revenues	\$0	\$207
Net Income (Loss)	\$0	(\$55)

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Ownership Interest(s):	99.90% by Edison Capital Housing Partners XVIII LP	99.00% by Edison Funding Omicron Inc.
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Park Land Senior Apts Investors LP (Banducci)	Park Place Terrace LP
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Equity Interest:

Assets	\$445	\$1,394
Revenues	\$19	\$49
Net Income (Loss)	(\$20)	(\$41)

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XIII LP	99.00% by Edison Capital Housing Partners V LP
------------------------	--	---

Name of Entity:	Park Williams Partners LP	Parkside Assoc LP (Parkside Senior)
-----------------	---------------------------	--

Equity Interest:

Assets	\$372	\$62
Revenues	\$20	\$3

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Net Income (Loss)	(\$10)	(\$2)
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XV LP	99.00% by Corporations for Affordable Housing LP

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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	Parsonage Cottage Senior Residence LP	Patriots Pointe at Colonial Hills LP

Equity Interest:

Assets	\$43	\$534
Revenues	\$14	\$45
Net Income (Loss)	(\$2)	(\$31)

Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP II	99.9% by Edison Capital Housing Partners XV LP
------------------------	---	--

Name of Entity:	Pellettieri Homes Urban Renewal Assoc LP	Persimmon Assoc LP

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Equity Interest:

Assets	\$1	\$903
Revenues	\$0	\$84
Net Income (Loss)	\$0	(\$29)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners XIX LP	99.00% by Edison Capital Housing Partners X LP
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Pilot Grove LP	Pines Housing LP
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Equity Interest:

Assets	\$5,374	\$34
Revenues	\$835	\$4
Net Income (Loss)	(\$573)	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.00% by Corporations for Affordable Housing LP
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Name of Entity:	Pines Housing III LP	Pinmore Assoc LP
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Equity Interest:

Assets	\$23	\$1
Revenues	\$3	\$0
Net Income (Loss)	\$0	\$0

Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP III	99.00% by Edison Capital Housing Partners XVIII LP
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	PlumTree Preservation LP	Poco Way Assoc LP
-----------------	--------------------------	-------------------

Equity Interest:

Assets	\$725	\$894
Revenues	\$79	\$49
Net Income (Loss)	(\$2)	(\$17)

Ownership Interest(s):	99.9% by Edison Capital Housing Partners XV LP	99.00% by MHIFED 96 LP
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Name of Entity:	Post Office Plaza LP	Preservation Properties I LP

Equity Interest:		
Assets	\$51,650	\$271
Revenues	\$5,723	\$50
Net Income (Loss)	(\$3,744)	(\$4)
Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.90% by Edison Capital Housing Partners XIV LP

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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	Preservation Properties III LP	Preservation Properties IV LP

Equity Interest:		
Assets	\$129	\$62
Revenues	\$29	\$15
Net Income (Loss)	(\$2)	(\$1)
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XIV LP	99.90% by Edison Capital Housing Partners XIV LP

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Name of Entity:	President John Adams Manor Apts LP	Prince Bozzuto LP (Fairground Commons)
-----------------	---------------------------------------	---

Equity Interest:

Assets	\$2,135	\$396
Revenues	\$362	\$72
Net Income (Loss)	(\$30)	(\$19)

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XIII LP	99.00% by Mission Housing Investors Partnership
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Providence-Brown St Housing LP (Brown St)	PVA LP (Park Victoria)
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Equity Interest:

Assets	\$284	\$743
Revenues	\$14	\$106
Net Income (Loss)	(\$12)	(\$33)

Ownership Interest(s):	99.90% by Edison Capital Housing Partners X LP	99.00% by Edison Capital Housing Partners IX LP
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Name of Entity:	Rancho Park Assoc LP	Red Lake LP #1

Equity Interest:		
Assets	\$343	\$0
Revenues	\$19	\$0
Net Income (Loss)	(\$8)	\$0
Ownership Interest(s):	99.00% by Mission Housing Investors Partnership	99.00% by Edison Capital Housing Partners XVI LP

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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	Richmond City Center Assoc LP	Rincon De Los Esteros Assoc LP

Equity Interest:		
Assets	\$6,209	\$3
Revenues	\$436	\$0
Net Income (Loss)	(\$242)	\$0
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Capital Housing Partners XIX LP

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Name of Entity:	Riverside/ Liebrandt Partners LP (La Playa)	River Walk Apts Homes LP

Equity Interest:		
Assets	\$2,331	\$483
Revenues	\$82	\$43
Net Income (Loss)	(\$102)	(\$12)
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Capital Housing Partners V LP

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

Name of Entity:	Roebeling Village Inn Urban Renewal LP	Rosebloom Assoc LP (Oakshade)

Equity Interest:		
Assets	\$2,204	\$2,567
Revenues	\$66	\$196
Net Income (Loss)	(\$64)	(\$138)
Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Funding Omicron Inc.

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Name of Entity:	Round Walk Village Apts LP	Rowland Heights Preservation LP

Equity Interest:		
Assets	\$128	\$969
Revenues	\$10	\$121
Net Income (Loss)	(\$3)	\$21
Ownership Interest(s):	99.00% by MHIFED 96A LP	99.9% by Edison Capital Housing Partners XIV LP

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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	Salem Lafayette Urban Renewal Assoc LP	San Diego Golden Villa Partners LP (Golden Villa)

Equity Interest:		
Assets	\$89	\$464
Revenues	\$8	\$27
Net Income (Loss)	(\$3)	(\$19)
Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP	99.00% by Edison Capital Housing Partners V LP

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Name of Entity:	San Martin de Porres LP	San Pablo Senior Housing Assoc LP
-----------------	-------------------------	-----------------------------------

Equity Interest:

Assets	\$0	\$3,435
Revenues	\$1	\$356
Net Income (Loss)	\$0	(\$134)

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XVI LP	99.00% by Edison Funding Omicron Inc.
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	Santa Alicia Family Housing Assoc	Santa Alicia Gardens Townhomes LP (Gardens Townhomes)
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Equity Interest:

Assets	\$73	\$375
Revenues	\$8	\$27
Net Income (Loss)	(\$1)	(\$12)

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Ownership Interest(s):	99.00% by MHIFED 96A LP	99.00% by Edison Capital Housing Partners V LP
------------------------	-------------------------	--

Name of Entity:	Saratoga Vacaville LP (Saratoga Senior)	Schoolhouse Court Housing Assoc LP
-----------------	--	------------------------------------

Equity Interest:

Assets	\$848	\$0
Revenues	\$72	\$0
Net Income (Loss)	(\$22)	\$0

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XV LP	99.90% by Edison Capital Housing Partners XIX LP
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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

Name of Entity:	Sea Ranch Apts LP	Seasons Affordable Senior Housing LP
-----------------	-------------------	--------------------------------------

Equity Interest:

Assets	\$111	\$275
Revenues	\$10	\$23

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Net Income (Loss)	(\$6)	(\$13)
Ownership Interest(s):	99.00% by Mission Housing Investors Partnership	99.00% by MHIFED 96 LP

Name of Entity:	Serena Sunbow LP (Villa Serena)	Sherman Glen, LLC
-----------------	---------------------------------	-------------------

Equity Interest:

Assets	\$903	\$778
Revenues	\$84	\$94
Net Income (Loss)	(\$29)	(\$15)

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XV LP	99.00% by Edison Capital Housing Partners IX LP
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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	Silver Lake Properties LP	Sky Parkway Housing Assoc LP
-----------------	---------------------------	------------------------------

Equity Interest:

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Assets	\$1,209	\$1
Revenues	\$109	\$0
Net Income (Loss)	(\$23)	\$0
Ownership Interest(s):	99.00% by Edison Capital Housing Partners VI LP	99.00% by Edison Capital Housing Partners XVII LP

Name of Entity:	Solinas Village Partners LP	South 55th St LP
-----------------	-----------------------------	------------------

Equity Interest:

Assets	\$41	\$26
Revenues	\$2	\$2
Net Income (Loss)	(\$1)	(\$0)
Ownership Interest(s):	99.00% by MHIFED 95 LP	99.00% by Corporations for Affordable Housing LP II

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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	South Winery Assoc LP (The Winery Apts)	Southern Hotel LP
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Equity Interest:

Assets	\$6,875	\$0
Revenues	\$937	\$0
Net Income (Loss)	(\$357)	\$0

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.90% by Edison Capital Housing Partners XVI LP
------------------------	---------------------------------------	--

Name of Entity:	Springdale Preservation LP (Springdale West)	Spring Valley Commons
-----------------	--	-----------------------

Equity Interest:

Assets	\$1,893	\$78
Revenues	\$345	\$5
Net Income (Loss)	\$9	(\$3)

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XIV LP	99.00% by Corporations for Affordable Housing LP III
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	St. Hedwig's Gardens	St. Regis Park LP (Pear
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 Equity Interest:

Assets	\$572	\$944
Revenues	\$36	\$91
Net Income (Loss)	(\$11)	(\$33)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners V LP	99.9% by Edison Capital Housing Partners XV LP
------------------------	--	--

Name of Entity:	Stony Point Apt Investors LP (Panas Place)	Strobridge Housing Assoc LP
-----------------	--	-----------------------------

Equity Interest:

Assets	\$1,911	\$1,524
Revenues	\$114	\$88
Net Income (Loss)	(\$60)	(\$36)

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XI LP	99.00% by Edison Capital Housing Partners IX LP
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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Name of Entity:	Sultana Acres Assoc LP	Sunset Creek Partners LP
-----------------	------------------------	--------------------------

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 Equity Interest:

Assets	\$2,165	\$1
Revenues	\$131	\$0
Net Income (Loss)	(\$165)	\$0

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by Edison Capital Housing Partners XVII LP
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Name of Entity:	Tabor Grand LP	Terra Cotta Housing Assoc LP
-----------------	----------------	------------------------------

Equity Interest:

Assets	\$2,750	\$2
Revenues	\$276	\$0
Net Income (Loss)	(\$136)	\$0

Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.90% by Edison Capital Housing Partners XVI LP
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

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Name of Entity:	Three Oaks Housing LP	Tierra Linda Assoc LP
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Equity Interest:

Assets	\$42	\$27
Revenues	\$3	\$1
Net Income (Loss)	(\$5)	(\$1)

Ownership Interest(s):	99.00% by MHIFED 95 LP	99.00% by MHIFED 94 LP
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Name of Entity:	Timber Sound II, Ltd	Tioga Gardens LP
-----------------	----------------------	------------------

Equity Interest:

Assets	\$2,024	\$40
Revenues	\$233	\$2
Net Income (Loss)	(\$21)	(\$2)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners X LP	99.00% by Corporations for Affordable Housing LP
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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

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Name of Entity:	Trinity Park Apts LP	Trolley Terrace Townhomes LP
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Equity Interest:

Assets	\$481	\$366
Revenues	\$26	\$14
Net Income (Loss)	(\$16)	(\$17)

Ownership Interest(s):	99.90% by Edison Capital Housing Partners X LP	99.90% by Edison Capital Housing Partners IX LP
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Name of Entity:	Twin Ponds Apts LP	Union Meadows Apts
-----------------	--------------------	--------------------

Equity Interest:

Assets	\$1,734	\$778
Revenues	\$179	\$38
Net Income (Loss)	(\$78)	(\$42)

Ownership Interest(s):	99.90% by Edison Capital Housing Partners XIII LP	99.00% by Edison Capital Housing Partners V LP
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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

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Name of Entity:	University Park Properties LP	Upland Senior Housing LP (Coy D. Estes)
-----------------	----------------------------------	--

Equity Interest:

Assets	\$1,557	\$3,652
Revenues	\$28	\$343
Net Income (Loss)	(\$40)	(\$66)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners VI LP	99.00% by Edison Capital Housing Partners VI LP
------------------------	--	--

Name of Entity:	Villa Maria Housing Partnership	Vine St Court LP
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Equity Interest:

Assets	\$4,667	\$31
Revenues	\$177	\$2
Net Income (Loss)	(\$139)	(\$1)

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by MHIFED 96A LP
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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships

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December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

Name of Entity:	Virginia Lane LP	Vista Properties LLC (Vista View)

Equity Interest:		
Assets	\$1	\$2,280
Revenues	\$0	\$239
Net Income (Loss)	\$0	(\$27)
Ownership Interest(s):	99.90% by Edison Capital Housing Partners XIX LP	99.00% by Edison Capital Housing Partners VI LP

Name of Entity:	Vista Verde Housing Associates LP (California)	Vista Verde Townhomes II LLC (Colorado)

Equity Interest:		
Assets	\$1	\$1,231
Revenues	\$0	\$66
Net Income (Loss)	\$0	(\$35)
Ownership Interest(s):	99.9% by Edison Capital Housing Partners XVII LP	99.00% by Edison Capital Housing Partners VI LP

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships

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December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

Name of Entity:	Walden Pond Ltd LP (Hamlet)	Wall Street Palmer House LP (Palmer Hotel)
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Equity Interest:

Assets	\$183	\$819
Revenues	\$21	\$76
Net Income (Loss)	(\$6)	(\$4)

Ownership Interest(s):	99.00% by Corporations for Affordable Housing LP	99.00% by Edison Capital Housing Partners XI LP
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Name of Entity:	Washington Creek Assoc LP	West Capital Courtyard LP
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Equity Interest:

Assets	\$3,295	\$5,763
Revenues	\$243	\$342
Net Income (Loss)	(\$158)	\$218

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.00% by MHICAL 94 LP
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EDISON CAPITAL

Equity Investments in Real Estate Limited Partnerships

December 31, 2002 - Based on financial statements as of December 31, 2001
(In thousands)

Name of Entity:	Westfield Condominium Investment LP	Westgate Townhomes Assoc LP
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Equity Interest:

Assets	\$1,449	\$4,151
Revenues	\$309	\$229
Net Income (Loss)	(\$16)	(\$170)

Ownership Interest(s):	98.99% by Edison Capital Housing Investments	99.00% by MHICAL 96 LP
	0.01% by Mission Funding Theta	

Name of Entity:	Westport Village Homes Assoc LP	West Valley Hart LP (Hart and Alabama)
-----------------	---------------------------------	--

Equity Interest:

Assets	\$1,070	\$1,865
Revenues	\$104	\$114
Net Income (Loss)	(\$84)	(\$182)

Ownership Interest(s):	99.00% by Edison Funding Omicron Inc.	99.90% by Edison Capital Housing Investments
------------------------	---------------------------------------	--

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EDISON CAPITAL
 Equity Investments in Real Estate Limited Partnerships
 December 31, 2002 - Based on financial statements as of December 31, 2001
 (In thousands)

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Name of Entity:	White Mountain Apache Housing	Wilmington Housing Assoc LP (New Harbor Vista)
-----------------	----------------------------------	---

Equity Interest:

Assets	\$1,844	\$2,290
Revenues	\$56	\$150
Net Income (Loss)	(\$45)	(\$65)

Ownership Interest(s):	99.00% by Edison Capital Housing Investments	99.90% by Edison Capital Housing Partners XI LP
------------------------	---	--

Name of Entity:	Winfield Hill Assoc LP	Wingate LLC (Regency Park)
-----------------	------------------------	----------------------------

Equity Interest:

Assets	\$2	\$1,598
Revenues	\$0	\$142
Net Income (Loss)	\$0	(\$43)

Ownership Interest(s):	99.00% by Edison Capital Housing Partners XIX LP	99.9% by Edison Capital Housing Partners XV LP
------------------------	---	---

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EDISON CAPITAL
Equity Investments in Real Estate Limited Partnerships
December 31, 2002 - Based on financial statements as of December 31, 2001

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

(In thousands)

Name of Entity:	Women's Westlake LP (Dorothy Day)	Woodland Arms Apts, Ltd (Willow Creek)

Equity Interest:		
Assets	\$750	\$1,661
Revenues	\$40	\$201
Net Income (Loss)	(\$23)	(\$94)
Ownership Interest(s):	99.00% by Edison Capital Housing Partners XIII LP	99.00% by Edison Capital Housing Partners VII LP

Name of Entity:	WPA/Edison LLC (Pier A) Dissolved in `02	Yale Street LP

Equity Interest:		
Assets	\$0	\$827
Revenues	\$0	\$47
Net Income (Loss)	\$0	(\$27)
Ownership Interest(s):	99.00% by Edison Capital Housing New York	99.90% by Edison Capital Housing Partners XII LP

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EDISON CAPITAL

Equity Investments

December 31, 2002 - Based on financial statements as of December 31, 2001

(In thousands)

Name of Entity:	AIG Asian Infrastructure Fund II LP	AIG Emerging Europe Infrastructure Fund LP

Equity Interest:		
Assets	\$53,678	\$8,544
Revenues	\$1,668	\$18
Net Income (Loss)	(\$7,192)	(\$1,541)
Ownership Interest(s):	5.80% by Edison Capital Latin American Investments (Bermuda) Ltd.	22.70% by Edison Capital Latin American Investments (Bermuda) Ltd.

Name of Entity:	AIG-GE Capital Latin American Infrastructure Fund LP	Compania Adminstradora de Empresas Bolivia SA (Cade)

Equity Interest:		
Assets	\$48,518	\$832
Revenues	\$539	\$596
Net Income (Loss)	(\$992)	\$248
Ownership Interest(s):	8.00% by Edison Capital Latin American Investments (Bermuda) Ltd.	12.55% by Edison Capital International (Bermuda) Ltd.

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EDISON CAPITAL

Equity Investments

December 31, 2002 - Based on financial statements as of December 31, 2000

(In thousands)

Name of Entity:	Empresa de Servicios Edeser S.A. (Edesar)	Empresa de Luz y Fuerza Electrica de Oruro SA (Elfeo)

Equity Interest:		
Assets	\$419	\$1,736
Revenues	\$484	\$1,469
Net Income (Loss)	\$103	\$29
Ownership Interest(s):	12.55% by Edison Capital International (Bermuda) Ltd.	12.55% by Edison Capital International (Bermuda) Ltd.

Name of Equity	Lakota Ridge LLC	Olmeca Cable Investments Ltd.

Equity Interest:		
Assets	\$10,607	\$17,907
Revenues	\$743	\$18
Net Income (Loss)	(\$302)	(\$434)
Ownership Interest(s):	75.00% by Mission Funding Zeta	21.7% by Edison Capital International (Bermuda) Ltd.

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EDISON CAPITAL

Equity Investments

December 31, 2002 - Based on financial statements as of December 31, 2000
(In thousands)

Name of Entity:	Storm Lake Power Partners	Trinidad and Tobago Methanol Company Limited

Equity Interest:		
Assets	\$173,103	\$3,512
Revenues	\$11,265	\$1,372
Net Income (Loss)	(\$3,287)	\$201
Ownership Interest(s):	99.00% by Mission Iowa Wind Company	1.0% by Edison Capital LAI (Bermuda) Ltd.

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

Associated Southern Investment Company (Inactive)	Calabasas Palatino, Inc. (Inactive)
--	---

ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
Transmission and distribution
Generation
Accumulated provision for depreciation
and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets
=====

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

	Centrelake Partners LP (Inactive)	Irwindale Land Company (Inactive)

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges		

Total deferred charges		

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Assets of discontinued operations

Total assets

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

Mission Industrial Constructors, Inc. (Inactive)
 Mission-Oceanographers, Inc. (Inactive)

ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

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Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

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

Mission South Bay
Company (Inactive) Mission Texas
Property Holdi
Inc. (Inactive)

ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

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Total investment and other assets

Utility plant, at original cost:

Transmission and distribution

Generation

Accumulated provision for depreciation

and decommissioning

Construction work in progress

Nuclear fuel, at amortized cost

Total utility plant

Goodwill

Regulatory assets - net

Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

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MISSION LAND COMPANY and Subsidiaries [Tier 3]

Consolidating Balance Sheet

December 31, 2002

(In thousands)

Mission Land
Company

Consolidating
Adjustments

ASSETS

Cash and equivalents

\$98

Receivables - net

14,222

Fuel inventory

Materials and supplies, at average cost

Accumulated deferred income taxes - net

Trading and price risk management assets

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Prepayments and other current assets

 Total current assets 14,320

Nonutility property - net (1,860)
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments 1,860

Total investment and other assets 0

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets \$14,320
 =====

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

Associated

Calabasas

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Southern
Investment Company
(Inactive)

Palatino, Inc.
(Inactive)

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity
=====

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

	Centrelake Partners LP (Inactive)	Irwindale Land Company (Inact

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities		

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding		

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solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity
=====

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

Mission Industrial Mission-Ocean
Constructors, Inc. (Inactive)
(Inactive)

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts

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Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity
 =====

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

	Mission South Bay Company (Inactive)	Mission Texas Property Holdi Inc. (Inactive)
--	---	--

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt as due within one year

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Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity
=====

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

	Mission Land Company	Consolidating Adjustments

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$38	
Accrued taxes		
Trading and price risk management liabilities	267	
Other current liabilities	425	

Total current liabilities	730	

Long-term debt		

Accumulated deferred income taxes - net	3,188	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits	2,547	
Other long-term liabilities		

Total deferred credits and other liabilities	5,735	

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock		
Accumulated other comprehensive income (loss)		

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Retained earnings	7,855

Total common shareholders' equity	7,855

Total liabilities and shareholders' equity	\$14,320
=====	

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

	Associated Southern Investment Company	Calabasas Palatino, In (Inactive)

Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		

Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		
Income taxes (benefit)		

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Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
-----	-----	-----
Net income (loss)		
-----	-----	-----
Retained earnings - beginning of year	\$4,482	(\$
Dividends declared on common stock		
Dividends declared on preferred stock	(\$4,482)	\$
-----	-----	-----
Retained earnings - end of year		
=====	=====	=====

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

	Centrelake Partners LP (Inactive)	Irwindale La Company (Ina
-----	-----	-----
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		

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Dividends on preferred securities
 Dividends on utility preferred stock

 Income (loss) from continuing operations before taxes
 Income taxes (benefit)

 Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

 Net income (loss)

 Retained earnings - beginning of year
 Dividends declared on common stock
 Dividends declared on preferred stock

(\$2,040)

\$2,040

 Retained earnings - end of year
 =====

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

Mission Industrial
 Constructors, Inc.
 (Inactive)

Mission-Ocea

 Electric utility
 Nonutility power generation
 Financial services and other

 Total operating revenue

 Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

 Total operating expenses

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Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		
Income taxes (benefit)		

Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		

Retained earnings - beginning of year	(\$1)	\$2
Dividends declared on common stock		
Dividends declared on preferred stock	\$1	(\$2)

Retained earnings - end of year		
=====		

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

	Mission South Bay Company (Inactive)	Mission Texa Property Hol Inc. (Inacti
Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		

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Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

 Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

 Income (loss) from continuing operations before taxes
 Income taxes (benefit)

Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

 Net income (loss)

Retained earnings - beginning of year	\$92
Dividends declared on common stock	
Dividends declared on preferred stock	(\$92)

 Retained earnings - end of year
 =====

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

	Mission Land Company	Consolidatin Adjustments
--	-------------------------	-----------------------------

 Electric utility
 Nonutility power generation

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Financial services and other	\$10,487

Total operating revenue	10,487

Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	4,585
Depreciation, decommissioning and amortization	
Property and other taxes	6
Net gain on sale of utility plant	

Total operating expenses	4,591

Operating income (loss)	5,896
Interest and dividend income	239
Other nonoperating income	334
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	6,469
Income taxes (benefit)	3,553

Income (loss) from continuing operations	2,916
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	2,916

Retained earnings - beginning of year	167
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$3,083
=====	

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

Associated
 Southern
 Engineering

Mission Power
 Engineering
 Company (Inact

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Company (Inactive)

ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
Transmission and distribution
Generation
Accumulated provision for depreciation
and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets
=====

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

	Mission Power Engineering Company Consolidated

ASSETS	

Cash and equivalents	
Receivables - net	\$60
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	

Total current assets	60

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	

Total investment and other assets	

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	
Regulatory assets - net	
Other deferred charges	5

Total deferred charges	5

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 Assets of discontinued operations

Total assets \$65
 =====

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

Associated
 Southern
 Engineering
 Company (Inactive) Mission Power
 Engineering
 Company (Inactive)

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities (\$8,

Total deferred credits and other liabilities (8,

Liabilities of discontinued operations

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Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock	(\$4)	(3,
--------------	-------	-----

Accumulated other comprehensive income (loss)		
---	--	--

Retained earnings	\$4	11,
-------------------	-----	-----

Total common shareholders' equity		8,
-----------------------------------	--	----

Total liabilities and shareholders' equity		(
--	--	---

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MISSION POWER ENGINEERING COMPANY and Subsidiaries [Tier 3]

Consolidating Balance Sheet

December 31, 2002

(In thousands)

Mission Power
Engineering
Company
Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

Accrued taxes

Trading and price risk management liabilities

Other current liabilities

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Total current liabilities

 Long-term debt

 Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities (\$8,913)

 Total deferred credits and other liabilities (8,913)

 Liabilities of discontinued operations

 Minority Interest

 Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

 Common stock (3,000)
 Accumulated other comprehensive income (loss)
 Retained earnings 11,848

 Total common shareholders' equity 8,848

 Total liabilities and shareholders' equity (\$65)
 =====

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

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

	Associated Southern Engineering Company (Inactive)	Mission Power Engineering Company (Ina
-----	-----	-----
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
-----	-----	-----
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		
-----	-----	-----
Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
-----	-----	-----
Net income (loss)		
-----	-----	-----
Retained earnings - beginning of year	(\$3)	(1)
Dividends declared on common stock		
Dividends declared on preferred stock	(1)	
-----	-----	-----
Retained earnings - end of year	(\$4)	(\$1)
=====	=====	=====

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

	Mission Power Engineering Company Consolidated
Electric utility	
Nonutility power generation	
Financial services and other	
Total operating revenue	
Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	\$58
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	
Total operating expenses	58
Operating income (loss)	(58)
Interest and dividend income	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
Income (loss) from continuing operations before taxes	(58)
Income taxes (benefit)	(64)
Income (loss) from continuing operations	6
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
Net income (loss)	6
Retained earnings - beginning of year	(11,854)
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	(\$11,848)

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

	Aguila Energy Company	Anacapa Energy Company
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		16,
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		16,
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Regulatory assets - net		
Other deferred charges		
<hr/>		
Total deferred charges		
<hr/>		

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Assets of discontinued operations

 Total assets \$16,
 =====

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

	Balboa Energy Company	Blue Ridge Energy Company

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

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Total utility plant

Goodwill

Regulatory assets - net

Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

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

	Camino Energy Company	Capistrano Cogeneration Company Sold 01/11/200
ASSETS		
Cash and equivalents		
Receivables - net	\$329	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	393	
Total current assets	722	
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	96,833	
Investments in leveraged leases		
Other investments		

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Total investment and other assets	96,833
-----------------------------------	--------

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Goodwill	
Regulatory assets - net	
Other deferred charges	224

Total deferred charges	224
------------------------	-----

Assets of discontinued operations

Total assets	\$97,779
--------------	----------

=====

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

	Chesapeake Bay Energy Company	Chester Energy Company
--	----------------------------------	---------------------------

ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

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 Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets
 =====

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

Colonial Energy Coronado Energy
 Company (Inactive) Company

 ASSETS

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Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
 and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
Accumulated provision for depreciation
 and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002

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(In thousands)

	Del Mar Energy Company	Delaware Energy Conservers, Inc. (Inactive)
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	\$41	
<hr/>		
Total current assets	41	
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	8,867	
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	8,867	
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Regulatory assets - net		
Other deferred charges		
<hr/>		
Total deferred charges		
<hr/>		
Assets of discontinued operations		
<hr/>		
Total assets	\$8,908	
<hr/>		

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

	Devereaux Energy Company	East Maine Energy Company (Inactive)
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Regulatory assets - net		
Other deferred charges		

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 Total deferred charges

Assets of discontinued operations

Total assets
 =====

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

	Edison Mission Development, Inc.	Edison Mission Energy Fuel Consolidated

ASSETS		

Cash and equivalents		
Receivables - net	\$26	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets	26	

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		\$111,
Investments in leveraged leases		
Other investments		

Total investment and other assets		111,

Utility plant, at original cost:		
Transmission and distribution		
Generation		

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Accumulated provision for depreciation
and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets	\$26	\$111,
=====	=====	=====

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

	Edison Mission Energy Interface Ltd.	Edison Mission Energy Service Inc.
--	--	--

ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships

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and unconsolidated subsidiaries	\$366
Investments in leveraged leases	
Other investments	

Total investment and other assets	366
-----------------------------------	-----

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets	\$366	\$
--------------	-------	----

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

Edison Mission Fuel Transportation, Inc.	Edison Mission Marketing and Trading, Inc.
---	--

ASSETS

Cash and equivalents	\$11,
Receivables - net	58,

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Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	29,
Prepayments and other current assets	1,

Total current assets	100,

Nonutility property - net	4,
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	

Total investment and other assets	4,

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	2,
Regulatory assets - net	
Other deferred charges	14,

Total deferred charges	16,

Assets of discontinued operations	

Total assets	\$121,
=====	

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

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	Edison Mission Holdings Co. Consolidated	Edison Mission Operation and Maintenance, I

ASSETS		

Cash and equivalents	\$59,177	\$
Receivables - net	1,295	6,
Fuel inventory	27,257	
Materials and supplies, at average cost	24,159	
Accumulated deferred income taxes - net		
Trading and price risk management assets	(291)	
Prepayments and other current assets	70,314	

Total current assets	181,911	7,

Nonutility property - net	429,047	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets	429,047	

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges	159,536	

Total deferred charges	159,536	

Assets of discontinued operations		

Total assets	\$770,494	\$7,
=====		

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

	El Dorado Energy Company	EME CP Holding Co. Consolidat

ASSETS		

Cash and equivalents		\$1,
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		3,

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges		98,

Total deferred charges		98,

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 Assets of discontinued operations

Total assets \$101,
 =====

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

EMOM Services, Inc. EMP Inc. (Inac

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets
=====

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

Global Power
Investors, Inc.

Hancock Genera
LLC

ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases

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Other investments

Total investment and other assets

Utility plant, at original cost:

Transmission and distribution

Generation

Accumulated provision for depreciation
and decommissioning

Construction work in progress

Nuclear fuel, at amortized cost

Total utility plant

Goodwill

Regulatory assets - net

Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]

Consolidating Balance Sheet

December 31, 2002

(In thousands)

Holtsville Energy
Company

Indian Bay Ene
Company

ASSETS

Cash and equivalents

Receivables - net

Fuel inventory

Materials and supplies, at average cost

Accumulated deferred income taxes - net

Trading and price risk management assets

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Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
Transmission and distribution
Generation
Accumulated provision for depreciation
and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

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

Kings Canyon
Energy Company

Kingspark Ener
Company

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(Inactive)

ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
Transmission and distribution
Generation
Accumulated provision for depreciation
and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets
=====

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

La Jolla Energy Lakeview Energy
 Company (Inactive) Company

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

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

	Longview Cogeneration Company	Madera Energy Company
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		

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Goodwill
 Regulatory assets - net
 Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

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

	Majestic Energy Limited Consolidated	Midwest Genera EME, LLC Consolidated
ASSETS		
Cash and equivalents	\$2	\$320,
Receivables - net	1	62,
Fuel inventory		79,
Materials and supplies, at average cost		18,
Accumulated deferred income taxes - net		
Trading and price risk management assets		2,
Prepayments and other current assets		27,
Total current assets	3	509,
Nonutility property - net		4,031,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
Total investment and other assets		4,031,

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Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

62,

 Total deferred charges

62,

Assets of discontinued operations

Total assets
 =====

\$3

\$4,602,
 =====

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

Mission Capital LP Mission Del Ci
 Inc. Consolida

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

 Total current assets

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Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		23,
Investments in leveraged leases		
Other investments		

Total investment and other assets		23,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Assets of discontinued operations		

Total assets		\$24,
=====		

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

	Mission Energy Construction Services, Inc.	Mission Energy Generation, In (Inactive)

ASSETS		

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Cash and equivalents	
Receivables - net	\$1,070
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	

Total current assets	1,070

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	3,946
Investments in leveraged leases	
Other investments	

Total investment and other assets	3,946

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	
Regulatory assets - net	
Other deferred charges	

Total deferred charges	

Assets of discontinued operations	

Total assets	\$5,016
=====	

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet
December 31, 2002

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(In thousands)

	Mission Energy Holdings International Inc. Consolidated	Mission Energy Indonesia (Inactive)

ASSETS		

Cash and equivalents	\$206,578	
Receivables - net	178,367	
Fuel inventory	5,006	
Materials and supplies, at average cost	22,086	
Accumulated deferred income taxes - net		
Trading and price risk management assets	9,775	
Prepayments and other current assets	27,751	

Total current assets	449,563	

Nonutility property - net	3,528,044	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	1,297,837	
Investments in leveraged leases		
Other investments		

Total investment and other assets	4,825,881	

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill	669,995	
Regulatory assets - net		
Other deferred charges	70,733	

Total deferred charges	740,728	

Assets of discontinued operations		

Total assets	\$6,016,172	
=====		

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

	Mission Energy New York, Inc.	Mission Energy Wales Company Consolidated
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents	\$45	
Receivables - net	3,159	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets	3,204	
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	76,119	\$228,
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	76,119	228,
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		

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Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets \$79,323 \$228,
=====

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

Mission Triple
Cycle Systems
Company North Jackson
Energy Company
(Inactive)

ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:

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Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

 Total deferred charges

Assets of discontinued operations

Total assets
 =====

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

	Ortega Energy Company	Panther Timber Company
-----	-----	-----

ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

 Total current assets

Nonutility property - net

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Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
Transmission and distribution
Generation
Accumulated provision for depreciation
and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets
=====

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

Pleasant Valley Prince George
Energy Company Energy Company

ASSETS

Cash and equivalents
Receivables - net

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Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
 and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
Accumulated provision for depreciation
 and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets
=====

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

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	Rapidan Energy Company	Reeves Bay Energy Company

ASSETS		

Cash and equivalents	\$10	
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets	10	

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	654	
Investments in leveraged leases		
Other investments		

Total investment and other assets	654	

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Assets of discontinued operations		

Total assets	\$664	
=====		

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

	Rio Escondido Energy Company	Riverport Ener Company
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Regulatory assets - net		
Other deferred charges		
<hr/>		
Total deferred charges		
<hr/>		

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Assets of discontinued operations

Total assets

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

	San Joaquin Energy Company	San Juan Energy Company
ASSETS		
Cash and equivalents		
Receivables - net	\$134	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	177	\$
Total current assets	311	
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	51,238	49,
Investments in leveraged leases		
Other investments		
Total investment and other assets	51,238	49,
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

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Total utility plant

Goodwill

Regulatory assets - net

Other deferred charges

76

Total deferred charges

76

Assets of discontinued operations

Total assets

\$51,625

\$49,

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

Santa Ana Energy
 Company

Santa Clara En
 Company

ASSETS

Cash and equivalents

Receivables - net

Fuel inventory

Materials and supplies, at average cost

Accumulated deferred income taxes - net

Trading and price risk management assets

Prepayments and other current assets

Total current assets

Nonutility property - net

Nuclear decommissioning trusts

Investments in partnerships
 and unconsolidated subsidiaries

Investments in leveraged leases

Other investments

Total investment and other assets

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Utility plant, at original cost:
 Transmission and distribution
 Generation
Accumulated provision for depreciation
 and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets
=====

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

Silver Springs
Energy Company

Sonoma Geother
Company

ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

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Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
 and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
Accumulated provision for depreciation
 and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets
=====

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

Southern Sierra
Energy Company

Thorofare Ener
Company (Inact

ASSETS

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Cash and equivalents	
Receivables - net	\$8
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	279

Total current assets	287

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	46,119
Investments in leveraged leases	
Other investments	

Total investment and other assets	46,119

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	
Regulatory assets - net	
Other deferred charges	126

Total deferred charges	126

Assets of discontinued operations	

Total assets	\$46,532
=====	

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

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	Vista Energy Company (Inactive)	Western Sierra Energy Company

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		61,
Investments in leveraged leases		
Other investments		

Total investment and other assets		61,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Assets of discontinued operations		

Total assets		\$61,
=====		

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

	Consolidating Adjustments	Edison Mission Energy Consoli
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents	(\$87)	\$647,
Receivables - net	(58,573)	309,
Fuel inventory	(1)	111,
Materials and supplies, at average cost	1	64,
Accumulated deferred income taxes - net		
Trading and price risk management assets	(7,971)	33,
Prepayments and other current assets	64,499	195,
<hr/>		
Total current assets	(2,132)	1,362,
<hr/>		
Nonutility property - net	(1,266,669)	6,761,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(7,459,112)	1,645,
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	(8,725,781)	8,406,
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill	(74,167)	659,
Regulatory assets - net		
Other deferred charges	243,397	652,
<hr/>		

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Total deferred charges	169,230	1,312,

Assets of discontinued operations	10,273	10,

Total assets	(\$8,548,410)	\$11,092,
=====		

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

	Aguila Energy Company	Anacapa Energy Company

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$33,653)	\$1,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(33,653)	1,

Long-term debt		

Accumulated deferred income taxes - net	34,639	3,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	34,639	3,

Liabilities of discontinued operations		

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Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock	7,867	10,
Accumulated other comprehensive income (loss)		
Retained earnings	(8,853)	2,

Total common shareholders' equity	(\$986)	12,
-----------------------------------	---------	-----

Total liabilities and shareholders' equity		\$16,
--	--	-------

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

	Balboa Energy Company	Blue Ridge Energy Company
--	--------------------------	------------------------------

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

Total current liabilities

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Long-term debt

Accumulated deferred income taxes - net	(\$4)
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	(4)
--	-----

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:

- Not subject to mandatory redemption
- Subject to mandatory redemption

Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock	14
Accumulated other comprehensive income (loss)	
Retained earnings	(10)

Total common shareholders' equity	\$4
-----------------------------------	-----

Total liabilities and shareholders' equity

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

Camino Energy
 Company

Capistrano
 Cogeneration

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Company
Sold 01/11/200

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable (\$804)
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities (804)

Long-term debt

Accumulated deferred income taxes - net 19,355
Accumulated deferred investment tax credits 7,140
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities 26,495

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption
Subject to mandatory redemption
Company-obligated mandatorily redeemable
securities of subsidiaries holding
solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock 48,506
Accumulated other comprehensive income (loss)
Retained earnings 23,582

Total common shareholders' equity 72,088

Total liabilities and shareholders' equity \$97,779
=====

375

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

	Chesapeake Bay Energy Company	Chester Energy Company

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$1)
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities		(1)

Long-term debt		

Accumulated deferred income taxes - net		1
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		1

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		

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Other preferred securities

Total preferred securities of subsidiaries

Common stock	1,518	\$
Accumulated other comprehensive income (loss)		
Retained earnings	(\$1,518)	(\$)

Total common shareholders' equity

Total liabilities and shareholders' equity

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

Colonial Energy Company (Inactive)	Coronado Energy Company
---------------------------------------	----------------------------

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

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 Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:

 Not subject to mandatory redemption

 Subject to mandatory redemption

Company-obligated mandatorily redeemable

 securities of subsidiaries holding

 solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock	\$4
--------------	-----

Accumulated other comprehensive income (loss)	
---	--

Retained earnings	(\$4)
-------------------	-------

 Total common shareholders' equity

Total liabilities and shareholders' equity
 =====

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]

Consolidating Balance Sheet

December 31, 2002

(In thousands)

Del Mar Energy
 Company

Delaware Energy
 Conservers, Inc.
 (Inactive)

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable	(\$120)
------------------	---------

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Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	

Total current liabilities	(120)

Long-term debt	

Accumulated deferred income taxes - net	2,971
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	2,971

Liabilities of discontinued operations	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	3,738
Accumulated other comprehensive income (loss)	
Retained earnings	2,319

Total common shareholders' equity	6,057

Total liabilities and shareholders' equity	\$8,908
=====	

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet

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December 31, 2002

(In thousands)

	Devereaux Energy Company	East Maine Energy Company (Inactive)
LIABILITIES AND SHAREHOLDERS' EQUITY		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$2,421	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
Total current liabilities	2,421	
Long-term debt		
Accumulated deferred income taxes - net	4,004	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
Total deferred credits and other liabilities	4,004	
Liabilities of discontinued operations		
Minority Interest		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
Total preferred securities of subsidiaries		
Common stock		
Accumulated other comprehensive income (loss)		
Retained earnings	(6,425)	

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Total common shareholders' equity (\$6,425)

Total liabilities and shareholders' equity

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

	Edison Mission Development, Inc.	Edison Mission Energy Fuel Consolidated
LIABILITIES AND SHAREHOLDERS' EQUITY		
Short-term debt		
Long-term debt due within one year		(\$10,
Preferred stock to be redeemed within one year		
Accounts payable	(\$70,849)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	(248)	
Total current liabilities	(71,097)	(9,
Long-term debt		
Accumulated deferred income taxes - net	53	16,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
Total deferred credits and other liabilities	53	16,
Liabilities of discontinued operations		
Minority Interest		

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Preferred stock of utility:

Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	83,793	86,
Accumulated other comprehensive income (loss)		
Retained earnings	(12,723)	17,

Total common shareholders' equity	71,070	104,

Total liabilities and shareholders' equity	\$26	\$111,
=====		

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

	Edison Mission Energy Interface Ltd.	Edison Mission Energy Service Inc.

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$62	\$
Accrued taxes	(2)	
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	60	

Long-term debt

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 Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock	315
Accumulated other comprehensive income (loss)	(76)
Retained earnings	67

Total common shareholders' equity	306

Total liabilities and shareholders' equity	\$366
=====	

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

Edison Mission
 Fuel Transpor
 tation, Inc.

Edison Mission
 Marketing and
 Trading, Inc.

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 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable \$38,
 Accrued taxes
 Trading and price risk management liabilities 30,
 Other current liabilities 2,

 Total current liabilities 71,

Long-term debt

 Accumulated deferred income taxes - net (15,
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities 16,

 Total deferred credits and other liabilities

 Liabilities of discontinued operations

 Minority Interest

 Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

 Common stock 60,
 Accumulated other comprehensive income (loss)
 Retained earnings (11,

 Total common shareholders' equity 49,

 Total liabilities and shareholders' equity \$121,
 =====

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

	Edison Mission Holdings Co. Consolidated	Edison Mission Operation and Maintenance, I
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year	\$206	
Preferred stock to be redeemed within one year		
Accounts payable	(28,580)	(\$20,
Accrued taxes	(1,705)	
Trading and price risk management liabilities	9,293	
Other current liabilities	17,341	12,
<hr/>		
Total current liabilities	(3,445)	(7,
<hr/>		
Long-term debt	324	
<hr/>		
Accumulated deferred income taxes - net	15,359	(3,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	19,259	
<hr/>		
Total deferred credits and other liabilities	34,618	(3,
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

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 Total preferred securities of subsidiaries

Common stock	648,938	13,
Accumulated other comprehensive income (loss)	(4,415)	
Retained earnings	94,474	4,

Total common shareholders' equity	738,997	18,

Total liabilities and shareholders' equity	\$770,494	\$7,
=====		

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

	El Dorado Energy Company	EME CP Holding Co. Consolidat

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		\$
Preferred stock to be redeemed within one year		
Accounts payable	\$272	(1,
Accrued taxes		
Trading and price risk management liabilities		3,
Other current liabilities		

Total current liabilities	272	3,

Long-term debt		82,

Accumulated deferred income taxes - net	(1,542)	8,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

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Total deferred credits and other liabilities	(1,542)	8,
Liabilities of discontinued operations		
Minority Interest		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
Total preferred securities of subsidiaries		
Common stock	9,217	
Accumulated other comprehensive income (loss)		
Retained earnings	(7,947)	6,
Total common shareholders' equity	\$1,270	6,
Total liabilities and shareholders' equity		\$101,

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

EMOM Services, Inc. EMP, Inc.
 (Inactive)

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$8,

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Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	

Total current liabilities	(8,

Long-term debt	

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	

Liabilities of discontinued operations	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	9,
Accumulated other comprehensive income (loss)	
Retained earnings	(1,

Total common shareholders' equity	\$8,

Total liabilities and shareholders' equity	
=====	

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet

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December 31, 2002

(In thousands)

Global Power
Investors, Inc.

Hancock Genera
LLC

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

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 Total common shareholders' equity

Total liabilities and shareholders' equity
 =====

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

	Holtsville Energy Company	Indian Bay Energy Company

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$169)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(169)	

Long-term debt		

Accumulated deferred income taxes - net	169	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	169	

Liabilities of discontinued operations		

Minority Interest		

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 Preferred stock of utility:

 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	896
Accumulated other comprehensive income (loss)	
Retained earnings	(\$896)

 Total common shareholders' equity

Total liabilities and shareholders' equity
 =====

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

	Kings Canyon Energy Company (Inactive)	Kingspark Ener Company
--	--	---------------------------

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$1,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

 Total current liabilities

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Long-term debt

Accumulated deferred income taxes - net	1,
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	
Total deferred credits and other liabilities	\$1,

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries

Common stock	\$6
Accumulated other comprehensive income (loss)	
Retained earnings	(\$6)

Total common shareholders' equity

Total liabilities and shareholders' equity

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

La Jolla Energy Company (Inactive) Lakeview Energy Company

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 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

 Total current liabilities

Long-term debt

 Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

Liabilities of discontinued operations

 Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	\$6
Accumulated other comprehensive income (loss)	
Retained earnings	(\$6)

 Total common shareholders' equity

Total liabilities and shareholders' equity
 =====

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

	Longview Cogeneration Company	Madera Energy Company
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities		
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

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 Total preferred securities of subsidiaries

Common stock	\$6
Accumulated other comprehensive income (loss)	
Retained earnings	(\$6)

Total common shareholders' equity

Total liabilities and shareholders' equity
 =====

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

	Majestic Energy Limited Consolidated	Midwest Genera EME, LLC Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		\$911,
Preferred stock to be redeemed within one year		
Accounts payable	\$1,706	(1,398,
Accrued taxes	2,478	
Trading and price risk management liabilities		2,
Other current liabilities	145	166,

Total current liabilities	4,329	(317,

Long-term debt		2,127,

Accumulated deferred income taxes - net	67	110,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		118,

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Total deferred credits and other liabilities	67	229,

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	304,894	2,456,
Accumulated other comprehensive income (loss)	(482)	(
Retained earnings	(308,805)	107,

Total common shareholders' equity	(4,393)	2,562,

Total liabilities and shareholders' equity	\$3	\$4,602,
=====		

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

Mission Capital LP Mission Del Ci
 Inc. Consolida

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$154,639)	\$5,

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Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(154,639)	5,

Long-term debt		

Accumulated deferred income taxes - net		2,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		2,

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities	150,000	

Total preferred securities of subsidiaries	150,000	

Common stock	4,640	(2,
Accumulated other comprehensive income (loss)		
Retained earnings	(1)	18,

Total common shareholders' equity	\$4,639	15,

Total liabilities and shareholders' equity		\$24,
=====		

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
Consolidating Balance Sheet

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December 31, 2002

(In thousands)

	Mission Energy Construction Services, Inc.	Mission Energy Generation, Inc. (Inactive)

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$195)
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities		(195)

Long-term debt		

Accumulated deferred income taxes - net		702
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		702

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock		4,842
Accumulated other comprehensive income (loss)		
Retained earnings		(333)

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Total common shareholders' equity 4,509

Total liabilities and shareholders' equity \$5,016

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

	Mission Energy Holdings International Inc. Consolidated	Mission Energy Indonesia (Inactive)
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt	\$77,551	
Long-term debt due within one year	131,222	
Preferred stock to be redeemed within one year		
Accounts payable	150,516	
Accrued taxes	24,518	
Trading and price risk management liabilities	5,795	
Other current liabilities	87,959	
<hr/>		
Total current liabilities	477,561	
<hr/>		
Long-term debt	2,116,083	
<hr/>		
Accumulated deferred income taxes - net	387,790	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	479,144	
<hr/>		
Total deferred credits and other liabilities	866,934	
<hr/>		
Liabilities of discontinued operations		
<hr/>		

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Minority Interest	579,656

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	131,225
Other preferred securities	

Total preferred securities of subsidiaries	131,225

Common stock	3,508,221
Accumulated other comprehensive income (loss)	(210,002)
Retained earnings	(1,453,506)

Total common shareholders' equity	1,844,713

Total liabilities and shareholders' equity	\$6,016,172
=====	

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

	Mission Energy New York, Inc.	Mission Energy Wales Company Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$117,055	(\$164,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	431	

Total current liabilities	117,486	(164,

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Long-term debt

Accumulated deferred income taxes - net	36,171	285,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	36,171	285,
--	--------	------

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries

Common stock	27,502	69,
Accumulated other comprehensive income (loss)		
Retained earnings	(101,836)	37,

Total common shareholders' equity	(74,334)	106,
-----------------------------------	----------	------

Total liabilities and shareholders' equity	\$79,323	\$228,
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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

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	Cycle Systems Company	Energy Company (Inactive)

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities		

Long-term debt		

Accumulated deferred income taxes - net		(\$175)
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		(175)

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock		176
Accumulated other comprehensive income (loss)		
Retained earnings		(1)

Total common shareholders' equity		\$175

Total liabilities and shareholders' equity		
=====		

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

	Ortega Energy Company	Panther Timber Company
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities		
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		(\$
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		(
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

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 Total preferred securities of subsidiaries

Common stock	\$7
Accumulated other comprehensive income (loss)	
Retained earnings	(\$7)

 Total common shareholders' equity

=====
 Total liabilities and shareholders' equity
 =====

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

	Pleasant Valley Energy Company	Prince George Energy Company
--	-----------------------------------	---------------------------------

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$2,741)
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

 Total current liabilities

 (2,741)

 Long-term debt

Accumulated deferred income taxes - net	983
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

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Total deferred credits and other liabilities	983
-----	-----
Liabilities of discontinued operations	
-----	-----
Minority Interest	
-----	-----
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
-----	-----
Total preferred securities of subsidiaries	
-----	-----
Common stock	3,221
Accumulated other comprehensive income (loss)	
Retained earnings	(1,463)
-----	-----
Total common shareholders' equity	\$1,758
-----	-----
Total liabilities and shareholders' equity	
=====	=====

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

	Rapidan Energy Company	Reeves Bay Energy Company
-----	-----	-----
LIABILITIES AND SHAREHOLDERS' EQUITY		
-----	-----	-----
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		\$32
Accrued taxes		
Trading and price risk management liabilities		

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Other current liabilities

 Total current liabilities 32

Long-term debt

 Accumulated deferred income taxes - net (1,186)
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

Total deferred credits and other liabilities (1,186)

Liabilities of discontinued operations

 Minority Interest

 Preferred stock of utility:

 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

 Common stock 3,947 \$
 Accumulated other comprehensive income (loss) (54)
 Retained earnings (2,075) (\$)

Total common shareholders' equity 1,818

Total liabilities and shareholders' equity \$664
 =====

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

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	Rio Escondido Energy Company	Riverport Ener Company

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$116)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(116)	

Long-term debt		

Accumulated deferred income taxes - net	116	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	\$116	

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock		
Accumulated other comprehensive income (loss)		
Retained earnings		

Total common shareholders' equity		

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Total liabilities and shareholders' equity

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

	San Joaquin Energy Company	San Juan Energy Company
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$18,892	\$5,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	18,892	5,
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net	8,982	7,
Accumulated deferred investment tax credits	2,453	
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	11,435	7,
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		

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Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	10,188	5,
Accumulated other comprehensive income (loss)		4,
Retained earnings	11,110	26,

 Total common shareholders' equity 21,298 36,

Total liabilities and shareholders' equity \$51,625 \$49,
 =====

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

	Santa Ana Energy Company	Santa Clara En Company
--	-----------------------------	---------------------------

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

 Total current liabilities

Long-term debt

Accumulated deferred income taxes - net	(\$4)
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	

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Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities (4)

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

 Common stock 13
 Accumulated other comprehensive income (loss)
 Retained earnings (9)

Total common shareholders' equity \$4

Total liabilities and shareholders' equity
 =====

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

Silver Springs
 Energy Company Sonoma Geother
 Company

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year

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Preferred stock to be redeemed within one year		
Accounts payable		\$
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities		

Long-term debt		

Accumulated deferred income taxes - net		(
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		(

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	\$6	3,
Accumulated other comprehensive income (loss)		
Retained earnings	(\$6)	(3,

Total common shareholders' equity		\$

Total liabilities and shareholders' equity		
=====		

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

	Southern Sierra Energy Company	Thorofare Ener Company (Inact
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$23,728)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	(23,728)	
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net	5,533	
Accumulated deferred investment tax credits	3,239	
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	8,772	
<hr/>		
Liabilities of discontinued operations		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock	44,190	
Accumulated other comprehensive income (loss)		
Retained earnings	17,298	

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 Total common shareholders' equity 61,488

Total liabilities and shareholders' equity \$46,532
 =====

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

	Vista Energy Company (Inactive)	Western Sierra Energy Company

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$1,452)	(\$20,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(1,452)	(20,

Long-term debt		

Accumulated deferred income taxes - net	1,035	11,
Accumulated deferred investment tax credits		3,
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	1,035	14,

Liabilities of discontinued operations		

Minority Interest		

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 Preferred stock of utility:

 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	1,097	51,
Accumulated other comprehensive income (loss)		
Retained earnings	(680)	16,

 Total common shareholders' equity \$417 67,

Total liabilities and shareholders' equity \$61,
 =====

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

	Consolidating Adjustments	Edison Mission Energy Consoli

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		\$77,
Long-term debt due within one year	\$10,333	1,089,
Preferred stock to be redeemed within one year		
Accounts payable	(13,129)	181,
Accrued taxes	1,710	34,
Trading and price risk management liabilities	(7,972)	44,
Other current liabilities	(45,507)	344,

Total current liabilities	(54,565)	1,772,

Long-term debt	(1,319,646)	4,872,

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Accumulated deferred income taxes - net	60,360	1,161,
Accumulated deferred investment tax credits	(1)	18,
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		29,
Other long-term liabilities	146,273	836,
<hr/>		
Total deferred credits and other liabilities	206,632	2,046,
<hr/>		
Liabilities of discontinued operations	3,024	3,
<hr/>		
Minority Interest	(156,732)	423,
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		131,
Other preferred securities		150,
<hr/>		
Total preferred securities of subsidiaries		281,
<hr/>		
Common stock	(8,401,276)	2,697,
Accumulated other comprehensive income (loss)	(106,000)	(212,
Retained earnings	1,280,153	(791,
<hr/>		
Total common shareholders' equity	(7,227,123)	1,693,
<hr/>		
Total liabilities and shareholders' equity	(\$8,548,410)	\$11,092,
<hr/>		

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

Aguila Energy
 Company

Anacapa Ener
 Company

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Electric utility		
Nonutility power generation		\$
Financial services and other		
<hr/>		
Total operating revenue		
<hr/>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<hr/>		
Total operating expenses		
<hr/>		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
<hr/>		
Income (loss) from continuing operations before taxes		
Income (taxes) benefit		
<hr/>		
Income (loss) from continuing operations		
Loss from discontinued operations		
Income (taxes) benefit on discontinued operations		
<hr/>		
Net income (loss)		
<hr/>		
Retained earnings - beginning of year		(\$8,853)
Dividends declared on common stock		(
Dividends declared on preferred stock		
<hr/>		
Retained earnings - end of year		(\$8,853)
<hr/>		

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EDISON MISSION ENERGY and Subsidiaries [Tier 4]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002

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(In thousands)

	Balboa Energy Company	Blue Ridge E Company
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		
Income (taxes) benefit		
Income (loss) from continuing operations		
Loss from discontinued operations (including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		
Net income (loss)		
Retained earnings - beginning of year		(\$10)
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year		(\$10)

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

	Camino Energy Company	Capistrano Cogeneration Company Sold 01/11/2
Electric utility		
Nonutility power generation	\$42,613	
Financial services and other		
Total operating revenue	42,613	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	590	
Depreciation, decommissioning and amortization	575	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	1,165	
Operating income (loss)	41,448	
Interest and dividend income	(2,270)	
Other nonoperating income	(36)	
Interest expense - net of amounts capitalized	(113)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	39,029	
Income (taxes) benefit	(15,051)	
Income (loss) from continuing operations	23,978	
Loss from discontinued operations (including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		
Net income (loss)	23,978	
Retained earnings - beginning of year	874	(1
Dividends declared on common stock	(1,270)	\$1
Dividends declared on preferred stock		

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Retained earnings - end of year \$23,582

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

	Chesapeake Bay Energy Company	Chester Ener Company
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		
Income (taxes) benefit		
Income (loss) from continuing operations		
Loss from discontinued operations (including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		

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Net income (loss)	
Retained earnings - beginning of year	(\$1,518)
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	(\$1,518)

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

	Colonial Energy Company (Inactive)	Coronado Energy Company
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

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Income (loss) from continuing operations before taxes
 Income (taxes) benefit

 Income (loss) from continuing operations
 Loss from discontinued operations
 (including loss on disposal of \$1,309, net of tax)
 Income (taxes) benefit on discontinued operations

 Net income (loss)

 Retained earnings - beginning of year (\$4)
 Dividends declared on common stock
 Dividends declared on preferred stock

 Retained earnings - end of year (\$4)
 =====
 =====

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

	Del Mar Energy Company	Delaware Energy Conservers, (Inactive)
Electric utility		
Nonutility power generation	\$7,985	
Financial services and other		
Total operating revenue	7,985	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	61	
Depreciation, decommissioning and amortization	15	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	76	
Operating income (loss)	7,909	
Interest and dividend income		

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Other nonoperating income	(1)
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	7,908
Income (taxes) benefit	(3,049)

Income (loss) from continuing operations	4,859
Loss from discontinued operations	
(including loss on disposal of \$1,309, net of tax)	
Income (taxes) benefit on discontinued operations	

Net income (loss)	4,859

Retained earnings - beginning of year	2,055
Dividends declared on common stock	(4,595)
Dividends declared on preferred stock	

Retained earnings - end of year	\$2,319
=====	

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

	Devereaux Energy Company	East Maine E Company (Ina

Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

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 Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
 Income (taxes) benefit

Income (loss) from continuing operations
 Loss from discontinued operations
 (including loss on disposal of \$1,309, net of tax)
 Income (taxes) benefit on discontinued operations

Net income (loss)

Retained earnings - beginning of year	(\$6,425)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	(\$6,425)
=====	

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

	Edison Mission Development, Inc.	Edison Missi Energy Fuel Consolidated

Electric utility		
Nonutility power generation		\$1
Financial services and other		

Total operating revenue		1

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Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<hr/>		
Total operating expenses		
<hr/>		
Operating income (loss)		1
Interest and dividend income	\$1,389	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
<hr/>		
Income (loss) from continuing operations before taxes	1,389	1
Income (taxes) benefit	(536)	(
<hr/>		
Income (loss) from continuing operations	853	1
Loss from discontinued operations		
(including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		
<hr/>		
Net income (loss)	853	1
<hr/>		
Retained earnings - beginning of year	(13,576)	1
Dividends declared on common stock		(1
Dividends declared on preferred stock		
<hr/>		
Retained earnings - end of year	(\$12,723)	\$1
<hr/>		

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

Edison Mission Energy Interface Ltd	Edison Missi Energy Servi Inc.
---	--------------------------------------

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Electric utility	
Nonutility power generation	\$12
Financial services and other	

Total operating revenue	12

Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	2
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	

Total operating expenses	2

Operating income (loss)	10
Interest and dividend income	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	10
Income (taxes) benefit	(6)

Income (loss) from continuing operations	4
Loss from discontinued operations	
(including loss on disposal of \$1,309, net of tax)	
Income (taxes) benefit on discontinued operations	

Net income (loss)	4

Retained earnings - beginning of year	63
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$67
=====	

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

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	Edison Mission Fuel Transpor tation, Inc.	Edison Missi Marketing an Trading, Inc
Electric utility		
Nonutility power generation		\$1
Financial services and other		
Total operating revenue		1
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		4
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		4
Operating income (loss)		(2)
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		(2)
Income (taxes) benefit		
Income (loss) from continuing operations		(1)
Loss from discontinued operations (including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		
Net income (loss)		(1)
Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year		(\$1)

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

	Edison Mission Holdings Co. Consolidated	Edison Mission Operation and Maintenance,
Electric utility		
Nonutility power generation	\$387,490	\$2
Financial services and other		
Total operating revenue	387,490	2
Fuel	147,927	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	189,074	2
Depreciation, decommissioning and amortization	14,629	
Property and other taxes	366	
Net gain on sale of utility plant		
Total operating expenses	351,996	2
Operating income (loss)	35,494	
Interest and dividend income	(46,767)	
Other nonoperating income	48,870	
Interest expense - net of amounts capitalized	(826)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	36,771	
Income (taxes) benefit	(14,513)	
Income (loss) from continuing operations	22,258	
Loss from discontinued operations (including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		
Net income (loss)	22,258	
Retained earnings - beginning of year	72,212	
Dividends declared on common stock	4	
Dividends declared on preferred stock		
Retained earnings - end of year	\$94,474	\$

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

	El Dorado Energy Company	EME CP Holdi Co. Consolid
-----	-----	-----
-----	-----	-----
Electric utility		
Nonutility power generation		\$2
Financial services and other		
-----	-----	-----
Total operating revenue		2
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		2
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		(
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
-----	-----	-----
Income (loss) from continuing operations before taxes		1
Income (taxes) benefit		(
-----	-----	-----
Income (loss) from continuing operations		1
Loss from discontinued operations		
(including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		
-----	-----	-----
Net income (loss)		1
-----	-----	-----

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Retained earnings - beginning of year	(\$7,947)	
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$7,947)	\$
---------------------------------	-----------	----

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

	EMOM Services, Inc.	EMP, Inc. (Inactive)
--	---------------------	-------------------------

Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		
-------------------------	--	--

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		
--------------------------	--	--

Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		
Income (taxes) benefit		

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Income (loss) from continuing operations		
Loss from discontinued operations		
(including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		
-----	-----	-----
Net income (loss)		
-----	-----	-----
Retained earnings - beginning of year		(\$
Dividends declared on common stock		
Dividends declared on preferred stock		
-----	-----	-----
Retained earnings - end of year		(\$
=====	=====	=====

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

	Global Power Investors, Inc.	Hancock Gene LLC
-----	-----	-----
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		

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Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

 Income (loss) from continuing operations before taxes
 Income (taxes) benefit

 Income (loss) from continuing operations
 Loss from discontinued operations
 (including loss on disposal of \$1,309, net of tax)
 Income (taxes) benefit on discontinued operations

 Net income (loss)

 Retained earnings - beginning of year
 Dividends declared on common stock
 Dividends declared on preferred stock

 Retained earnings - end of year
 =====

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

	Holtsville Energy	Indian Bay E
	Company	Company

 Electric utility
 Nonutility power generation
 Financial services and other

 Total operating revenue

 Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

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Total operating expenses

 Operating income (loss)

Interest and dividend income

Other nonoperating income

Interest expense - net of amounts capitalized

Other nonoperating deductions

Dividends on preferred securities

Dividends on utility preferred stock

 Income (loss) from continuing operations before taxes

Income (taxes) benefit

 Income (loss) from continuing operations

Loss from discontinued operations

(including loss on disposal of \$1,309, net of tax)

Income (taxes) benefit on discontinued operations

 Net income (loss)

 Retained earnings - beginning of year

(\$896)

Dividends declared on common stock

Dividends declared on preferred stock

 Retained earnings - end of year

(\$896)

=====

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

Kings Canyon
 Energy Company
 (Inactive)

Kingspark En
 Company

 Electric utility

Nonutility power generation

Financial services and other

 Total operating revenue

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Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		

Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		
Income (taxes) benefit		

Income (loss) from continuing operations		
Loss from discontinued operations		
(including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		

Net income (loss)		

Retained earnings - beginning of year		(\$6)
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year		(\$6)
=====		

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

La Jolla Energy Company (Inactive)	Lakeview Energy Company
-----	-----
-----	-----

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Electric utility
 Nonutility power generation
 Financial services and other

 Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

 Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

 Income (loss) from continuing operations before taxes
 Income (taxes) benefit

Income (loss) from continuing operations
 Loss from discontinued operations
 (including loss on disposal of \$1,309, net of tax)
 Income (taxes) benefit on discontinued operations

 Net income (loss)

Retained earnings - beginning of year	(\$6)
Dividends declared on common stock	
Dividends declared on preferred stock	

 Retained earnings - end of year (\$6)
 =====

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

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	Longview Cogeneration Company	Madera Energy Company
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		
Income (taxes) benefit		
Income (loss) from continuing operations		
Loss from discontinued operations (including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		
Net income (loss)		
Retained earnings - beginning of year		(\$6)
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year		(\$6)

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

	Majestic Energy Limited Consolidated	Midwest Gene EME, LLC Consolidated
Electric utility		
Nonutility power generation		\$1,14
Financial services and other		
Total operating revenue		1,14
Fuel		39
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$73	38
Depreciation, decommissioning and amortization		15
Property and other taxes		1
Net gain on sale of utility plant		
Total operating expenses	73	94
Operating income (loss)	(73)	19
Interest and dividend income	1	12
Other nonoperating income	171	
Interest expense - net of amounts capitalized		(16)
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	99	15
Income (taxes) benefit	(59)	(6)
Income (loss) from continuing operations	40	9
Loss from discontinued operations (including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		
Net income (loss)	40	9
Retained earnings - beginning of year	(308,845)	1
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$308,805)	\$10

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

	Mission Capital LP	Mission Del Inc. Consoli
-----	-----	-----
-----	-----	-----
Electric utility		
Nonutility power generation		\$1
Financial services and other		
-----	-----	-----
Total operating revenue		1
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		1
Interest and dividend income	\$13,953	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities	(13,953)	
Dividends on utility preferred stock		
-----	-----	-----
Income (loss) from continuing operations before taxes		1
Income (taxes) benefit		(
-----	-----	-----
Income (loss) from continuing operations		1
Loss from discontinued operations		
(including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		
-----	-----	-----
Net income (loss)		1
-----	-----	-----

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Retained earnings - beginning of year	(1)	
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$1)	\$1
---------------------------------	-------	-----

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

	Mission Energy Construction Services, Inc.	Mission Energy Generation,
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization	\$521	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	521	
Operating income (loss)	(521)	
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(521)	
Income (taxes) benefit	201	

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Income (loss) from continuing operations	(320)
Loss from discontinued operations (including loss on disposal of \$1,309, net of tax)	
Income (taxes) benefit on discontinued operations	
-----	-----
Net income (loss)	(320)
-----	-----
Retained earnings - beginning of year	(13)
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	-----
Retained earnings - end of year	(\$333)
=====	=====

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

	Mission Energy Holdings International Inc. Consolidated	Mission Ener Indonesia (Inactive)
-----	-----	-----
Electric utility		
Nonutility power generation	\$1,309,295	
Financial services and other		
-----	-----	-----
Total operating revenue	1,309,295	
-----	-----	-----
Fuel	426,747	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	484,097	
Depreciation, decommissioning and amortization	114,772	
Property and other taxes	12,600	
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses	1,038,216	
-----	-----	-----
Operating income (loss)	271,079	
Interest and dividend income	11,097	
Other nonoperating income	21,455	

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Interest expense - net of amounts capitalized	(183,693)
Other nonoperating deductions	(33,829)
Dividends on preferred securities	(7,005)
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	79,104
Income (taxes) benefit	(59,698)

Income (loss) from continuing operations	19,406
Loss from discontinued operations	
(including loss on disposal of \$1,309, net of tax)	
Income (taxes) benefit on discontinued operations	

Net income (loss)	19,406

Retained earnings - beginning of year	(1,501,920)
Dividends declared on common stock	29,008
Dividends declared on preferred stock	

Retained earnings - end of year	(\$1,453,506)
=====	

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

	Mission Energy New York, Inc.	Mission Ener Wales Compan Consolidated

Electric utility		
Nonutility power generation	(\$4,534)	\$
Financial services and other		

Total operating revenue	(4,534)	

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	1,148	
Depreciation, decommissioning and amortization	1,271	
Property and other taxes		

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Net gain on sale of utility plant		
Total operating expenses	2,419	
Operating income (loss)	(6,953)	
Interest and dividend income	(20,105)	
Other nonoperating income	15	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(27,043)	1
Income (taxes) benefit	8,760	(
Income (loss) from continuing operations	(18,283)	
Loss from discontinued operations (including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		
Net income (loss)	(18,283)	
Retained earnings - beginning of year	(83,553)	3
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$101,836)	\$3

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

	Mission Triple Cycle Systems Company	North Jackson Energy Compa (Inactive)
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		

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Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	
Total operating expenses	
Operating income (loss)	
Interest and dividend income	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
Income (loss) from continuing operations before taxes	
Income (taxes) benefit	
Income (loss) from continuing operations	
Loss from discontinued operations	
(including loss on disposal of \$1,309, net of tax)	
Income (taxes) benefit on discontinued operations	
Net income (loss)	
Retained earnings - beginning of year	(\$1)
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	(\$1)

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

Ortega Energy
 Company

Panther Timber
 Company

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Electric utility
 Nonutility power generation
 Financial services and other

 Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

 Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

 Income (loss) from continuing operations before taxes
 Income (taxes) benefit

Income (loss) from continuing operations
 Loss from discontinued operations
 (including loss on disposal of \$1,309, net of tax)
 Income (taxes) benefit on discontinued operations

 Net income (loss)

Retained earnings - beginning of year (\$7)
 Dividends declared on common stock
 Dividends declared on preferred stock

 Retained earnings - end of year (\$7)
 =====

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

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	Pleasant Valley Energy Company	Prince George Energy Compa

Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		\$129
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		129

Operating income (loss)		(129)
Interest and dividend income		
Other nonoperating income		2
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		(127)
Income (taxes) benefit		49

Income (loss) from continuing operations		(78)
Loss from discontinued operations		
(including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		

Net income (loss)		(78)

Retained earnings - beginning of year		(1,385)
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year		(\$1,463)
=====		=====

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

	Rapidan Energy Company	Reeves Bay E Company
Electric utility		
Nonutility power generation	\$105	
Financial services and other		
Total operating revenue	105	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization	4	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	4	
Operating income (loss)	101	
Interest and dividend income		
Other nonoperating income	21	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	122	
Income (taxes) benefit	(47)	
Income (loss) from continuing operations	75	
Loss from discontinued operations (including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		
Net income (loss)	75	
Retained earnings - beginning of year	(2,150)	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$2,075)	

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

	Rio Escondido Energy Company	Riverport En Company
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		\$4
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		4
Income (taxes) benefit		(2)
Income (loss) from continuing operations		2
Loss from discontinued operations (including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		
Net income (loss)		2
Retained earnings - beginning of year		(3)
Dividends declared on common stock		\$1

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Dividends declared on preferred stock

Retained earnings - end of year

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

	San Joaquin Energy Company	San Juan En Company
Electric utility		
Nonutility power generation	\$16,167	\$1
Financial services and other		
Total operating revenue	16,167	1
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	311	
Depreciation, decommissioning and amortization	30	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	341	
Operating income (loss)	15,826	1
Interest and dividend income	(671)	
Other nonoperating income	4	
Interest expense - net of amounts capitalized	(38)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	15,121	1
Income (taxes) benefit	(5,742)	(
Income (loss) from continuing operations	9,379	1
Loss from discontinued operations		

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(including loss on disposal of \$1,309, net of tax)

Income (taxes) benefit on discontinued operations

Net income (loss)	9,379	1
Retained earnings - beginning of year	2,122	1
Dividends declared on common stock	(391)	(
Dividends declared on preferred stock		
Retained earnings - end of year	\$11,110	\$2

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

	Santa Ana Energy Company	Santa Clara Company
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

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Income (loss) from continuing operations before taxes
 Income (taxes) benefit

Income (loss) from continuing operations
 Loss from discontinued operations
 (including loss on disposal of \$1,309, net of tax)
 Income (taxes) benefit on discontinued operations

Net income (loss)

Retained earnings - beginning of year (\$9)
 Dividends declared on common stock
 Dividends declared on preferred stock

Retained earnings - end of year (\$9)

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

Silver Springs Energy Company Sonoma Geoth Company

Electric utility
 Nonutility power generation
 Financial services and other

Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
 Interest and dividend income

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Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		
Income (taxes) benefit		

Income (loss) from continuing operations		
Loss from discontinued operations		
(including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		

Net income (loss)		

Retained earnings - beginning of year	(\$6)	(\$6)
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$6)	(\$6)
=====		

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

	Southern Sierra Energy Company	Thorofare En Company (Ina

Electric utility		
Nonutility power generation	\$29,070	
Financial services and other		

Total operating revenue	29,070	

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		427
Depreciation, decommissioning and amortization		58
Property and other taxes		

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Net gain on sale of utility plant	
Total operating expenses	485
Operating income (loss)	28,585
Interest and dividend income	(1,931)
Other nonoperating income	109
Interest expense - net of amounts capitalized	(63)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
Income (loss) from continuing operations before taxes	26,700
Income (taxes) benefit	(10,146)
Income (loss) from continuing operations	16,554
Loss from discontinued operations (including loss on disposal of \$1,309, net of tax)	
Income (taxes) benefit on discontinued operations	
Net income (loss)	16,554
Retained earnings - beginning of year	1,140
Dividends declared on common stock	(396)
Dividends declared on preferred stock	
Retained earnings - end of year	\$17,298

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

	Vista Energy Company (Inactive)	Western Sien Energy Compa
Electric utility		
Nonutility power generation		\$2
Financial services and other		
Total operating revenue		2

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Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		

Operating income (loss)		2
Interest and dividend income		
Other nonoperating income	\$680	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	680	2
Income (taxes) benefit	(262)	(

Income (loss) from continuing operations	418	1
Loss from discontinued operations		
(including loss on disposal of \$1,309, net of tax)		
Income (taxes) benefit on discontinued operations		

Net income (loss)	418	1

Retained earnings - beginning of year	(1,098)	
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$680)	\$1
=====		

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

Consolidating Adjustments	Edison Missi Energy Conso
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Electric utility		
Nonutility power generation	(\$89,615)	\$3,03
Financial services and other		

Total operating revenue	(89,615)	3,03

Fuel	(27,380)	94
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	(45,695)	1,22
Depreciation, decommissioning and amortization	(51,002)	24
Property and other taxes	(1,828)	2
Net gain on sale of utility plant		

Total operating expenses	(125,905)	2,44

Operating income (loss)	36,290	58
Interest and dividend income	48,272	2
Other nonoperating income	(52,287)	(
Interest expense - net of amounts capitalized	90,808	(45
Other nonoperating deductions	7,590	(2
Dividends on preferred securities		(2
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	130,573	11
Income (taxes) benefit	(30,102)	(2

Income (loss) from continuing operations	110,471	8
Loss from discontinued operations	(74,632)	(7
Income (taxes) benefit on discontinued operations	(17,303)	1

Net income (loss)	43,142	2

Retained earnings - beginning of year	1,204,465	(81
Dividends declared on common stock	32,546	
Dividends declared on preferred stock		

Retained earnings - end of year	\$1,280,153	(\$79
=====		

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EDISON MISSION ENERGY [Tier 5]
Equity Investments
December 31, 2002
(In thousands)

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Name of Entity:	American Bituminous Power Partners, LP	American Kiln Partners, LP
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Equity Interest:

Assets	\$65,479
Revenues	\$10,396
Net Income (Loss)	(\$2,551)

Nature/Purpose of Business:	To own an 80MW cogeneration facility in Grant Town, WV.	Currently inactive.
-----------------------------	---	---------------------

Ownership Interest(s):	49.5% by Aguila Energy Company	2% by Panther Timber Company
	0.5% by Pleasant Valley Energy Co.	49.5% of 53% by Aguila Energy Company 0.5% of 53% by Pleasant Valley Energy Company

Name of Entity:	Brookhaven Cogeneration LP	Brooklyn Navy Yard Cogeneration Partners, LP
-----------------	----------------------------	--

Equity Interest:

Assets	\$226,019
Revenues	\$70,109
Net Income (Loss)	(\$14,289)

Nature/Purpose of Business:	To own and operate power production facilities.	To own and operate a 286MW power production facility near the Brooklyn Bridge, NY.
-----------------------------	---	--

Ownership Interest(s):	50% by Holtsville Energy Company	50% by Mission Energy New York, Inc.
	50% by Madera Energy Company	

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EDISON MISSION ENERGY [Tier 5]
 Equity Investments
 December 31, 2002
 (In thousands)

Name of Entity:	CL Power Sales Two, L.L.C. [6]	CL Power Sales Six, L.L.C. [6]

Equity Interest:		
Assets	\$23,777	
Revenues		
Net Income (Loss)	\$61	(\$15)
Nature/Purpose of Business:	To own and operate power production facilities.	To own and operate power production facilities.
Ownership Interest(s):	25% by Citizens Power Holdings One, LLC	25% by Citizens Power Holdings One, LLC

Name of Entity:	CL Power Sales Eight, L.L.C. [6]	CL Power Sales Nine, L.L.C. [6]

Equity Interest:		
Assets	\$46,337	\$2,717
Revenues		
Net Income (Loss)	(\$1,046)	\$17
Nature/Purpose of Business:	To own and operate power production facilities.	To own and operate power production facilities.
Ownership Interest(s):	25% by Citizens Power Holdings One, LLC	25% by Citizens Power Holdings One, LLC

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EDISON MISSION ENERGY [Tier 5]
 Equity Investments
 December 31, 2002
 (In thousands)

Name of Entity:	Coalinga Cogeneration Company	Commonwealth Atlantic LP Sold 01/14/2002
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Equity Interest:

Assets	\$18,169
Revenues	\$14,353
Net Income (Loss)	\$6,613

Nature/Purpose of Business:	To own and operate a 38MW cogeneration facility in Fresno County, CA.	To own a 340MW power production facility in Chesapeake, VA.
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Ownership Interest(s):	50% by Silverado Energy Company	50% by Chickahominy River Energy Corp.
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Name of Entity:	Delaware Clean Energy Project	Four Star Oil and Gas Company
-----------------	----------------------------------	----------------------------------

Equity Interest:

Assets	\$124,607
Revenues	\$84,719
Net Income (Loss)	\$25,371

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Nature/Purpose of Business:	To own and operate power production facilities.	To own an interest in common stock of domestic oil and gas exploration and production co.
Ownership Interest(s):	50% by Chesapeake Bay Energy Company	37.196% by Edison Mission Energy Oil and Gas

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EDISON MISSION ENERGY [Tier 5]
Equity Investments
December 31, 2002
(In thousands)

Name of Entity:	Gordonsville Energy, LP	Harbor Cogeneration Company SOLD
-----------------	-------------------------	----------------------------------

Equity Interest:		SOLD
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Assets	\$84,187
Revenues	\$20,149
Net Income (Loss)	\$4,978

Nature/Purpose of Business:	To own and operate a 240MW cogeneration facility in Gordonsville, VA.	To own and operate a 80MW cogeneration facility at Wilmington Oil Field in LA, CA.
-----------------------------	---	--

Ownership Interest(s):	49% by Madison Energy Company	30% by South Coast Energy Company
	1% by Rapidan Energy Company	

Name of Entity:	Kern River Cogeneration Company	March Point Cogeneration Company
-----------------	---------------------------------	----------------------------------

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Equity Interest:

Assets	\$58,477	\$68,823
Revenues	\$96,093	\$40,389
Net Income (Loss)	\$29,254	\$17,896

Nature/Purpose of Business:

To own and operate a 300MW Kern River (Omar Hill) cogeneration facility at Texaco's Kern River Oil Field near Bakersfield, CA.

To own and operate a 140MW cogeneration facility in Anacortes, WA.

Ownership Interest(s):

50% by Southern Sierra Energy Company

50% by San Juan Energy Company

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EDISON MISSION ENERGY [Tier 5]
Equity Investments
December 31, 2002
(In thousands)

Name of Entity:

Midway-Sunset
Cogeneration Company

Mission Interface
Partnership

Equity Interest:

Assets	\$76,808	\$367
Revenues	\$66,021	
Net Income (Loss)	\$14,405	

Nature/Purpose of Business:

To own and operate a 225MW cogeneration facility near Taft in Kern County, CA.

To own and operate power production facilities.

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Ownership Interest(s):	50% by San Joaquin Energy Company	50% by Edison Mission Energy Interface, Ltd
------------------------	-----------------------------------	---

Name of Entity:	Northville Energy Corporation	Oconee Energy, LP
-----------------	-------------------------------	-------------------

Equity Interest:

Assets

Revenues

Net Income (Loss)

Nature/Purpose of Business:	To own and operate power production facilities.	To own and operate power production facilities.
-----------------------------	---	---

Ownership Interest(s):	100% by North Shore Energy LP	50% by Clayville Energy Company
		50% by Coronado Energy Company

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EDISON MISSION ENERGY [Tier 5]
 Equity Investments
 December 31, 2002
 (In thousands)

Name of Entity:	Riverhead Cogeneration II, LP	Riverhead Cogeneration III, LP
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Equity Interest:

Assets

Revenues

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Net Income (Loss)

Nature/Purpose of Business:	To own and operate power production facilities.	To own and operate power production facilities.
Ownership Interest(s):	50% by Riverport Energy Company	50% by Indian Bay Energy Company
	50% by San Pedro Energy Company	50% by Santa Ana Energy Company

Name of Entity:	Salinas River Cogeneration Company	Sargent Canyon Cogeneration Company
-----------------	------------------------------------	-------------------------------------

Equity Interest:

Assets	\$19,776	\$19,859
Revenues	\$13,365	\$13,731
Net Income (Loss)	\$7,235	\$7,767

Nature/Purpose of Business:	To own and operate a 38MW cogeneration facility in Monterey Co., CA.	To own and operate a 38MW cogeneration facility in Monterey Co, CA
Ownership Interest(s):	50% by Anacapa Energy Company	50% by Viejo Energy Company

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EDISON MISSION ENERGY [Tier 5]
 Equity Investments
 December 31, 2002
 (In thousands)

Name of Entity:	Sobel Cogeneration Company	Sycamore Cogeneration Company
-----------------	----------------------------	-------------------------------

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Equity Interest:

Assets	\$75,938
Revenues	\$100,936
Net Income (Loss)	\$27,253

Nature/Purpose of Business:	Currently is inactive.	To own and operate a 300MW cogeneration facility at Texaco's Kern River Oil Field near Bakersfield, CA.
-----------------------------	------------------------	---

Ownership Interest(s):	50% by Northern Sierra Energy Company	50% by Western Sierra Energy Co.
------------------------	---------------------------------------	----------------------------------

Name of Entity:	Triple Cycle Partnership	Watson Cogeneration Company
-----------------	--------------------------	-----------------------------

Equity Interest:

Assets	\$102,269
Revenues	\$114,956
Net Income (Loss)	\$32,627

Nature/Purpose of Business:	To own 25% interest in partnership that has rights to a proprietary technology.	To own and operate a 385MW cogeneration facility at ARCO's LA Refinery in Carson, CA
-----------------------------	---	--

Ownership Interest(s):	50% by Mission Triple Cycle Systems Company	49% by Camino Energy Company
------------------------	---	------------------------------

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EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

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	Edison Mission Energy Fuel	Edison Mission Energy Oil and

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$24,204	\$30,
Investments in leveraged leases		
Other investments		

Total investment and other assets	24,204	30,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Total assets	\$24,204	\$30,
=====		

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Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Pocono Fuels Company (Inactive)	Southern Sierr Gas Company
ASSETS		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
Total current assets		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		(\$1,
Investments in leveraged leases		
Other investments		
Total investment and other assets		(1,
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
Total utility plant		
Regulatory assets - net		
Other deferred charges		
Total deferred charges		
Total assets		(\$1,

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EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission Energy Fuel Consolidated
<hr/>	
ASSETS	
<hr/>	
Cash and equivalents	
Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	
<hr/>	
Total current assets	
<hr/>	
Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	\$111,435
Investments in leveraged leases	
Other investments	
<hr/>	
Total investment and other assets	111,435
<hr/>	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
<hr/>	
Total utility plant	
<hr/>	
Regulatory assets - net	
Other deferred charges	
<hr/>	
Total deferred charges	
<hr/>	

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Total assets \$111,435

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EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission Energy Fuel	Edison Mission Energy Oil and
LIABILITIES AND SHAREHOLDERS' EQUITY		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$9,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
Total current liabilities		(8,
Long-term debt		
Accumulated deferred income taxes - net	\$2,291	13,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
Total deferred credits and other liabilities	2,291	13,
Minority Interest		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

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Total preferred securities of subsidiaries

Common stock	5,127	16,
Accumulated other comprehensive income (loss)		
Retained earnings	16,786	8,
<hr/>		
Total common shareholders' equity	21,913	24,
<hr/>		
Total liabilities and shareholders' equity	\$24,204	\$30,
<hr/>		

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EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Pocono Fuels Company (Inactive)	Southern Sierr Gas Company
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$562)	(\$
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	(562)	(
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net	563	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	563	

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 Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

(1)

 Total common shareholders' equity

(\$1)

 Total liabilities and shareholders' equity

(\$1,

 =====

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EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edison Mission
 Energy Fuel
 Consolidated

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

(\$10,333)

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Total current liabilities	(9,688)

Long-term debt	

Accumulated deferred income taxes - net	16,837
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	16,837

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	86,468
Accumulated other comprehensive income (loss)	
Retained earnings	17,818

Total common shareholders' equity	104,286

Total liabilities and shareholders' equity	\$111,435
=====	

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EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Edison Mission
 Energy Fuel

Edison Mission
 Energy Oil a

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Electric utility		
Nonutility power generation		\$2
Financial services and other		
<hr/>		
Total operating revenue		2
<hr/>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<hr/>		
Total operating expenses		
<hr/>		
Operating income (loss)		1
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
<hr/>		
Income (loss) from continuing operations before taxes		2
Income taxes (benefit)		(
<hr/>		
Income (loss) from continuing operations		1
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
<hr/>		
Net income (loss)		1
<hr/>		
Retained earnings - beginning of year	\$18,636	
Dividends declared on common stock	(1,850)	(1
Dividends declared on preferred stock		
<hr/>		
Retained earnings - end of year	\$16,786	\$
<hr/>		

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EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

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	Pocono Fuels Company (Inactive)	Southern Sie Gas Company
Electric utility		
Nonutility power generation		(\$)
Financial services and other		
Total operating revenue		(
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		(
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		(
Income taxes (benefit)		
Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)		
Retained earnings - beginning of year		(\$1)
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year		(\$1)

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EDISON MISSION ENERGY FUEL and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Edison Mission Energy Fuel Consolidated
Electric utility	
Nonutility power generation	\$19,848
Financial services and other	
Total operating revenue	19,848
Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	
Depreciation, decommissioning and amortization	1,124
Property and other taxes	
Net gain on sale of utility plant	
Total operating expenses	1,124
Operating income (loss)	18,724
Interest and dividend income	633
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
Income (loss) from continuing operations before taxes	19,357
Income taxes (benefit)	(2,570)
Income (loss) from continuing operations	16,787
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
Net income (loss)	16,787
Retained earnings - beginning of year	19,668
Dividends declared on common stock	(18,637)
Dividends declared on preferred stock	
Retained earnings - end of year	\$17,818

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Chestnut Ridge Energy Company	Homer City Property Holdi Inc.

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$46,962	
Investments in leveraged leases		
Other investments		

Total investment and other assets	46,962	

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

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Total deferred charges

Total assets

\$46,962

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EME Homer City Generation LP [6]	Edison Mission Finance Co.
ASSETS		
Cash and equivalents	\$59,174	
Receivables - net	1,295	
Fuel inventory	27,257	
Materials and supplies, at average cost	24,159	
Accumulated deferred income taxes - net		
Trading and price risk management assets	(291)	
Prepayments and other current assets	70,314	
Total current assets	181,908	
Nonutility property - net	1,969,605	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
Total investment and other assets	1,969,605	
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
Total utility plant		

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Regulatory assets - net	
Other deferred charges	77,910

Total deferred charges	77,910

Total assets	\$2,229,423
=====	

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Consolidating Adjustments	Edison Mission Holdings Co. Consolidated

ASSETS		

Cash and equivalents		\$59,
Receivables - net		1,
Fuel inventory		27,
Materials and supplies, at average cost		24,
Accumulated deferred income taxes - net		
Trading and price risk management assets		(
Prepayments and other current assets		70,

Total current assets		181,

Nonutility property - net	(\$1,540,943)	429,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(753,652)	
Investments in leveraged leases		
Other investments		

Total investment and other assets	(2,294,595)	429,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		

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Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net

Other deferred charges

81,626

159,

Total deferred charges

81,626

159,

Total assets

(\$2,212,969)

\$770,

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]

Consolidating Balance Sheet

December 31, 2002

(In thousands)

Chestnut Ridge
Energy Company

Homer City
Property Holdi
Inc.

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

(\$939)

Accrued taxes

Trading and price risk management liabilities

Other current liabilities

Total current liabilities

(939)

Long-term debt

Accumulated deferred income taxes - net

2,639

Accumulated deferred investment tax credits

Customer advances and other deferred credits

Power-purchase contracts

Accumulated provision for pension and benefits

Other long-term liabilities

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Total deferred credits and other liabilities	2,639	

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	63,897	
Accumulated other comprehensive income (loss)		
Retained earnings	(18,635)	

Total common shareholders' equity	45,262	

Total liabilities and shareholders' equity	\$46,962	\$
=====		

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	EME Homer City Generation LP [6]	Edison Mission Finance Co.

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year	\$59,723	
Preferred stock to be redeemed within one year		
Accounts payable	630,730	(\$658,
Accrued taxes	(1,705)	
Trading and price risk management liabilities	9,293	
Other current liabilities	59,082	

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Total current liabilities	757,123	(658,
-----	-----	-----
Long-term debt	1,426,961	
-----	-----	-----
Accumulated deferred income taxes - net	(17,324)	(
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	19,259	
-----	-----	-----
Total deferred credits and other liabilities	1,935	(
-----	-----	-----
Minority Interest		
-----	-----	-----
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----	-----	-----
Total preferred securities of subsidiaries		
-----	-----	-----
Common stock	62,801	626,
Accumulated other comprehensive income (loss)	(4,415)	
Retained earnings	(14,982)	33,
-----	-----	-----
Total common shareholders' equity	43,404	\$659,
-----	-----	-----
Total liabilities and shareholders' equity	\$2,229,423	=====
=====	=====	=====

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Consolidating
 Adjustments

Edison Mission
 Holdings Co.

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		Consolidated
<hr/> <hr/> LIABILITIES AND SHAREHOLDERS' EQUITY <hr/> <hr/>		
Short-term debt		
Long-term debt due within one year	(\$59,517)	\$
Preferred stock to be redeemed within one year		
Accounts payable		(28,
Accrued taxes		(1,
Trading and price risk management liabilities		9,
Other current liabilities	(41,741)	17,
<hr/>		
Total current liabilities	(101,258)	(3,
<hr/>		
Long-term debt	(1,426,637)	
<hr/>		
Accumulated deferred income taxes - net	30,968	15,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		19,
<hr/>		
Total deferred credits and other liabilities	30,968	34,
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock	(754,208)	648,
Accumulated other comprehensive income (loss)		(4,
Retained earnings	38,166	94,
<hr/>		
Total common shareholders' equity	(716,042)	738,
<hr/>		
Total liabilities and shareholders' equity	(\$2,212,969)	\$770,
<hr/> <hr/>		

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Chestnut Ridge Energy Company	Homer City Property Hol Inc.
-----	-----	-----
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		\$161
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
-----	-----	-----
Income (loss) from continuing operations before taxes		161
Income taxes (benefit)		(62)
-----	-----	-----
Income (loss) from continuing operations		99
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
-----	-----	-----
Net income (loss)		99
-----	-----	-----
Retained earnings - beginning of year		24,765
Dividends declared on common stock		(43,499)
Dividends declared on preferred stock		
-----	-----	-----

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Retained earnings - end of year (\$18,635)

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	EME Homer City Generation LP [6]	Edison Missi Finance Co.
Electric utility		
Nonutility power generation	\$387,490	
Financial services and other		
Total operating revenue	387,490	
Fuel	147,927	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	86,788	
Depreciation, decommissioning and amortization	61,892	
Property and other taxes	366	
Net gain on sale of utility plant		
Total operating expenses	296,973	
Operating income (loss)	90,517	
Interest and dividend income	(46,767)	
Other nonoperating income	(1,009)	4
Interest expense - net of amounts capitalized	(119,845)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(77,104)	4
Income taxes (benefit)	33,561	(1)
Income (loss) from continuing operations	(43,543)	3
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(43,543)	3

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Retained earnings - beginning of year	28,561	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$14,982)	\$3

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EDISON MISSION HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Consolidating Adjustments	Edison Missi Holdings Co. Consolidated
Electric utility		
Nonutility power generation		\$38
Financial services and other		
Total operating revenue		38
Fuel		14
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$102,208	18
Depreciation, decommissioning and amortization	(47,267)	1
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	54,941	35
Operating income (loss)	(54,941)	3
Interest and dividend income		(4)
Other nonoperating income		4
Interest expense - net of amounts capitalized	119,019	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	64,078	3
Income taxes (benefit)	(28,871)	(1)

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Income (loss) from continuing operations	35,207	2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	35,207	2
Retained earnings - beginning of year	(53,526)	7
Dividends declared on common stock	56,485	
Dividends declared on preferred stock		
Retained earnings - end of year	\$38,166	\$9

465

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Bretton Woods CP Power Sales
 Funding I, L.L.C. Five, L.L.C.
 Cancelled
 06/03/2002

ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

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Total investment and other assets

 Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

 Regulatory assets - net
 Other deferred charges

 Total deferred charges

 Total assets
 =====

466

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

CP Power Sales Fourteen, L.L.C. Cancelled 06/03/2002	CP Power Sales Fifteen, L.L.C. Cancelled 06/03/2002
---	--

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

 Total current assets

Nonutility property - net

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Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

 Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net
 Other deferred charges

 Total deferred charges

Total assets
 =====

467

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

CP Power Sales
 Nineteen, L.L.C.

CP Power Sales
 Twenty, L.L.C.

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

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Total current assets

 Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

 Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

 Regulatory assets - net
 Other deferred charges

Total deferred charges

 Total assets
 =====

468

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EME CP Holdings Co. Consolidating

 Adjustments

ASSETS

 Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net

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Trading and price risk management assets
 Prepayments and other current assets

 Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

\$16,105

(\$16,

 Total investment and other assets

16,105

(16,

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net
 Other deferred charges

 Total deferred charges

 Total assets
 =====

\$16,105

(\$16,
 =====

469

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Bretton Woods
 Funding I, L.L.C.

CP Power Sales
 Five, L.L.C.
 Cancelled
 06/03/2002

 LIABILITIES AND SHAREHOLDERS' EQUITY

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Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity
=====

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EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

CP Power Sales Fourteen, L.L.C. Cancelled 06/03/2002	CP Power Sales Fifteen, L.L.C. Cancelled 06/03/2002
---	--

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

 Total current liabilities

Long-term debt

 Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

Minority Interest

 Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

 Total common shareholders' equity

Total liabilities and shareholders' equity
 =====

471

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

CP Power Sales
 Nineteen, L.L.C.

CP Power Sales
 Twenty, L.L.C.

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption

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Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

 Total common shareholders' equity

=====

Total liabilities and shareholders' equity
 =====

472

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EME CP Holdings Co.	Consolidating Adjustments

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$1,463)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(1,463)	

Long-term debt		

Accumulated deferred income taxes - net	8,213	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		

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Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities 8,213

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

9,355 (\$16,000)

 Total common shareholders' equity

9,355 (16,000)

Total liabilities and shareholders' equity

\$16,105 (\$16,000)
 =====

473

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Bretton Woods CP Power Sal
 Funding I, L.L.C. Five, L.L.C.
 Cancelled
 06/03/2002

 Electric utility
 Nonutility power generation
 Financial services and other

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 Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
 Income taxes (benefit)

Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
 Dividends declared on common stock
 Dividends declared on preferred stock

Retained earnings - end of year
 =====

474

EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

CP Power Sales
 Fourteen, L.L.C.
 Cancelled

CP Power Sal
 Fifteen, L.L.
 Cancelled

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06/03/2002

06/03/2002

 Electric utility
 Nonutility power generation
 Financial services and other

Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
 Income taxes (benefit)

Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
 Dividends declared on common stock
 Dividends declared on preferred stock

Retained earnings - end of year
 =====

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EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

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

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EME CP HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	EME CP Holdings Co.	Consolidating Adjustments
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		
Income taxes (benefit)	\$6,438	
Income (loss) from continuing operations	(6,438)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(6,438)	
Retained earnings - beginning of year	15,793	(\$1)
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$9,355	(\$1)

477

EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Athens Funding, L.L.C.	Citizens Power Holdings One,
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		\$5,
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		5,
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Regulatory assets - net		
Other deferred charges		
<hr/>		

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Total deferred charges

Total assets

\$5,

478

EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EME Eastern Holdings Co.	Consolidating Adjustments
ASSETS		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
Total current assets		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$6,818	\$1,
Investments in leveraged leases		
Other investments		
Total investment and other assets	6,818	1,
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
Total utility plant		

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Regulatory assets - net
Other deferred charges

Total deferred charges

Total assets \$6,818 \$1,

479

EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Athens Funding,
L.L.C. Citizens Power
Holdings One,

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt within one year
Preferred stock to be redeemed within one year
Accounts payable \$
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net (
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities (

Minority Interest

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Preferred stock of utility:

Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock 7,
 Accumulated other comprehensive income (loss)
 Retained earnings (

 Total common shareholders' equity 6,

Total liabilities and shareholders' equity \$5,
 =====

480

EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EME Eastern Holdings Co. Consolidating Adjustments

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable (\$486)
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

 Total current liabilities (486)

Long-term debt 100

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Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	6,697	\$1,
Accumulated other comprehensive income (loss)		
Retained earnings	507	

Total common shareholders' equity	7,204	1,

Total liabilities and shareholders' equity	\$6,818	\$1,
=====		

481

EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Athens Funding, L.L.C.	Citizens Pow Holdings One

Electric utility		
Nonutility power generation		

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Financial services and other

 Total operating revenue

Fuel

Purchased power

Provisions for regulatory adjustment clauses - net

Other operation and maintenance

Depreciation, decommissioning and amortization

Property and other taxes

Net gain on sale of utility plant

 Total operating expenses

Operating income (loss)

Interest and dividend income

Other nonoperating income

Interest expense - net of amounts capitalized

Other nonoperating deductions

Dividends on preferred securities

Dividends on utility preferred stock

 Income (loss) from continuing operations before taxes

Income taxes (benefit)

 Income (loss) from continuing operations

Loss from discontinued operations

Income taxes (benefit) on discontinued operations

 Net income (loss)

 Retained earnings - beginning of year

Dividends declared on common stock

Dividends declared on preferred stock

 Retained earnings - end of year
 =====

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EME EASTERN HOLDINGS CO. and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

EME Eastern
 Holdings Co.

Consolidatin
 Adjustments

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 Electric utility
 Nonutility power generation
 Financial services and other

Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
 Income taxes (benefit)

Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year	\$1,846
Dividends declared on common stock	(1,339)
Dividends declared on preferred stock	

Retained earnings - end of year	\$507
---------------------------------	-------

=====

483

HANOVER ENERGY COMPANY and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002

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(In thousands)

This entity and its subsidiary were sold in January 2002.

	Chickahominy River Energy Corp.	Hanover Energy Company
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		\$9,
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		9,
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Regulatory assets - net		
Other deferred charges		
<hr/>		
Total deferred charges		
<hr/>		
Total assets		\$9,
<hr/> <hr/>		

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HANOVER ENERGY COMPANY and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

This entity and its subsidiary were sold in January 2002.

Hanover Energy
 Company
 Consolidated

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
 Other deferred charges

Total deferred charges

Total assets
 =====

485

HANOVER ENERGY COMPANY and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

This entity and its subsidiary were sold in January 2002.

	Chickahominy River Energy Corp.	Hanover Energy Company
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt within one year		
Preferred stock to be redeemed within one year		
Accounts payable		\$622
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities		622
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		

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Common stock	10,622	\$10,
Accumulated other comprehensive income (loss)		
Retained earnings	(11,244)	(

Total common shareholders' equity	(\$622)	9,

Total liabilities and shareholders' equity		\$9,
=====		

486

HANOVER ENERGY COMPANY and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

This entity and its subsidiary were sold in January 2002.

Hanover Energy
 Company
 Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$622
Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	

Total current liabilities	622

Long-term debt	

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	

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 Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock	10,622
Accumulated other comprehensive income (loss)	
Retained earnings	(11,244)

 Total common shareholders' equity (\$622)

Total liabilities and shareholders' equity
 =====

487

HANOVER ENERGY COMPANY and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

This entity and its subsidiary were sold in January 2002.

	Chickahominy River	Hanover Ener
	Energy Corp.	Company

 Electric utility
 Nonutility power generation
 Financial services and other

Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance

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Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	

Total operating expenses	

Operating income (loss)	
Interest and dividend income	
Other nonoperating income	(\$94)
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	(94)
Income taxes (benefit)	36

Income (loss) from continuing operations	(58)
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	(58)

Retained earnings - beginning of year	(908)
Dividends declared on common stock	(10,278)
Dividends declared on preferred stock	

Retained earnings - end of year	(\$11,244)
=====	

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HANOVER ENERGY COMPANY and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

This entity and its subsidiary were sold in January 2002.

Hanover Energy
 Company
 Consolidated

 Electric utility
 Nonutility power generation
 Financial services and other

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Total operating revenue

Fuel

Purchased power

Provisions for regulatory adjustment clauses - net

Other operation and maintenance

Depreciation, decommissioning and amortization

Property and other taxes

Net gain on sale of utility plant

Total operating expenses

Operating income (loss)

Interest and dividend income

Other nonoperating income (\$94)

Interest expense - net of amounts capitalized

Other nonoperating deductions

Dividends on preferred securities

Dividends on utility preferred stock

Income (loss) from continuing operations before taxes (94)

Income taxes (benefit) 36

Income (loss) from continuing operations (58)

Loss from discontinued operations

Income taxes (benefit) on discontinued operations

Net income (loss) (58)

Retained earnings - beginning of year (598)

Dividends declared on common stock (10,588)

Dividends declared on preferred stock

Retained earnings - end of year (\$11,244)

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MAJESTIC ENERGY LIMITED and Subsidiaries [Tier 5]

Consolidating Balance Sheet

December 31, 2002

(In thousands)

Majestic Energy
Limited

EME Royale Lim

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ASSETS

 Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

\$281,241

\$55,

Total investment and other assets

281,241

55,

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
 Other deferred charges

Total deferred charges

Total assets
 =====

\$281,241

\$55,
 =====

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MAJESTIC ENERGY LIMITED and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

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	Consolidating Adjustments	Majestic Energy Limited Consolidated

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(\$336,281)	
Investments in leveraged leases		
Other investments		

Total investment and other assets	(336,281)	

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Total assets	(\$336,281)	
=====		

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Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Majestic Energy Limited	EME Royale Lim
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$151	\$1,
Accrued taxes		(
Trading and price risk management liabilities		
Other current liabilities	105	
<hr/>		
Total current liabilities	256	1,
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock	304,894	304,
Accumulated other comprehensive income (loss)	(2,438)	(43,
Retained earnings	(21,471)	(207,
<hr/>		
Total common shareholders' equity	280,985	53,

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 Total liabilities and shareholders' equity \$281,241 \$55,
 =====

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MAJESTIC ENERGY LIMITED and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Consolidating Adjustments	Majestic Energy Limited Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		\$1,
Accrued taxes		(
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities		1,

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		

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Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	(\$607,712)	304,
Accumulated other comprehensive income (loss)	45,880	(
Retained earnings	225,551	(305,

 Total common shareholders' equity (336,281) (1,

Total liabilities and shareholders' equity (\$336,281)
 =====

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MAJESTIC ENERGY LIMITED and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Majestic Energy Limited	EME Royale L
-----	-----	-----
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$42	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses	42	
-----	-----	-----

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Operating income (loss)	(42)	
Interest and dividend income		
Other nonoperating income	(11)	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(53)	
Income taxes (benefit)		

Income (loss) from continuing operations	(53)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	(53)	

Retained earnings - beginning of year	(21,418)	(20)
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$21,471)	(\$20)
=====		

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MAJESTIC ENERGY LIMITED and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Consolidating Adjustments	Majestic Energy Limited Consolidated

Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		

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Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		

Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		
Income taxes (benefit)		

Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		

Retained earnings - beginning of year	\$225,551	(30
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$225,551	(\$30
=====		

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MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Midwest Generation EME, LLC	Collins Holdin EME, LLC

ASSETS		

Cash and equivalents	\$425	
Receivables - net	52	
Fuel inventory		
Materials and supplies, at average cost		

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Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	63

Total current assets	540

Nonutility property - net	8,505
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	2,507,077
Investments in leveraged leases	
Other investments	

Total investment and other assets	2,515,582

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Other deferred charges	

Total deferred charges	

Total assets	\$2,516,122
=====	

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MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edison Mission
 Energy Fuel
 Services, LLC [6]

Edison Mission
 Overseas Co. [

 ASSETS

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Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
 and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
Accumulated provision for depreciation
 and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
Other deferred charges

Total deferred charges

=====
Total assets
=====

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MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

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	LLC [6]	Adjustments

ASSETS		

Cash and equivalents	\$74,652	
Receivables - net	61,090	
Fuel inventory	79,293	
Materials and supplies, at average cost	18,636	
Accumulated deferred income taxes - net		
Trading and price risk management assets	2,311	
Prepayments and other current assets	26,844	

Total current assets	262,826	

Nonutility property - net	4,805,137	(\$782,000)
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		(6,313,000)
Investments in leveraged leases		
Other investments		

Total investment and other assets	4,805,137	(7,096,000)

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges	3,155	

Total deferred charges	3,155	

Total assets	\$5,071,118	(\$7,096,000)
=====		

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MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

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	Midwest Generation EME, LLC	Collins Holding EME, LLC
<hr/> <hr/> LIABILITIES AND SHAREHOLDERS' EQUITY <hr/> <hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$10,808	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	(249)	
<hr/>		
Total current liabilities	10,559	
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net	413	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	413	
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock	2,456,512	
Accumulated other comprehensive income (loss)		
Retained earnings	48,638	
<hr/>		
Total common shareholders' equity	2,505,150	
<hr/>		
Total liabilities and shareholders' equity	\$2,516,122	

499

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission Energy Fuel Services, LLC [6]	Edison Mission Overseas Co. [
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$3,343,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities		(3,343,
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		(4,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		(4,
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		

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Other preferred securities

 Total preferred securities of subsidiaries

Common stock		3,312,
Accumulated other comprehensive income (loss)		
Retained earnings		36,

Total common shareholders' equity		3,348,

Total liabilities and shareholders' equity		\$
=====		

500

MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Midwest Generation LLC [6]	Consolidating Adjustments

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year	\$9,792	(\$9,
Preferred stock to be redeemed within one year		
Accounts payable	2,060,412	
Accrued taxes		
Trading and price risk management liabilities	2,959	
Other current liabilities	179,026	(21,

Total current liabilities	2,252,189	(31,

Long-term debt	2,169,855	(850,

Accumulated deferred income taxes - net	73,354	40,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	118,430	

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Total deferred credits and other liabilities	191,784	40,

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	650,000	(6,387,
Accumulated other comprehensive income (loss)	(999)	
Retained earnings	(191,711)	132,

Total common shareholders' equity	457,290	(6,255,

Total liabilities and shareholders' equity	\$5,071,118	(\$7,096,
=====		

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MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Midwest Generation EME, LLC	Collins Hold EME, LLC

Electric utility
 Nonutility power generation
 Financial services and other

 Total operating revenue

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Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$17,325	\$2
Depreciation, decommissioning and amortization	3,412	
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	20,737	2

Operating income (loss)	(20,737)	(2)
Interest and dividend income	(845)	
Other nonoperating income	(2)	2
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(21,584)	
Income taxes (benefit)	(8,323)	

Income (loss) from continuing operations	(13,261)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	(13,261)	

Retained earnings - beginning of year	(25,944)	
Dividends declared on common stock	87,843	
Dividends declared on preferred stock		

Retained earnings - end of year	\$48,638	
=====		

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MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Edison Mission
 Energy Fuel
 Services, LLC [6]

Edison Missi
 Overseas Co.

Electric utility

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Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		

Operating income (loss)		
Interest and dividend income		\$22
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		22
Income taxes (benefit)		8

Income (loss) from continuing operations		13
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		13

Retained earnings - beginning of year		3
Dividends declared on common stock		(13)
Dividends declared on preferred stock		

Retained earnings - end of year		\$3
=====		

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MIDWEST GENERATION EME, LLC and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

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	LLC [6]	Adjustments
Electric utility		
Nonutility power generation	\$1,148,676	
Financial services and other		
Total operating revenue	1,148,676	
Fuel	396,345	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	340,520	(\$
Depreciation, decommissioning and amortization	175,631	(2
Property and other taxes	16,662	
Net gain on sale of utility plant		
Total operating expenses	929,158	(2
Operating income (loss)	219,518	2
Interest and dividend income	(107,274)	
Other nonoperating income	(1,422)	(2
Interest expense - net of amounts capitalized	(118,940)	3
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(8,118)	3
Income taxes (benefit)	(2,875)	1
Income (loss) from continuing operations	(5,243)	2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(5,243)	2
Retained earnings - beginning of year	(186,467)	19
Dividends declared on common stock	(1)	(8
Dividends declared on preferred stock		
Retained earnings - end of year	(\$191,711)	\$13

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MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002

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(In thousands)

	Mission Del Cielo Inc.	Mission Del So
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$180,471	188,
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	180,471	188,
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Regulatory assets - net		
Other deferred charges		
<hr/>		
Total deferred charges		
<hr/>		
Total assets	\$180,471	\$188,
<hr/>		

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MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission De Las Estrellas LLC [7]	Consolidating Adjustments

ASSETS		

Cash and equivalents	\$30	(\$
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets	30	(

Nonutility property - net	(30)	(84,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		(344,
Investments in leveraged leases		
Other investments		

Total investment and other assets	(\$30)	(429,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Total assets		(429,
=====		

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MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Del Cielo Inc.	Mission Del So
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		\$5,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities		5,
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		2,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		2,
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		

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Common stock	\$161,585	161,
Accumulated other comprehensive income (loss)		
Retained earnings	18,886	18,

Total common shareholders' equity	180,471	180,

Total liabilities and shareholders' equity	\$180,471	\$188,
=====		

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MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission De Las Estrellas, LLC [7]	Consolidating Adjustments

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		\$79,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities		79,

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

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 Preferred stock of utility:

 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	(490,
Accumulated other comprehensive income (loss)	
Retained earnings	(18,

 Total common shareholders' equity (509,

Total liabilities and shareholders' equity (\$429,
 =====

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MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Mission Del Cielo	Mission Del
	Inc.	

Electric utility	
Nonutility power generation	\$1
Financial services and other	
-----	-----
Total operating revenue	1

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

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Total operating expenses		

Operating income (loss)		1
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		1
Income taxes (benefit)		

Income (loss) from continuing operations		1
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		1

Retained earnings - beginning of year	\$8,393	
Dividends declared on common stock	10,493	
Dividends declared on preferred stock		

Retained earnings - end of year	\$18,886	\$1
=====		

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MISSION DEL CIELO, INC. and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Mission De Las Estrellas, LLC [7]	Consolidating Adjustments

Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		

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Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		

Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		
Income taxes (benefit)		

Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		

Retained earnings - beginning of year		(\$
Dividends declared on common stock		(1
Dividends declared on preferred stock		

Retained earnings - end of year		(\$1
=====		

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EME Investments,	EME Southwest
	LLC	Power Corporat

ASSETS

Cash and equivalents

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Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	

Total current assets	

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	\$386,
Investments in leveraged leases	
Other investments	

Total investment and other assets	386,

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Other deferred charges	

Total deferred charges	

Total assets	\$386,
=====	

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

MEC International Mission Energy
 B.V. Consolidated Holdings
 International,

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ASSETS

Cash and equivalents	\$206,578	
Receivables - net	178,367	
Fuel inventory	5,006	
Materials and supplies, at average cost	22,086	
Accumulated deferred income taxes - net		
Trading and price risk management assets	9,775	
Prepayments and other current assets	27,751	
Total current assets	449,563	
Nonutility property - net	3,528,044	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	769,221	\$804,
Investments in leveraged leases		
Other investments		
Total investment and other assets	4,297,265	804,
Utility plant, at original cost: Transmission and distribution Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
Total utility plant		
Regulatory assets - net		
Goodwill	669,995	
Other deferred charges	70,733	
Total deferred charges	740,728	
Total assets	\$5,487,556	\$804,

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

	Mission Energy Holdings International, Inc. Consolidated

ASSETS	

Cash and equivalents	\$206,578
Receivables - net	178,367
Fuel inventory	5,006
Materials and supplies, at average cost	22,086
Accumulated deferred income taxes - net	
Trading and price risk management assets	9,775
Prepayments and other current assets	27,751

Total current assets	449,563

Nonutility property - net	3,528,044
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	1,307,032
Investments in leveraged leases	
Other investments	

Total investment and other assets	4,835,076

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Goodwill	669,995
Other deferred charges	70,733

Total deferred charges	740,728

Total assets	\$6,025,367
=====	

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EME Investments, LLC	EME Southwest Power Corporat
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		\$
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities		
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock		384,
Accumulated other comprehensive income (loss)		

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Retained earnings	1,

Total common shareholders' equity	385,

Total liabilities and shareholders' equity	\$386,
=====	

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002 (In thousands)

	MEC International B.V. Consolidated	Mission Energy Holdings International,

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt	\$77,551	
Long-term debt due within one year	131,222	
Preferred stock to be redeemed within one year		
Accounts payable	413,245	(\$165,
Accrued taxes	16,886	
Trading and price risk management liabilities	5,795	
Other current liabilities	87,957	

Total current liabilities	732,656	(165,

Long-term debt	2,116,083	

Accumulated deferred income taxes - net	388,318	1,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	479,144	

Total deferred credits and other liabilities	867,462	1,

Minority Interest	579,656	

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Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	131,225	
Other preferred securities		

Total preferred securities of subsidiaries	131,225	

Common stock	1,850,773	1,709,
Accumulated other comprehensive income (loss)	(209,848)	
Retained earnings	(580,451)	(741,

Total common shareholders' equity	1,060,474	968,

Total liabilities and shareholders' equity	\$5,487,556	\$804,
=====		

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002 (In thousands)

Mission Energy
 Holdings Intern'l,
 Inc. Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	\$77,551
Long-term debt due within one year	131,222
Preferred stock to be redeemed within one year	
Accounts payable	150,517
Accrued taxes	16,886
Trading and price risk management liabilities	5,795
Other current liabilities	87,957

Total current liabilities	469,928

Long-term debt	2,116,083

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Accumulated deferred income taxes - net	389,883
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	479,144

Total deferred credits and other liabilities	869,027

Minority Interest	579,656

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	131,225
Other preferred securities	

Total preferred securities of subsidiaries	131,225

Common stock	3,508,221
Accumulated other comprehensive income (loss)	(209,848)
Retained earnings	(1,438,925)

Total common shareholders' equity	1,859,448

Total liabilities and shareholders' equity	\$6,025,367
=====	

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	EME Investments, LLC	EME Southwes Power Corpor

Electric utility		
Nonutility power generation		

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Financial services and other

 Total operating revenue

Fuel

Purchased power

Provisions for regulatory adjustment clauses - net

Other operation and maintenance

Depreciation, decommissioning and amortization

Property and other taxes

Net gain on sale of utility plant

 Total operating expenses

Operating income (loss)

Interest and dividend income

Other nonoperating income

Interest expense - net of amounts capitalized

Other nonoperating deductions

Dividends on preferred securities

Dividends on utility preferred stock

 Income (loss) from continuing operations before taxes

Income taxes (benefit)

 Income (loss) from continuing operations

Loss from discontinued operations

Income taxes (benefit) on discontinued operations

 Net income (loss)

 Retained earnings - beginning of year

Dividends declared on common stock

Dividends declared on preferred stock

 Retained earnings - end of year
 =====

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

MEC International
 B.V. Consolidated

Mission Ener
 Holdings
 Internationa

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Electric utility		
Nonutility power generation	\$1,302,740	
Financial services and other		
Total operating revenue	1,302,740	
Fuel	426,747	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	475,638	
Depreciation, decommissioning and amortization	114,772	
Property and other taxes	12,600	
Net gain on sale of utility plant		
Total operating expenses	1,029,757	
Operating income (loss)	272,983	
Interest and dividend income	(3,190)	\$
Other nonoperating income	21,455	
Interest expense - net of amounts capitalized	(183,693)	
Other nonoperating deductions	(33,829)	
Dividends on preferred securities	(7,005)	
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	66,721	
Income taxes (benefit)	33,263	1
Income (loss) from continuing operations	33,458	(
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	33,458	(
Retained earnings - beginning of year	(613,909)	(73
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$580,451)	(\$74

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MISSION ENERGY HOLDINGS INTERNATIONAL, INC. and Subsidiaries [Tier 5]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

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	Mission Energy Holdings International, Inc. Consolidated
Electric utility	
Nonutility power generation	\$1,302,740
Financial services and other	
Total operating revenue	1,302,740
Fuel	426,747
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	475,638
Depreciation, decommissioning and amortization	114,772
Property and other taxes	12,600
Net gain on sale of utility plant	
Total operating expenses	1,029,757
Operating income (loss)	272,983
Interest and dividend income	11,097
Other nonoperating income	21,455
Interest expense - net of amounts capitalized	(183,693)
Other nonoperating deductions	(33,829)
Dividends on preferred securities	(7,005)
Dividends on utility preferred stock	
Income (loss) from continuing operations before taxes	81,008
Income taxes (benefit)	54,312
Income (loss) from continuing operations	26,696
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
Net income (loss)	26,696
Retained earnings - beginning of year	(1,465,619)
Dividends declared on common stock	(2)
Dividends declared on preferred stock	
Retained earnings - end of year	(\$1,438,925)

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MISSION ENERGY WALES COMPANY and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Hydro Limited Partnership Consolidated	Mission Energy Wales Company

ASSETS		

Cash and equivalents	\$88,390	
Receivables - net	43,862	
Fuel inventory		
Materials and supplies, at average cost	6,119	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	8,630	

Total current assets	147,001	

Nonutility property - net	1,227,243	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	2,963,026	\$228,
Investments in leveraged leases		
Other investments		

Total investment and other assets	4,190,269	228,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges	64,204	

Total deferred charges	64,204	

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Total assets	\$4,401,474	\$228,
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MISSION ENERGY WALES COMPANY and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Mission Energy
 Wales Company
 Consolidated

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

 Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

\$228,629

 Total investment and other assets

228,629

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

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Regulatory assets - net
Other deferred charges

Total deferred charges

Total assets \$228,629

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MISSION ENERGY WALES COMPANY and Subsidiaries [Tier 5]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Mission Hydro Limited Partnership Consolidated	Mission Energy Wales Company
LIABILITIES AND SHAREHOLDERS' EQUITY		
Short-term debt		
Long-term debt due within one year	\$48,471	
Preferred stock to be redeemed within one year		
Accounts payable	(140,396)	(\$164,
Accrued taxes	9,069	
Trading and price risk management liabilities		
Other current liabilities	68,935	
Total current liabilities	(13,921)	(164,
Long-term debt	953,322	
Accumulated deferred income taxes - net	56,550	285,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	116,917	
Total deferred credits and other liabilities	173,467	285,
Minority Interest	63,622	

 Preferred stock of utility:

 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	4,138,409	69,
Accumulated other comprehensive income (loss)	(387,440)	
Retained earnings	(525,985)	37,

 Total common shareholders' equity 3,224,984 106,

Total liabilities and shareholders' equity \$4,401,474 \$228,
 =====

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MISSION ENERGY WALES COMPANY and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Mission Energy
 Wales Company
 Consolidated

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	(\$164,595)
Accounts payable	
Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	

 Total current liabilities (164,595)

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Long-term debt

Accumulated deferred income taxes - net	285,464
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	285,464
--	---------

Minority Interest	920
-------------------	-----

Preferred stock of utility:

Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries

Common stock	69,272
Accumulated other comprehensive income (loss)	
Retained earnings	37,568

Total common shareholders' equity	106,840
-----------------------------------	---------

Total liabilities and shareholders' equity	\$228,629
--	-----------

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MISSION ENERGY WALES COMPANY and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Mission Hydro
 Limited
 Partnership
 Consolidated

Mission Ener
 Wales Compan

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Electric utility		
Nonutility power generation	\$393,411	\$
Financial services and other		

Total operating revenue	393,411	

Fuel	175,349	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	62,430	
Depreciation, decommissioning and amortization	21,462	
Property and other taxes	13,265	
Net gain on sale of utility plant		

Total operating expenses	272,506	

Operating income (loss)	120,905	
Interest and dividend income	131,262	
Other nonoperating income	(4,155)	
Interest expense - net of amounts capitalized	(198,766)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	49,246	1
Income taxes (benefit)	6,377	

Income (loss) from continuing operations	42,869	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	42,869	

Retained earnings - beginning of year	(568,854)	3
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$525,985)	\$3
=====		

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MISSION ENERGY WALES COMPANY and Subsidiaries [Tier 5]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

	Mission Energy Wales Company Consolidated
Electric utility	
Nonutility power generation	\$7,590
Financial services and other	
<hr/>	
Total operating revenue	7,590
<hr/>	
Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	
<hr/>	
Total operating expenses	
<hr/>	
Operating income (loss)	7,590
Interest and dividend income	4,710
Other nonoperating income	(8)
Interest expense - net of amounts capitalized	
Other nonoperating deductions	(920)
Dividends on preferred securities	
Dividends on utility preferred stock	
<hr/>	
Income (loss) from continuing operations before taxes	11,372
Income taxes (benefit)	5,682
<hr/>	
Income (loss) from continuing operations	5,690
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
<hr/>	
Net income (loss)	5,690
<hr/>	
Retained earnings - beginning of year	31,878
Dividends declared on common stock	
Dividends declared on preferred stock	
<hr/>	
Retained earnings - end of year	\$37,568
<hr/>	

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MISSION ENERGY WALES COMPANY
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	EME Generation Holdings Limited Consolidated	Mission Hydro Limited Partne

ASSETS		

Cash and equivalents	\$88,390	
Receivables - net	43,862	
Fuel inventory		
Materials and supplies, at average cost	6,119	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	8,630	

Total current assets	147,001	

Nonutility property - net	1,227,243	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	3,226,397	(\$263,
Investments in leveraged leases		
Other investments		

Total investment and other assets	4,453,640	(263,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges	64,204	

Total deferred charges	64,204	

Total assets	\$4,664,845	(\$263,
=====		

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MISSION ENERGY WALES COMPANY
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Mission Hydro Limited Partnership Consolidated

ASSETS	

Cash and equivalents	\$88,390
Receivables - net	43,862
Fuel inventory	
Materials and supplies, at average cost	6,119
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	8,630

Total current assets	147,001

Nonutility property - net	1,227,243
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	2,963,026
Investments in leveraged leases	
Other investments	

Total investment and other assets	4,190,269

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Other deferred charges	64,204

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Total deferred charges	64,204
------------------------	--------

Total assets	\$4,401,474
--------------	-------------

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MISSION ENERGY WALES COMPANY
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	EME Generation Holdings Limited Consolidated	Mission Hydro Limited Partne

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year	\$48,471	
Preferred stock to be redeemed within one year		
Accounts payable	(113,103)	(\$27,
Accrued taxes	9,069	
Trading and price risk management liabilities		
Other current liabilities	68,935	

Total current liabilities	13,372	(27,

Long-term debt	1,002,514	(49,

Accumulated deferred income taxes - net	56,550	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	116,917	

Total deferred credits and other liabilities	173,467	

Minority Interest	63,622	

Preferred stock of utility:		
Not subject to mandatory redemption		

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Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	3,924,809	213,
Accumulated other comprehensive income (loss)	(387,133)	(
Retained earnings	(125,806)	(400,

 Total common shareholders' equity 3,411,870 (186,

Total liabilities and shareholders' equity \$4,664,845 (\$263,
 =====

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MISSION ENERGY WALES COMPANY
 MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Mission Hydro
 Limited
 Partnership
 Consolidated

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	\$48,471
Preferred stock to be redeemed within one year	
Accounts payable	(140,396)
Accrued taxes	9,069
Trading and price risk management liabilities	
Other current liabilities	68,935

 Total current liabilities (13,921)

Long-term debt 953,322

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Accumulated deferred income taxes - net	56,550
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	116,917

Total deferred credits and other liabilities	173,467

Minority Interest	63,622

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	4,138,409
Accumulated other comprehensive income (loss)	(387,440)
Retained earnings	(525,985)

Total common shareholders' equity	3,224,984

Total liabilities and shareholders' equity	\$4,401,474
=====	

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MISSION ENERGY WALES COMPANY
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

EME Generation
Holdings Limited
Consolidated

Mission Hydr
Limited Part

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Electric utility		
Nonutility power generation	\$393,411	
Financial services and other		

Total operating revenue	393,411	

Fuel	175,349	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	62,430	
Depreciation, decommissioning and amortization	21,462	
Property and other taxes	13,265	
Net gain on sale of utility plant		

Total operating expenses	272,506	

Operating income (loss)	120,905	
Interest and dividend income	128,066	\$
Other nonoperating income	573	(
Interest expense - net of amounts capitalized	(198,766)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	50,778	(
Income taxes (benefit)	6,377	

Income (loss) from continuing operations	44,401	(
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	44,401	(

Retained earnings - beginning of year	(170,207)	(39
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$125,806)	(\$40
=====		

530

MISSION ENERGY WALES COMPANY
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

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Mission Hydro
Limited
Partnership
Consolidated

Electric utility	
Nonutility power generation	\$393,411
Financial services and other	
<hr/>	
Total operating revenue	393,411
<hr/>	
Fuel	175,349
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	62,430
Depreciation, decommissioning and amortization	21,462
Property and other taxes	13,265
Net gain on sale of utility plant	
<hr/>	
Total operating expenses	272,506
<hr/>	
Operating income (loss)	120,905
Interest and dividend income	131,262
Other nonoperating income	(4,155)
Interest expense - net of amounts capitalized	(198,766)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
<hr/>	
Income (loss) from continuing operations before taxes	49,246
Income taxes (benefit)	6,377
<hr/>	
Income (loss) from continuing operations	42,869
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
<hr/>	
Net income (loss)	42,869
<hr/>	
Retained earnings - beginning of year	(568,854)
Dividends declared on common stock	
Dividends declared on preferred stock	
<hr/>	
Retained earnings - end of year	(\$525,985)
<hr/>	

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission Operation & Maintenance Limited	EME Victoria Generation Limi

ASSETS		

Cash and equivalents	\$44	
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	58	

Total current assets	102	

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges	27,468	

Total deferred charges	27,468	

Total assets	\$27,570	
=====		

532

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Enerloy Pty Ltd [9]	Mission Energy Development Australia Pty [8]
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		(\$5,
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		(5,
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Regulatory assets - net		
Other deferred charges		

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 Total deferred charges

Total assets

(\$5
 =====

533

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Loy Yang B Joint
 Venture [10]

Energy Capital
 Partnership

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

\$706,

Total investment and other assets

706,

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

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Total utility plant

Regulatory assets - net
Other deferred charges

Total deferred charges

Total assets

\$706,

534

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	First Hydro Holdings Company	First Hydro Company [8]
ASSETS		
Cash and equivalents	\$4,838	\$61,
Receivables - net	4	37,
Fuel inventory		
Materials and supplies, at average cost		1,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		4,
Total current assets	4,842	105,
Nonutility property - net	21,676	724,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	852,247	
Investments in leveraged leases		
Other investments		
Total investment and other assets	873,923	724,
Utility plant, at original cost: Transmission and distribution		

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Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net
 Other deferred charges

 Total deferred charges

Total assets \$878,765 \$829,
 =====

535

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

First Hydro
 Company [9] Loyvic Pty Ltd

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

 Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

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Total investment and other assets

Utility plant, at original cost:

Transmission and distribution

Generation

Accumulated provision for depreciation

and decommissioning

Construction work in progress

Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net

Other deferred charges

Total deferred charges

Total assets

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP

EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]

Consolidating Balance Sheet

December 31, 2002

(In thousands)

Enerloy Pty Ltd [9] EME Generation
Holdings Limit

ASSETS

Cash and equivalents

Receivables - net

Fuel inventory

Materials and supplies, at average cost

Accumulated deferred income taxes - net

Trading and price risk management assets

Prepayments and other current assets

Total current assets

Nonutility property - net

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Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	(\$218,
Investments in leveraged leases	
Other investments	

Total investment and other assets	(218,

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Other deferred charges	

Total deferred charges	

Total assets	(\$218,
=====	

537

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

EME Generation
Holdings Limited
Consolidated

ASSETS

Cash and equivalents	\$88,390
Receivables - net	43,862
Fuel inventory	
Materials and supplies, at average cost	6,119
Accumulated deferred income taxes - net	
Trading and price risk management assets	

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Prepayments and other current assets	8,630

Total current assets	147,001

Nonutility property - net	1,227,243
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	3,226,397
Investments in leveraged leases	
Other investments	

Total investment and other assets	4,453,640

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Other deferred charges	64,204

Total deferred charges	64,204

Total assets	\$4,664,845
=====	

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Edison Mission Operation & Maintenance Limited	EME Victoria Generation Limi
--	---------------------------------

LIABILITIES AND SHAREHOLDERS' EQUITY

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Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$565	\$
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	37	

Total current liabilities	602	

Long-term debt	27,361	22,

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock		
Accumulated other comprehensive income (loss)	(8)	(21,
Retained earnings	(385)	(1,

Total common shareholders' equity	(393)	(\$22,

Total liabilities and shareholders' equity	\$27,570	
=====		

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Enerloy Pty Ltd [9]	Mission Energy Development Australia Pty [8]
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$353,681)	(\$5,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	(353,681)	(5,
<hr/>		
Long-term debt	(651,415)	
<hr/>		
Accumulated deferred income taxes - net	(2)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	(2)	
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock	831,438	
Accumulated other comprehensive income (loss)	(150,048)	
Retained earnings	323,708	

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 Total common shareholders' equity \$1,005,098

Total liabilities and shareholders' equity (5,
 =====

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Loy Yang B Joint Venture [10]	Energy Capital Partnership
----- LIABILITIES AND SHAREHOLDERS' EQUITY -----		
Short-term debt		
Long-term debt due within one year		\$6,
Preferred stock to be redeemed within one year		
Accounts payable		335,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		11,

Total current liabilities		353,

Long-term debt		651,

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

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Preferred stock of utility:

Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock

Accumulated other comprehensive income (loss)
 Retained earnings

25,
 (323,

 Total common shareholders' equity

(298,

 Total liabilities and shareholders' equity

\$706,
 =====

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	First Hydro Holdings Company	First Hydro Company [8]
----- LIABILITIES AND SHAREHOLDERS' EQUITY -----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$677,214	\$11,
Accrued taxes		8,
Trading and price risk management liabilities		
Other current liabilities	44	
-----	-----	-----
Total current liabilities	677,258	20,
-----	-----	-----
Long-term debt		
-----	-----	-----

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Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock	181,987	626,
Accumulated other comprehensive income (loss)	18,116	5,
Retained earnings	1,404	176,

Total common shareholders' equity	201,507	808,

Total liabilities and shareholders' equity	\$878,765	\$829,
=====		

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

First Hydro
 Company [9]

Loyvic Pty Ltd

 LIABILITIES AND SHAREHOLDERS' EQUITY

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Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity
=====

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Enerloy Pty Ltd [9]	EME Generation Holdings Limit
LIABILITIES AND SHAREHOLDERS' EQUITY		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$353,681)	\$
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
Total current liabilities	(353,681)	
Long-term debt	(651,415)	(
Accumulated deferred income taxes - net	(2)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
Total deferred credits and other liabilities	(2)	
Minority Interest		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
Total preferred securities of subsidiaries		
Common stock	831,438	180,
Accumulated other comprehensive income (loss)	(150,048)	
Retained earnings	323,708	(398,
Total common shareholders' equity	\$1,005,098	(218,

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Total liabilities and shareholders' equity (218,)

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EME Generation Holdings Limited Consolidated
<hr/>	
LIABILITIES AND SHAREHOLDERS' EQUITY	
<hr/>	
Short-term debt	
Long-term debt due within one year	\$48,471
Preferred stock to be redeemed within one year	
Accounts payable	(113,103)
Accrued taxes	9,069
Trading and price risk management liabilities	
Other current liabilities	68,934
<hr/>	
Total current liabilities	13,371
<hr/>	
Long-term debt	1,002,515
<hr/>	
Accumulated deferred income taxes - net	56,550
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	116,917
<hr/>	
Total deferred credits and other liabilities	173,467
<hr/>	
Minority Interest	63,622
<hr/>	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	

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Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	3,924,809
Accumulated other comprehensive income (loss)	(387,133)
Retained earnings	(125,806)

Total common shareholders' equity	3,411,870

Total liabilities and shareholders' equity	\$4,664,845
=====	

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Edison Mission Operation & Maintenance Limited	EME Victoria Generation Li
Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		\$194
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		194

Operating income (loss)		(194)

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Interest and dividend income	(222)	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(416)	
Income taxes (benefit)		

Income (loss) from continuing operations	(416)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	(416)	

Retained earnings - beginning of year	31	(
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$385)	(\$
=====		

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Enerloy Pty Ltd [9] Mission Ener
 Development
 Australia Pt
 [8]

Electric utility
 Nonutility power generation
 Financial services and other

 Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance

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Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	

Total operating expenses	

Operating income (loss)	
Interest and dividend income	\$46,744
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	46,744
Income taxes (benefit)	14,546

Income (loss) from continuing operations	32,198
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	32,198

Retained earnings - beginning of year	291,510
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$323,708
=====	

547

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Loy Yang B Joint Venture [10]	Energy Capit Partnership

Electric utility	
Nonutility power generation	
Financial services and other	

Total operating revenue	

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Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		(4)
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		(4)
Income taxes (benefit)		(1)
Income (loss) from continuing operations		(3)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)		(3)
Retained earnings - beginning of year		(29)
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year		(\$32)

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MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

First Hydro
 Holdings Company

First Hydro
 Company [8]

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Electric utility		
Nonutility power generation		\$32
Financial services and other		

Total operating revenue		32

Fuel		16
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$88	4
Depreciation, decommissioning and amortization	86	1
Property and other taxes		1
Net gain on sale of utility plant		

Total operating expenses	174	24

Operating income (loss)	(174)	8
Interest and dividend income	(54,050)	
Other nonoperating income	604	
Interest expense - net of amounts capitalized	(73)	
Other nonoperating deductions		
Dividends on preferred securities	54,260	(5
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	567	2
Income taxes (benefit)		

Income (loss) from continuing operations	567	2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	567	2

Retained earnings - beginning of year	837	14
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$1,404	\$17
=====		

549

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

First Hydro
Company [9]

Loyvic Pty L

 Electric utility
 Nonutility power generation
 Financial services and other

Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
 Income taxes (benefit)

Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
 Dividends declared on common stock
 Dividends declared on preferred stock

Retained earnings - end of year
 =====

550

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

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

	Enerloy Pty Ltd [9]	EME Generati Holdings Lim
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income	\$46,744	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	46,744	
Income taxes (benefit)	14,546	
Income (loss) from continuing operations	32,198	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	32,198	
Retained earnings - beginning of year	291,510	(39
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$323,708	(39

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551

MISSION ENERGY WALES COMPANY, MISSION HYDRO LIMITED PARTNERSHIP
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	EME Generation Holdings Limited Consolidated
Electric utility	
Nonutility power generation	\$393,411
Financial services and other	
Total operating revenue	393,411
Fuel	175,349
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	62,430
Depreciation, decommissioning and amortization	21,462
Property and other taxes	13,265
Net gain on sale of utility plant	
Total operating expenses	272,506
Operating income (loss)	120,905
Interest and dividend income	128,066
Other nonoperating income	573
Interest expense - net of amounts capitalized	(198,766)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
Income (loss) from continuing operations before taxes	50,778
Income taxes (benefit)	6,377
Income (loss) from continuing operations	44,401
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
Net income (loss)	44,401
Retained earnings - beginning of year	(170,207)
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	(\$125,806)

552

MEC INTERNATIONAL B.V. and Subsidiaries [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Adelaide Ventures Beheer-en
 Ltd. Dissolved Beleggingsmaat
 01/14/2003 Jydeno B.V.

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

 Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

(1,

 Total investment and other assets

(1,

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net

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Other deferred charges

Total deferred charges

Total assets

(\$1,

553

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Coaltrade Services Edison Mission
 International Pte Advantage B.V.
 Ltd. [8]

ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

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 Total utility plant

Regulatory assets - net
 Other deferred charges

Total deferred charges

Total assets
 =====

554

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission Ausone Pty Ltd.	Edison Mission Energy Asia Pt Ltd. Consolida

ASSETS		

Cash and equivalents		\$2,
Receivables - net		16,
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		20,

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		340,
Investments in leveraged leases		
Other investments		

Total investment and other assets		340,

Utility plant, at original cost:		
Transmission and distribution		

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Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Other deferred charges	2,

Total deferred charges	2,

Total assets	\$362,
=====	

555

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edison Mission Energy Services B.V.	Edison Mission Millennium B.V. Consolidated
---	---

ASSETS

Cash and equivalents	
Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	

Total current assets	

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	29,
Investments in leveraged leases	

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Other investments

 Total investment and other assets

29,

Utility plant, at original cost:

 Transmission and distribution

 Generation

Accumulated provision for depreciation
 and decommissioning

Construction work in progress

Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net

Other deferred charges

 Total deferred charges

 Total assets

\$29,

=====

556

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]

Consolidating Balance Sheet

December 31, 2002

(In thousands)

Edison Mission
 Retail Pty Ltd.

Edison Mission
 Utilities Pty

 ASSETS

Cash and equivalents

Receivables - net

Fuel inventory

Materials and supplies, at average cost

Accumulated deferred income taxes - net

Trading and price risk management assets

Prepayments and other current assets

 Total current assets

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Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
Transmission and distribution
Generation
Accumulated provision for depreciation
and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

GOODWILL
Other deferred charges

Total deferred charges

Total assets
=====

557

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Italian Vento Edison Mission
Power Corporation Vendesi Pty Lt
4 S.r.l. [7]

ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets

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Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

GOODWILL
 Other deferred charges

Total deferred charges

Total assets

558

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EME Tri Gen B.V.

EME Victoria B
 [Inactive]

ASSETS

Cash and equivalents
 Receivables - net

\$1

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Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	

Total current assets	1

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	18,323
Investments in leveraged leases	
Other investments	

Total investment and other assets	18,323

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Other deferred charges	

Total deferred charges	

Total assets	\$18,324
=====	

559

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

First Hydro
Renewables

Global Generat
B.V. Consolida

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(COWL) Limited

ASSETS	
Cash and equivalents	\$6,
Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	
Total current assets	7,
Nonutility property - net	8,
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	
Total investment and other assets	8,
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
Total utility plant	
Regulatory assets - net	
Other deferred charges	6,
Total deferred charges	6,
Total assets	\$22,

560

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

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	Iberian Hy-Power Amsterdam B.V. Consolidated	Latrobe Power Ltd. Consolida

ASSETS		

Cash and equivalents	\$617	\$7,
Receivables - net	13,657	25,
Fuel inventory		7,
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets	(12,510)	
Prepayments and other current assets	677	4,

Total current assets	2,441	44,

Nonutility property - net	165,722	1,126,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	3,090	
Investments in leveraged leases		
Other investments		

Total investment and other assets	168,812	1,126,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges	6,394	3,

Total deferred charges	6,394	3,

Total assets	\$177,647	\$1,174,
=====		

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Valley Power Pty Ltd. [7]	Loy Yang Holdi Pty Ltd. Consolidated

ASSETS		

Cash and equivalents		\$29,
Receivables - net		83,
Fuel inventory		
Materials and supplies, at average cost		26,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		16,

Total current assets		156,

Nonutility property - net		3,984,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		48,
Investments in leveraged leases		
Other investments		

Total investment and other assets		4,033,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		12,

Total deferred charges		12,

Total assets		\$4,202,
=====		

562

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	MEC IES B.V.	ISAB Energy Services s.r.l.

ASSETS		

Cash and equivalents		\$2
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		2

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		2,299
Investments in leveraged leases		
Other investments		

Total investment and other assets		2,299

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

Total deferred charges		

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Total assets \$2,301

563

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission Energy Power [7]	MEC Indo Coal

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		16
Investments in leveraged leases		
Other investments		

Total investment and other assets		16

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		

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Other deferred charges

Total deferred charges

Total assets

\$17

564

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	MEC International Holdings B.V. Consolidated	MEC Laguna Pow B.V.
ASSETS		
Cash and equivalents	\$120,245	
Receivables - net	66,337	
Fuel inventory	4,928	
Materials and supplies, at average cost	9,996	
Accumulated deferred income taxes - net		
Trading and price risk management assets	40	
Prepayments and other current assets	10,183	
Total current assets	211,729	
Nonutility property - net	1,417,240	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	3,167,179	
Investments in leveraged leases		
Other investments		
Total investment and other assets	4,584,419	
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

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Total utility plant	
Regulatory assets - net	
Other deferred charges	100,712
Total deferred charges	100,712
Total assets	\$4,896,860

565

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	MEC Perth B.V. Consolidated	MEC Priolo B.V.
ASSETS		
Cash and equivalents	\$4,657	
Receivables - net	3,384	
Fuel inventory		
Materials and supplies, at average cost	2,933	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	288	
Total current assets	11,262	
Nonutility property - net	57,447	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		49,
Investments in leveraged leases		
Other investments		
Total investment and other assets	57,447	49,
Utility plant, at original cost: Transmission and distribution		

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Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net
 Other deferred charges (2,544)

Total deferred charges (2,544)

Total assets \$66,165 \$49,
 =====

566

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

MEC Sidi Krir B.V. MEC Sumatra B.

 ASSETS

Cash and equivalents \$7
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

 Total current assets 7

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

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Total investment and other assets

 Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

 GOODWILL
 Other deferred charges

 Total deferred charges

 Total assets \$7
 =====

567

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Energy Company (UK) Limited Consolidated	Mission Energy Italia s.r.l.

ASSETS		

Cash and equivalents	\$162,998	\$
Receivables - net	83,898	
Fuel inventory		
Materials and supplies, at average cost	7,924	
Accumulated deferred income taxes - net		
Trading and price risk management assets	25,642	
Prepayments and other current assets	13,653	

Total current assets	294,115	

Nonutility property - net	2,213,003	
Nuclear decommissioning trusts		

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Investments in partnerships and unconsolidated subsidiaries	2,818,742
Investments in leveraged leases	
Other investments	

Total investment and other assets	5,031,745
-----------------------------------	-----------

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Goodwill	273,840
Regulatory assets - net	
Other deferred charges	93,207

Total deferred charges	367,047
------------------------	---------

Total assets	\$5,692,907	\$
--------------	-------------	----

568

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Pride Hold Limited Consolidated	EcoElectrica S.a.r.l. Consolidated
------------------------------------	--

ASSETS

Cash and equivalents	\$25	\$
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

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Total current assets	25	
-----	-----	-----
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		218,
Investments in leveraged leases		
Other investments		
-----	-----	-----
Total investment and other assets		218,
-----	-----	-----
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----	-----	-----
Total utility plant		
-----	-----	-----
Regulatory assets - net		
Other deferred charges		
-----	-----	-----
Total deferred charges		
-----	-----	-----
Total assets	\$25	\$218,
=====	=====	=====

569

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Traralgon Power Pty. Ltd. Consolidated	MEC Internatio B.V.
-----	-----	-----
ASSETS		
-----	-----	-----
Cash and equivalents	\$7,072	\$14,
Receivables - net	5,795	

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Fuel inventory		
Materials and supplies, at average cost	4,490	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	4,132	

Total current assets	21,489	14,

Nonutility property - net	598,001	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(1,519)	1,829,
Investments in leveraged leases		
Other investments		

Total investment and other assets	596,482	1,829,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

GOODWILL		
Other deferred charges	3,229	

Total deferred charges	3,229	

Assets of discontinued operations		

Total assets	\$621,200	\$1,844,
=====		

570

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

MEC International
B.V. Consolidated

ASSETS

Cash and equivalents	\$206,578
Receivables - net	178,367
Fuel inventory	5,006
Materials and supplies, at average cost	22,086
Accumulated deferred income taxes - net	
Trading and price risk management assets	9,775
Prepayments and other current assets	27,751

Total current assets 449,563

Nonutility property - net	3,528,044
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	769,221
Investments in leveraged leases	
Other investments	

Total investment and other assets 4,297,265

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant

GOODWILL	669,995
Other deferred charges	70,733

Total deferred charges 740,728

Assets of discontinued operations

Total assets \$5,487,556
=====

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Adelaide Ventures
 Ltd. Dissolved
 01/14/2003

Beheer-en
 Beleggingsmaat
 Jydeno B.V.

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

(\$1,

 Total current liabilities

(1,

 Long-term debt

 Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

 Minority Interest

 Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

 Common stock
 Accumulated other comprehensive income (loss)

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Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity

(\$1,

572

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Coaltrade Services
 International Pte
 Ltd. [8]

Edison Mission
 Advantage B.V.

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

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Preferred stock of utility:

Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

 Total common shareholders' equity

Total liabilities and shareholders' equity
 =====

573

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edison Mission
 Ausone Pty Ltd.

Edison Mission
 Energy Asia Pt
 Ltd Consolidat

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

(\$9,

1,

 Total current liabilities

(8,

Long-term debt

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Accumulated deferred income taxes - net	1,
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	1,

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable	
securities of subsidiaries holding	
solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	338,
Accumulated other comprehensive income (loss)	(
Retained earnings	32,

Total common shareholders' equity	369,

Total liabilities and shareholders' equity	\$362,
=====	

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edison Mission Energy Services B.V.	Edison Mission Millennium B.V. Consolidated
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 LIABILITIES AND SHAREHOLDERS' EQUITY

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$9	\$
Accrued taxes	(9)	
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities		

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	19	42,
Accumulated other comprehensive income (loss)		(17,
Retained earnings	(\$19)	4,

Total common shareholders' equity		29,

Total liabilities and shareholders' equity		\$29,
=====		

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edison Mission
 Retail Pty Ltd.

Edison Mission
 Utilities Pty

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

 Total current liabilities

Long-term debt

 Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

Minority Interest

 Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

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Total common shareholders' equity

Total liabilities and shareholders' equity

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Italian Vento
 Power Corporation
 4 S.r.l. [7]

Edison Mission
 Vendesi Pty Lt

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption

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Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

 Total common shareholders' equity

=====
 Total liabilities and shareholders' equity
 =====

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EME Tri Gen B.V.	EME Victoria B [Inactive]

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$2	
Accrued taxes	(10)	
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(8)	

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		

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Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock	24,438
Accumulated other comprehensive income (loss)	(8,079)
Retained earnings	1,973

 Total common shareholders' equity 18,332

Total liabilities and shareholders' equity \$18,324
 =====

578

MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	First Hydro Renewables (COWL) Limited [7]	Global Generat B.V. Consolida
--	---	----------------------------------

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	\$190,
Preferred stock to be redeemed within one year	

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Accounts payable	528,
Accrued taxes	(4,
Trading and price risk management liabilities	
Other current liabilities	3,

Total current liabilities	717,

Long-term debt	181,

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	

Liabilities of discontinued operations	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	1,005,
Accumulated other comprehensive income (loss)	(13,
Retained earnings	(1,869,

Total common shareholders' equity	(876,

Total liabilities and shareholders' equity	\$22,
=====	

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Iberian HyPower Amsterdam B.V. Consolidated	Latrobe Power Ltd. Consolida

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year	\$70,948	
Preferred stock to be redeemed within one year		
Accounts payable	17,175	(\$16,
Accrued taxes	(1,633)	
Trading and price risk management liabilities		
Other current liabilities	422	623,

Total current liabilities	86,912	607,

Long-term debt	76,223	347,

Accumulated deferred income taxes - net	(4,720)	3,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	3,720	254,

Total deferred credits and other liabilities	(1,000)	257,

Minority Interest	518	11,

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	17,796	
Accumulated other comprehensive income (loss)	(18,464)	(9,
Retained earnings	15,662	(40,

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Total common shareholders' equity	14,994	(49,

Total liabilities and shareholders' equity	\$177,647	\$1,174,
=====		

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Valley Power Pty Ltd. [7]	Loy Yang Holdi Pty Ltd. Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(75,
Accrued taxes		1,
Trading and price risk management liabilities		
Other current liabilities		1,880,

Total current liabilities		1,806,

Long-term debt		1,390,

Accumulated deferred income taxes - net		7,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		1,016,

Total deferred credits and other liabilities		1,023,

Minority Interest		24,

Preferred stock of utility:		
Not subject to mandatory redemption		

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Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	(241,
Accumulated other comprehensive income (loss)	(228,
Retained earnings	427,

 Total common shareholders' equity (42,

=====
 Total liabilities and shareholders' equity \$4,202,
 =====

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	MEC IES B.V.	ISAB Energy Services s.r.l
--	--------------	-------------------------------

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$344
Accrued taxes	(97)
Trading and price risk management liabilities	
Other current liabilities	

 Total current liabilities 247

 Long-term debt

Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits

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Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock	117
Accumulated other comprehensive income (loss)	
Retained earnings	1,937

 Total common shareholders' equity 2,054

Total liabilities and shareholders' equity \$2,301
 =====

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission	MEC Indo Coal
	Energy Power [7]	

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year

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Accounts payable	
Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	

Total current liabilities	

Long-term debt	

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable	
securities of subsidiaries holding	
solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	15,
Accumulated other comprehensive income (loss)	
Retained earnings	

Total common shareholders' equity	16,

Total liabilities and shareholders' equity	\$17,
=====	

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

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	MEC International Holdings B.V. Consolidated	MEC Laguna Pow B.V.
<hr/> LIABILITIES AND SHAREHOLDERS' EQUITY <hr/>		
Short-term debt		
Long-term debt due within one year	\$63,667	
Preferred stock to be redeemed within one year		
Accounts payable	(524,578)	
Accrued taxes	23,353	
Trading and price risk management liabilities		
Other current liabilities	78,745	
<hr/>		
Total current liabilities	(358,813)	
<hr/>		
Long-term debt	1,081,134	
<hr/>		
Accumulated deferred income taxes - net	40,957	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	194,210	
<hr/>		
Total deferred credits and other liabilities	235,167	
<hr/>		
Minority Interest	78,948	
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock	4,587,217	6,
Accumulated other comprehensive income (loss)	(383,179)	
Retained earnings	(343,614)	(6,
<hr/>		
Total common shareholders' equity	3,860,424	(
<hr/>		
Total liabilities and shareholders' equity	\$4,896,860	

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	MEC Perth B.V. Consolidated	MEC Priolo B.V.
LIABILITIES AND SHAREHOLDERS' EQUITY		
Short-term debt		
Long-term debt due within one year	\$3,915	
Preferred stock to be redeemed within one year		
Accounts payable	(21,992)	\$1,
Accrued taxes	233	(
Trading and price risk management liabilities		
Other current liabilities	4,327	
Total current liabilities	(13,517)	1,
Long-term debt	43,205	
Accumulated deferred income taxes - net	(4,067)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	12,407	
Total deferred credits and other liabilities	8,340	
Minority Interest	3,299	
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

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Total preferred securities of subsidiaries

Common stock	23	31,
Accumulated other comprehensive income (loss)	(3,799)	
Retained earnings	28,614	17,

Total common shareholders' equity	24,838	48,

Total liabilities and shareholders' equity	\$66,165	\$49,
=====		

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

MEC Sidi Krir B.V. MEC Sumatra B.

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$24	
Accrued taxes	(12)	
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	12	

Long-term debt

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities

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 Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock	26
Accumulated other comprehensive income (loss)	
Retained earnings	(31)

 Total common shareholders' equity (5)

Total liabilities and shareholders' equity \$7
 =====

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Energy Company (UK) Limited Consolidated	Mission Energy Italia s.r.l.
--	---	---------------------------------

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt within one year	\$77,442
Preferred stock to be redeemed within one year	
Accounts payable	(128,309)
Accrued taxes	18,271
Trading and price risk management liabilities	
Other current liabilities	96,117

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Total current liabilities	63,521	(

Long-term debt	1,597,122	

Accumulated deferred income taxes - net	324,279	(
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	135,781	

Total deferred credits and other liabilities	460,060	

Minority Interest	63,622	

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	4,358,809	
Accumulated other comprehensive income (loss)	(384,240)	
Retained earnings	(465,987)	

Total common shareholders' equity	3,508,582	

Total liabilities and shareholders' equity	\$5,692,907	\$
=====		

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

	Consolidated	S.a.r.l. Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$12	(\$1,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	15	

Total current liabilities	27	(1,

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	3,675	

Total deferred credits and other liabilities	3,675	

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	161	258,
Accumulated other comprehensive income (loss)	13,335	(37,
Retained earnings	(17,173)	(

Total common shareholders' equity	(3,677)	220,

Total liabilities and shareholders' equity	\$25	\$218,
=====		

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Traralgon Power Pty. Ltd Consolidated	MEC Internatio B.V.

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$17,395)	284,
Accrued taxes	303	(17,
Trading and price risk management liabilities		
Other current liabilities	8,939	

Total current liabilities	(8,153)	267,

Long-term debt	347,525	

Accumulated deferred income taxes - net	3,023	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	254,029	

Total deferred credits and other liabilities	257,052	

Liabilities of discontinued operations		

Minority Interest	11,286	

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

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Total preferred securities of subsidiaries

Common stock		1,575,
Accumulated other comprehensive income (loss)	(5,720)	34,
Retained earnings	19,210	(32,
<hr/>		
Total common shareholders' equity	13,490	1,576,
<hr/>		
Total liabilities and shareholders' equity	\$621,200	\$1,844,
<hr/>		

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

MEC International
 B.V. Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	\$77,551
Long-term debt due within one year	131,222
Preferred stock to be redeemed within one year	
Accounts payable	413,245
Accrued taxes	16,886
Trading and price risk management liabilities	5,795
Other current liabilities	87,957
<hr/>	
Total current liabilities	732,656
<hr/>	
Long-term debt	2,116,083
<hr/>	
Accumulated deferred income taxes - net	388,318
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	479,144
<hr/>	

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Total deferred credits and other liabilities	867,462

Liabilities of discontinued operations	

Minority Interest	579,656

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	131,225
Other preferred securities	

Total preferred securities of subsidiaries	131,225

Common stock	1,850,773
Accumulated other comprehensive income (loss)	(209,848)
Retained earnings	(580,451)

Total common shareholders' equity	1,060,474

Total liabilities and shareholders' equity	\$5,487,556
=====	

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Adelaide Ventures Ltd. Dissolved 01/14/2003	Beheer-en Beleggingsma Jydeno B.V.
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Electric utility	
Nonutility power generation	
Financial services and other	

Total operating revenue	

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Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
Interest and dividend income
Other nonoperating income
Interest expense - net of amounts capitalized
Other nonoperating deductions
Dividends on preferred securities
Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
Income taxes (benefit)

Income (loss) from continuing operations
Loss from discontinued operations
Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
Dividends declared on common stock
Dividends declared on preferred stock

Retained earnings - end of year
=====

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

Coaltrade Services Edison Missi
International Pte Advantage B.
Ltd [8]

Electric utility
Nonutility power generation
Financial services and other

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 Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
 Income taxes (benefit)

Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
 Dividends declared on common stock
 Dividends declared on preferred stock

Retained earnings - end of year
 =====

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Edison Mission
 Ausone Pty Ltd.

Edison Missi
 Energy Asia
 Ltd. Consoli

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Electric utility	
Nonutility power generation	\$
Financial services and other	

Total operating revenue	

Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	

Total operating expenses	1

Operating income (loss)	(
Interest and dividend income	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	
Income taxes (benefit)	

Income (loss) from continuing operations	
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	

Retained earnings - beginning of year	3
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$3
=====	

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

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	Edison Mission Energy Services B.V.	Edison Miss Millennium Consolidate
Electric utility		\$
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$2	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	2	
Operating income (loss)	(2)	
Interest and dividend income		
Other nonoperating income	(1)	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(3)	
Income taxes (benefit)		
Income (loss) from continuing operations	(3)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(3)	
Retained earnings - beginning of year	(16)	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$19)	\$

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

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

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Italian Vento
 Power Corporation
 4 S.r.l. [7]

Edison Missi
 Vendesi Pty

Electric utility
 Nonutility power generation
 Financial services and other

 Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

 Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

 Income (loss) from continuing operations before taxes
 Income taxes (benefit)

Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

 Net income (loss)

Retained earnings - beginning of year
 Dividends declared on common stock
 Dividends declared on preferred stock

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Retained earnings - end of year

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	EME Tri Gen B.V.	EME Victoria (Inactive)
Electric utility		
Nonutility power generation	\$3,265	
Financial services and other		
Total operating revenue	3,265	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	10	
Depreciation, decommissioning and amortization	274	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	289	
Operating income (loss)	2,976	
Interest and dividend income	(2)	
Other nonoperating income	(1)	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	2,973	
Income taxes (benefit)	(1)	
Income (loss) from continuing operations	2,974	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

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Net income (loss)	2,974
-----	-----
Retained earnings - beginning of year	(1,001)
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	-----
Retained earnings - end of year	\$1,973
=====	=====

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	First Hydro Renewables (COWL) Limited	Global Gener B.V. Consoli
-----	-----	-----
Electric utility		
Nonutility power generation		
Financial services and other		
-----	-----	-----
Total operating revenue		
-----	-----	-----
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		(
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses		
-----	-----	-----
Operating income (loss)		(
Interest and dividend income		(3
Other nonoperating income		
Interest expense - net of amounts capitalized		(1
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
-----	-----	-----
Income (loss) from continuing operations before taxes		(4
Income taxes (benefit)		

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Income (loss) from continuing operations	(4)
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
Net income (loss)	(4)
Retained earnings - beginning of year	(1,82)
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	(\$1,86)

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Iberian Hy-Power Amsterdam B.V. Consolidated	Latrobe Power Ltd. Consoli
Electric utility		
Nonutility power generation	\$9,262	\$8
Financial services and other		
Total operating revenue	9,262	8
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	2,880	1
Depreciation, decommissioning and amortization	910	1
Property and other taxes	68	
Net gain on sale of utility plant		
Total operating expenses	3,858	3
Operating income (loss)	5,404	5
Interest and dividend income	360	(2)
Other nonoperating income	(921)	
Interest expense - net of amounts capitalized	(7,001)	

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Other nonoperating deductions	49	(1
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(2,109)	1
Income taxes (benefit)	858	

Income (loss) from continuing operations	(2,967)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	(2,967)	

Retained earnings - beginning of year	18,629	(4
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$15,662	(\$4
=====		

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Valley Power Pty Ltd. [7]	Loy Yang Hol Pty. Ltd. Consolidated

Electric utility		
Nonutility power generation		\$40
Financial services and other		

Total operating revenue		40

Fuel		3
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		6
Depreciation, decommissioning and amortization		5
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		15

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Operating income (loss)	25
Interest and dividend income	(9)
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	(2)
Dividends on preferred securities	
Dividends on utility preferred stock	
<hr/>	
Income (loss) from continuing operations before taxes	13
Income taxes (benefit)	
<hr/>	
Income (loss) from continuing operations	12
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
<hr/>	
Net income (loss)	12
<hr/>	
Retained earnings - beginning of year	29
Dividends declared on common stock	
Dividends declared on preferred stock	
<hr/>	
Retained earnings - end of year	\$42
<hr/>	

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	MEC IES B.V.	ISAB Energy Services s.r.l.
Electric utility		
Nonutility power generation	\$917	
Financial services and other		
<hr/>		
Total operating revenue	917	
<hr/>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		53

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Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	
<hr/>	
Total operating expenses	53
<hr/>	
Operating income (loss)	864
Interest and dividend income	4
Other nonoperating income	14
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
<hr/>	
Income (loss) from continuing operations before taxes	882
Income taxes (benefit)	6
<hr/>	
Income (loss) from continuing operations	876
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
<hr/>	
Net income (loss)	876
<hr/>	
Retained earnings - beginning of year	1,061
Dividends declared on common stock	
Dividends declared on preferred stock	
<hr/>	
Retained earnings - end of year	\$1,937
<hr/>	

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Edison Mission MEC Indo Coa
 Energy Power [7]

Electric utility
 Nonutility power generation
 Financial services and other

 Total operating revenue

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Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		

Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		
Income taxes (benefit)		

Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		

Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year		
=====		

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	MEC International	MEC Laguna P
	Holdings B.V.	B.V.
	Consolidated	

Electric utility

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Nonutility power generation	\$596,672	
Financial services and other		

Total operating revenue	596,672	

Fuel	260,154	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	85,156	
Depreciation, decommissioning and amortization	33,682	
Property and other taxes		
Net gain on sale of utility plant	13,640	

Total operating expenses	392,632	

Operating income (loss)	204,040	
Interest and dividend income	140,044	
Other nonoperating income	(2,357)	
Interest expense - net of amounts capitalized	(215,723)	
Other nonoperating deductions	(3,394)	
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	122,610	
Income taxes (benefit)	14,416	

Income (loss) from continuing operations	108,194	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	108,194	

Retained earnings - beginning of year	(451,808)	(
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$343,614)	(\$
=====		

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

MEC Perth B.V.

MEC Priolo B

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	Consolidated	
Electric utility		
Nonutility power generation	\$32,755	\$2
Financial services and other		
<hr/>		
Total operating revenue	32,755	2
<hr/>		
Fuel	17,048	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	4,169	
Depreciation, decommissioning and amortization	3,786	
Property and other taxes		
Net gain on sale of utility plant		
<hr/>		
Total operating expenses	25,003	
<hr/>		
Operating income (loss)	7,752	2
Interest and dividend income	1,572	
Other nonoperating income	9	
Interest expense - net of amounts capitalized	(5,122)	
Other nonoperating deductions	(933)	
Dividends on preferred securities		
Dividends on utility preferred stock		
<hr/>		
Income (loss) from continuing operations before taxes	3,278	2
Income taxes (benefit)	904	
<hr/>		
Income (loss) from continuing operations	2,374	2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
<hr/>		
Net income (loss)	2,374	2
<hr/>		
Retained earnings - beginning of year	26,240	(
Dividends declared on common stock		
Dividends declared on preferred stock		
<hr/>		
Retained earnings - end of year	\$28,614	\$1
<hr/>		

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

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MEC Sidi Krir B.V. MEC Sumatra

Electric utility	
Nonutility power generation	
Financial services and other	

Total operating revenue	

Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	\$2
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	

Total operating expenses	2

Operating income (loss)	(2)
Interest and dividend income	
Other nonoperating income	1
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	(1)
Income taxes (benefit)	1

Income (loss) from continuing operations	(2)
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	(2)

Retained earnings - beginning of year	(29)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	(\$31)
=====	

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Mission Energy Company (UK) Limited Consolidated	Mission Ener Italia s.r.l
Electric utility		
Nonutility power generation	\$786,159	
Financial services and other		
Total operating revenue	786,159	
Fuel	369,084	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	242,216	
Depreciation, decommissioning and amortization	46,097	
Property and other taxes	28,668	
Net gain on sale of utility plant		
Total operating expenses	686,065	
Operating income (loss)	100,094	
Interest and dividend income	135,584	
Other nonoperating income	15,947	
Interest expense - net of amounts capitalized	(257,432)	
Other nonoperating deductions	328	
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(5,479)	
Income taxes (benefit)	(17,895)	
Income (loss) from continuing operations	12,416	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	12,416	
Retained earnings - beginning of year	(478,403)	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$465,987)	

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Pride Hold Limited Consolidated	EcoElectrica S.a.r.l. Consolidated
Electric utility		
Nonutility power generation	\$73,771	\$
Financial services and other		
Total operating revenue	73,771	
Fuel	27,174	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	89,284	
Depreciation, decommissioning and amortization	7,612	
Property and other taxes	1,827	
Net gain on sale of utility plant		
Total operating expenses	125,897	
Operating income (loss)	(52,126)	
Interest and dividend income	1,000	
Other nonoperating income		
Interest expense - net of amounts capitalized	(3,199)	
Other nonoperating deductions	78	
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(54,247)	
Income taxes (benefit)	(17,303)	
Income (loss) from continuing operations	(36,944)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(36,944)	
Retained earnings - beginning of year	19,771	
Dividends declared on common stock		
Dividends declared on preferred stock		

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Retained earnings - end of year (\$17,173)

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Traralgon Power Pty. Ltd. Consolidated	MEC Internat B.V.
Electric utility		
Nonutility power generation	\$83,088	
Financial services and other		
Total operating revenue	83,088	
Fuel	9,147	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	11,784	
Depreciation, decommissioning and amortization	13,298	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	34,229	
Operating income (loss)	48,859	
Interest and dividend income	(23,912)	
Other nonoperating income	12	
Interest expense - net of amounts capitalized	(55)	
Other nonoperating deductions	(13,483)	
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	11,421	
Income taxes (benefit)	3,200	
Income (loss) from continuing operations	8,221	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

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Net income (loss)	8,221	(
Retained earnings - beginning of year	10,989	(2
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$19,210	(\$3

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MEC INTERNATIONAL B.V. AND SUBSIDIARIES [TIER 6]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	MEC International B.V. Consolidated	
Electric utility		
Nonutility power generation	\$1,302,740	
Financial services and other		
Total operating revenue	1,302,740	
Fuel	426,747	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	475,638	
Depreciation, decommissioning and amortization	114,772	
Property and other taxes	12,600	
Net gain on sale of utility plant		
Total operating expenses	1,029,757	
Operating income (loss)	272,983	
Interest and dividend income	(3,190)	
Other nonoperating income	21,455	
Interest expense - net of amounts capitalized	(183,693)	
Other nonoperating deductions	(33,829)	
Dividends on preferred securities	(7,005)	
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	66,721	
Income taxes (benefit)	33,263	

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Income (loss) from continuing operations	33,458
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
-----	-----
Net income (loss)	33,458
-----	-----
Retained earnings - beginning of year	(613,909)
Dividends declared on common stock	
Dividends declared on preferred stock	
-----	-----
Retained earnings - end of year	(\$580,451)
=====	=====

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MEC INTERNATIONAL B.V.
EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Edison Mission Energy Asia Pacific Pte Ltd.	Edison Mission Energy Fuel Company Pte Ltd.
-----	-----	-----
ASSETS		
-----	-----	-----
Cash and equivalents	\$9	
Receivables - net	30	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	15	
-----	-----	-----
Total current assets	54	
-----	-----	-----
Nonutility property - net	3	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
-----	-----	-----

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Total investment and other assets 3

Utility plant, at original cost:

Transmission and distribution

Generation

Accumulated provision for depreciation
and decommissioning

Construction work in progress

Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net

Other deferred charges

Total deferred charges

Total assets \$57

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MEC INTERNATIONAL B.V.

EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]

Consolidating Balance Sheet

December 31, 2002

(In thousands)

P.T. Edison
Mission Operation
and Maintenance
Indonesia

Edison Mission
Energy Asia Pt
Ltd.

ASSETS

Cash and equivalents \$2,014

Receivables - net 2,084

Fuel inventory

Materials and supplies, at average cost

Accumulated deferred income taxes - net

Trading and price risk management assets

Prepayments and other current assets 56

Total current assets 4,154

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Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		338,
Investments in leveraged leases		
Other investments		

Total investment and other assets		338,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		2,

Total deferred charges		2,

Total assets	\$4,154	\$342,
=====		

611

MEC INTERNATIONAL B.V.
EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Edison Mission
Energy Asia Pte
Ltd Consolidated

ASSETS

Cash and equivalents	\$2,772
Receivables - net	16,714
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	

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Prepayments and other current assets	531

Total current assets	20,017

Nonutility property - net	251
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	340,333
Investments in leveraged leases	
Other investments	

Total investment and other assets	340,584

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Other deferred charges	2,142

Total deferred charges	2,142

Total assets	\$362,743
=====	

612

MEC INTERNATIONAL B.V.
EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Edison Mission Energy Asia Pacific Pte Ltd.	Edison Mission Energy Fuel Company Pte Ltd.
---	---

LIABILITIES AND SHAREHOLDERS' EQUITY

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Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$1,319
Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	163

Total current liabilities	1,482

Long-term debt	

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	
Accumulated other comprehensive income (loss)	39
Retained earnings	(1,464)

Total common shareholders' equity	(1,425)

Total liabilities and shareholders' equity	\$57
=====	

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MEC INTERNATIONAL B.V.
 EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	P.T. Edison Mission Operation and Maintenance Indonesia	Edison Mission Energy Asia Pt Ltd.

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$627	(\$24,
Accrued taxes	451	
Trading and price risk management liabilities		
Other current liabilities	32	1,

Total current liabilities	1,110	(22,

Long-term debt		

Accumulated deferred income taxes - net	(3)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	(3)	

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	1,500	338,
Accumulated other comprehensive income (loss)		(

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Retained earnings	1,547	26,

Total common shareholders' equity	3,047	364,

Total liabilities and shareholders' equity	\$4,154	\$342,
=====		

614

MEC INTERNATIONAL B.V.
 EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edison Mission
 Energy Asia Pte
 Ltd. Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	(\$9,888)
Accrued taxes	22
Trading and price risk management liabilities	2
Other current liabilities	1,575

Total current liabilities	(8,289)

Long-term debt

Accumulated deferred income taxes - net	1,096
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	11

Total deferred credits and other liabilities	1,107

Minority Interest

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Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	338,641
Accumulated other comprehensive income (loss)	(747)
Retained earnings	32,031

Total common shareholders' equity	369,925

Total liabilities and shareholders' equity	\$362,743
=====	

615

MEC INTERNATIONAL B.V.
EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

Edison Mission	Edison Missi
Energy Asia	Energy Fuel
Pacific Pte Ltd	Company Pte

Electric utility	
Nonutility power generation	
Financial services and other	

Total operating revenue	

Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	\$649
Depreciation, decommissioning and amortization	9

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Property and other taxes	
Net gain on sale of utility plant	

Total operating expenses	658

Operating income (loss)	(658)
Interest and dividend income	
Other nonoperating income	160
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	(498)
Income taxes (benefit)	9

Income (loss) from continuing operations	(507)
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	(507)

Retained earnings - beginning of year	(957)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	(\$1,464)
=====	

616

MEC INTERNATIONAL B.V.
 EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	P.T. Edison Mission Operation and Maintenance Indonesia	Edison Missi Energy Asia Ltd.

Electric utility		
Nonutility power generation		\$8,151
Financial services and other		

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Total operating revenue	8,151	

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	5,764	\$
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	5,764	

Operating income (loss)	2,387	(
Interest and dividend income	17	
Other nonoperating income	24	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	2,428	(
Income taxes (benefit)	803	

Income (loss) from continuing operations	1,625	(
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	1,625	(

Retained earnings - beginning of year	(78)	2
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$1,547	\$2
=====		

617

MEC INTERNATIONAL B.V.
EDISON MISSION ENERGY ASIA PTE LTD and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

Edison Mission
Energy Asia Pte
Ltd. Consolidated

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Electric utility	
Nonutility power generation	\$8,151
Financial services and other	

Total operating revenue	8,151

Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	9,678
Depreciation, decommissioning and amortization	371
Property and other taxes	
Net gain on sale of utility plant	

Total operating expenses	10,049

Operating income (loss)	(1,898)
Interest and dividend income	(742)
Other nonoperating income	5,256
Interest expense - net of amounts capitalized	(3)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	2,613
Income taxes (benefit)	1,429

Income (loss) from continuing operations	1,184
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	1,184

Retained earnings - beginning of year	30,847
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$32,031
=====	

618

MEC INTERNATIONAL B.V.
EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

EME Caliraya B.V.

CBK Power Comp
Ltd. [8]

ASSETS

Cash and equivalents	\$1
Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	

Total current assets	1
----------------------	---

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	28,574
Investments in leveraged leases	
Other investments	

Total investment and other assets	28,574
-----------------------------------	--------

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	
---------------------	--

Regulatory assets - net	
Other deferred charges	

Total deferred charges	
------------------------	--

Total assets	\$28,575
--------------	----------

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

MEC INTERNATIONAL B.V.
 EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	CBK Power Company Ltd. [8]	Edison Missi Millennium B
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		4
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		4
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Regulatory assets - net		
Other deferred charges		
<hr/>		
Total deferred charges		
<hr/>		
Total assets		\$4
<hr/>		

620

MEC INTERNATIONAL B.V.
 EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission Millennium B.V. Consolidated

ASSETS	

Cash and equivalents	\$9
Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	

Total current assets	9

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	29,406
Investments in leveraged leases	
Other investments	

Total investment and other assets	29,406

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

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Regulatory assets - net
Other deferred charges

Total deferred charges

Total assets \$29,415
=====

621

MEC INTERNATIONAL B.V.
EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

EME Caliraya B.V. CBK Power Comp
Ltd. [8]

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable \$168
Accrued taxes (9)
Trading and price risk management liabilities
Other current liabilities

Total current liabilities 159

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

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Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	41,203
Accumulated other comprehensive income (loss)	(17,210)
Retained earnings	4,423

Total common shareholders' equity	28,416

Total liabilities and shareholders' equity	\$28,575
=====	

622

MEC INTERNATIONAL B.V.
EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 6]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

CBK Power Company Edison Mission
Ltd. [8] Millennium B.V.

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Long-term debt

 Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

42,

Total common shareholders' equity

42,

Total liabilities and shareholders' equity
 =====

\$42,
 =====

623

MEC INTERNATIONAL B.V.
 EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

 Edison Mission
 Millennium B.V.
 Consolidated

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$150
Accrued taxes	(39)
Trading and price risk management liabilities	
Other current liabilities	

Total current liabilities	111

Long-term debt	

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	42,084
Accumulated other comprehensive income (loss)	(17,210)
Retained earnings	4,430

Total common shareholders' equity	29,304

Total liabilities and shareholders' equity	\$29,415
=====	

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MEC INTERNATIONAL B.V.
 EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	EME Caliraya B.V.	CBK Power Co Ltd. [8]
Electric utility		
Nonutility power generation	\$4,605	
Financial services and other		
Total operating revenue	4,605	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	42	
Depreciation, decommissioning and amortization	(18)	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	24	
Operating income (loss)	4,581	
Interest and dividend income		
Other nonoperating income	(1)	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	4,580	
Income taxes (benefit)		
Income (loss) from continuing operations	4,580	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	4,580	
Retained earnings - beginning of year	(157)	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$4,423	

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MEC INTERNATIONAL B.V.
 EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	CBK Power Company	Edison Missi
	Ltd. [8]	Millennium B

 Electric utility
 Nonutility power generation
 Financial services and other

Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
 Income taxes (benefit)

Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
 Dividends declared on common stock

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Dividends declared on preferred stock

Retained earnings - end of year

626

MEC INTERNATIONAL B.V.
 EDISON MISSION MILLENNIUM B.V. and Subsidiaries[Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Edison Mission Millennium B.V. Consolidated
Electric utility	
Nonutility power generation	\$4,699
Financial services and other	
Total operating revenue	4,699
Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	33
Depreciation, decommissioning and amortization	(18)
Property and other taxes	
Net gain on sale of utility plant	
Total operating expenses	28
Operating income (loss)	4,671
Interest and dividend income	
Other nonoperating income	(2)
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
Income (loss) from continuing operations before taxes	4,669
Income taxes (benefit)	
Income (loss) from continuing operations	4,669

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Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	4,669

Retained earnings - beginning of year	(239)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$4,430
=====	

627

MEC INTERNATIONAL B.V.
 EDISON MISSION OPERATION AND MAINTENANCE SERVICES, B.V. and Subsidiaries[Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission Operation and Maintenance (Thailand) Company Limited	EME Philippine Services Corporation

ASSETS		

Cash and equivalents	\$103	
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets	103	

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		

Utility plant, at original cost:		

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Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net
 Other deferred charges

Total deferred charges

Total assets \$103
 =====

628

MEC INTERNATIONAL B.V.
 EDISON MISSION OPERATION AND MAINTENANCE SERVICES, B.V. and Subsidiaries[Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edison Mission
 Operation and
 Maintenance
 Services, B.V. Consolidating
 Adjustments

 ASSETS

Cash and equivalents \$1
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets 1

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships

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and unconsolidated subsidiaries	517	(
Investments in leveraged leases		
Other investments		

Total investment and other assets	517	
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Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
 Other deferred charges

Total deferred charges

Total assets	\$518	(
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629

MEC INTERNATIONAL B.V.
 EDISON MISSION OPERATION AND MAINTENANCE SERVICES, B.V. and Subsidiaries[Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edison Mission Operation and Maintenance (Thailand) Company Limited	EME Philippine Services Corporation
---	---

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$1	\$
Accrued taxes		
Trading and price risk management liabilities		

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Other current liabilities

 Total current liabilities 1

Long-term debt

 Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

Total deferred credits and other liabilities

 Minority Interest

 Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

 Common stock 103
 Accumulated other comprehensive income (loss)
 Retained earnings (1) (

 Total common shareholders' equity 102 (

 Total liabilities and shareholders' equity \$103 \$

 630

MEC INTERNATIONAL B.V.
 EDISON MISSION OPERATION AND MAINTENANCE SERVICES, B.V. and Subsidiaries[Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

	Edison Mission Operation and Maintenance Services, B.V.	Consolidating Adjustments

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$115)	
Accrued taxes	(9)	
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(124)	

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	431	(\$
Accumulated other comprehensive income (loss)		
Retained earnings	211	

Total common shareholders' equity	642	(

Total liabilities and shareholders' equity	\$518	(\$
=====		

631

MEC INTERNATIONAL B.V.
 EDISON MISSION OPERATION AND MAINTENANCE SERVICES, B.V. and Subsidiaries[Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Edison Mission Operation and Maintenance (Thailand) Company Ltd	EME Philippi Services Corporation
Electric utility		
Nonutility power generation		\$
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		
Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)		

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Retained earnings - beginning of year	(\$1)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	(\$1)
---------------------------------	-------

632

MEC INTERNATIONAL B.V.
 EDISON MISSION OPERATION AND MAINTENANCE SERVICES, B.V. and Subsidiaries[Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Edison Mission Operation and Maintenance Services, B.V.	Consolidating Adjustments
Electric utility		
Nonutility power generation	\$232	
Financial services and other		
Total operating revenue	232	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	2	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	2	
Operating income (loss)	230	
Interest and dividend income		
Other nonoperating income	(1)	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

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Income (loss) from continuing operations before taxes	229
Income taxes (benefit)	

Income (loss) from continuing operations	229
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	229

Retained earnings - beginning of year	(18)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$211
=====	

633

MEC INTERNATIONAL B.V.
 EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EME Ascot Limited EME Buckingham
 Limited [8]

ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$297,622	\$297,
Investments in leveraged leases		
Other investments		

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Total investment and other assets	297,622	297,
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
Total utility plant		
Regulatory assets - net		
Other deferred charges		
Total deferred charges		
Total assets	\$297,622	\$297,

634

MEC INTERNATIONAL B.V.
EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Mission Energy Universal Holdings Consolidated [10]	EME Atlantic Holdings Limit
ASSETS		
Cash and equivalents	\$32,848	
Receivables - net	79,585	
Fuel inventory	78	
Materials and supplies, at average cost	7,034	
Accumulated deferred income taxes - net		
Trading and price risk management assets	(9,652)	
Prepayments and other current assets	7,295	

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Total current assets	117,188	

Nonutility property - net	1,125,330	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(1,389)	\$297,
Investments in leveraged leases		
Other investments		

Total investment and other assets	1,123,941	297,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

GOODWILL	396,153	
Other deferred charges	96,377	

Total deferred charges	492,530	

Total assets	\$1,733,659	\$297,
=====		

635

MEC INTERNATIONAL B.V.
 EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EME Atlantic
 Holdings Limited
 Consolidated

 ASSETS

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Cash and equivalents	\$32,873
Receivables - net	79,585
Fuel inventory	78
Materials and supplies, at average cost	7,034
Accumulated deferred income taxes - net	
Trading and price risk management assets	(9,652)
Prepayments and other current assets	7,295

Total current assets	117,213

Nonutility property - net	1,125,330
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	159,627
Investments in leveraged leases	
Other investments	

Total investment and other assets	1,284,957

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

GOODWILL	396,153
Other deferred charges	96,377

Total deferred charges	492,530

Total assets	\$1,894,700
=====	

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MEC INTERNATIONAL B.V.
EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

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	EME Ascot Limited	EME Buckingham Limited [8]

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$31	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	31	

Total current liabilities	62	

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	297,622	297,
Accumulated other comprehensive income (loss)	(10)	
Retained earnings	(52)	

Total common shareholders' equity	297,560	297,

Total liabilities and shareholders' equity	\$297,622	\$297,
=====		

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MEC INTERNATIONAL B.V.
 EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Energy Universal Holdings Consolidated [10]	EME Atlantic Holdings Limit
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt	\$77,551	
Long-term debt due within one year	36,743	
Preferred stock to be redeemed within one year		
Accounts payable	79,633	\$
Accrued taxes	9,766	
Trading and price risk management liabilities	844	
Other current liabilities	6,012	
<hr/>		
Total current liabilities	210,549	
<hr/>		
Long-term debt	417,333	
<hr/>		
Accumulated deferred income taxes - net	120,459	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	6,183	
<hr/>		
Total deferred credits and other liabilities	126,642	
<hr/>		
Minority Interest	408,272	
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	131,225	
Other preferred securities		
<hr/>		

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Total preferred securities of subsidiaries	131,225	

Common stock	448,295	297,
Accumulated other comprehensive income (loss)	1,226	
Retained earnings	(9,883)	(

Total common shareholders' equity	439,638	297,

Total liabilities and shareholders' equity	\$1,733,659	\$297,
=====		

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MEC INTERNATIONAL B.V.
 EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EME Atlantic
 Holdings Limited
 Consolidated

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	\$77,551
Long-term debt due within one year	36,743
Preferred stock to be redeemed within one year	
Accounts payable	(88,481)
Accrued taxes	10,108
Trading and price risk management liabilities	844
Other current liabilities	6,152

Total current liabilities	42,917

Long-term debt	417,333

Accumulated deferred income taxes - net	120,459
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	6,183

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Total deferred credits and other liabilities	126,642
Minority Interest	408,272
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	131,225
Other preferred securities	
Total preferred securities of subsidiaries	131,225
Common stock	745,938
Accumulated other comprehensive income (loss)	19,362
Retained earnings	3,011
Total common shareholders' equity	768,311
Total liabilities and shareholders' equity	\$1,894,700

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MEC INTERNATIONAL B.V.
 EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

EME Ascot Limited EME Buckingh
 Limited [8]

Electric utility
 Nonutility power generation
 Financial services and other
 Total operating revenue

Fuel

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Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	\$12
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	

Total operating expenses	12

Operating income (loss)	(12)
Interest and dividend income	
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	(12)
Income taxes (benefit)	

Income (loss) from continuing operations	(12)
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	(12)

Retained earnings - beginning of year	(40)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	(\$52)
=====	

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MEC INTERNATIONAL B.V.
 EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Mission Energy
 Universal Holdings
 Consolidated [10]

EME Atlantic
 Holdings Lim

Electric utility

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Nonutility power generation	\$505,733
Financial services and other	

Total operating revenue	505,733

Fuel	128,691
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	235,968
Depreciation, decommissioning and amortization	39,641
Property and other taxes	
Net gain on sale of utility plant	

Total operating expenses	404,300

Operating income (loss)	101,433
Interest and dividend income	2,963
Other nonoperating income	8
Interest expense - net of amounts capitalized	(37,850)
Other nonoperating deductions	(23,767)
Dividends on preferred securities	(7,005)
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	35,782
Income taxes (benefit)	35,225

Income (loss) from continuing operations	557
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	557

Retained earnings - beginning of year	(10,440)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	(\$9,883)
=====	

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MEC INTERNATIONAL B.V.
 EME ATLANTIC HOLDINGS LIMITED and Subsidiaries[Tier 7, et seq.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

EME Atlantic

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Holdings Limited
Consolidated

Electric utility	
Nonutility power generation	\$505,733
Financial services and other	
<hr/>	
Total operating revenue	505,733
<hr/>	
Fuel	128,691
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	236,258
Depreciation, decommissioning and amortization	39,641
Property and other taxes	
Net gain on sale of utility plant	
<hr/>	
Total operating expenses	404,590
<hr/>	
Operating income (loss)	101,143
Interest and dividend income	10,308
Other nonoperating income	178
Interest expense - net of amounts capitalized	(37,850)
Other nonoperating deductions	(23,767)
Dividends on preferred securities	(7,005)
Dividends on utility preferred stock	
<hr/>	
Income (loss) from continuing operations before taxes	43,007
Income taxes (benefit)	35,289
<hr/>	
Income (loss) from continuing operations	7,718
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
<hr/>	
Net income (loss)	7,718
<hr/>	
Retained earnings - beginning of year	(4,707)
Dividends declared on common stock	
Dividends declared on preferred stock	
<hr/>	
Retained earnings - end of year	\$3,011
<hr/>	

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Balance Sheet

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December 31, 2002

(In thousands)

	Mission Contact Finance Limited	Mission Energy Five Star
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		\$43
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		43
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		131,225
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		131,225
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill		
Regulatory assets - net		
Other deferred charges		
<hr/>		
Total deferred charges		
<hr/>		
Total assets		\$131,268
<hr/>		

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Contact Energy Limited	Mission Ener Universal Ho

ASSETS		

Cash and equivalents	\$8,856	\$
Receivables - net	76,084	
Fuel inventory	78	
Materials and supplies, at average cost	7,034	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	7,295	

Total current assets	99,347	

Nonutility property - net	1,567,724	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	1,703	14
Investments in leveraged leases		
Other investments		

Total investment and other assets	1,569,427	14

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill	92,306	
Regulatory assets - net		
Other deferred charges		

Total deferred charges	92,306	

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Total assets \$1,761,080 \$14

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Mission Energy Universal Holdings Consolidated	
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents	\$32,848	
Receivables - net	79,585	
Fuel inventory	78	
Materials and supplies, at average cost	7,034	
Accumulated deferred income taxes - net		
Trading and price risk management assets	(9,652)	
Prepayments and other current assets	7,295	
<hr/>		
Total current assets	117,188	
<hr/>		
Nonutility property - net	1,125,330	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(1,389)	
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	1,123,941	
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Goodwill	396,153	

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Regulatory assets - net	
Other deferred charges	96,377

Total deferred charges	492,530

Total assets	\$1,733,659
=====	

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Mission Contact Finance Limited	Mission Energy Five Star

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$40	\$1,
Accrued taxes	1	
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	41	1,

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

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Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption	131,225	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries	131,225	

Common stock		
Accumulated other comprehensive income (loss)		(
Retained earnings	2	(1,

Total common shareholders' equity	2	(1,

Total liabilities and shareholders' equity	\$131,268	
=====		

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Contact Energy Limited	Mission Energy Universal Hold

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt	\$77,551	
Long-term debt due within one year	36,743	
Preferred stock to be redeemed within one year		
Accounts payable	75,404	(\$18,
Accrued taxes	(1,515)	
Trading and price risk management liabilities		
Other current liabilities	2,163	

Total current liabilities	190,346	(18,

Long-term debt	289,725	

Accumulated deferred income taxes - net		

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Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	6,183	

Total deferred credits and other liabilities	6,183	

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	348,178	172,
Accumulated other comprehensive income (loss)	886,534	3,
Retained earnings	40,114	(10,

Total common shareholders' equity	1,274,826	166,

Total liabilities and shareholders' equity	\$1,761,080	\$147,
=====		

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Mission Energy
Universal Holdings
Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	\$77,551
Long-term debt due within one year	36,743
Preferred stock to be redeemed within one year	

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Accounts payable	79,633
Accrued taxes	9,766
Trading and price risk management liabilities	844
Other current liabilities	6,012

Total current liabilities	210,549

Long-term debt	417,333

Accumulated deferred income taxes - net	120,459
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	6,183

Total deferred credits and other liabilities	126,642

Minority Interest	408,272

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	131,225
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	131,225

Common stock	448,295
Accumulated other comprehensive income (loss)	1,226
Retained earnings	(9,883)

Total common shareholders' equity	439,638

Total liabilities and shareholders' equity	\$1,733,659
=====	

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002

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(In thousands)

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

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	Contact Energy Limited	Mission Ener Universal Ho
Electric utility		
Nonutility power generation	\$506,840	
Financial services and other		
Total operating revenue	506,840	
Fuel	129,302	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	233,183	
Depreciation, decommissioning and amortization	39,408	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	401,893	
Operating income (loss)	104,947	
Interest and dividend income	2,480	
Other nonoperating income		
Interest expense - net of amounts capitalized	(26,588)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	80,839	
Income taxes (benefit)	27,261	
Income (loss) from continuing operations	53,578	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	53,578	
Retained earnings - beginning of year	(13,464)	(1
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$40,114	(\$1

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MEC INTERNATIONAL B.V., EME ATLANTIC HOLDINGS LIMITED,
MISSION ENERGY UNIVERSAL HOLDINGS and Subsidiaries[Tier 11, et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	Mission Energy Universal Holdings Consolidated
Electric utility	
Nonutility power generation	\$505,733
Financial services and other	
Total operating revenue	505,733
Fuel	128,691
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	235,968
Depreciation, decommissioning and amortization	39,641
Property and other taxes	
Net gain on sale of utility plant	
Total operating expenses	404,300
Operating income (loss)	101,433
Interest and dividend income	2,963
Other nonoperating income	8
Interest expense - net of amounts capitalized	(37,850)
Other nonoperating deductions	(23,767)
Dividends on preferred securities	(7,005)
Dividends on utility preferred stock	
Income (loss) from continuing operations before taxes	35,782
Income taxes (benefit)	35,225
Income (loss) from continuing operations	557
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
Net income (loss)	557
Retained earnings - beginning of year	(10,440)
Dividends declared on common stock	
Dividends declared on preferred stock	

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Retained earnings - end of year (\$9,883)

=====

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MEC INTERNATIONAL B.V.
 GLOBAL GENERATION B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Caresale Services Limited	Edison First P Holdings II Consolidated
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents	\$70	\$6,
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets	70	6,
<hr/>		
Nonutility property - net		8,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		8,
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		

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ASSETS OF DISCONTINUED OPERATIONS

Other deferred charges 6,

Total deferred charges 6,

Total assets \$70 \$22,

652

MEC INTERNATIONAL B.V.
 GLOBAL GENERATION B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Global Generation B.V.	Consolidating Adjustments
ASSETS		
Cash and equivalents	\$126	
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
Total current assets	126	
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	1,046,456	(\$1,046,
Investments in leveraged leases		
Other investments		
Total investment and other assets	1,046,456	(1,046,
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		

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Nuclear fuel, at amortized cost

Total utility plant

ASSETS OF DISCONTINUED OPERATIONS

Other deferred charges

Total deferred charges

Total assets

\$1,046,582

(\$1,046,

653

MEC INTERNATIONAL B.V.
GLOBAL GENERATION B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Caresale Services
Limited

Edison First P
Holdings II
Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

\$190,

Preferred stock to be redeemed within one year

Accounts payable

\$2

(174,

Accrued taxes

(2)

(

Trading and price risk management liabilities

Other current liabilities

10

3,

Total current liabilities

10

18,

Long-term debt

181,

Accumulated deferred income taxes - net

Accumulated deferred investment tax credits

Customer advances and other deferred credits

Power-purchase contracts

Accumulated provision for pension and benefits

LIABILITIES OF DISCONTINUED OPERATIONS

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Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock	559,652	1,046,
Accumulated other comprehensive income (loss)	1,124	(14,
Retained earnings	(560,716)	(1,210,
<hr/>		
Total common shareholders' equity	60	(178,
<hr/>		
Total liabilities and shareholders' equity	\$70	\$22,
<hr/>		

654

MEC INTERNATIONAL B.V.
 GLOBAL GENERATION B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Global Generation B.V.	Consolidating Adjustments
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$702,661	
Accrued taxes	(4,246)	
Trading and price risk management liabilities		
Other current liabilities	35	
<hr/>		

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Total current liabilities	698,450	

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
LIABILITIES FROM DISCONTINUED OPERATIONS		

Total deferred credits and other liabilities		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	446,251	(\$1,046,
Accumulated other comprehensive income (loss)	152	
Retained earnings	(98,271)	

Total common shareholders' equity	348,132	(1,046,

Total liabilities and shareholders' equity	\$1,046,582	(\$1,046,
=====		

655

MEC INTERNATIONAL B.V.
GLOBAL GENERATION B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

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	Caresale Services Limited	Edison First Holdings II Consolidated
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$1	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	1	
Operating income (loss)	(1)	
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(1)	(1)
Income taxes (benefit)		
Income (loss) from continuing operations	(1)	(1)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(1)	(1)
Retained earnings - beginning of year	(560,715)	(1,19)
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$560,716)	(\$1,21)

656

MEC INTERNATIONAL B.V.
GLOBAL GENERATION B.V. and Subsidiaries [Tier 7]

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

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

	Global Generation B.V.	Consolidatin Adjustments
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$37	
Depreciation, decommissioning and amortization		
Property and other taxes	19	
Net gain on sale of utility plant		
Total operating expenses	56	
Operating income (loss)	(56)	
Interest and dividend income	(31,337)	
Other nonoperating income	10	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(31,383)	
Income taxes (benefit)	4	
Income (loss) from continuing operations	(31,387)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(31,387)	
Retained earnings - beginning of year	(66,884)	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$98,271)	

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
 EDISON FIRST POWER HOLDINGS II and Subsidiaries
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison First Power I Holdings Consolidated	Edison First P II Holdings
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents	\$6,624	
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	340	
<hr/>		
Total current assets	6,964	
<hr/>		
Nonutility property - net	8,438	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	8,438	
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
ASSETS OF DISCONTINUED OPERATIONS		
Other deferred charges	6,621	
<hr/>		
Total deferred charges	6,621	
<hr/>		

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Total assets \$22,023

658

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
 EDISON FIRST POWER HOLDINGS II and Subsidiaries
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison First Power II Holdings Consolidated
<hr/>	
ASSETS	
<hr/>	
Cash and equivalents	\$6,624
Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	340
<hr/>	
Total current assets	6,964
<hr/>	
Nonutility property - net	8,438
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	
<hr/>	
Total investment and other assets	8,438
<hr/>	
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
<hr/>	
Total utility plant	
<hr/>	

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ASSETS OF DISCONTINUED OPERATIONS

Other deferred charges 6,621

Total deferred charges 6,621

Total assets \$22,023

659

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II and Subsidiaries
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Edison First Power I Holdings Consolidated	Edison First P II Holdings
--	--	-------------------------------

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year	\$190,146	
Preferred stock to be redeemed within one year		
Accounts payable	(174,569)	
Accrued taxes	(641)	
Trading and price risk management liabilities		
Other current liabilities	3,721	

Total current liabilities 18,657

Long-term debt	181,552	(265,
----------------	---------	-------

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits

LIABILITIES OF DISCONTINUED OPERATIONS

Total deferred credits and other liabilities

Minority Interest

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Preferred stock of utility:

Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	2,094,688	772,
Accumulated other comprehensive income (loss)	(12,203)	26,
Retained earnings	(2,260,671)	(532,

 Total common shareholders' equity (178,186) 265,

Total liabilities and shareholders' equity \$22,023
 =====

660

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
 EDISON FIRST POWER HOLDINGS II and Subsidiaries
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edison First Power
 II Holdings
 Consolidated

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	\$190,146
Preferred stock to be redeemed within one year	
Accounts payable	(174,569)
Accrued taxes	(641)
Trading and price risk management liabilities	
Other current liabilities	3,744

 Total current liabilities 18,680

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Long-term debt 181,552

 Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 LIABILITIES OF DISCONTINUED OPERATIONS

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock 1,046,418
 Accumulated other comprehensive income (loss) (14,298)
 Retained earnings (1,210,329)

Total common shareholders' equity (178,209)

Total liabilities and shareholders' equity \$22,023
 =====

661

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
 EDISON FIRST POWER HOLDINGS II and Subsidiaries
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

 Edison First Power Edison First
 I Holdings II Holdings
 Consolidated

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Electric utility		
Nonutility power generation		(\$43)
Financial services and other		
<hr/>		
Total operating revenue		(43)
<hr/>		
Fuel		211
Purchased power		
Provisions for regulatory adjustment clauses - net		6,862
Other operation and maintenance		3,376
Depreciation, decommissioning and amortization		
Property and other taxes		(2,943)
Net gain on sale of utility plant		
<hr/>		
Total operating expenses		7,506
<hr/>		
Operating income (loss)		(7,549)
Interest and dividend income		935
Other nonoperating income		2,817
Interest expense - net of amounts capitalized		(11,654)
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
<hr/>		
Income (loss) from continuing operations before taxes		(15,451)
Income taxes (benefit)		(159)
<hr/>		
		(15,292)
Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
<hr/>		
Net income (loss)		(15,292)
<hr/>		
Retained earnings - beginning of year		(2,245,379)
Dividends declared on common stock		
Dividends declared on preferred stock		
<hr/>		
Retained earnings - end of year		(\$2,260,671)
<hr/>		

662

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II and Subsidiaries
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

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	Edison First Power II Holdings Consolidated
Electric utility	
Nonutility power generation	(\$43)
Financial services and other	
Total operating revenue	(43)
Fuel	211
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	6,862
Depreciation, decommissioning and amortization	3,398
Property and other taxes	(2,943)
Net gain on sale of utility plant	
Total operating expenses	7,528
Operating income (loss)	(7,571)
Interest and dividend income	935
Other nonoperating income	2,817
Interest expense - net of amounts capitalized	(11,654)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
Income (loss) from continuing operations before taxes	(15,473)
Income taxes (benefit)	(159)
Income (loss) from continuing operations	(15,314)
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
Net income (loss)	(15,314)
Retained earnings - beginning of year	(1,195,015)
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	(\$1,210,329)

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
 EDISON FIRST POWER HOLDINGS II,
 EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Caresale Services Limited	Edison Mission Marketing and Services Limit

ASSETS		

Cash and equivalents	\$70	\$2,
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets	70	2,

Nonutility property - net		8,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		8,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Assets of discontinued operations		

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Total assets \$70 \$10,

664

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
 EDISON FIRST POWER HOLDINGS II,
 EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

South Australian
 Holdings Ltd.
 Consolidated

Energy Generat
 Finance PLC

ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

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Regulatory assets - net
Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets

665

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
EDISON FIRST POWER HOLDINGS II,
EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Edison First Power Holdings I	Consolidating Adjustments
ASSETS		
Cash and equivalents	\$6	
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
Total current assets	6	
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	12,929	(\$12,
Investments in leveraged leases		
Other investments		
Total investment and other assets	12,929	(12,

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 Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
 Other deferred charges

Total deferred charges

Assets of discontinued operations

Total assets	\$12,935	(\$12,
=====	=====	=====

666

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
 EDISON FIRST POWER HOLDINGS II,
 EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Caresale Services Limited	Edison Mission Marketing and Services Limit
--	------------------------------	---

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$2	\$6,
Accrued taxes	(3)	
Trading and price risk management liabilities		
Other current liabilities	11	

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Total current liabilities	10	7,

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Liabilities of discontinued operations		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	559,652	11,
Accumulated other comprehensive income (loss)	1,124	
Retained earnings	(560,716)	(8,

Total common shareholders' equity	60	3,

Total liabilities and shareholders' equity	\$70	\$10,
=====		

667

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
EDISON FIRST POWER HOLDINGS II,
EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

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South Australian
Holdings Ltd.
Consolidated

Energy Generat
Finance PLC

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities

Liabilities of discontinued operations

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

 Total liabilities and shareholders' equity
 =====

668

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
 EDISON FIRST POWER HOLDINGS II,
 EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison First Power Holdings I	Consolidating Adjustments

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$256	
Accrued taxes	(623)	
Trading and price risk management liabilities		
Other current liabilities	59	

Total current liabilities	(308)	

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Liabilities of discontinued operations		

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Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock	772,064	(\$1,702,
Accumulated other comprehensive income (loss)	2,799	(4,
Retained earnings	(761,620)	1,694,
<hr/>		
Total common shareholders' equity	13,243	(12,
<hr/>		
Total liabilities and shareholders' equity	\$12,935	(\$12,
<hr/>		

669

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
 EDISON FIRST POWER HOLDINGS II,
 EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Caresale Services
 Limited
 Edison Missi
 Marketing an
 Services Lim

Electric utility
 Nonutility power generation
 Financial services and other

Total operating revenue

Fuel

Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance (\$1)
 Depreciation, decommissioning and amortization

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Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	(1)	

Operating income (loss)	1	(
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	1	(
Income taxes (benefit)		

Income (loss) from continuing operations	1	(
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	1	(

Retained earnings - beginning of year	(560,717)	
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$560,716)	(\$
=====		

670

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
EDISON FIRST POWER HOLDINGS II,
EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

South Australian Energy Gener
Holdings Ltd. Finance PLC
Consolidated

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

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Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
Interest and dividend income
Other nonoperating income
Interest expense - net of amounts capitalized
Other nonoperating deductions
Dividends on preferred securities
Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
Income taxes (benefit)

Income (loss) from continuing operations
Loss from discontinued operations
Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
Dividends declared on common stock
Dividends declared on preferred stock

Retained earnings - end of year
=====

671

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.,
EDISON FIRST POWER HOLDINGS II,
EDISON FIRST POWER HOLDINGS I and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

Edison First Power Consolidatin
Holdings I Adjustments

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Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$82	(\$
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	82	(

Operating income (loss)	(82)	
Interest and dividend income		
Other nonoperating income		(
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(82)	
Income taxes (benefit)		

Income (loss) from continuing operations	(82)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	(82)	

Retained earnings - beginning of year	(761,538)	1,69
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$761,620)	\$1,69
=====		

672

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD. and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

EME International
 Dragon Limited
 Consolidated
 Being Liquidated

South Australia
 Holdings Ltd

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
 Other deferred charges

Total deferred charges

Total assets
 =====

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD. and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

South Australian
Holdings Ltd.
Consolidated

ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
 and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
Accumulated provision for depreciation
 and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
Other deferred charges

Total deferred charges

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Total assets

674

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
 EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
 SOUTH AUSTRALIAN HOLDINGS LTD. and Subsidiaries [Tier 9]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EME International South Australian
 Dragon Limited Holdings Ltd.
 Consolidated
 Being Liquidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption

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Company-obligated mandatorily redeemable
securities of subsidiaries holding
solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity
=====

675

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD. and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

South Australian
Holdings Ltd.
Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net

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Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity

676

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD. and Subsidiaries [Tier 9]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

EME International South Australia
Dragon Limited Holdings Ltd
Consolidated
Being Liquidated

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Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
Interest and dividend income
Other nonoperating income
Interest expense - net of amounts capitalized
Other nonoperating deductions
Dividends on preferred securities
Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
Income taxes (benefit)

Income (loss) from continuing operations
Loss from discontinued operations
Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
Dividends declared on common stock
Dividends declared on preferred stock

Retained earnings - end of year
=====

677

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD. and Subsidiaries [Tier 9]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

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South Australian
Holdings Ltd.
Consolidated

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
Interest and dividend income
Other nonoperating income
Interest expense - net of amounts capitalized
Other nonoperating deductions
Dividends on preferred securities
Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
Income taxes (benefit)

Income (loss) from continuing operations
Loss from discontinued operations
Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
Dividends declared on common stock
Dividends declared on preferred stock

Retained earnings - end of year
=====

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
 EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
 SOUTH AUSTRALIAN HOLDINGS LTD.
 EME INTERNATIONAL DRAGON LIMITED and Subsidiaries [Tier 10]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EME Adelaide Energy Ltd. Being Liquidated	EME Monet Ltd. Being Liquidated

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Total assets		

679

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
 EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
 SOUTH AUSTRALIAN HOLDINGS LTD.
 EME INTERNATIONAL DRAGON LIMITED and Subsidiaries [Tier 10]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Consolidating Adjustments	EME Internati Dragon Limite Consolidated
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		

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Regulatory assets - net
Other deferred charges

Total deferred charges

=====
Total assets
=====

680

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD.
EME INTERNATIONAL DRAGON LIMITED and Subsidiaries [Tier 10]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

EME Adelaide
Energy Ltd.
Being Liquidated
EME Monet Ltd.
Being Liquidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities

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Minority Interest

Preferred stock of utility:

 Not subject to mandatory redemption
 Subject to mandatory redemption
Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity
=====

681

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD.
EME INTERNATIONAL DRAGON LIMITED and Subsidiaries [Tier 10]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Consolidating
Adjustments

EME Internatio
Dragon Limited
Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity
=====

682

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
SOUTH AUSTRALIAN HOLDINGS LTD.
EME INTERNATIONAL DRAGON LIMITED and Subsidiaries [Tier 10]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

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EME Adelaide
Energy Ltd.
Being Liquidated

EME Monet Lt
Being Liquid

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
Interest and dividend income
Other nonoperating income
Interest expense - net of amounts capitalized
Other nonoperating deductions
Dividends on preferred securities
Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
Income taxes (benefit)

Income (loss) from continuing operations
Loss from discontinued operations
Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
Dividends declared on common stock
Dividends declared on preferred stock

Retained earnings - end of year

683

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.

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EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
 SOUTH AUSTRALIAN HOLDINGS LTD.
 EME INTERNATIONAL DRAGON LIMITED and Subsidiaries [Tier 10]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

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

684

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
 EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
 MAPLEKEY HOLDINGS LIMITED and Subsidiaries [Tier 9. et seq.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Maplekey UK Finance Limited	Maplekey UK Limited [10]
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Regulatory assets - net		
Other deferred charges		

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 Total deferred charges

Total assets
 =====

685

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
 EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
 MAPLEKEY HOLDINGS LIMITED and Subsidiaries [Tier 9. et seq.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Maplekey Holdings Limited	Consolidating Adjustments

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		

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Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
Other deferred charges

Total deferred charges

Total assets

686

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
MAPLEKEY HOLDINGS LIMITED and Subsidiaries [Tier 9. et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Maplekey UK	Maplekey UK
	Finance Limited	Limited [10]

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

\$5

Total current liabilities

5

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

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Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock

423,075

423,

Accumulated other comprehensive income (loss)

846

Retained earnings

(423,926)

(423,

Total common shareholders' equity

(\$5)

Total liabilities and shareholders' equity

687

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.

EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I

MAPLEKEY HOLDINGS LIMITED and Subsidiaries [Tier 9. et seq.]

Consolidating Balance Sheet

December 31, 2002

(In thousands)

Maplekey Holdings
Limited

Consolidating
Adjustments

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

Accrued taxes

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Trading and price risk management liabilities	
Other current liabilities	\$5

Total current liabilities	5

Long-term debt	

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable	
securities of subsidiaries holding	
solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	423,075
Accumulated other comprehensive income (loss)	846
Retained earnings	(423,926)

Total common shareholders' equity	(\$5)

Total liabilities and shareholders' equity	
=====	

688

MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
MAPLEKEY HOLDINGS LIMITED and Subsidiaries [Tier 9. et seq.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

	Maplekey UK Finance Limited	Maplekey UK Limited [10]
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$1	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	1	
Operating income (loss)	(1)	
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(1)	
Income taxes (benefit)		
Income (loss) from continuing operations	(1)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(1)	
Retained earnings - beginning of year	(423,925)	(423,925)
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$423,926)	(\$423,926)

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MEC INTERNATIONAL B.V., GLOBAL GENERATION B.V.
 EDISON FIRST POWER HOLDINGS II, EDISON FIRST POWER HOLDINGS I
 MAPLEKEY HOLDINGS LIMITED and Subsidiaries [Tier 9. et seq.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Maplekey Holdings Limited	Consolidatin Adjustments
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$1	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	1	
Operating income (loss)	(1)	
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(1)	
Income taxes (benefit)		
Income (loss) from continuing operations	(1)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(1)	
Retained earnings - beginning of year	(423,925)	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$423,926)	

690

MEC INTERNATIONAL B.V.
 HYDRO ENERGY B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Iberica de Energias S.L.	Electro Metalurgica de Ebro, S.L. [8]

ASSETS		

Cash and equivalents	\$239	
Receivables - net	5,072	3,
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	219	

Total current assets	5,530	3,

Nonutility property - net	46,631	50,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	3,090	
Investments in leveraged leases		
Other investments		

Total investment and other assets	49,721	50,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		

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Other deferred charges	1,661	3,

Total deferred charges	1,661	3,

Total assets	\$56,912	\$57,
=====		

691

MEC INTERNATIONAL B.V.
HYDRO ENERGY B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Hydro Energy B.V	Consolidating Adjustments

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		(\$6,
Prepayments and other current assets		

Total current assets		(6,

Nonutility property - net	(\$11,921)	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	24,871	
Investments in leveraged leases		
Other investments		

Total investment and other assets	12,950	

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

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Total utility plant

Regulatory assets - net
Other deferred charges

Total deferred charges

Total assets

\$12,950

(\$6,

692

MEC INTERNATIONAL B.V.
HYDRO ENERGY B.V.and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Iberica de
Energias S.L.

Electro
Metalurgica de
Ebro, S.L. [8]

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

\$2,566

\$6,

Preferred stock to be redeemed within one year

Accounts payable

(6,505)

3,

Accrued taxes

14

(

Trading and price risk management liabilities

Other current liabilities

133

Total current liabilities

(3,792)

10,

Long-term debt

18,432

39,

Accumulated deferred income taxes - net

Accumulated deferred investment tax credits

Customer advances and other deferred credits

Power-purchase contracts

Accumulated provision for pension and benefits

Other long-term liabilities

1,001

1,

Total deferred credits and other liabilities

1,001

1,

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Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock	24,932	
Accumulated other comprehensive income (loss)	(4,321)	(
Retained earnings	20,660	7,
<hr/>		
Total common shareholders' equity	41,271	6,
<hr/>		
Total liabilities and shareholders' equity	\$56,912	\$57,
<hr/> <hr/>		

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MEC INTERNATIONAL B.V.
 HYDRO ENERGY B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Hydro Energy B.V	Consolidating Adjustments
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year	\$29,504	
Preferred stock to be redeemed within one year		
Accounts payable	2,893	
Accrued taxes	(110)	
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		

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Total current liabilities	32,287	

Long-term debt		

Accumulated deferred income taxes - net		(\$2,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		(2,

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	25	
Accumulated other comprehensive income (loss)	340	(4,
Retained earnings	(19,702)	

Total common shareholders' equity	(19,337)	(4,

Total liabilities and shareholders' equity	\$12,950	(\$6,
=====		

694

MEC INTERNATIONAL B.V.
HYDRO ENERGY B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

Iberica de

Electro

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	Energias S.L.	Metalurgica Ebro, S.L. [
Electric utility		
Nonutility power generation	\$9,262	\$
Financial services and other		
Total operating revenue	9,262	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	3,106	
Depreciation, decommissioning and amortization	1,477	
Property and other taxes	68	
Net gain on sale of utility plant		
Total operating expenses	4,651	
Operating income (loss)	4,611	
Interest and dividend income	446	
Other nonoperating income	540	
Interest expense - net of amounts capitalized	(4,522)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	1,075	
Income taxes (benefit)	8	
Income (loss) from continuing operations	1,067	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	1,067	
Retained earnings - beginning of year	19,593	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$20,660	\$

695

MEC INTERNATIONAL B.V.
 HYDRO ENERGY B.V. and Subsidiaries [Tier 6]
 Consolidating Statements of Income and Retained Earnings

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For the Year Ended December 31, 2002
(In thousands)

	Hydro Energy B.V	Consolidation Adjustments
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	(\$6)	
Depreciation, decommissioning and amortization	(625)	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	(631)	
Operating income (loss)	631	
Interest and dividend income	(131)	
Other nonoperating income	(133)	
Interest expense - net of amounts capitalized	(2,335)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(1,968)	
Income taxes (benefit)	(113)	
Income (loss) from continuing operations	(1,855)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(1,855)	
Retained earnings - beginning of year	(17,847)	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$19,702)	

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MEC INTERNATIONAL B.V.
 IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EME Desarrello Espana S.L.	Hydro Energy B
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents	\$373	
Receivables - net	8,585	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets	(6,255)	
Prepayments and other current assets	458	
<hr/>		
Total current assets	3,161	
<hr/>		
Nonutility property - net	106,762	(\$11,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		24,
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	106,762	12,
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Regulatory assets - net		
Other deferred charges	4,733	
<hr/>		
Total deferred charges	4,733	
<hr/>		
Total assets	\$114,656	\$12,

697

MEC INTERNATIONAL B.V.
 IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Electro
 Metalurgica del
 Ebro, S.L. [9] Monasterio de
 Rueda, S.L. [1]

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net

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Other deferred charges

Total deferred charges

Total assets

698

MEC INTERNATIONAL B.V.
 IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Electro
 Metalurgica del
 Ebro, S.L. [8]

Monasterio de
 Rueda, S.L. [9]

ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress

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Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
Other deferred charges

Total deferred charges

Total assets

699

MEC INTERNATIONAL B.V.
IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Consolidating Adjustments	Iberian Hy-Power Amste B.V. Consolida
ASSETS		
Cash and equivalents		\$
Receivables - net		13,
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets	(\$6,255)	(12,
Prepayments and other current assets		
Total current assets	(6,255)	2,
Nonutility property - net	22,779	165,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(26,837)	3,
Investments in leveraged leases		
Other investments		
Total investment and other assets	(4,058)	168,

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Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net
 Other deferred charges

6,

Total deferred charges

6,

Total assets

(\$10,313)

\$177,
 =====

700

MEC INTERNATIONAL B.V.
 IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EME Desarrello
 Espana S.L.

Hydro Energy B

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

\$38,878

\$29,

10,529
 (892)

2,
 (

289

Total current liabilities

48,804

32,

Long-term debt

57,791

Accumulated deferred income taxes - net

(2,531)

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Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	2,719	

Total deferred credits and other liabilities	188	

Minority Interest	518	

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	9,211	
Accumulated other comprehensive income (loss)	(9,653)	
Retained earnings	7,797	(19,

Total common shareholders' equity	7,355	(19,

Total liabilities and shareholders' equity	\$114,656	\$12,
=====		

701

MEC INTERNATIONAL B.V.
 IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Electro	Monasterio de
Metalurgica del	Rueda, S.L. [1
Ebro, S.L. [9]	

LIABILITIES AND SHAREHOLDERS' EQUITY

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Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity
=====

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IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Electro
 Metalurgica del
 Ebro, S.L. [8]

Monasterio de
 Rueda, S.L. [9]

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

 Total current liabilities

Long-term debt

 Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

Minority Interest

 Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

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Total common shareholders' equity

Total liabilities and shareholders' equity

703

MEC INTERNATIONAL B.V.
 IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Consolidating Adjustments	Iberian Hy-Power Amste B.V. Consolida
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		\$70,
Preferred stock to be redeemed within one year		
Accounts payable		17,
Accrued taxes		(1,
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities		86,
<hr/>		
Long-term debt		76,
<hr/>		
Accumulated deferred income taxes - net	(\$2,189)	(4,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		3,
<hr/>		
Total deferred credits and other liabilities	(2,189)	(1,
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		

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Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	(18,523)	17,
Accumulated other comprehensive income (loss)	(4,745)	(18,
Retained earnings	15,144	15,

 Total common shareholders' equity (8,124) 14,

Total liabilities and shareholders' equity (\$10,313) \$177,
 =====

704

MEC INTERNATIONAL B.V.
 IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

EME Desarrello Espana S.L. Hydro Energy

 Electric utility
 Nonutility power generation
 Financial services and other

Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance \$444
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

 Total operating expenses 444

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Operating income (loss)	(444)	
Interest and dividend income		
Other nonoperating income	(3)	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(447)	
Income taxes (benefit)	1,064	

Income (loss) from continuing operations	(1,511)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	(1,511)	

Retained earnings - beginning of year	9,308	(1)
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$7,797	(\$1)
=====		

705

MEC INTERNATIONAL B.V.
 IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Electro
 Metalurgica del
 Ebro, S.L. [9]

Monasterio d
 Rueda, S.L.

Electric utility
 Nonutility power generation
 Financial services and other

 Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net

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Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

 Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

 Income (loss) from continuing operations before taxes
 Income taxes (benefit)

Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

 Net income (loss)

Retained earnings - beginning of year
 Dividends declared on common stock
 Dividends declared on preferred stock

 Retained earnings - end of year
 =====

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MEC INTERNATIONAL B.V.
 IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

 Electro
 Metalurgica del
 Ebro, S.L. [8]

 Monasterio d
 Rueda, S.L.

 Electric utility
 Nonutility power generation
 Financial services and other

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 Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
 Income taxes (benefit)

Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
 Dividends declared on common stock
 Dividends declared on preferred stock

Retained earnings - end of year
 =====

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MEC INTERNATIONAL B.V.
 IBERIAN HY-POWER AMSTERDAM B.V. and Subsidiaries [Tier 7, et seq.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Consolidating
 Adjustments

Iberian
 Hy-Power Ams

Electric utility		
Nonutility power generation		\$
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		(\$811)
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		(811)

Operating income (loss)		811
Interest and dividend income		
Other nonoperating income		(602)
Interest expense - net of amounts capitalized		
Other nonoperating deductions		49
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		258
Income taxes (benefit)		

Income (loss) from continuing operations		258
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		258

Retained earnings - beginning of year		14,886
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year		\$15,144
=====		

708

MEC INTERNATIONAL B.V.
LATROBE POWER PTY LTD and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002

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(In thousands)

	Mission Victoria Partnership	Latrobe Power Partnership [8
ASSETS		
Cash and equivalents	\$55	\$7,
Receivables - net		25,
Fuel inventory		
Materials and supplies, at average cost		7,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		4,
Total current assets	55	44,
Nonutility property - net		1,126,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	25,953	
Investments in leveraged leases		
Other investments		
Total investment and other assets	25,953	1,126,
Utility plant, at original cost: Transmission and distribution Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
Total utility plant		
Regulatory assets - net		
Other deferred charges		3,
Total deferred charges		3,
Total assets	\$26,008	\$1,174,

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MEC INTERNATIONAL B.V.
 LATROBE POWER PTY LTD and Subsidiaries [Tier 7, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Latrobe Power Pty Ltd	Consolidating Adjustments
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$14,139	(\$40,
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	14,139	(40,
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Regulatory assets - net		
Other deferred charges		
<hr/>		
Total deferred charges		
<hr/>		
Total assets	\$14,139	(\$40,
<hr/>		

710

MEC INTERNATIONAL B.V.
 LATROBE POWER PTY LTD and Subsidiaries [Tier 7, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Victoria Partnership	Latrobe Power Partnership [8
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$1,781)	(\$12,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		623,
<hr/>		
Total current liabilities	(1,781)	610,
<hr/>		
Long-term debt		347,
<hr/>		
Accumulated deferred income taxes - net	(9)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		254,
<hr/>		
Total deferred credits and other liabilities	(9)	254,
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		

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Common stock	(60,223)	(60,
Accumulated other comprehensive income (loss)	(49,754)	(53,
Retained earnings	137,775	75,

Total common shareholders' equity	27,798	(38,

Total liabilities and shareholders' equity	\$26,008	\$1,174,
=====		

711

MEC INTERNATIONAL B.V.
LATROBE POWER PTY LTD and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Latrobe Power Pty Ltd	Consolidating Adjustments

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$1,971)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(1,971)	

Long-term debt		

Accumulated deferred income taxes - net	3,686	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	3,686	

Minority Interest		\$11,

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 Preferred stock of utility:

 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock		120,
Accumulated other comprehensive income (loss)	(7,107)	101,
Retained earnings	19,531	(273,

 Total common shareholders' equity 12,424 (51,

Total liabilities and shareholders' equity \$14,139 (\$40,
 =====

712

MEC INTERNATIONAL B.V.

LATROBE POWER PTY LTD and Subsidiaries [Tier 7, ET SEQ.]

Consolidating Statements of Income and Retained Earnings

For the Year Ended December 31, 2002

(In thousands)

	Mission Victoria Partnership	Latrobe Power Partnership
--	---------------------------------	------------------------------

 Electric utility
 Nonutility power generation \$27,683 \$8
 Financial services and other

 Total operating revenue 27,683 8

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance 1
 Depreciation, decommissioning and amortization 1
 Property and other taxes
 Net gain on sale of utility plant

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Total operating expenses		3
Operating income (loss)	27,683	5
Interest and dividend income	2	(2)
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	27,685	2
Income taxes (benefit)		
Income (loss) from continuing operations	27,685	2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	27,685	2
Retained earnings - beginning of year	110,090	4
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$137,775	\$7

713

MEC INTERNATIONAL B.V.
LATROBE POWER PTY LTD and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	Latrobe Power Pty Ltd	Consolidatin Adjustments
Electric utility		
Nonutility power generation	\$14,482	(\$4
Financial services and other		
Total operating revenue	14,482	(4

Fuel

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Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	824	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	824	

Operating income (loss)	13,658	(4)
Interest and dividend income	261	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		(1)
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	13,919	(5)
Income taxes (benefit)	3,902	

Income (loss) from continuing operations	10,017	(5)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	10,017	(5)

Retained earnings - beginning of year	9,514	(21)
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$19,531	(\$27)
=====		

714

MEC INTERNATIONAL B.V.
LATROBE VALLEY B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Valley Power Pty Latrobe Valley
Ltd.

ASSETS

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Cash and equivalents	\$18,997
Receivables - net	443
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	36

Total current assets	19,476

Nonutility property - net	55,714
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	

Total investment and other assets	55,174

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Other deferred charges	967

Total deferred charges	967

Total assets	\$76,157
=====	

715

MEC INTERNATIONAL B.V.
LATROBE VALLEY B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Latrobe Valley

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B.V. Consolidated

ASSETS	
Cash and equivalents	\$18,998
Receivables - net	448
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	36
Total current assets	19,482
Nonutility property - net	55,714
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	
Total investment and other assets	55,714
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
Total utility plant	
Regulatory assets - net	
Other deferred charges	(144)
Total deferred charges	(144)
Total assets	\$75,052

716

MEC INTERNATIONAL B.V.
LATROBE VALLEY B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002

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(In thousands)

	Valley Power Pty Ltd.	Latrobe Valley
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year	\$4,780	
Preferred stock to be redeemed within one year		
Accounts payable	40,927	
Accrued taxes	(188)	
Trading and price risk management liabilities		
Other current liabilities	6,521	
<hr/>		
Total current liabilities	52,040	
<hr/>		
Long-term debt	30,667	
<hr/>		
Accumulated deferred income taxes - net	(3,837)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	(3,837)	
<hr/>		
Minority Interest	(4,771)	
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock	(2,576)	
Accumulated other comprehensive income (loss)	37	
Retained earnings	4,597	
<hr/>		
Total common shareholders' equity	2,058	
<hr/>		
Total liabilities and shareholders' equity	\$76,157	

717

MEC INTERNATIONAL B.V.
 LATROBE VALLEY B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Latrobe Valley B.V. Consolidated
<hr/>	
LIABILITIES AND SHAREHOLDERS' EQUITY	
<hr/>	
Short-term debt	
Long-term debt due within one year	\$4,780
Preferred stock to be redeemed within one year	
Accounts payable	40,948
Accrued taxes	(191)
Trading and price risk management liabilities	
Other current liabilities	6,521
<hr/>	
Total current liabilities	52,058
<hr/>	
Long-term debt	30,667
<hr/>	
Accumulated deferred income taxes - net	(4,170)
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	
<hr/>	
Total deferred credits and other liabilities	(4,170)
<hr/>	
Minority Interest	(4,771)
<hr/>	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	

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Other preferred securities

 Total preferred securities of subsidiaries

Common stock	(2,557)
Accumulated other comprehensive income (loss)	(741)
Retained earnings	4,566

 Total common shareholders' equity 1,268

 Total liabilities and shareholders' equity \$75,052
 =====

718

MEC INTERNATIONAL B.V.
 LATROBE VALLEY B.V. and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Valley Power Pty Ltd.	Latrobe Vall Ltd.
Electric utility		
Nonutility power generation	\$13,303	
Financial services and other		
Total operating revenue	13,303	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	388	
Depreciation, decommissioning and amortization	1,446	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	1,834	
Operating income (loss)	11,469	
Interest and dividend income	(410)	
Other nonoperating income	1	
Interest expense - net of amounts capitalized	(2,545)	

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Other nonoperating deductions	(3,444)
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	5,071
Income taxes (benefit)	474

Income (loss) from continuing operations	4,597
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	4,597

Retained earnings - beginning of year	
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$4,597
=====	

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MEC INTERNATIONAL B.V.
LATROBE VALLEY B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

Latrobe Valley
B.V. Consolidated

Electric utility	
Nonutility power generation	\$13,303
Financial services and other	

Total operating revenue	13,303

Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	408
Depreciation, decommissioning and amortization	1,446
Property and other taxes	
Net gain on sale of utility plant	

Total operating expenses	1,854

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Operating income (loss)	11,449
Interest and dividend income	(410)
Other nonoperating income	1
Interest expense - net of amounts capitalized	(2,545)
Other nonoperating deductions	(3,444)
Dividends on preferred securities	
Dividends on utility preferred stock	
<hr/>	
Income (loss) from continuing operations before taxes	5,501
Income taxes (benefit)	474
<hr/>	
Income (loss) from continuing operations	4,577
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
<hr/>	
Net income (loss)	4,577
<hr/>	
Retained earnings - beginning of year	(11)
Dividends declared on common stock	
Dividends declared on preferred stock	
<hr/>	
Retained earnings - end of year	\$4,566

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MEC INTERNATIONAL B.V.
 LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission Energy Holdings Pty Ltd Consolidated	Latrobe Power Ltd Consolidat
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents	\$7,982	\$7,
Receivables - net	26,036	25,
Fuel inventory		
Materials and supplies, at average cost	7,454	7,
Accumulated deferred income taxes - net		
Trading and price risk management assets		

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Prepayments and other current assets	4,261	4,

Total current assets	45,733	44,

Nonutility property - net	1,133,539	1,126,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(1,323)	25,
Investments in leveraged leases		
Other investments		

Total investment and other assets	1,132,216	1,152,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges	3,280	3,

Total deferred charges	3,280	3,

Total assets	\$1,181,229	\$1,200,
=====		

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MEC INTERNATIONAL B.V.
 LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Traralgon Power Pty Ltd Consolidated	Loy Yang Holdi Pty Ltd
--	---------------------------

ASSETS

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Cash and equivalents	\$7,702	
Receivables - net	5,795	
Fuel inventory		
Materials and supplies, at average cost	4,490	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	4,132	

Total current assets	21,489	

Nonutility property - net	598,001	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(1,519)	(\$1,
Investments in leveraged leases		
Other investments		

Total investment and other assets	596,482	(\$1,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges	3,229	

Total deferred charges	3,229	

Total assets	\$621,200	(\$1,
=====		

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MEC INTERNATIONAL B.V.
 LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

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Loy Yang Holdings
Pty Ltd
Consolidated

ASSETS

Cash and equivalents	\$29,198
Receivables - net	83,563
Fuel inventory	
Materials and supplies, at average cost	26,852
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	16,657

Total current assets 156,270

Nonutility property - net	3,984,388
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	48,758
Investments in leveraged leases	
Other investments	

Total investment and other assets 4,033,146

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant

Regulatory assets - net	
Other deferred charges	12,967

Total deferred charges 12,967

Total assets \$4,202,383
=====

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MEC INTERNATIONAL B.V.
LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]

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Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Edison Mission Energy Holdings Pty Ltd Consolidated	Latrobe Power Ltd Consolidat

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year	\$85	
Preferred stock to be redeemed within one year		
Accounts payable	(27,251)	(\$16,
Accrued taxes	302	
Trading and price risk management liabilities		
Other current liabilities	625,371	623,

Total current liabilities	598,507	607,

Long-term debt	347,714	347,

Accumulated deferred income taxes - net	221	3,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	254,091	254,

Total deferred credits and other liabilities	254,312	257,

Minority Interest		12,

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	(60,412)	(60,
Accumulated other comprehensive income (loss)	(58,663)	(60,
Retained earnings	99,771	95,

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Total common shareholders' equity	(19,304)	(25,

Total liabilities and shareholders' equity	\$1,181,229	\$1,200,
=====		

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MEC INTERNATIONAL B.V.
 LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Traralgon Power Pty Ltd Consolidated	Loy Yang Holdi Pty Ltd

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$17,395)	
Accrued taxes	303	
Trading and price risk management liabilities		
Other current liabilities	8,939	

Total current liabilities	(8,153)	

Long-term debt	347,525	

Accumulated deferred income taxes - net	3,023	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	254,029	

Total deferred credits and other liabilities	257,052	

Minority Interest	11,286	

Preferred stock of utility:		

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Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock		
Accumulated other comprehensive income (loss)	(5,720)	(
Retained earnings	19,210	(1,

Total common shareholders' equity	13,490	(1,

Total liabilities and shareholders' equity	\$621,200	(\$1,
=====		

725

MEC INTERNATIONAL B.V.
 Loy Yang Holdings Pty Ltd and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousand s)

Loy Yang Holdings
 Pty Ltd
 Consolidated

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	\$85
Preferred stock to be redeemed within one year	
Accounts payable	(75,224)
Accrued taxes	1,146
Trading and price risk management liabilities	
Other current liabilities	1,880,716

Total current liabilities	1,806,723

Long-term debt	1,390,289

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Accumulated deferred income taxes - net	7,105
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	1,016,178

Total deferred credits and other liabilities	1,023,283

Minority Interest	24,198

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	(241,459)
Accumulated other comprehensive income (loss)	(228,492)
Retained earnings	427,841

Total common shareholders' equity	(42,110)

Total liabilities and shareholders' equity	\$4,202,383
=====	

726

MEC INTERNATIONAL B.V.
 LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Edison Mission
 Energy Holdings
 Pty Ltd
 Consolidated

Latrobe Power
 Ltd Consolidated

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Electric utility		
Nonutility power generation	\$95,293	\$11
Financial services and other		

Total operating revenue	95,293	11

Fuel	9,147	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	27,553	1
Depreciation, decommissioning and amortization	14,058	1
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	50,758	3

Operating income (loss)	44,535	7
Interest and dividend income	(23,511)	(2)
Other nonoperating income	6,780	
Interest expense - net of amounts capitalized	(72)	
Other nonoperating deductions		(1)
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	27,732	4
Income taxes (benefit)	(43)	

Income (loss) from continuing operations	27,775	3
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	27,775	3

Retained earnings - beginning of year	71,996	5
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$99,771	\$9
=====		

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MEC INTERNATIONAL B.V.
 LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

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	Traralgon Power Pty Ltd Consolidated	Loy Yang Hol Pty Ltd
Electric utility		
Nonutility power generation	\$83,088	
Financial services and other		
Total operating revenue	83,088	
Fuel	9,147	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	11,784	
Depreciation, decommissioning and amortization	13,298	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	34,229	
Operating income (loss)	48,859	
Interest and dividend income	(23,912)	
Other nonoperating income	12	
Interest expense - net of amounts capitalized	(55)	
Other nonoperating deductions	(13,483)	
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	11,421	
Income taxes (benefit)	3,200	
Income (loss) from continuing operations	8,221	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	8,221	
Retained earnings - beginning of year	10,989	(\$)
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$19,210	(\$)

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MEC INTERNATIONAL B.V.
 LOY YANG HOLDINGS PTY LTD and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Loy Yang Holdings Pty Ltd Consolidated
Electric utility	
Nonutility power generation	\$403,312
Financial services and other	
<hr/>	
Total operating revenue	403,312
<hr/>	
Fuel	36,588
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	62,259
Depreciation, decommissioning and amortization	53,952
Property and other taxes	
Net gain on sale of utility plant	
<hr/>	
Total operating expenses	152,799
<hr/>	
Operating income (loss)	250,513
Interest and dividend income	(95,142)
Other nonoperating income	6,800
Interest expense - net of amounts capitalized	(237)
Other nonoperating deductions	(26,686)
Dividends on preferred securities	
Dividends on utility preferred stock	
<hr/>	
Income (loss) from continuing operations before taxes	135,248
Income taxes (benefit)	6,660
<hr/>	
Income (loss) from continuing operations	128,588
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
<hr/>	
Net income (loss)	128,588
<hr/>	
Retained earnings - beginning of year	299,253
Dividends declared on common stock	
Dividends declared on preferred stock	
<hr/>	
Retained earnings - end of year	\$427,841
=====	=====

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission Energy Australia Ltd.	Latrobe Power Partnership [9

ASSETS		

Cash and equivalents	\$21	\$7,
Receivables - net		25,
Fuel inventory		
Materials and supplies, at average cost		7,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		4,

Total current assets	21	44,

Nonutility property - net		1,126,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(1,627)	
Investments in leveraged leases		
Other investments		

Total investment and other assets	(1,627)	1,126,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		3,

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Total deferred charges		3,

Total assets	(\$1,606)	\$1,174,
=====		

730

MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission Energy Australia Pilbara Power Pty Ltd.	Edison Mission Operation and Maintenance Kwinana Pty Lt

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

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 Total utility plant

Regulatory assets - net
 Other deferred charges

Total deferred charges

Total assets
 =====

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Mission Energy
 Holdings
 Superannuation
 Fund Pty Ltd

Mission Energy
 (Kwinana) Pty

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

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Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net
 Other deferred charges

Total deferred charges

Total assets
 =====

\$

732

MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Perth Power
 Partnership [10]

Edison Mission
 Energy Holding
 Pty Ltd

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

\$

Total current assets

1,

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships

1,

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and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets 1,

Utility plant, at original cost:
Transmission and distribution
Generation
Accumulated provision for depreciation
and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
Other deferred charges

Total deferred charges

Total assets \$2,
=====

733

MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Edison Mission
Energy Holdings
Pty Ltd
Consolidated

ASSETS

Cash and equivalents	\$7,982
Receivables - net	26,036
Fuel inventory	
Materials and supplies, at average cost	7,454
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	4,261

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Total current assets	45,733
Nonutility property - net	1,133,539
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	(1,323)
Investments in leveraged leases	
Other investments	
Total investment and other assets	1,132,216
Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	
Total utility plant	
Regulatory assets - net	
Other deferred charges	3,280
Total deferred charges	3,280
Total assets	\$1,181,229

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Edison Mission
Energy Australia
Ltd. Latrobe Power
Partnership [9

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year

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Accounts payable	(\$757)	(\$12,
Accrued taxes	(8)	
Trading and price risk management liabilities		
Other current liabilities		623,

Total current liabilities	(765)	610,

Long-term debt		347,

Accumulated deferred income taxes - net	329	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		254,

Total deferred credits and other liabilities	329	254,

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock		(60,
Accumulated other comprehensive income (loss)	(2,093)	(53,
Retained earnings	923	75,

Total common shareholders' equity	(1,170)	(38,

Total liabilities and shareholders' equity	(\$1,606)	\$1,174,
=====		

735

MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

(In thousands)

	Edison Mission Energy Australia Pilbara Power Pty Ltd.	Edison Mission Operation and Maintenance Kwinana Pty Lt

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$1,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities		(1,

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock		
Accumulated other comprehensive income (loss)		(
Retained earnings		1,

Total common shareholders' equity		\$1,

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Total liabilities and shareholders' equity

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Energy Holdings Superannuation Fund Pty Ltd	Mission Energy (Kwinana) Pty
--	--	---------------------------------

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

 Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

Minority Interest

 Preferred stock of utility:
 Not subject to mandatory redemption

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Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

 Total common shareholders' equity

 Total liabilities and shareholders' equity
 =====

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Perth Power
 Partnership [10] Edison Mission
 Energy Holding
 Pty Ltd

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable (12,
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities 2,

Total current liabilities (9,

Long-term debt

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Accumulated deferred income taxes - net	(1,
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	
-----	-----
Total deferred credits and other liabilities	(1,
-----	-----
Minority Interest	
-----	-----
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable	
securities of subsidiaries holding	
solely parent company debentures	
Other preferred securities	
-----	-----
Total preferred securities of subsidiaries	
-----	-----
Common stock	
Accumulated other comprehensive income (loss)	
Retained earnings	14,
-----	-----
Total common shareholders' equity	14,
-----	-----
Total liabilities and shareholders' equity	\$2,
=====	=====

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Edison Mission
Energy Holdings
Pty Ltd
Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Short-term debt	
Long-term debt due within one year	\$85
Preferred stock to be redeemed within one year	
Accounts payable	(27,251)
Accrued taxes	302
Trading and price risk management liabilities	
Other current liabilities	625,371

Total current liabilities	598,507

Long-term debt	347,714

Accumulated deferred income taxes - net	221
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	254,091

Total deferred credits and other liabilities	254,312

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	(60,412)
Accumulated other comprehensive income (loss)	(58,663)
Retained earnings	99,771

Total common shareholders' equity	(19,304)

Total liabilities and shareholders' equity	\$1,181,229
=====	

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Edison Mission Energy Australia Ltd.	Latrobe Power Partnership
Electric utility		
Nonutility power generation	\$280	\$8
Financial services and other		
Total operating revenue	280	8
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	994	1
Depreciation, decommissioning and amortization		1
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	994	3
Operating income (loss)	(714)	5
Interest and dividend income	5	(2)
Other nonoperating income	981	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	272	2
Income taxes (benefit)	76	
Income (loss) from continuing operations	196	2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	196	2
Retained earnings - beginning of year	727	4
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$923	\$7

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Edison Mission Energy Australia Pilbara Power Pty Ltd.	Edison Mission Operation and Maintenance Kwinana Pty
Electric utility		
Nonutility power generation		\$
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		
Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)		
Retained earnings - beginning of year		

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Dividends declared on common stock
 Dividends declared on preferred stock

Retained earnings - end of year

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Mission Energy
 Holdings
 Superannuation
 Fund Pty Ltd

Mission Ener
 (Kwinana) Pt

Electric utility
 Nonutility power generation
 Financial services and other

Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
 Income taxes (benefit)

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Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

 Net income (loss)

 Retained earnings - beginning of year
 Dividends declared on common stock
 Dividends declared on preferred stock

 Retained earnings - end of year
 =====

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Perth Power
 Partnership [10]

Edison Missi
 Energy Holdi
 Pty Ltd

 Electric utility
 Nonutility power generation
 Financial services and other

 Total operating revenue

 Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

 Total operating expenses

 Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions

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Dividends on preferred securities	1
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	1
Income taxes (benefit)	

Income (loss) from continuing operations	1
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	1

Retained earnings - beginning of year	(
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$1
=====	

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
EDISON MISSION ENERGY HOLDINGS PTY LTD and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	Edison Mission Energy Holdings Pty Ltd Consolidated

Electric utility	
Nonutility power generation	\$95,293
Financial services and other	

Total operating revenue	95,293

Fuel	9,147
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	27,553
Depreciation, decommissioning and amortization	14,058
Property and other taxes	
Net gain on sale of utility plant	

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Total operating expenses	50,758

Operating income (loss)	44,535
Interest and dividend income	(23,511)
Other nonoperating income	6,780
Interest expense - net of amounts capitalized	(72)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	27,732
Income taxes (benefit)	(43)

Income (loss) from continuing operations	27,775
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	27,775

Retained earnings - beginning of year	71,996
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$99,771
=====	

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
LATROBE POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Mission Victoria Partnership	Latrobe Power Partnership [9

ASSETS		

Cash and equivalents	\$55	\$7,
Receivables - net		25,
Fuel inventory		
Materials and supplies, at average cost		7,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		4,

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Total current assets	55	44,
Nonutility property - net		1,126,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	25,953	
Investments in leveraged leases		
Other investments		
Total investment and other assets	25,953	1,126,
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
Total utility plant		
Regulatory assets - net		
Other deferred charges		3,
Total deferred charges		3,
Total assets	\$26,008	\$1,174,

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
LATROBE POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Latrobe Power Pty Ltd.	Consolidating Adjustments
ASSETS		
Cash and equivalents		

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Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$14,139	(\$40,
Investments in leveraged leases		
Other investments		

Total investment and other assets	14,139	(40,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Assets of discontinued operations		

Total assets	\$14,139	(\$40,
=====		

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
LATROBE POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Mission Victoria Latrobe Power

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	Partnership	Partnership [9

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$1,781)	(\$12,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		623,

Total current liabilities	(1,781)	610,

Long-term debt		347,

Accumulated deferred income taxes - net	(9)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		254,

Total deferred credits and other liabilities	(9)	254,

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	(60,223)	(60,
Accumulated other comprehensive income (loss)	(49,754)	(53,
Retained earnings	137,775	75,

Total common shareholders' equity	27,798	(38,

Total liabilities and shareholders' equity	\$26,008	\$1,174,
=====		

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 LATROBE POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Latrobe Power Pty Ltd.	Consolidating Adjustments
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$1,971)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	(1,971)	
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net	3,686	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	3,686	
<hr/>		
Minority Interest		\$11,
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		

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Common stock		120,
Accumulated other comprehensive income (loss)	(7,107)	101,
Retained earnings	19,531	(273,

Total common shareholders' equity	12,424	(51,

Total liabilities and shareholders' equity	\$14,139	(\$40,
=====		

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
LATROBE POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	Mission Victoria Partnership	Latrobe Power Partnership

Electric utility		
Nonutility power generation	\$27,683	\$8
Financial services and other		

Total operating revenue	27,683	8

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		1
Depreciation, decommissioning and amortization		1
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		3

Operating income (loss)	27,683	5
Interest and dividend income	2	(2
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	27,685	2

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Income taxes (benefit)

Income (loss) from continuing operations	27,685	2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	27,685	2
Retained earnings - beginning of year	110,090	4
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$137,775	\$7

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 LATROBE POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Latrobe Power Pty Ltd.	Consolidating Adjustments
Electric utility		
Nonutility power generation	\$14,482	(\$4)
Financial services and other		
Total operating revenue	14,482	(4)
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	824	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	824	
Operating income (loss)	13,658	(4)
Interest and dividend income	261	
Other nonoperating income		
Interest expense - net of amounts capitalized		

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Other nonoperating deductions		(1)
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	13,919	(5)
Income taxes (benefit)	3,902	

Income (loss) from continuing operations	10,017	(5)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	10,017	(5)

Retained earnings - beginning of year	9,514	(21)
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$19,531	(\$27)
=====		

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
MISSION ENERGY VENTURES AUSTRALIA PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Mission Victoria Partnership	Latrobe Power Partnership [9

ASSETS		

Cash and equivalents	\$55	\$7,
Receivables - net		25,
Fuel inventory		
Materials and supplies, at average cost		7,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		4,

Total current assets	55	44,

Nonutility property - net		1,126,
Nuclear decommissioning trusts		

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Investments in partnerships and unconsolidated subsidiaries	25,953	
Investments in leveraged leases		
Other investments		

Total investment and other assets	25,953	1,126,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		3,

Total deferred charges		3,

Total assets	\$26,008	\$1,174,
=====		

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
MISSION ENERGY VENTURES AUSTRALIA PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Mission Energy Ventures Australia Pty Ltd	Consolidating Adjustments

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		

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Prepayments and other current assets

Total current assets

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	\$270
Investments in leveraged leases	
Other investments	

Total investment and other assets	270
-----------------------------------	-----

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
 Other deferred charges

Total deferred charges

Total assets	\$270
--------------	-------

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 MISSION ENERGY VENTURES AUSTRALIA PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Mission Victoria Partnership	Latrobe Power Partnership [9
---------------------------------	---------------------------------

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year

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Preferred stock to be redeemed within one year		
Accounts payable	(\$1,781)	(\$12,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		623,

Total current liabilities	(1,781)	610,

Long-term debt		347,

Accumulated deferred income taxes - net	(9)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		254,

Total deferred credits and other liabilities	(9)	254,

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	(60,223)	(60,
Accumulated other comprehensive income (loss)	(49,754)	(53,
Retained earnings	137,775	75,

Total common shareholders' equity	27,798	(38,

Total liabilities and shareholders' equity	\$26,008	\$1,174,
=====		

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
MISSION ENERGY VENTURES AUSTRALIA PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet

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December 31, 2002

(In thousands)

	Mission Energy Ventures Australia Pty Ltd	Consolidating Adjustments

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		\$5
Accrued taxes		(65)
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities		(60)

Long-term debt		

Accumulated deferred income taxes - net		61
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		61

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock		
Accumulated other comprehensive income (loss)		(158)
Retained earnings		427

Total common shareholders' equity		269

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 Total liabilities and shareholders' equity \$270
 =====

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 MISSION ENERGY VENTURES AUSTRALIA PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Mission Victoria Partnership	Latrobe Power Partnership
Electric utility		
Nonutility power generation	\$27,683	\$8
Financial services and other		
Total operating revenue	27,683	8
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		1
Depreciation, decommissioning and amortization		1
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		3
Operating income (loss)	27,683	5
Interest and dividend income	2	(2)
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	27,685	2
Income taxes (benefit)		
Income (loss) from continuing operations	27,685	2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

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Net income (loss)	27,685	2
Retained earnings - beginning of year	110,090	4
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$137,775	\$7

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MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
MISSION ENERGY VENTURES AUSTRALIA PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	Mission Energy Ventures Australia Pty Ltd	Consolidatin Adjustments
Electric utility		
Nonutility power generation	\$277	
Financial services and other		
Total operating revenue	277	
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	16	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	16	
Operating income (loss)	261	
Interest and dividend income	6	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

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Income (loss) from continuing operations before taxes	267
Income taxes (benefit)	75

Income (loss) from continuing operations	192
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	192

Retained earnings - beginning of year	235
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$427
=====	

756

MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 TRARALGON POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Victoria Partnership	Latrobe Power Partnership [9

ASSETS		

Cash and equivalents	\$55	\$7,
Receivables - net		25,
Fuel inventory		
Materials and supplies, at average cost		7,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		4,

Total current assets	55	44,

Nonutility property - net		1,126,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	25,953	
Investments in leveraged leases		
Other investments		

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Total investment and other assets	25,953	1,126,
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
Total utility plant		
Regulatory assets - net		
Other deferred charges		3,
Total deferred charges		3,
Total assets	\$26,008	\$1,174,

757

MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 TRARALGON POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Traralgon Power Pty Ltd	Consolidating Adjustments
ASSETS		
Cash and equivalents		
Receivables - net		(\$20,
Fuel inventory		
Materials and supplies, at average cost		(2,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
Total current assets		(23,

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Nonutility property - net		(528,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$12,620	(40,
Investments in leveraged leases		
Other investments		

Total investment and other assets	12,620	(568,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Total assets	\$12,620	(\$591,
=====		

758

MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 TRARALGON POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Victoria Partnership	Latrobe Power Partnership [9

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$1,781)	(\$12,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		623,

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Total current liabilities	(1,781)	610,
Long-term debt		347,
Accumulated deferred income taxes - net	(9)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		254,
Total deferred credits and other liabilities	(9)	254,
Minority Interest		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
Total preferred securities of subsidiaries		
Common stock	(60,223)	(60,
Accumulated other comprehensive income (loss)	(49,754)	(53,
Retained earnings	137,775	75,
Total common shareholders' equity	27,798	(38,
Total liabilities and shareholders' equity	\$26,008	\$1,174,

759

MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 TRARALGON POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Traralgon Power
 Pty Ltd

Consolidating
 Adjustments

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LIABILITIES AND SHAREHOLDERS' EQUITY		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$3,089)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		(\$614,
Total current liabilities	(3,089)	(614,
Long-term debt		
Accumulated deferred income taxes - net	2,965	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
Total deferred credits and other liabilities	2,965	
Minority Interest		11,
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
Total preferred securities of subsidiaries		
Common stock		120,
Accumulated other comprehensive income (loss)	(7,079)	105,
Retained earnings	19,823	(214,
Total common shareholders' equity	12,744	11,
Total liabilities and shareholders' equity	\$12,620	(\$591,

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760

MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 TRARALGON POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Mission Victoria Partnership	Latrobe Power Partnership
Electric utility		
Nonutility power generation	\$27,683	\$8
Financial services and other		
Total operating revenue	27,683	8
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		1
Depreciation, decommissioning and amortization		1
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		3
Operating income (loss)	27,683	5
Interest and dividend income	2	(2)
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	27,685	2
Income taxes (benefit)		
Income (loss) from continuing operations	27,685	2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	27,685	2
Retained earnings - beginning of year	110,090	4
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$137,775	\$7

761

MEC INTERNATIONAL B.V., LOY YANG HOLDINGS PTY LTD
 TRARALGON POWER PTY LTD and Subsidiaries [Tier 8, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Traralgon Power Pty Ltd	Consolidatin Adjustments
Electric utility		
Nonutility power generation	\$12,926	(\$4
Financial services and other		
Total operating revenue	12,926	(4
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	735	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	735	
Operating income (loss)	12,191	(4
Interest and dividend income	81	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		(1
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	12,272	(5
Income taxes (benefit)	3,437	
Income (loss) from continuing operations	8,835	(5
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	8,835	(5

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Retained earnings - beginning of year	10,988	(15
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$19,823	(\$21
---------------------------------	----------	-------

MEC INTERNATIONAL B.V.
 MEC ESENYURT B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Doga Enerji Uretim Sanayi ve Ticaret L.S.	Doga Isi Satis Hizmetleri ve Ticaret L.S.
---	---

ASSETS

Cash and equivalents	\$40,548	\$
Receivables - net	16,821	
Fuel inventory	6,651	
Materials and supplies, at average cost	950	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	3,230	

Total current assets	68,200	1,
----------------------	--------	----

Nonutility property - net	12,643	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets	12,643	
-----------------------------------	--------	--

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		
---------------------	--	--

Regulatory assets - net		
-------------------------	--	--

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Other deferred charges	173,528	

Total deferred charges	173,528	

Total assets	\$254,371	\$1,
=====		

762

MEC INTERNATIONAL B.V.
 MEC ESENYURT B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	MEC Esenyurt B.V.	Consolidating Adjustments

ASSETS		

Cash and equivalents	\$14	(\$16,
Receivables - net		(1,
Fuel inventory		(1,
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		(2,

Total current assets	14	(21,

Nonutility property - net	11,123	108,
Nuclear decommissioning trusts		
Investments in partnerships		
and unconsolidated subsidiaries	21,687	(21,
Investments in leveraged leases		
Other investments		

Total investment and other assets	32,810	86,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation		
and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

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 Total utility plant

Regulatory assets - net
 Other deferred charges

309

(137,

 Total deferred charges

309

(137,

 Total assets
 =====

\$33,133

(\$72,
 =====

763

MEC INTERNATIONAL B.V.
 MEC ESENYURT B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Doga Enerji Uretim
 Sanayi ve Ticaret
 L.S.

Doga Isi Satis
 Hizmetleri ve
 Ticaret L.S.

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

(\$4,333)

Preferred stock to be redeemed within one year

Accounts payable

11,219

\$

Accrued taxes

904

Trading and price risk management liabilities

Other current liabilities

772

 Total current liabilities

8,562

1,

 Long-term debt

100,291

Accumulated deferred income taxes - net

Accumulated deferred investment tax credits

Customer advances and other deferred credits

Power-purchase contracts

Accumulated provision for pension and benefits

Other long-term liabilities

58

 Total deferred credits and other liabilities

58

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Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock 36,111

Accumulated other comprehensive income (loss)

Retained earnings 109,349

Total common shareholders' equity 145,460

Total liabilities and shareholders' equity \$254,371 \$1,

764

MEC INTERNATIONAL B.V.

MEC ESENYURT B.V. and Subsidiaries [Tier 7]

Consolidating Balance Sheet

December 31, 2002

(In thousands)

MEC Esenyurt B.V. Consolidating
Adjustments

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year \$15,

Preferred stock to be redeemed within one year

Accounts payable (\$771) (24,

Accrued taxes 236 7,

Trading and price risk management liabilities

Other current liabilities 3,

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Total current liabilities	(535)	2,

Long-term debt		(15,

Accumulated deferred income taxes - net		(11,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	630	56,

Total deferred credits and other liabilities	630	45,

Minority Interest		12,

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	37,118	(36,
Accumulated other comprehensive income (loss)		
Retained earnings	(4,080)	(79,

Total common shareholders' equity	33,038	(116,

Total liabilities and shareholders' equity	\$33,133	(\$72,
=====		

765

MEC INTERNATIONAL B.V.
MEC ESENYURT B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

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	Sanayi ve Ticaret L.S.	Hizmetleri v Ticaret L.S.
Electric utility		
Nonutility power generation	\$130,634	
Financial services and other		
Total operating revenue	130,634	
Fuel	68,068	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	22,551	
Depreciation, decommissioning and amortization	3,720	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	94,339	
Operating income (loss)	36,295	
Interest and dividend income	(2,920)	
Other nonoperating income	6,084	
Interest expense - net of amounts capitalized	(10,451)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	29,008	
Income taxes (benefit)	1,018	
Income (loss) from continuing operations	27,990	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	27,990	
Retained earnings - beginning of year	81,359	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$109,349	

766

MEC INTERNATIONAL B.V.
 MEC ESENYURT B.V. and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings

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For the Year Ended December 31, 2002
(In thousands)

	MEC Esenyurt B.V.	Consolidation Adjustments
Electric utility		
Nonutility power generation		(\$2)
Financial services and other		
Total operating revenue		(2)
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$810	(1)
Depreciation, decommissioning and amortization	81	
Property and other taxes	182	
Net gain on sale of utility plant		
Total operating expenses	1,073	(1)
Operating income (loss)	(1,073)	
Interest and dividend income	117	
Other nonoperating income	(175)	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(1,131)	(1)
Income taxes (benefit)	714	
Income (loss) from continuing operations	(1,845)	(1)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(1,845)	(1)
Retained earnings - beginning of year	(2,235)	(6)
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$4,080)	(\$7)

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MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission Energy International B.V.	MEC Esenyurt B Consolidated
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents	\$92	\$24,
Receivables - net	8	16,
Fuel inventory		4,
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		1,
<hr/>		
Total current assets	100	48,
<hr/>		
Nonutility property - net	25	132,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	25	132,
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Regulatory assets - net		
Other deferred charges		36,
<hr/>		
Total deferred charges		36,
<hr/>		

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Total assets	\$125	\$217,
768		
MEC INTERNATIONAL B.V. MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7] Consolidating Balance Sheet December 31, 2002 (In thousands)		
	ISAB Energy Services s.r.l. [8]	MEC India B.V.

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

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 Total deferred charges

Total assets
 =====

769

MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

MEC Indo Coal B.V. MEC Indonesia

 ASSETS

Cash and equivalents	\$222	
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

 Total current assets 222

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	16,974	118,
Investments in leveraged leases		
Other investments		

 Total investment and other assets 16,974 118,

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

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Total utility plant

Regulatory assets - net
Other deferred charges

Total deferred charges

Total assets

\$17,196

\$118,

770

MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Gulf Power
Generation Co.
Ltd. [8]

MEC Perth B.V.
Consolidated

ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

\$4,

3,

2,

Total current assets

11,

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

57,

Total investment and other assets

57,

Utility plant, at original cost:

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Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net
 Other deferred charges

(2,

 Total deferred charges

(2,

 Total assets
 =====

\$66,

771

MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

MEC San Pascual MEC Sidi Krir
 B.V. Consolidated

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

\$1

 Total current assets

1

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

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 Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
 Other deferred charges

Total deferred charges

Total assets \$1
 =====

772

MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

MEC Wales B.V. Mission Energy
 Consolidated Italia s.r.l.

 ASSETS

Cash and equivalents	\$88,590	\$
Receivables - net	43,862	
Fuel inventory		
Materials and supplies, at average cost	6,119	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	8,630	

Total current assets 147,201

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Nonutility property - net	1,227,243	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	2,980,005	
Investments in leveraged leases		
Other investments		

Total investment and other assets	4,207,248	

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges	65,902	

Total deferred charges	65,902	

Total assets	\$4,420,351	\$
=====		

773

MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	MEC International Holdings B.V.	Consolidating Adjustments

ASSETS		

Cash and equivalents	\$22	
Receivables - net		
Fuel inventory		

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Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

 Total current assets 22

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries 5,460 (\$5,
 Investments in leveraged leases
 Other investments

 Total investment and other assets 5,460 (5,

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net
 Other deferred charges

 Total deferred charges

 Total assets \$5,482 (\$5,
 =====

774

MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

 Edison Mission Energy International B.V. MEC Esenyurt B Consolidated

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LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year		\$11,
Preferred stock to be redeemed within one year		
Accounts payable	\$1,553	(14,
Accrued taxes	351	9,
Trading and price risk management liabilities		
Other current liabilities	87	5,

Total current liabilities	1,991	11,

Long-term debt		84,

Accumulated deferred income taxes - net		(11,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		57,

Total deferred credits and other liabilities		46,

Minority Interest		12,

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	235	37,
Accumulated other comprehensive income (loss)		
Retained earnings	(2,101)	25,

Total common shareholders' equity	(1,866)	62,

Total liabilities and shareholders' equity	\$125	\$217,
=====		

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MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

ISAB Energy
 Services s.r.l. [8] MEC India B.V.

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)

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Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity

776

MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

MEC Indo Coal B.V. MEC Indonesia

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

\$2

\$

Accrued taxes

365

(

Trading and price risk management liabilities

Other current liabilities

Total current liabilities

367

(

Long-term debt

Accumulated deferred income taxes - net

Accumulated deferred investment tax credits

Customer advances and other deferred credits

Power-purchase contracts

Accumulated provision for pension and benefits

Other long-term liabilities

6,

Total deferred credits and other liabilities

6,

Minority Interest

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Preferred stock of utility:

Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	15,845	126,
Accumulated other comprehensive income (loss)		(27,
Retained earnings	984	13,

Total common shareholders' equity	16,829	112,

Total liabilities and shareholders' equity	\$17,196	\$118,
=====		

777

MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Gulf Power Generation Co. Ltd. [8]	MEC Perth B.V. Consolidated
--	--------------------------------

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	\$3,
Preferred stock to be redeemed within one year	
Accounts payable	(21,
Accrued taxes	
Trading and price risk management liabilities	
Other current liabilities	4,

Total current liabilities	(13,

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Long-term debt	43,

Accumulated deferred income taxes - net	(4,
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	12,

Total deferred credits and other liabilities	8,

Minority Interest	3,

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	
Accumulated other comprehensive income (loss)	(3,
Retained earnings	28,

Total common shareholders' equity	24,

Total liabilities and shareholders' equity	\$66,
=====	

778

MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

MEC San Pascual MEC Sidi Krir
B.V. Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

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Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$98
Accrued taxes	(16)
Trading and price risk management liabilities	
Other current liabilities	

Total current liabilities	82

Long-term debt	

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	4,793
Accumulated other comprehensive income (loss)	
Retained earnings	(4,874)

Total common shareholders' equity	(81)

Total liabilities and shareholders' equity	\$1
=====	

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MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	MEC Wales B.V. Consolidated	Mission Energy Italia s.r.l.
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year	\$48,471	
Preferred stock to be redeemed within one year		
Accounts payable	(492,853)	
Accrued taxes	14,194	
Trading and price risk management liabilities		
Other current liabilities	68,935	
<hr/>		
Total current liabilities	(361,253)	
<hr/>		
Long-term debt	953,322	
<hr/>		
Accumulated deferred income taxes - net	56,550	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	116,917	
<hr/>		
Total deferred credits and other liabilities	173,467	
<hr/>		
Minority Interest	63,622	
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock	4,363,133	

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Accumulated other comprehensive income (loss)	(352,087)
Retained earnings	(419,853)

Total common shareholders' equity	3,591,193
-----------------------------------	-----------

Total liabilities and shareholders' equity	\$4,420,351	\$
--	-------------	----

780

MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	MEC International Holdings B.V.	Consolidating Adjustments
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		(\$47)
Accrued taxes		(24)
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities		(71)
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		

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Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock	5,064	(\$5,
Accumulated other comprehensive income (loss)		
Retained earnings	489	(
Total common shareholders' equity	5,553	(5,
Total liabilities and shareholders' equity	\$5,482	(\$5,

781

MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Edison Mission Energy International B.V.	MEC Esenyurt Consolidated
Electric utility		
Nonutility power generation		\$11
Financial services and other		
Total operating revenue		11
Fuel		6
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$233	1
Depreciation, decommissioning and amortization	26	

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Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	259	8

Operating income (loss)	(259)	2
Interest and dividend income	5	
Other nonoperating income	(259)	
Interest expense - net of amounts capitalized		(1
Other nonoperating deductions		(
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(513)	1
Income taxes (benefit)	14	

Income (loss) from continuing operations	(527)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	(527)	

Retained earnings - beginning of year	(1,574)	1
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$2,101)	\$2
=====		

782

MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

ISAB Energy
 Services s.r.l. [8] MEC India B.

Electric utility
 Nonutility power generation
 Financial services and other

Total operating revenue

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Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
Interest and dividend income
Other nonoperating income
Interest expense - net of amounts capitalized
Other nonoperating deductions
Dividends on preferred securities
Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
Income taxes (benefit)

Income (loss) from continuing operations
Loss from discontinued operations
Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
Dividends declared on common stock
Dividends declared on preferred stock

Retained earnings - end of year
=====

783

MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

MEC Indo Coal B.V. MEC Indonesi

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Electric utility		
Nonutility power generation		\$2
Financial services and other		

Total operating revenue		2

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$10	
Depreciation, decommissioning and amortization	153	
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	163	

Operating income (loss)	(163)	2
Interest and dividend income		
Other nonoperating income	259	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	96	2
Income taxes (benefit)	171	

Income (loss) from continuing operations	(75)	2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	(75)	2

Retained earnings - beginning of year	1,059	(
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$984	\$1
=====		

784

MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

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	Gulf Power Generation Co. Ltd. [8]	MEC Perth B. Consolidated
Electric utility		
Nonutility power generation		\$3
Financial services and other		
Total operating revenue		3
Fuel		1
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		2
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		(
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes		
Income taxes (benefit)		
Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)		
Retained earnings - beginning of year		2
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year		\$2

785

MEC INTERNATIONAL B.V.

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MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	MEC San Pascual B.V. Consolidated	MEC Sidi Kri
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$30	
Depreciation, decommissioning and amortization		
Property and other taxes	45	
Net gain on sale of utility plant		
Total operating expenses	75	
Operating income (loss)	(75)	
Interest and dividend income		
Other nonoperating income	2	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(73)	
Income taxes (benefit)	1	
Income (loss) from continuing operations	(74)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(74)	
Retained earnings - beginning of year	(4,800)	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$4,874)	

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MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	MEC Wales B.V. Consolidated	Mission Ener Italia s.r.l.
-----	-----	-----
Electric utility		
Nonutility power generation	\$393,422	
Financial services and other		
-----	-----	-----
Total operating revenue	393,422	
-----	-----	-----
Fuel	175,349	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	62,440	
Depreciation, decommissioning and amortization	21,513	
Property and other taxes	13,265	
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses	272,567	
-----	-----	-----
Operating income (loss)	120,855	
Interest and dividend income	136,661	
Other nonoperating income	(4,124)	
Interest expense - net of amounts capitalized	(198,766)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
-----	-----	-----
Income (loss) from continuing operations before taxes	54,626	
Income taxes (benefit)	6,418	
-----	-----	-----
Income (loss) from continuing operations	48,208	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
-----	-----	-----
Net income (loss)	48,208	
-----	-----	-----
Retained earnings - beginning of year	(468,061)	
Dividends declared on common stock		
Dividends declared on preferred stock		
-----	-----	-----

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Retained earnings - end of year (\$419,853)

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MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V. and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	MEC International Holdings B.V.	Consolidatin Adjustments
Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$3	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	3	

Operating income (loss)	(3)	
Interest and dividend income		
Other nonoperating income	(2)	
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(5)	
Income taxes (benefit)		

Income (loss) from continuing operations	(5)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

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Net income (loss)	(5)
Retained earnings - beginning of year	494
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	\$489

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
 MEC ESENYURT B.V. and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Doga Enerji Uretim Sanayi ve Ticaret L.S.	Doga Isi Satis Hizmetleri ve Ticaret L.S.
ASSETS		
Cash and equivalents	\$40,548	\$
Receivables - net	16,821	
Fuel inventory	6,651	
Materials and supplies, at average cost	950	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	3,230	
Total current assets	68,200	1,
Nonutility property - net	12,643	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
Total investment and other assets	12,643	
Utility plant, at original cost: Transmission and distribution		

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Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net
 Other deferred charges 173,528

Total deferred charges 173,528

Total assets \$254,371 \$1,
 =====

790

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
 MEC ESENYURT B.V. and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	MEC Esenyurt B.V.	Consolidating Adjustments

ASSETS -----		
Cash and equivalents	\$14	(\$16,
Receivables - net		(1,
Fuel inventory		(1,
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		(2,

Total current assets	14	(21,

Nonutility property - net	11,123	108,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	21,687	(21,
Investments in leveraged leases		
Other investments		

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Total investment and other assets	32,810	86,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation		
and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges	309	(137,

Total deferred charges	309	(137,

Total assets	\$33,133	(\$72,
=====		

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC ESENYURT B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Doga Enerji Uretim Sanayi ve Ticaret L.S.	Doga Isi Satis Hizmetleri ve Ticaret L.S.

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year	(\$4,333)	
Preferred stock to be redeemed within one year		
Accounts payable	11,219	\$
Accrued taxes	904	
Trading and price risk management liabilities		
Other current liabilities	772	

Total current liabilities	8,562	1,

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Long-term debt	100,291	
-----	-----	-----
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	58	
-----	-----	-----
Total deferred credits and other liabilities	58	
-----	-----	-----
Minority Interest		
-----	-----	-----
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
-----	-----	-----
Total preferred securities of subsidiaries		
-----	-----	-----
Common stock	36,111	
Accumulated other comprehensive income (loss)		
Retained earnings	109,349	
-----	-----	-----
Total common shareholders' equity	145,460	
-----	-----	-----
Total liabilities and shareholders' equity	\$254,371	\$1,
=====	=====	=====

792

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
 MEC ESENYURT B.V. and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

MEC Esenyurt B.V. Consolidating Adjustments

LIABILITIES AND SHAREHOLDERS' EQUITY

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Short-term debt		
Long-term debt due within one year		\$15,
Preferred stock to be redeemed within one year		
Accounts payable	(\$771)	(24,
Accrued taxes	236	7,
Trading and price risk management liabilities		
Other current liabilities		3,

Total current liabilities	(535)	2,

Long-term debt		(15,

Accumulated deferred income taxes - net		(11,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	630	56,

Total deferred credits and other liabilities	630	45,

Minority Interest		12,

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	37,118	(36,
Accumulated other comprehensive income (loss)		
Retained earnings	(4,080)	(79,

Total common shareholders' equity	33,038	(116,

Total liabilities and shareholders' equity	\$33,133	(\$72,
=====		

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
 MEC ESENYURT B.V. and Subsidiaries [Tier 8]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Doga Enerji Uretim Sanayi ve Ticaret L.S.	Doga Isi Sat Hizmetleri v Ticaret L.S.
Electric utility		
Nonutility power generation	\$130,634	
Financial services and other		
Total operating revenue	130,634	
Fuel	68,068	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	22,551	
Depreciation, decommissioning and amortization	3,720	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	94,339	
Operating income (loss)	36,295	
Interest and dividend income	(2,920)	
Other nonoperating income	6,084	
Interest expense - net of amounts capitalized	(10,451)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	29,008	
Income taxes (benefit)	1,018	
Income (loss) from continuing operations	27,990	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	27,990	
Retained earnings - beginning of year	81,359	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$109,349	

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
 MEC ESENYURT B.V. and Subsidiaries [Tier 8]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	MEC Esenyurt B.V.	Consolidating Adjustments
Electric utility		
Nonutility power generation		(\$2)
Financial services and other		
<hr/>		
Total operating revenue		(2)
<hr/>		
Fuel		(
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$810	(1
Depreciation, decommissioning and amortization	81	
Property and other taxes	182	
Net gain on sale of utility plant		
<hr/>		
Total operating expenses	1,073	(1
<hr/>		
Operating income (loss)	(1,073)	(
Interest and dividend income	117	
Other nonoperating income	(175)	(
Interest expense - net of amounts capitalized		(
Other nonoperating deductions		(
Dividends on preferred securities		
Dividends on utility preferred stock		
<hr/>		
Income (loss) from continuing operations before taxes	(1,131)	(1
Income taxes (benefit)	714	
<hr/>		
Income (loss) from continuing operations	(1,845)	(1
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
<hr/>		
Net income (loss)	(1,845)	(1
<hr/>		
Retained earnings - beginning of year	(2,235)	(6
Dividends declared on common stock		

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Dividends declared on preferred stock

Retained earnings - end of year	(\$4,080)	(\$7
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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
 MEC PERTH B.V. and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Kwinana Power Partnership	Perth Power Partnership [9

ASSETS		

Cash and equivalents		\$4,
Receivables - net		3,
Fuel inventory		
Materials and supplies, at average cost		2,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		11,

Nonutility property - net		73,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$18,008	
Investments in leveraged leases		
Other investments		

Total investment and other assets	18,008	73,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

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Total utility plant		
Regulatory assets - net		
Other deferred charges		1,
Total deferred charges		1,
Total assets	\$18,008	\$86,

796

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
 MEC PERTH B.V. and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Consolidating Adjustments	MEC Perth B.V. Consolidated
ASSETS		
Cash and equivalents		\$4,
Receivables - net		3,
Fuel inventory		
Materials and supplies, at average cost		2,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
Total current assets		11,
Nonutility property - net	(\$16,146)	57,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(48,491)	
Investments in leveraged leases		
Other investments		
Total investment and other assets	(64,637)	57,
Utility plant, at original cost: Transmission and distribution		

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Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges	(4,234)	(2,

Total deferred charges	(4,234)	(2,

Total assets	(\$68,871)	\$66,
=====		

797

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
 MEC PERTH B.V. and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Kwinana Power Partnership	Perth Power Partnership [9

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		\$3,
Preferred stock to be redeemed within one year		
Accounts payable	(\$28,277)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	8	4,

Total current liabilities	(28,269)	8,

Long-term debt		43,

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		

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Accumulated provision for pension and benefits		
Other long-term liabilities	6,330	6,

Total deferred credits and other liabilities	6,330	6,

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock		43,
Accumulated other comprehensive income (loss)	(3,054)	(3,
Retained earnings	43,001	(11,

Total common shareholders' equity	39,947	28,

Total liabilities and shareholders' equity	\$18,008	\$86,
=====		

798

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
 MEC PERTH B.V. and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Consolidating Adjustments	MEC Perth B.V. Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		\$3,
Preferred stock to be redeemed within one year		(21,
Accounts payable		

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Accrued taxes		
Trading and price risk management liabilities		4,
Other current liabilities		4,

Total current liabilities		(13,

Long-term debt		43,

Accumulated deferred income taxes - net	(\$4,654)	(4,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		12,
Other long-term liabilities		12,

Total deferred credits and other liabilities	(4,654)	8,

Minority Interest	3,299	3,

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	(43,054)	
Accumulated other comprehensive income (loss)	4,226	(3,
Retained earnings	(28,688)	28,

Total common shareholders' equity	(67,516)	24,

Total liabilities and shareholders' equity	(\$68,871)	\$66,
=====		

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC PERTH B.V. and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

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	Kwinana Power Partnership	Perth Power Partnership
Electric utility		
Nonutility power generation	\$1,419	\$3
Financial services and other		
Total operating revenue	1,419	3
Fuel		1
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	(748)	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	(748)	2
Operating income (loss)	2,167	
Interest and dividend income	1,102	
Other nonoperating income		
Interest expense - net of amounts capitalized		(
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	3,269	
Income taxes (benefit)		
Income (loss) from continuing operations	3,269	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	3,269	
Retained earnings - beginning of year	39,732	(1
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$43,001	(\$1

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
 MEC PERTH B.V. and Subsidiaries [Tier 8]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Consolidating Adjustments	MEC Perth B. Consolidated
Electric utility		
Nonutility power generation	(\$5,475)	\$3
Financial services and other		
Total operating revenue	(5,475)	3
Fuel		1
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization	(1,071)	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	(1,071)	2
Operating income (loss)	(4,404)	
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		(
Other nonoperating deductions	(933)	
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(5,337)	
Income taxes (benefit)	140	
Income (loss) from continuing operations	(5,477)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(5,477)	
Retained earnings - beginning of year	(23,211)	2
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$28,688)	\$2

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
 MEC SAN PASCUAL B.V. and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	San Pascual Cogeneration Company International B.V.	Morningstar Holdings B.V.
--	--	------------------------------

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

 Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

 Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net
 Other deferred charges

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 Total deferred charges

Total assets
 =====

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
 MEC SAN PASCUAL B.V. and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Consolidating Adjustments	MEC San Pascua B.V. Consolida

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

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Total utility plant

Regulatory assets - net
Other deferred charges

Total deferred charges

Total assets

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

San Pascual
Cogeneration
Company
International B.V. Morningstar
Holdings B.V.

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

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Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock

Accumulated other comprehensive income (loss)

Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.

MEC SAN PASCUAL B.V. and Subsidiaries [Tier 8]

Consolidating Balance Sheet

December 31, 2002

(In thousands)

Consolidating
Adjustments

MEC San Pascua
B.V. Consolida

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

Accrued taxes

Trading and price risk management liabilities

Other current liabilities

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Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock	4,
Accumulated other comprehensive income (loss)	
Retained earnings	(4,

Total common shareholders' equity

Total liabilities and shareholders' equity

805

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.
 MEC SAN PASCUAL B.V. and Subsidiaries [Tier 8]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

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San Pascual
Cogeneration
Company
International B.V.

Morningstar
Holdings B.V.

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
Interest and dividend income
Other nonoperating income
Interest expense - net of amounts capitalized
Other nonoperating deductions
Dividends on preferred securities
Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
Income taxes (benefit)

Income (loss) from continuing operations
Loss from discontinued operations
Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
Dividends declared on common stock
Dividends declared on preferred stock

Retained earnings - end of year
=====

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MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.

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MEC SAN PASCUAL B.V. and Subsidiaries [Tier 8]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Consolidating Adjustments	MEC San Pasco B.V. Consoli
Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		

Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		
Income taxes (benefit)		

Income (loss) from continuing operations		
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		

Retained earnings - beginning of year		
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year		
=====		

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MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V.
 MEC WALES B.V. and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Hydro Limited Partnership Consolidated	MEC Wales B.V.

ASSETS		

Cash and equivalents	\$88,390	\$
Receivables - net	43,862	
Fuel inventory		
Materials and supplies, at average cost	6,119	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	8,630	

Total current assets	147,001	

Nonutility property - net	1,227,243	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	2,963,026	16,
Investments in leveraged leases		
Other investments		

Total investment and other assets	4,190,269	16,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges	64,204	1,

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Total deferred charges	64,204	1,

Total assets	\$4,401,474	\$18,
=====		

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MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V.
 MEC WALES B.V. and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

MEC Wales B.V.
 Consolidated

 ASSETS

Cash and equivalents	\$88,590
Receivables - net	43,862
Fuel inventory	
Materials and supplies, at average cost	6,119
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	8,630

Total current assets	147,201

Nonutility property - net	1,227,243
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	2,980,005
Investments in leveraged leases	
Other investments	

Total investment and other assets	4,207,248

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

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Total utility plant		
Regulatory assets - net		
Other deferred charges		65,902
Total deferred charges		65,902
Total assets		\$4,420,351

809

MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V.
 MEC WALES B.V. and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Hydro Limited Partnership Consolidated	MEC Wales B.V.
LIABILITIES AND SHAREHOLDERS' EQUITY		
Short-term debt		
Long-term debt due within one year	\$48,471	
Preferred stock to be redeemed within one year		
Accounts payable	(140,396)	(\$352,
Accrued taxes	9,069	5,
Trading and price risk management liabilities		
Other current liabilities	68,935	
Total current liabilities	(13,921)	(347,
Long-term debt	953,322	
Accumulated deferred income taxes - net	56,550	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	116,917	

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 Total deferred credits and other liabilities 173,467

Minority Interest 63,622

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock	4,138,409	224,
Accumulated other comprehensive income (loss)	(387,440)	35,
Retained earnings	(525,985)	106,

 Total common shareholders' equity 3,224,984 366,

Total liabilities and shareholders' equity \$4,401,474 \$18,
 =====

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MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V.
 MEC WALES B.V. and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

MEC Wales B.V.
 Consolidated

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	\$48,471
Preferred stock to be redeemed within one year	
Accounts payable	(492,853)
Accrued taxes	14,194
Trading and price risk management liabilities	

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Other current liabilities	68,935

Total current liabilities	(361,253)

Long-term debt	953,322

Accumulated deferred income taxes - net	56,550
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	116,917

Total deferred credits and other liabilities	173,467

Minority Interest	63,622

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable	
securities of subsidiaries holding	
solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	4,363,133
Accumulated other comprehensive income (loss)	(352,087)
Retained earnings	(419,853)

Total common shareholders' equity	3,591,193

Total liabilities and shareholders' equity	\$4,420,351
=====	

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V.
MEC WALES B.V. and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

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	Mission Hydro Limited Partnership Consolidated	MEC Wales B.
Electric utility		
Nonutility power generation	\$393,411	
Financial services and other		
Total operating revenue	393,411	
Fuel	175,349	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	62,430	
Depreciation, decommissioning and amortization	21,462	
Property and other taxes	13,265	
Net gain on sale of utility plant		
Total operating expenses	272,506	
Operating income (loss)	120,905	
Interest and dividend income	131,262	
Other nonoperating income	(4,155)	
Interest expense - net of amounts capitalized	(198,766)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	49,246	
Income taxes (benefit)	6,377	
Income (loss) from continuing operations	42,869	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	42,869	
Retained earnings - beginning of year	(568,854)	10
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$525,985)	\$10

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MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V.
 MEC WALES B.V. and Subsidiaries [Tier 8]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	MEC Wales B.V. Consolidated
Electric utility	
Nonutility power generation	\$393,422
Financial services and other	
Total operating revenue	393,422
Fuel	175,349
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	62,440
Depreciation, decommissioning and amortization	21,513
Property and other taxes	13,265
Net gain on sale of utility plant	
Total operating expenses	272,567
Operating income (loss)	120,855
Interest and dividend income	136,661
Other nonoperating income	(4,124)
Interest expense - net of amounts capitalized	(198,766)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
Income (loss) from continuing operations before taxes	54,626
Income taxes (benefit)	6,418
Income (loss) from continuing operations	48,208
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
Net income (loss)	48,208
Retained earnings - beginning of year	(468,061)
Dividends declared on common stock	
Dividends declared on preferred stock	
Retained earnings - end of year	(\$419,853)

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MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V., MEC WALES B.V.
 MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EME Generation Holdings Limited Consolidated	Mission Hydro Limited Partne

ASSETS		

Cash and equivalents	\$88,390	
Receivables - net	43,862	
Fuel inventory		
Materials and supplies, at average cost	6,119	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	8,630	

Total current assets	147,001	

Nonutility property - net	1,227,243	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	3,226,397	(\$263,
Investments in leveraged leases		
Other investments		

Total investment and other assets	4,453,640	(263,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

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Regulatory assets - net		
Other deferred charges	64,204	

Total deferred charges	64,204	

Total assets	\$4,664,845	(\$263,
=====		

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V., MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

		Mission Hydro Limited Partnership Consolidated

ASSETS		

Cash and equivalents	\$88,390	
Receivables - net	43,862	
Fuel inventory		
Materials and supplies, at average cost	6,119	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	8,630	

Total current assets	147,001	

Nonutility property - net	1,227,243	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	2,963,026	
Investments in leveraged leases		
Other investments		

Total investment and other assets	4,190,269	

Utility plant, at original cost:		
Transmission and distribution		
Generation		

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Accumulated provision for depreciation
and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
Other deferred charges 64,204

Total deferred charges 64,204

Total assets \$4,401,474
=====

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MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V., MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	EME Generation Holdings Limited Consolidated	Mission Hydro Limited Partne
----- LIABILITIES AND SHAREHOLDERS' EQUITY -----		
Short-term debt		
Long-term debt due within one year	\$48,471	
Preferred stock to be redeemed within one year		
Accounts payable	(113,103)	(\$27,
Accrued taxes	9,069	
Trading and price risk management liabilities		
Other current liabilities	68,935	
-----	-----	-----
Total current liabilities	13,372	(27,
-----	-----	-----
Long-term debt	1,002,514	(49,
-----	-----	-----
Accumulated deferred income taxes - net	56,550	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		

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Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	116,917	

Total deferred credits and other liabilities	173,467	

Minority Interest	63,622	

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	3,924,809	213,
Accumulated other comprehensive income (loss)	(387,133)	(
Retained earnings	(125,806)	(400,

Total common shareholders' equity	3,411,870	(186,

Total liabilities and shareholders' equity	\$4,664,845	(\$263,
=====		

816

MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V., MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Mission Hydro
Limited
Partnership
Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

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Short-term debt	
Long-term debt due within one year	\$48,471
Preferred stock to be redeemed within one year	
Accounts payable	(140,396)
Accrued taxes	9,069
Trading and price risk management liabilities	
Other current liabilities	68,935

Total current liabilities	(13,921)

Long-term debt	953,322

Accumulated deferred income taxes - net	56,550
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	116,917

Total deferred credits and other liabilities	173,467

Minority Interest	63,622

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	4,138,409
Accumulated other comprehensive income (loss)	(387,440)
Retained earnings	(525,985)

Total common shareholders' equity	3,224,984

Total liabilities and shareholders' equity	\$4,401,474
=====	

817

MEC INTERNATIONAL B.V.
MEC INTERNATIONAL HOLDINGS B.V., MEC WALES B.V.

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MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	EME Generation Holdings Limited Consolidated	Mission Hydro Limited Part
Electric utility		
Nonutility power generation	\$393,411	
Financial services and other		
Total operating revenue	393,411	
Fuel	175,349	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	62,430	
Depreciation, decommissioning and amortization	21,462	
Property and other taxes	13,265	
Net gain on sale of utility plant		
Total operating expenses	272,506	
Operating income (loss)	120,905	
Interest and dividend income	128,066	\$
Other nonoperating income	573	(
Interest expense - net of amounts capitalized	(198,766)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	50,778	(
Income taxes (benefit)	6,377	
Income (loss) from continuing operations	44,401	(
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	44,401	(
Retained earnings - beginning of year	(170,207)	(39
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$125,806)	(\$40

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MEC INTERNATIONAL B.V.
 MEC INTERNATIONAL HOLDINGS B.V., MEC WALES B.V.
 MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Mission Hydro Limited Partnership Consolidated
Electric utility	
Nonutility power generation	\$393,411
Financial services and other	
<hr/>	
Total operating revenue	393,411
<hr/>	
Fuel	175,349
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	62,430
Depreciation, decommissioning and amortization	21,462
Property and other taxes	13,265
Net gain on sale of utility plant	
<hr/>	
Total operating expenses	272,506
<hr/>	
Operating income (loss)	120,905
Interest and dividend income	131,262
Other nonoperating income	(4,155)
Interest expense - net of amounts capitalized	(198,766)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
<hr/>	
Income (loss) from continuing operations before taxes	49,246
Income taxes (benefit)	6,377
<hr/>	
Income (loss) from continuing operations	42,869
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
<hr/>	
Net income (loss)	42,869
<hr/>	
Retained earnings - beginning of year	(568,854)
Dividends declared on common stock	

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Dividends declared on preferred stock

Retained earnings - end of year (\$525,985)

819

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission Operation & Maintenance Limited	EME Victoria Generation Lim
ASSETS		
Cash and equivalents	\$44	
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	58	
Total current assets	102	
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
Total investment and other assets		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		

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Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
Other deferred charges

27,468

Total deferred charges

27,468

Total assets

\$27,570

820

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Enerloy Pty Ltd
[12]

Mission Energy
Development
Australia Pty

ASSETS

Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

(\$5,

Total investment and other assets

(5,

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 Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
 Other deferred charges

Total deferred charges

Total assets
 =====

(\$5,

821

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Loy Yang B Joint
 Venture [12]

Energy Capital
 Partnership

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts

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Investments in partnerships and unconsolidated subsidiaries	\$706,
Investments in leveraged leases	
Other investments	

Total investment and other assets	706,

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Other deferred charges	

Total deferred charges	

Total assets	\$706,
=====	

822

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	First Hydro Holdings Company	First Hydro Company [11]

ASSETS		

Cash and equivalents	\$4,838	\$61,
Receivables - net	4	37,
Fuel inventory		
Materials and supplies, at average cost	1,587	1,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		4,

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Total current assets	4,842	105,
Nonutility property - net	21,676	724,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	852,247	
Investments in leveraged leases		
Other investments		
Total investment and other assets	873,923	724,
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
Total utility plant		
Regulatory assets - net		
Other deferred charges		
Total deferred charges		
Total assets	\$878,765	\$829,

823

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

First Hydro
Company [12]

Loyvic Pty Ltd

ASSETS

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Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
 and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
Accumulated provision for depreciation
 and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
Other deferred charges

Total deferred charges

Total assets
=====

824

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

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	Enerloy Pty Ltd [12]	EME Generation Holdings Limit
ASSETS		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
Total current assets		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		(\$218,
Investments in leveraged leases		
Other investments		
Total investment and other assets		(218,
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
Total utility plant		
Regulatory assets - net		
Other deferred charges		
Total deferred charges		
Total assets		(\$218,

825

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]

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Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EME Generation Holdings Limited Consolidated

ASSETS	

Cash and equivalents	\$88,390
Receivables - net	43,862
Fuel inventory	
Materials and supplies, at average cost	6,119
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	8,630

Total current assets	147,001

Nonutility property - net	1,227,243
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	3,226,937
Investments in leveraged leases	
Other investments	

Total investment and other assets	4,453,640

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Other deferred charges	64,204

Total deferred charges	64,204

Total assets	\$4,664,845
=====	

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826

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Edison Mission Operation & Maintenance Limited	EME Victoria Generation Lim
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$565	\$
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	37	
<hr/>		
Total current liabilities	602	
<hr/>		
Long-term debt	27,361	22,
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		

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Common stock		
Accumulated other comprehensive income (loss)	(8)	(21,
Retained earnings	(385)	(1,

Total common shareholders' equity	(393)	(\$22,

Total liabilities and shareholders' equity	\$27,570	
=====		

827

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Enerloy Pty Ltd [12]	Mission Energy Development Australia Pty

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$353,681)	(\$5,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(353,681)	(5,

Long-term debt	(651,415)	

Accumulated deferred income taxes - net	(2)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

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Total deferred credits and other liabilities (2)

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock 831,438

Accumulated other comprehensive income (loss) (150,048)

Retained earnings 323,708

Total common shareholders' equity \$1,005,098

Total liabilities and shareholders' equity (\$5,000,000)

828

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Loy Yang B Joint Energy Capital
 Venture [12] Partnership

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year \$6,

Preferred stock to be redeemed within one year 335,

Accounts payable

Accrued taxes

Trading and price risk management liabilities

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Other current liabilities	11,

Total current liabilities	353,

Long-term debt	651,

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

Total deferred credits and other liabilities	

Minority Interest	

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable	
securities of subsidiaries holding	
solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	
Accumulated other comprehensive income (loss)	25,
Retained earnings	(323,

Total common shareholders' equity	(298,

Total liabilities and shareholders' equity	\$706,
=====	

829

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

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	First Hydro Holdings Company	First Hydro Company [11]

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$677,214	\$11,
Accrued taxes		8,
Trading and price risk management liabilities		
Other current liabilities	44	

Total current liabilities	677,258	20,

Long-term debt		

Accumulated deferred income taxes - net		(
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	181,987	626,
Accumulated other comprehensive income (loss)	18,116	5,
Retained earnings	1,404	176,

Total common shareholders' equity	201,507	808,

Total liabilities and shareholders' equity	\$878,765	\$829,
=====		

830

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	First Hydro Company [12]	Loyvic Pty Ltd

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities		

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

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 Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity
 =====

831

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Enerloy Pty Ltd [12]	EME Generation Holdings Limit

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$353,681)	\$
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(353,681)	

Long-term debt	(651,415)	

Accumulated deferred income taxes - net		(2)
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		

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Other long-term liabilities

 Total deferred credits and other liabilities (2)

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	831,438	180,
Accumulated other comprehensive income (loss)	(150,048)	
Retained earnings	323,708	(398,

 Total common shareholders' equity \$1,005,098 (218,

Total liabilities and shareholders' equity (218,
 =====

832

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EME Generation
 Holdings Limited
 Consolidated

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	\$48,471
Preferred stock to be redeemed within one year	

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Accounts payable	(113,103)
Accrued taxes	9,069
Trading and price risk management liabilities	
Other current liabilities	68,935

Total current liabilities	13,372

Long-term debt	1,002,514

Accumulated deferred income taxes - net	56,550
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	116,917

Total deferred credits and other liabilities	173,467

Minority Interest	63,622

Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	

Total preferred securities of subsidiaries	

Common stock	3,924,809
Accumulated other comprehensive income (loss)	(387,133)
Retained earnings	(125,806)

Total common shareholders' equity	3,411,870

Total liabilities and shareholders' equity	\$4,664,845
=====	

833

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

For the Year Ended December 31, 2002
(In thousands)

	Edison Mission Operation & Maintenance Limited	EME Victoria Generation L
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$194	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	194	
Operating income (loss)	(194)	
Interest and dividend income	(222)	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(416)	
Income taxes (benefit)		
Income (loss) from continuing operations	(416)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(416)	
Retained earnings - beginning of year	31	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$385)	(\$

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834

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Enerloy Pty Ltd [12]	Mission Ener Development Australia Pt
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income	\$46,744	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	46,744	
Income taxes (benefit)	14,546	
Income (loss) from continuing operations	32,198	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	32,198	
Retained earnings - beginning of year	291,510	
Dividends declared on common stock		
Dividends declared on preferred stock		

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Retained earnings - end of year \$323,718

835

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Loy Yang B Joint Venture [12]	Energy Capit Partnership
Electric utility		
Nonutility power generation		
Financial services and other		
<hr/>		
Total operating revenue		
<hr/>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<hr/>		
Total operating expenses		
<hr/>		
Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		(4)
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
<hr/>		
Income (loss) from continuing operations before taxes		(4)
Income taxes (benefit)		(1)
<hr/>		
Income (loss) from continuing operations		(3)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
<hr/>		

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Net income (loss)		(3)
-----	-----	-----
Retained earnings - beginning of year		(29)
Dividends declared on common stock		
Dividends declared on preferred stock		
-----	-----	-----
Retained earnings - end of year		(\$32)
=====	=====	=====

836

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	First Hydro Holdings Company	First Hydro Company [11]
-----	-----	-----
Electric utility		
Nonutility power generation		\$32
Financial services and other		
-----	-----	-----
Total operating revenue		32
-----	-----	-----
Fuel		16
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$88	4
Depreciation, decommissioning and amortization	86	1
Property and other taxes		1
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses	174	24
-----	-----	-----
Operating income (loss)	(174)	8
Interest and dividend income	(54,050)	
Other nonoperating income	604	
Interest expense - net of amounts capitalized	(73)	
Other nonoperating deductions		
Dividends on preferred securities	54,260	(5)
Dividends on utility preferred stock		
-----	-----	-----
Income (loss) from continuing operations before taxes	567	2

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Income taxes (benefit)

Income (loss) from continuing operations	567	2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	567	2
Retained earnings - beginning of year	837	14
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$1,404	\$17

837

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

First Hydro
 Company [12] Loyvic Pty L

Electric utility
 Nonutility power generation
 Financial services and other

Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
 Interest and dividend income
 Other nonoperating income

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Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

 Income (loss) from continuing operations before taxes
 Income taxes (benefit)

 Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

 Net income (loss)

 Retained earnings - beginning of year
 Dividends declared on common stock
 Dividends declared on preferred stock

 Retained earnings - end of year
 =====

838

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

 Enerloy Pty Ltd
 [12]

EME Generati
 Holdings Lim

 Electric utility
 Nonutility power generation
 Financial services and other

 Total operating revenue

 Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

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Total operating expenses		

Operating income (loss)		
Interest and dividend income	\$46,744	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	46,744	
Income taxes (benefit)	14,546	

Income (loss) from continuing operations	32,198	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	32,198	

Retained earnings - beginning of year	291,510	(39)
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$323,708	(\$39)
=====		

839

MEC INTERNATIONAL B.V., MEC INTERNATIONAL HOLDINGS B.V.,
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

		EME Generation Holdings Limited Consolidated

Electric utility		
Nonutility power generation	\$393,411	
Financial services and other		

Total operating revenue	393,411	

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Fuel	175,349
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	62,430
Depreciation, decommissioning and amortization	21,462
Property and other taxes	13,265
Net gain on sale of utility plant	

Total operating expenses	272,506

Operating income (loss)	120,905
Interest and dividend income	128,066
Other nonoperating income	573
Interest expense - net of amounts capitalized	(198,766)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	50,778
Income taxes (benefit)	6,377

Income (loss) from continuing operations	44,401
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	44,401

Retained earnings - beginning of year	(170,207)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	(\$125,806)
=====	

840

MEC INTERNATIONAL B.V.
 MEC PERTH B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Kwinana Power
 Partnership

Perth Power
 Partnership [8

 ASSETS

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Cash and equivalents		\$4,
Receivables - net		3,
Fuel inventory		
Materials and supplies, at average cost		2,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		11,

Nonutility property - net		73,
Nuclear decommissioning trusts		
Investments in partnerships		
and unconsolidated subsidiaries	\$18,008	
Investments in leveraged leases		
Other investments		

Total investment and other assets	18,008	73,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation		
and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		1,

Total deferred charges		1,

Total assets	\$18,008	\$86,
=====		

841

MEC INTERNATIONAL B.V.
MEC PERTH B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

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	Consolidating Adjustments	MEC Perth B.V. Consolidated

ASSETS		

Cash and equivalents		\$4,
Receivables - net		3,
Fuel inventory		
Materials and supplies, at average cost		2,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		11,

Nonutility property - net	(\$16,146)	57,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(48,491)	
Investments in leveraged leases		
Other investments		

Total investment and other assets	(64,637)	57,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges	(4,234)	(2,

Total deferred charges	(4,234)	(2,

Total assets	(\$68,871)	\$66,
=====		

842

MEC INTERNATIONAL B.V.
MEC PERTH B.V. and Subsidiaries [Tier 7]

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Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Kwinana Power Partnership	Perth Power Partnership [8

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		\$3,
Preferred stock to be redeemed within one year		
Accounts payable	(\$28,277)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	8	4,

Total current liabilities	(28,269)	8,

Long-term debt		43,

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	6,330	6,

Total deferred credits and other liabilities	6,330	6,

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock		43,
Accumulated other comprehensive income (loss)	(3,054)	(3,
Retained earnings	43,001	(11,

Total common shareholders' equity	39,947	28,

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Total liabilities and shareholders' equity	\$18,008	\$86,
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MEC INTERNATIONAL B.V.
 MEC PERTH B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Consolidating Adjustments	MEC Perth B.V. Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		\$3,
Preferred stock to be redeemed within one year		(21,
Accounts payable		(21,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		4,

Total current liabilities		(13,

Long-term debt		43,

Accumulated deferred income taxes - net	(\$4,654)	(4,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		12,

Total deferred credits and other liabilities	(4,654)	8,

Minority Interest	3,299	3,

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		

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securities of subsidiaries holding
solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock	(43,054)	
Accumulated other comprehensive income (loss)	4,226	(3,
Retained earnings	(28,688)	28,

Total common shareholders' equity	(67,516)	24,

Total liabilities and shareholders' equity	(\$68,871)	\$66,
=====		

844

MEC INTERNATIONAL B.V.
MEC PERTH B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	Kwinana Power Partnership	Perth Power Partnership

Electric utility		
Nonutility power generation	\$1,419	\$3
Financial services and other		

Total operating revenue	1,419	3

Fuel		1
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	(748)	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	(748)	2

Operating income (loss)	2,167	
Interest and dividend income	1,102	

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Other nonoperating income		
Interest expense - net of amounts capitalized		(
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	3,269	
Income taxes (benefit)		

Income (loss) from continuing operations	3,269	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	3,269	

Retained earnings - beginning of year	39,732	(1
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$43,001	(\$1
=====		

845

MEC INTERNATIONAL B.V.
 MEC PERTH B.V. and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Consolidating Adjustments	MEC Perth B. Consolidated

Electric utility		
Nonutility power generation	(\$5,475)	\$3
Financial services and other		

Total operating revenue	(5,475)	3

Fuel		1
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization	(1,071)	
Property and other taxes		
Net gain on sale of utility plant		

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Total operating expenses	(1,071)	2
Operating income (loss)	(4,404)	
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions	(933)	
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(5,337)	
Income taxes (benefit)	140	
Income (loss) from continuing operations	(5,477)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(5,477)	
Retained earnings - beginning of year	(23,211)	2
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$28,688)	\$2

846

MEC INTERNATIONAL B.V.
 MEC SAN PASCUAL B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

San Pascual
 Cogeneration
 Company
 International B.V. Morningstar
 Holdings B.V.

ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets

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Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
 Other deferred charges

Total deferred charges

Total assets

847

MEC INTERNATIONAL B.V.
 MEC SAN PASCUAL B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Consolidating
 Adjustments

MEC San Pascua
 B.V. Consolida

ASSETS

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Cash and equivalents
Receivables - net
Fuel inventory
Materials and supplies, at average cost
Accumulated deferred income taxes - net
Trading and price risk management assets
Prepayments and other current assets

Total current assets

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
 and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
Accumulated provision for depreciation
 and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
Other deferred charges

Total deferred charges

Total assets
=====

848

MEC INTERNATIONAL B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

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MEC INTERNATIONAL B.V.
 MEC SAN PASCUAL B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Consolidating Adjustments	MEC San Pascua B.V. Consolida
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities		
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		

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Common stock	4,
Accumulated other comprehensive income (loss)	
Retained earnings	(4,

Total common shareholders' equity

Total liabilities and shareholders' equity
=====

850

MEC INTERNATIONAL B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	San Pascual	Morningstar
	Cogeneration	Holdings B.V.
	Company	
	International B.V.	

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
Interest and dividend income
Other nonoperating income
Interest expense - net of amounts capitalized
Other nonoperating deductions
Dividends on preferred securities

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Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
Income taxes (benefit)

Income (loss) from continuing operations
Loss from discontinued operations
Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
Dividends declared on common stock
Dividends declared on preferred stock

Retained earnings - end of year

851

MEC INTERNATIONAL B.V.
MEC SAN PASCUAL B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

Consolidating
Adjustments

MEC San Pasco
B.V. Consoli

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

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Operating income (loss)
 Interest and dividend income
 Other nonoperating income
 Interest expense - net of amounts capitalized
 Other nonoperating deductions
 Dividends on preferred securities
 Dividends on utility preferred stock

 Income (loss) from continuing operations before taxes
 Income taxes (benefit)

 Income (loss) from continuing operations
 Loss from discontinued operations
 Income taxes (benefit) on discontinued operations

 Net income (loss)

 Retained earnings - beginning of year
 Dividends declared on common stock
 Dividends declared on preferred stock

 Retained earnings - end of year
 =====

852

MEC INTERNATIONAL B.V.
 MEC WALES B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Hydro Limited Partnership Consolidated	MEC Wales B.V.

ASSETS		

Cash and equivalents	\$88,390	\$
Receivables - net	43,862	
Fuel inventory		
Materials and supplies, at average cost	6,119	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	8,630	

Total current assets	147,001	

Nonutility property - net	1,227,243	

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Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	2,963,026	16,
Investments in leveraged leases		
Other investments		

Total investment and other assets	4,190,269	16,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges	64,204	1,

Total deferred charges	64,204	1,

Total assets	\$4,401,474	\$18,
=====		

853

MEC INTERNATIONAL B.V.
MEC WALES B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

MEC Wales B.V.
Consolidated

ASSETS

Cash and equivalents	\$88,590
Receivables - net	43,862
Fuel inventory	
Materials and supplies, at average cost	6,119
Accumulated deferred income taxes - net	

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Trading and price risk management assets	
Prepayments and other current assets	8,630

Total current assets	147,201

Nonutility property - net	1,227,243
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	2,980,005
Investments in leveraged leases	
Other investments	

Total investment and other assets	4,207,248

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	
Regulatory assets - net	
Other deferred charges	65,902

Total deferred charges	65,902

Total assets	\$4,420,351
=====	

854

MEC INTERNATIONAL B.V.
MEC WALES B.V. and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Mission Hydro
Limited
Partnership
Consolidated

MEC Wales B.V.

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LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year	\$48,471	
Preferred stock to be redeemed within one year		
Accounts payable	(140,396)	(\$352,
Accrued taxes	9,069	5,
Trading and price risk management liabilities		
Other current liabilities	68,935	
Total current liabilities	(13,921)	(347,
Long-term debt	953,322	
Accumulated deferred income taxes - net	56,550	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	116,917	
Total deferred credits and other liabilities	173,467	
Minority Interest	63,622	
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
Total preferred securities of subsidiaries		
Common stock	4,138,409	224,
Accumulated other comprehensive income (loss)	(387,440)	35,
Retained earnings	(525,985)	106,
Total common shareholders' equity	3,224,984	366,
Total liabilities and shareholders' equity	\$4,401,474	\$18,

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MEC INTERNATIONAL B.V.
 MEC WALES B.V. and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	MEC Wales B.V. Consolidated
<hr/>	
LIABILITIES AND SHAREHOLDERS' EQUITY	
<hr/>	
Short-term debt	
Long-term debt due within one year	\$48,471
Preferred stock to be redeemed within one year	
Accounts payable	(492,853)
Accrued taxes	14,194
Trading and price risk management liabilities	
Other current liabilities	68,935
<hr/>	
Total current liabilities	(361,253)
<hr/>	
Long-term debt	953,322
<hr/>	
Accumulated deferred income taxes - net	56,550
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	116,917
<hr/>	
Total deferred credits and other liabilities	173,467
<hr/>	
Minority Interest	63,622
<hr/>	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
<hr/>	
Total preferred securities of subsidiaries	
<hr/>	
Common stock	4,363,133
Accumulated other comprehensive income (loss)	(352,087)

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Retained earnings	(419,853)

Total common shareholders' equity	3,591,193

Total liabilities and shareholders' equity	\$4,420,351
=====	

856

MEC INTERNATIONAL B.V.
 MEC WALES B.V. and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Mission Hydro Limited Partnership Consolidated	MEC Wales B.

Electric utility		
Nonutility power generation	\$393,411	
Financial services and other		

Total operating revenue	393,411	

Fuel	175,349	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	62,430	
Depreciation, decommissioning and amortization	21,462	
Property and other taxes	13,265	
Net gain on sale of utility plant		

Total operating expenses	272,506	

Operating income (loss)	120,905	
Interest and dividend income	131,262	
Other nonoperating income	(4,155)	
Interest expense - net of amounts capitalized	(198,766)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	49,246	

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Income taxes (benefit)	6,377	

Income (loss) from continuing operations	42,869	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	42,869	

Retained earnings - beginning of year	(568,854)	10
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$525,985)	\$10
=====		

857

MEC INTERNATIONAL B.V.
MEC WALES B.V. and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	MEC Wales B.V. Consolidated	

Electric utility		
Nonutility power generation	\$393,422	
Financial services and other		

Total operating revenue	393,422	

Fuel	175,349	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	62,440	
Depreciation, decommissioning and amortization	21,513	
Property and other taxes	13,265	
Net gain on sale of utility plant		

Total operating expenses	272,567	

Operating income (loss)	120,855	
Interest and dividend income	136,661	
Other nonoperating income	(4,124)	
Interest expense - net of amounts capitalized	(198,766)	

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Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	54,626
Income taxes (benefit)	6,418

Income (loss) from continuing operations	48,208
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	48,208

Retained earnings - beginning of year	(468,061)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	(\$419,853)
=====	

858

MEC INTERNATIONAL B.V.
 MEC WALES B.V.
 MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EME Generation Holdings Limited Consolidated	Mission Hydro Limited Partne

ASSETS		

Cash and equivalents	\$88,390	
Receivables - net	43,862	
Fuel inventory		
Materials and supplies, at average cost	6,119	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	8,630	

Total current assets	147,001	

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Nonutility property - net	1,227,243	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	3,226,397	(\$263,
Investments in leveraged leases		
Other investments		

Total investment and other assets	4,453,640	(263,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges	64,204	

Total deferred charges	64,204	

Total assets	\$4,664,845	(\$263,
=====		

859

MEC INTERNATIONAL B.V.
MEC WALES B.V.
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Mission Hydro
Limited
Partnership
Consolidated

ASSETS

Cash and equivalents	\$88,390
Receivables - net	43,862
Fuel inventory	

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

Materials and supplies, at average cost	6,119
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	8,630

Total current assets	147,001

Nonutility property - net	1,227,243
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	2,963,026
Investments in leveraged leases	
Other investments	

Total investment and other assets	4,190,269

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Other deferred charges	64,204

Total deferred charges	64,204

Total assets	\$4,401,474
=====	

860

MEC INTERNATIONAL B.V.
 MEC WALES B.V.
 MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EME Generation
 Holdings Limited
 Consolidated

Mission Hydro
 Limited Partne

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year	\$48,471	
Preferred stock to be redeemed within one year		
Accounts payable	(113,103)	(\$27,
Accrued taxes	9,069	
Trading and price risk management liabilities		
Other current liabilities	68,935	
Total current liabilities	(13,372)	(27,
Long-term debt	1,002,514	(49,
Accumulated deferred income taxes - net	56,550	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	116,917	
Total deferred credits and other liabilities	173,467	
Minority Interest	63,622	
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
Total preferred securities of subsidiaries		
Common stock	3,924,809	213,
Accumulated other comprehensive income (loss)	(387,133)	(
Retained earnings	(125,806)	(400,
Total common shareholders' equity	3,411,870	(186,
Total liabilities and shareholders' equity	\$4,664,845	(\$263,

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MEC INTERNATIONAL B.V.
 MEC WALES B.V.
 MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Hydro Limited Partnership Consolidated
<hr/>	
LIABILITIES AND SHAREHOLDERS' EQUITY	
<hr/>	
Short-term debt	
Long-term debt due within one year	\$48,471
Preferred stock to be redeemed within one year	
Accounts payable	(140,396)
Accrued taxes	9,069
Trading and price risk management liabilities	
Other current liabilities	68,935
<hr/>	
Total current liabilities	13,921
<hr/>	
Long-term debt	953,322
<hr/>	
Accumulated deferred income taxes - net	56,550
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	116,917
<hr/>	
Total deferred credits and other liabilities	173,467
<hr/>	
Minority Interest	63,622
<hr/>	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures	
Other preferred securities	
<hr/>	
Total preferred securities of subsidiaries	

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Common stock	4,138,409
Accumulated other comprehensive income (loss)	(387,440)
Retained earnings	(525,985)

Total common shareholders' equity	3,224,984
-----------------------------------	-----------

Total liabilities and shareholders' equity	\$4,401,474
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862

MEC INTERNATIONAL B.V.
 MEC WALES B.V.
 MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 8]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	EME Generation Holdings Limited Consolidated	Mission Hydro Limited Part
Electric utility		
Nonutility power generation	\$393,411	
Financial services and other		
Total operating revenue	393,411	
Fuel	175,349	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	62,430	
Depreciation, decommissioning and amortization	21,462	
Property and other taxes	13,265	
Net gain on sale of utility plant		
Total operating expenses	272,506	
Operating income (loss)	120,905	
Interest and dividend income	128,066	\$
Other nonoperating income	573	(
Interest expense - net of amounts capitalized	(198,766)	
Other nonoperating deductions		
Dividends on preferred securities		

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Dividends on utility preferred stock

Income (loss) from continuing operations before taxes	50,778	(
Income taxes (benefit)	6,377	
Income (loss) from continuing operations	44,401	(
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	44,401	(
Retained earnings - beginning of year	(170,207)	(39
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$125,806)	(\$40

863

MEC INTERNATIONAL B.V.
 MEC WALES B.V.
 MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 8]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Mission Hydro
 Limited
 Partnership
 Consolidated

Electric utility	
Nonutility power generation	\$393,411
Financial services and other	
Total operating revenue	393,411
Fuel	175,349
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	62,430
Depreciation, decommissioning and amortization	21,462
Property and other taxes	13,265
Net gain on sale of utility plant	

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Total operating expenses	272,506

Operating income (loss)	120,905
Interest and dividend income	131,262
Other nonoperating income	(4,155)
Interest expense - net of amounts capitalized	(198,766)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	49,246
Income taxes (benefit)	6,377

Income (loss) from continuing operations	42,869
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	42,869

Retained earnings - beginning of year	(568,854)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	(\$525,985)
=====	

864

MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edison Mission Operation & Maintenance Limited	EME Victoria Generation Lim
--	--------------------------------

ASSETS

Cash and equivalents	\$44
Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	

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Trading and price risk management assets	
Prepayments and other current assets	58

Total current assets	102
----------------------	-----

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net	
Other deferred charges	27,468

Total deferred charges	27,468
------------------------	--------

Total assets	\$27,570
--------------	----------

706,816

865

MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Enerloy Pty Ltd
 [11]

Mission Energy
 Development
 Australia Pty

ASSETS

Cash and equivalents	
Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	

Total current assets	

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	(5,
Investments in leveraged leases	
Other investments	

Total investment and other assets	(5,

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Other deferred charges	

Total deferred charges	

Total assets	(5,
=====	

866

MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

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	Loy Yang B Joint Venture [12]	Energy Capital Partnership

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		\$706,
Investments in leveraged leases		
Other investments		

Total investment and other assets		706,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Total assets		\$706,
=====		

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MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	First Hydro Holdings Company	First Hydro Company [10]

ASSETS		

Cash and equivalents	\$4,838	\$61,
Receivables - net	4	37,
Fuel inventory		
Materials and supplies, at average cost	1,587	1,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		4,

Total current assets	4,842	105,

Nonutility property - net	21,676	724,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	852,247	
Investments in leveraged leases		
Other investments		

Total investment and other assets	873,923	724,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Total assets	\$878,765	\$829,
=====		

868

MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	First Hydro Company [11]	Loyvic Pty Ltd
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets		
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Regulatory assets - net		
Other deferred charges		
<hr/>		

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Total deferred charges

Total assets

869

MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Enerloy Pty Ltd [11]	EME Generation Holdings Limit
ASSETS		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
Total current assets		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		(\$218,
Investments in leveraged leases		
Other investments		
Total investment and other assets		(218,
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

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Total utility plant

Regulatory assets - net
Other deferred charges

Total deferred charges

Total assets

(\$218,

870

MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

EME Generation
Holdings Limited
Consolidated

ASSETS

Cash and equivalents	\$88,390
Receivables - net	43,862
Fuel inventory	
Materials and supplies, at average cost	6,119
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	8,630

Total current assets	147,001
----------------------	---------

Nonutility property - net	1,227,243
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	3,226,397
Investments in leveraged leases	
Other investments	

Total investment and other assets	4,453,640
-----------------------------------	-----------

Utility plant, at original cost:

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Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net
 Other deferred charges 64,204

Total deferred charges 64,204

Total assets \$4,664,845
 =====

871

MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edison Mission
 Operation &
 Maintenance Limited
 EME Victoria
 Generation Lim

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

\$565

37

 Total current liabilities

602

 Long-term debt

27,361

22,

 Accumulated deferred income taxes - net

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Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss) (8)
 Retained earnings (385)

 Total common shareholders' equity (393)

 Total liabilities and shareholders' equity \$27,570
 =====

872

MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Enerloy Pty Ltd
 [11]

Mission Energy
 Development
 Australia Pty

 LIABILITIES AND SHAREHOLDERS' EQUITY

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Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$353,681)	(\$5,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(353,681)	(5,

Long-term debt	(651,415)	

Accumulated deferred income taxes - net	(2)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	(2)	

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	831,438	
Accumulated other comprehensive income (loss)	(150,048)	
Retained earnings	323,708	

Total common shareholders' equity	\$1,005,098	

Total liabilities and shareholders' equity		(\$5,
=====		

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MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Loy Yang B Joint Venture [12]	Energy Capital Partnership
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		\$6,
Preferred stock to be redeemed within one year		
Accounts payable		335,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		11,
<hr/>		
Total current liabilities		353,
<hr/>		
Long-term debt		651,
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock		
Accumulated other comprehensive income (loss)		25,
Retained earnings		(323,
<hr/>		

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Total common shareholders' equity	(298,

Total liabilities and shareholders' equity	\$706,
=====	

874

MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	First Hydro Holdings Company	First Hydro Company [10]

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$677,214	\$11,
Accrued taxes		8,
Trading and price risk management liabilities		
Other current liabilities	44	

Total current liabilities	677,258	20,

Long-term debt		

Accumulated deferred income taxes - net		(
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

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Preferred stock of utility:

Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	181,987	626,
Accumulated other comprehensive income (loss)	18,116	5,
Retained earnings	1,404	176,

 Total common shareholders' equity 201,507 808,

Total liabilities and shareholders' equity \$878,765 \$829,
 =====

875

MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

 First Hydro Loyvic Pty Ltd
 Company [11]

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

 Total current liabilities

Long-term debt

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 Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock
 Accumulated other comprehensive income (loss)
 Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity
 =====

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MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Enerloy Pty Ltd
 [11]

EME Generation
 Holdings Limit

 LIABILITIES AND SHAREHOLDERS' EQUITY

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Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$353,681)	\$
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(353,681)	

Long-term debt	(651,415)	(

Accumulated deferred income taxes - net	(2)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	(2)	

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	831,438	180,
Accumulated other comprehensive income (loss)	(150,048)	
Retained earnings	323,708	(398,

Total common shareholders' equity	\$1,005,098	(218,

Total liabilities and shareholders' equity		(\$218,
=====		

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MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EME Generation Holdings Limited Consolidated
<hr/>	
LIABILITIES AND SHAREHOLDERS' EQUITY	
<hr/>	
Short-term debt	
Long-term debt due within one year	\$48,471
Preferred stock to be redeemed within one year	
Accounts payable	(113,103)
Accrued taxes	9,069
Trading and price risk management liabilities	
Other current liabilities	68,935
<hr/>	
Total current liabilities	13,372
<hr/>	
Long-term debt	1,002,514
<hr/>	
Accumulated deferred income taxes - net	56,550
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	116,917
<hr/>	
Total deferred credits and other liabilities	173,467
<hr/>	
Minority Interest	63,622
<hr/>	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable	
securities of subsidiaries holding	
solely parent company debentures	
Other preferred securities	
<hr/>	
Total preferred securities of subsidiaries	
<hr/>	
Common stock	3,924,809

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Accumulated other comprehensive income (loss)	(387,133)
Retained earnings	(125,806)

Total common shareholders' equity	3,411,870
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Total liabilities and shareholders' equity	\$4,664,845
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MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Edison Mission Operation & Maintenance Limited	EME Victoria Generation L
Electric utility		
Nonutility power generation		
Financial services and other		
<hr/>		
Total operating revenue		
<hr/>		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		\$194
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<hr/>		
Total operating expenses		194
<hr/>		
Operating income (loss)		(194)
Interest and dividend income		(222)
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

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Income (loss) from continuing operations before taxes	(416)	
Income taxes (benefit)		

Income (loss) from continuing operations	(416)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	(416)	

Retained earnings - beginning of year	31	(
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$385)	(\$
=====		

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MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Enerloy Pty Ltd
 [11]
 Mission Ener
 Development
 Australia Pt

Electric utility
 Nonutility power generation
 Financial services and other

 Total operating revenue

Fuel
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

 Total operating expenses

Operating income (loss)

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Interest and dividend income	\$46,744
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	46,744
Income taxes (benefit)	14,546

Income (loss) from continuing operations	32,198
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	32,198

Retained earnings - beginning of year	291,510
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$323,708
=====	

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MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Loy Yang B Joint Venture [12]	Energy Capit Partnership

Electric utility		
Nonutility power generation		
Financial services and other		

Total operating revenue		

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		

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Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		

Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		(4)
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		(4)
Income taxes (benefit)		(1)

Income (loss) from continuing operations		(3)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		(3)

Retained earnings - beginning of year		(29)
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year		(\$32)
=====		

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MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	First Hydro Holdings Company	First Hydro Company [10]

Electric utility		
Nonutility power generation		\$32
Financial services and other		

Total operating revenue		32

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Fuel		16
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$88	4
Depreciation, decommissioning and amortization	86	1
Property and other taxes		1
Net gain on sale of utility plant		
Total operating expenses	174	24
Operating income (loss)	(174)	8
Interest and dividend income	(54,050)	
Other nonoperating income	604	
Interest expense - net of amounts capitalized	(73)	
Other nonoperating deductions		
Dividends on preferred securities	54,260	(5
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	567	2
Income taxes (benefit)		
Income (loss) from continuing operations	567	2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	567	2
Retained earnings - beginning of year	837	14
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$1,404	\$17

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MEC INTERNATIONAL B.V.
 MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

First Hydro
 Company [11]

Loyvic Pty L

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Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
Interest and dividend income
Other nonoperating income
Interest expense - net of amounts capitalized
Other nonoperating deductions
Dividends on preferred securities
Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
Income taxes (benefit)

Income (loss) from continuing operations
Loss from discontinued operations
Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
Dividends declared on common stock
Dividends declared on preferred stock

Retained earnings - end of year
=====

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MEC INTERNATIONAL B.V.
MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

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	Enerloy Pty Ltd [11]	EME Generati Holdings Lim
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income	\$46,744	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	46,744	
Income taxes (benefit)	14,546	
Income (loss) from continuing operations	32,198	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	32,198	
Retained earnings - beginning of year	291,510	(39)
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$323,708	(\$39)

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MEC INTERNATIONAL B.V.

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MEC WALES B.V., MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 9, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	EME Generation Holdings Limited Consolidated
Electric utility	
Nonutility power generation	\$393,411
Financial services and other	
<hr/> Total operating revenue	<hr/> 393,411 <hr/>
Fuel	175,349
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	62,430
Depreciation, decommissioning and amortization	21,462
Property and other taxes	13,265
Net gain on sale of utility plant	
<hr/> Total operating expenses	<hr/> 272,506 <hr/>
Operating income (loss)	120,905
Interest and dividend income	128,066
Other nonoperating income	573
Interest expense - net of amounts capitalized	(198,766)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
<hr/> Income (loss) from continuing operations before taxes	<hr/> 50,778 <hr/>
Income taxes (benefit)	6,377
<hr/> Income (loss) from continuing operations	<hr/> 44,401 <hr/>
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
<hr/> Net income (loss)	<hr/> 44,401 <hr/>
Retained earnings - beginning of year	(170,207)
Dividends declared on common stock	
Dividends declared on preferred stock	
<hr/> Retained earnings - end of year	<hr/> (\$125,806) <hr/>

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Celtic Offshore Wind Limited	Edison Mission Energy Limited

ASSETS		

Cash and equivalents	\$5,311	\$1,
Receivables - net	563	
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	51	

Total current assets	5,925	2,

Nonutility property - net		1,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		1,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

Total deferred charges		

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Total assets \$5,925 \$4,

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Mission Hydro (UK) Limited Consolidated	Pride Hold Lim Consolidated
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents	\$155,189	
Receivables - net	81,962	
Fuel inventory		
Materials and supplies, at average cost	7,924	
Accumulated deferred income taxes - net		
Trading and price risk management assets	25,642	
Prepayments and other current assets	13,232	
<hr/>		
Total current assets	283,949	
<hr/>		
Nonutility property - net	2,211,020	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	2,813,249	
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	5,024,269	
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		

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Goodwill	273,840
Regulatory assets - net	
Other deferred charges	93,207

Total deferred charges	367,047

Total assets	\$5,675,265
=====	

887

MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Mission Energy Company (UK) Limited	Consolidating Adjustments

ASSETS		

Cash and equivalents	\$539	
Receivables - net		\$
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets	539	

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	8,387	(2,
Investments in leveraged leases		
Other investments		

Total investment and other assets	8,387	(2,

Utility plant, at original cost:		
Transmission and distribution		
Generation		

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Accumulated provision for depreciation
and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Goodwill
Regulatory assets - net
Other deferred charges

Total deferred charges

=====
Total assets \$8,926 (\$2,
=====

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Celtic Offshore
Wind Limited Edison Mission
Energy Limited

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
Long-term debt due within one year
Preferred stock to be redeemed within one year
Accounts payable \$4,667 (\$2,
Accrued taxes (67)
Trading and price risk management liabilities
Other current liabilities 540 1,

Total current liabilities 5,140 (

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits

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Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock

Accumulated other comprehensive income (loss)

Retained earnings

(285)

1,070

4,

Total common shareholders' equity

785

5,

Total liabilities and shareholders' equity

\$5,925

\$4,

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MEC INTERNATIONAL B.V.

MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]

Consolidating Balance Sheet

December 31, 2002

(In thousands)

Mission Hydro (UK)
Limited
Consolidated

Pride Hold Lim
Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt

Long-term debt due within one year

Preferred stock to be redeemed within one year

Accounts payable

\$77,442

(125,454)

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Accrued taxes	17,897	
Trading and price risk management liabilities		
Other current liabilities	93,666	

Total current liabilities	63,551	

Long-term debt	1,597,122	

Accumulated deferred income taxes - net	324,279	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	117,588	3,

Total deferred credits and other liabilities	441,867	3,

Minority Interest	63,622	

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	4,329,285	
Accumulated other comprehensive income (loss)	(373,361)	13,
Retained earnings	(446,821)	(17,

Total common shareholders' equity	3,509,103	(3,

Total liabilities and shareholders' equity	\$5,675,265	
=====		

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

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	Mission Energy Company (UK) Limited	Consolidating Adjustments
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$4,874)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	84	
<hr/>		
Total current liabilities	(4,790)	
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		14,
<hr/>		
Total deferred credits and other liabilities		14,
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock	38,412	(9,
Accumulated other comprehensive income (loss)	(3,619)	(21,
Retained earnings	(21,077)	12,
<hr/>		
Total common shareholders' equity	13,716	(17,
<hr/>		

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Total liabilities and shareholders' equity \$8,926 (\$2,
 =====

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MEC INTERNATIONAL B.V.
 MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Celtic Offshore Wind Limited	Edison Missi Energy Limit
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$55	1
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	55	2
Operating income (loss)	(55)	(2)
Interest and dividend income		
Other nonoperating income		2
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	(55)	(
Income taxes (benefit)		
Income (loss) from continuing operations	(55)	(
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	(55)	(

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Retained earnings - beginning of year	1,125	
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$1,070	\$

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	Mission Hydro (UK) Limited Consolidated	Pride Hold L Consolidated
Electric utility		
Nonutility power generation	\$706,106	7
Financial services and other		
Total operating revenue	706,106	7
Fuel	341,910	2
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	112,214	8
Depreciation, decommissioning and amortization	35,969	
Property and other taxes	26,530	
Net gain on sale of utility plant		
Total operating expenses	516,623	12
Operating income (loss)	189,483	(5)
Interest and dividend income	134,511	
Other nonoperating income	(3,559)	
Interest expense - net of amounts capitalized	(254,233)	(
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	66,202	(5)
Income taxes (benefit)	(628)	(1

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Income (loss) from continuing operations	66,830	(3)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	66,830	(3)
Retained earnings - beginning of year	(513,651)	1
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$446,821)	(\$1)

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED and Subsidiaries [Tier 7]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	Mission Energy Company (UK) Limited	Consolidatin Adjustments
Electric utility		
Nonutility power generation		\$
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$18,574	
Depreciation, decommissioning and amortization	1,133	
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	19,707	
Operating income (loss)	(19,707)	
Interest and dividend income	6	
Other nonoperating income	(811)	

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Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities	3,823	(
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(16,689)	
Income taxes (benefit)		

Income (loss) from continuing operations	(16,689)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	(16,689)	

Retained earnings - beginning of year	(4,388)	1
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$21,077)	\$1
=====		

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	First Hydro Holdings Company Consolidated	Mission Hydro Limited Partnership Consolidated

ASSETS		

Cash and equivalents	\$66,791	\$88,
Receivables - net	38,100	43,
Fuel inventory		
Materials and supplies, at average cost	1,805	6,
Accumulated deferred income taxes - net		
Trading and price risk management assets	25,642	
Prepayments and other current assets	4,602	8,

Total current assets	136,940	147,

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Nonutility property - net	983,777	1,227,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	(157,731)	2,963,
Investments in leveraged leases		
Other investments		

Total investment and other assets	826,046	4,190,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill	273,840	
Regulatory assets - net		
Other deferred charges	29,003	64,

Total deferred charges	302,843	64,

Total assets	\$1,265,829	\$4,401,
=====		

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Consolidating Adjustments	Mission Hydro Limited Consolidated

ASSETS		

Cash and equivalents		\$155,
Receivables - net		81,
Fuel inventory		

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Materials and supplies, at average cost	7,
Accumulated deferred income taxes - net	
Trading and price risk management assets	25,
Prepayments and other current assets	13,

Total current assets	283,

Nonutility property - net	2,211,
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	2,813,
Investments in leveraged leases	
Other investments	

Total investment and other assets	5,024,

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	273,
Regulatory assets - net	
Other deferred charges	93,

Total deferred charges	367,

Total assets	\$5,675,
=====	

896

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

First Hydro
Holdings Company
Consolidated

Mission Hydro
Limited
Partnership
Consolidated

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LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year	\$28,971	\$48,
Preferred stock to be redeemed within one year		
Accounts payable	24,254	(140,
Accrued taxes	8,778	9,
Trading and price risk management liabilities		
Other current liabilities	24,715	68,
Total current liabilities	86,718	(13,
Long-term debt	643,800	953,
Accumulated deferred income taxes - net	267,729	56,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	671	116,
Total deferred credits and other liabilities	268,400	173,
Minority Interest		63,
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
Total preferred securities of subsidiaries		
Common stock	181,987	4,138,
Accumulated other comprehensive income (loss)	14,178	(387,
Retained earnings	70,746	(525,
Total common shareholders' equity	266,911	3,224,
Total liabilities and shareholders' equity	\$1,265,829	\$4,401,

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Consolidating Adjustments	Mission Hydro Limited Consolidated
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		\$77,
Preferred stock to be redeemed within one year		
Accounts payable		(125,
Accrued taxes		17,
Trading and price risk management liabilities		
Other current liabilities		93,
<hr/>		
Total current liabilities		63,
<hr/>		
Long-term debt		1,597,
<hr/>		
Accumulated deferred income taxes - net		324,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		117,
<hr/>		
Total deferred credits and other liabilities		441,
<hr/>		
Minority Interest		63,
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		

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Common stock	4,329,
Accumulated other comprehensive income (loss)	(373,
Retained earnings	(446,

Total common shareholders' equity	3,509,

Total liabilities and shareholders' equity	\$5,675,
=====	

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	First Hydro Holdings Company Consolidated	Mission Hydro Limited Partnership Consolidated
Electric utility		
Nonutility power generation	\$312,695	\$39
Financial services and other		

Total operating revenue	312,695	39

Fuel	166,561	17
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	49,770	6
Depreciation, decommissioning and amortization	14,507	2
Property and other taxes	13,265	1
Net gain on sale of utility plant		

Total operating expenses	244,103	27

Operating income (loss)	68,592	12
Interest and dividend income	3,241	13
Other nonoperating income	596	(
Interest expense - net of amounts capitalized	(55,467)	(19
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

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Income (loss) from continuing operations before taxes	16,962	4
Income taxes (benefit)	(7,043)	

Income (loss) from continuing operations	24,005	4
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	24,005	4

Retained earnings - beginning of year	46,741	(56)
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$70,746	(\$52)
=====		

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED and Subsidiaries [Tier 8, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	Consolidating Adjustments	Mission Hydro Limited Consolidated

Electric utility		
Nonutility power generation		\$70
Financial services and other		

Total operating revenue		70

Fuel		34
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		11
Depreciation, decommissioning and amortization		3
Property and other taxes		2
Net gain on sale of utility plant		

Total operating expenses		51

Operating income (loss)		18

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Interest and dividend income	13
Other nonoperating income	(
Interest expense - net of amounts capitalized	(25
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	6
Income taxes (benefit)	

Income (loss) from continuing operations	6
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	6

Retained earnings - beginning of year	(51
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	(\$44
=====	

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
FIRST HYDRO HOLDINGS COMPANY and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	First Hydro Company	First Hydro Finance plc

ASSETS		

Cash and equivalents	\$61,622	\$
Receivables - net	37,632	
Fuel inventory		
Materials and supplies, at average cost	1,805	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	4,602	

Total current assets	105,661	

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Nonutility property - net	724,113	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		10,
Investments in leveraged leases		
Other investments		
Total investment and other assets	724,113	10,
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
Total utility plant		
Regulatory assets - net		
Other deferred charges	32	28,
Total deferred charges	32	28,
Total assets	\$829,806	\$40,

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
FIRST HYDRO HOLDINGS COMPANY and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

First Hydro
Holdings Company Consolidating
Adjustments

ASSETS

Cash and equivalents	\$4,838
Receivables - net	4

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Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		\$25,
Prepayments and other current assets		

Total current assets	4,842	25,

Nonutility property - net	21,676	237,
Nuclear decommissioning trusts		
Investments in partnerships		
and unconsolidated subsidiaries	852,247	(1,020,
Investments in leveraged leases		
Other investments		

Total investment and other assets	873,923	(782,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation		
and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		273,
Regulatory assets - net		
Other deferred charges		

Total deferred charges		27,3

Total assets	\$878,765	(\$482,
=====		

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
FIRST HYDRO HOLDINGS COMPANY and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

First Hydro Company First Hydro
Finance plc

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LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt		
Long-term debt due within one year		\$28,
Preferred stock to be redeemed within one year		
Accounts payable	\$11,973	(664,
Accrued taxes	8,778	
Trading and price risk management liabilities		24,
Other current liabilities	2	
Total current liabilities	20,753	(611,
Long-term debt		643,
Accumulated deferred income taxes - net	(402)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	671	
Total deferred credits and other liabilities	269	
Minority Interest		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
Total preferred securities of subsidiaries		
Common stock	626,655	
Accumulated other comprehensive income (loss)	5,599	
Retained earnings	176,530	7,
Total common shareholders' equity	808,784	7,
Total liabilities and shareholders' equity	\$829,806	\$40,

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
FIRST HYDRO HOLDINGS COMPANY and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	First Hydro Holdings Company	Consolidating Adjustments
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$677,214	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities	44	
<hr/>		
Total current liabilities	677,258	
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		\$268,
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		268,
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		

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Common stock	181,987	(626,
Accumulated other comprehensive income (loss)	18,116	(9,
Retained earnings	1,404	(114,

Total common shareholders' equity	201,507	(751,

Total liabilities and shareholders' equity	\$878,765	(\$482,
=====		

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
FIRST HYDRO HOLDINGS COMPANY and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	First Hydro Company	First Hydro Finance plc

Electric utility		
Nonutility power generation	\$321,460	
Financial services and other		

Total operating revenue	321,460	

Fuel	166,561	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	49,684	
Depreciation, decommissioning and amortization	10,635	
Property and other taxes	13,265	
Net gain on sale of utility plant		

Total operating expenses	240,145	

Operating income (loss)	81,315	
Interest and dividend income	2,106	5
Other nonoperating income	(8)	
Interest expense - net of amounts capitalized		(5
Other nonoperating deductions		
Dividends on preferred securities	(54,808)	
Dividends on utility preferred stock		

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Income (loss) from continuing operations before taxes	28,605
Income taxes (benefit)	(308)

Income (loss) from continuing operations	28,913
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	28,913

Retained earnings - beginning of year	147,617
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$176,530
=====	

905

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
FIRST HYDRO HOLDINGS COMPANY and Subsidiaries [Tier 9, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	First Hydro Holdings Company	Consolidatin Adjustments

Electric utility		
Nonutility power generation		(\$
Financial services and other		

Total operating revenue		(

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$88	
Depreciation, decommissioning and amortization	86	
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	174	

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Operating income (loss)	(174)	(1
Interest and dividend income	(54,050)	
Other nonoperating income	604	
Interest expense - net of amounts capitalized	(73)	
Other nonoperating deductions		
Dividends on preferred securities	54,260	
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	567	(1
Income taxes (benefit)		(

Income (loss) from continuing operations	567	(
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	567	(

Retained earnings - beginning of year	837	(10
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$1,404	(\$11
=====		

906

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	EME Generation Holdings Limited Consolidated	Mission Hydro Limited Partne

ASSETS		

Cash and equivalents	\$88,390	
Receivables - net	43,862	
Fuel inventory		
Materials and supplies, at average cost	6,119	
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets	8,630	

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Total current assets	147,001	
-----	-----	-----
Nonutility property - net	1,227,243	
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	3,226,397	(\$263,
Investments in leveraged leases		
Other investments		
-----	-----	-----
Total investment and other assets	4,453,640	(263,
-----	-----	-----
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
-----	-----	-----
Total utility plant		
-----	-----	-----
Goodwill		
Regulatory assets - net		
Other deferred charges	64,204	
-----	-----	-----
Total deferred charges	64,204	
-----	-----	-----
Total assets	\$4,664,845	(\$263,
=====	=====	=====

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Mission Hydro
Limited
Partnership
Consolidated

ASSETS

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Cash and equivalents	\$88,390
Receivables - net	43,862
Fuel inventory	
Materials and supplies, at average cost	6,119
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	8,630

Total current assets	147,001

Nonutility property - net	1,227,243
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	2,963,026
Investments in leveraged leases	
Other investments	

Total investment and other assets	4,190,269

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Goodwill	
Regulatory assets - net	
Other deferred charges	64,204

Total deferred charges	64,204

Total assets	\$4,401,474
=====	

908

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

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	EME Generation Holdings Limited Consolidated	Mission Hydro Limited Partne

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year	\$48,471	
Preferred stock to be redeemed within one year		
Accounts payable	(113,103)	(\$27,
Accrued taxes	9,069	
Trading and price risk management liabilities		
Other current liabilities	68,935	

Total current liabilities	13,372	(27,

Long-term debt	1,002,514	(49,

Accumulated deferred income taxes - net	56,550	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities	116,917	

Total deferred credits and other liabilities	173,467	

Minority Interest	63,622	

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	3,924,809	213,
Accumulated other comprehensive income (loss)	(387,133)	(
Retained earnings	(125,806)	(400,

Total common shareholders' equity	3,411,870	(186,

Total liabilities and shareholders' equity	\$4,664,845	(\$263,
=====		

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Mission Hydro Limited Partnership Consolidated
<hr/>	
LIABILITIES AND SHAREHOLDERS' EQUITY	
<hr/>	
Short-term debt	
Long-term debt due within one year	\$48,471
Preferred stock to be redeemed within one year	
Accounts payable	(140,396)
Accrued taxes	9,069
Trading and price risk management liabilities	
Other current liabilities	68,935
<hr/>	
Total current liabilities	(13,921)
<hr/>	
Long-term debt	953,322
<hr/>	
Accumulated deferred income taxes - net	56,550
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	116,917
<hr/>	
Total deferred credits and other liabilities	173,467
<hr/>	
Minority Interest	63,622
<hr/>	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable	

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securities of subsidiaries holding
solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock	4,138,409
Accumulated other comprehensive income (loss)	(387,440)
Retained earnings	(525,985)

Total common shareholders' equity

Total liabilities and shareholders' equity	\$4,401,474
--	-------------

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	EME Generation Holdings Limited Consolidated	Mission Hydr Limited Part
-----	-----	-----
Electric utility		
Nonutility power generation	\$393,411	
Financial services and other		
-----	-----	-----
Total operating revenue	393,411	
-----	-----	-----
Fuel	175,349	
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	62,430	
Depreciation, decommissioning and amortization	21,462	
Property and other taxes	13,265	
Net gain on sale of utility plant		
-----	-----	-----
Total operating expenses	272,506	
-----	-----	-----

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Operating income (loss)	120,905	
Interest and dividend income	128,066	\$
Other nonoperating income	573	(
Interest expense - net of amounts capitalized	(198,766)	
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	50,778	(
Income taxes (benefit)	6,377	

Income (loss) from continuing operations	44,401	(
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	44,401	(

Retained earnings - beginning of year	(170,207)	(39
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$125,806)	(\$40
=====		

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MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED
MISSION HYDRO (UK) LIMITED
MISSION HYDRO LIMITED PARTNERSHIP and Subsidiaries [Tier 9]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

Mission Hydro
Limited
Partnership
Consolidated

Electric utility	
Nonutility power generation	\$393,411
Financial services and other	

Total operating revenue	393,411

Fuel	175,349
Purchased power	

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Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	62,430
Depreciation, decommissioning and amortization	21,462
Property and other taxes	13,265
Net gain on sale of utility plant	

Total operating expenses	272,506

Operating income (loss)	120,905
Interest and dividend income	131,262
Other nonoperating income	(4,155)
Interest expense - net of amounts capitalized	(198,766)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	49,246
Income taxes (benefit)	6,377

Income (loss) from continuing operations	42,869
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	42,869

Retained earnings - beginning of year	(568,854)
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	(\$525,985)
=====	

912

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Edison Mission
Operation &
Maintenance Limited

EME Victoria
Generation Lim

ASSETS

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Cash and equivalents	\$44
Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	58

Total current assets	102

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	
Investments in leveraged leases	
Other investments	

Total investment and other assets	

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	

Regulatory assets - net	
Other deferred charges	27,468

Total deferred charges	27,468

Total assets	\$27,570
=====	

913

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

Edgar Filing: EDISON INTERNATIONAL - Form U-3A-2

	Enerloy Pty Ltd [12]	Mission Energy Development Australia Pty

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		(\$5,
Investments in leveraged leases		
Other investments		

Total investment and other assets		(5,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Total assets		(\$5,
=====		

914

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,

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MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Loy Yang B Joint Venture [12]	Energy Capital Partnership

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		\$706,
Investments in leveraged leases		
Other investments		

Total investment and other assets		706,

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Goodwill		
Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Total assets		\$70
=====		

915

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	First Hydro Holdings Company	First Hydro Company [11]
ASSETS		
Cash and equivalents	\$4,838	\$61,
Receivables - net	4	37,
Fuel inventory		
Materials and supplies, at average cost		1,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		4,
Total current assets	4,842	105,
Nonutility property - net	21,676	724,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	852,247	
Investments in leveraged leases		
Other investments		
Total investment and other assets	873,923	724,
Utility plant, at original cost: Transmission and distribution Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
Total utility plant		
Goodwill		
Regulatory assets - net		
Other deferred charges		

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 Total deferred charges

Total assets \$878,765 \$829,
 =====

916

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
 MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

First Hydro
 Company [12] Loyvic Pty Ltd

 ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost
 Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

Total investment and other assets

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

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 Total utility plant

Regulatory assets - net
 Other deferred charges

Total deferred charges

Total assets
 =====

917

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
 MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Enerloy Pty Ltd [12]	EME Generation Holdings Limit

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		(\$218,
Investments in leveraged leases		
Other investments		

Total investment and other assets		(218,

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Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Goodwill
 Regulatory assets - net
 Other deferred charges

 Total deferred charges

Total assets

(\$218,
 =====

918

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
 MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EME Generation
 Holdings Limited
 Consolidated

 ASSETS

Cash and equivalents	\$88,390
Receivables - net	43,862
Fuel inventory	
Materials and supplies, at average cost	6,119
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	8,630

 Total current assets

147,001

Nonutility property - net
 Nuclear decommissioning trusts

1,227,243

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Investments in partnerships and unconsolidated subsidiaries	3,226,397
Investments in leveraged leases	
Other investments	

Total investment and other assets	4,453,640
-----------------------------------	-----------

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

Total utility plant

Goodwill	
Regulatory assets - net	
Other deferred charges	64,204

Total deferred charges	64,204
------------------------	--------

Total assets	\$4,664,845
--------------	-------------

919

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
 MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Edison Mission Operation & Maintenance Limited	EME Victoria Generation Lim
--	--------------------------------

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	\$565
Accrued taxes	

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Trading and price risk management liabilities		
Other current liabilities	37	

Total current liabilities	602	

Long-term debt	27,361	22,

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock		
Accumulated other comprehensive income (loss)	(8)	(21,
Retained earnings	(385)	(1,

Total common shareholders' equity	(393)	(\$22,

Total liabilities and shareholders' equity	\$27,570	
=====		

920

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

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	Enerloy Pty Ltd [12]	Mission Energy Development Australia Pty
<hr/> LIABILITIES AND SHAREHOLDERS' EQUITY <hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$353,681)	(\$5,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	(353,681)	(5,
<hr/>		
Long-term debt	(651,415)	
<hr/>		
Accumulated deferred income taxes - net	(2)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities	(2)	
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock	831,438	
Accumulated other comprehensive income (loss)	(150,048)	
Retained earnings	323,708	
<hr/>		
Total common shareholders' equity	\$1,005,098	
<hr/>		
Total liabilities and shareholders' equity		(\$5,

921

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Loy Yang B Joint Venture [12]	Energy Capital Partnership
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		\$6,
Preferred stock to be redeemed within one year		
Accounts payable		335,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		11,
<hr/>		
Total current liabilities		353,
<hr/>		
Long-term debt		651,
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		
Total deferred credits and other liabilities		
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding		

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solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss) 25,
Retained earnings (323,

Total common shareholders' equity (298,

Total liabilities and shareholders' equity \$706,
=====

922

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	First Hydro Holdings Company	First Hydro Company [11]

LIABILITIES AND SHAREHOLDERS' EQUITY -----		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	\$677,214	\$11,
Accrued taxes		8,
Trading and price risk management liabilities		
Other current liabilities	44	
-----	-----	-----
Total current liabilities	677,258	20,
-----	-----	-----
Long-term debt		
-----	-----	-----
Accumulated deferred income taxes - net		(
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		

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Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities

 Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

Total preferred securities of subsidiaries

Common stock	181,987	626,
Accumulated other comprehensive income (loss)	18,116	5,
Retained earnings	1,404	176,

 Total common shareholders' equity 201,507 808,

Total liabilities and shareholders' equity \$878,765 \$829,
 =====

923

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
 MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
 EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

First Hydro Loyvic Pty Ltd
 Company [12]

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year

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Preferred stock to be redeemed within one year
Accounts payable
Accrued taxes
Trading and price risk management liabilities
Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
Accumulated deferred investment tax credits
Customer advances and other deferred credits
Power-purchase contracts
Accumulated provision for pension and benefits
Other long-term liabilities

Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption
 Subject to mandatory redemption
Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock
Accumulated other comprehensive income (loss)
Retained earnings

Total common shareholders' equity

Total liabilities and shareholders' equity

924

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]

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Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Enerloy Pty Ltd [12]	EME Generation Holdings Limit

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$353,681)	\$
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(353,681)	

Long-term debt	(651,415)	(

Accumulated deferred income taxes - net	(2)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities	(2)	

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable		
securities of subsidiaries holding		
solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	831,438	180,
Accumulated other comprehensive income (loss)	(150,048)	
Retained earnings	323,708	(398,

Total common shareholders' equity	\$1,005,098	(218,

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Total liabilities and shareholders' equity (218,

925

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	EME Generation Holdings Limited Consolidated
<hr/>	
LIABILITIES AND SHAREHOLDERS' EQUITY	
<hr/>	
Short-term debt	
Long-term debt due within one year	\$48,471
Preferred stock to be redeemed within one year	
Accounts payable	(113,103)
Accrued taxes	9,069
Trading and price risk management liabilities	
Other current liabilities	68,935
<hr/>	
Total current liabilities	13,372
<hr/>	
Long-term debt	1,002,514
<hr/>	
Accumulated deferred income taxes - net	56,550
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	116,917
<hr/>	
Total deferred credits and other liabilities	173,467
<hr/>	
Minority Interest	63,622
<hr/>	
Preferred stock of utility:	
Not subject to mandatory redemption	
Subject to mandatory redemption	
Company-obligated mandatorily redeemable	

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securities of subsidiaries holding
solely parent company debentures
Other preferred securities

Total preferred securities of subsidiaries

Common stock	3,924,809
Accumulated other comprehensive income (loss)	(387,133)
Retained earnings	(125,806)

Total common shareholders' equity 3,411,870

Total liabilities and shareholders' equity \$4,664,845
=====

926

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	Edison Mission Operation & Maintenance Limited	EME Victoria Generation L
--	--	------------------------------

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	\$194
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	

Total operating expenses 194

Operating income (loss)	(194)
Interest and dividend income	(222)
Other nonoperating income	

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Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	(416)	
Income taxes (benefit)		

Income (loss) from continuing operations	(416)	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	(416)	

Retained earnings - beginning of year	31	(
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$385)	(\$
=====		

927

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

Enerloy Pty Ltd	Mission Ener
[12]	Development
	Australia Pt

Electric utility	
Nonutility power generation	
Financial services and other	

Total operating revenue	

Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	
Depreciation, decommissioning and amortization	
Property and other taxes	
Net gain on sale of utility plant	

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Total operating expenses

Operating income (loss)	
Interest and dividend income	\$46,744
Other nonoperating income	
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	46,744
Income taxes (benefit)	14,546

Income (loss) from continuing operations	32,198
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	32,198

Retained earnings - beginning of year	291,510
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$323,708
=====	

928

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

Loy Yang B Joint
Venture [12]

Energy Capit
Partnership

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel
Purchased power
Provisions for regulatory adjustment clauses - net

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Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		

Operating income (loss)		
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		(4)
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		(4)
Income taxes (benefit)		(1)

Income (loss) from continuing operations		(3)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		(3)

Retained earnings - beginning of year		(29)
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year		(\$32)
=====		

929

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	First Hydro Holdings Company	First Hydro Company [11]

Electric utility		
Nonutility power generation		\$32
Financial services and other		

Total operating revenue		32

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Fuel		16
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	\$88	4
Depreciation, decommissioning and amortization	86	1
Property and other taxes		1
Net gain on sale of utility plant		
Total operating expenses	174	24
Operating income (loss)	(174)	8
Interest and dividend income	(54,050)	
Other nonoperating income	604	
Interest expense - net of amounts capitalized	(73)	
Other nonoperating deductions		
Dividends on preferred securities	54,260	(5
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	567	2
Income taxes (benefit)		
Income (loss) from continuing operations	567	2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	567	2
Retained earnings - beginning of year	837	14
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$1,404	\$17

930

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

First Hydro
Company [12]

Loyvic Pty L

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Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
Interest and dividend income
Other nonoperating income
Interest expense - net of amounts capitalized
Other nonoperating deductions
Dividends on preferred securities
Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
Income taxes (benefit)

Income (loss) from continuing operations
Loss from discontinued operations
Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
Dividends declared on common stock
Dividends declared on preferred stock

Retained earnings - end of year
=====

931

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

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	Enerloy Pty Ltd [12]	EME Generati Holdings Lim
Electric utility		
Nonutility power generation		
Financial services and other		
Total operating revenue		
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses		
Operating income (loss)		
Interest and dividend income	\$46,744	
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	46,744	
Income taxes (benefit)	14,546	
Income (loss) from continuing operations	32,198	
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	32,198	
Retained earnings - beginning of year	291,510	(39)
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$323,708	(\$39)

932

MEC INTERNATIONAL B.V., MISSION ENERGY COMPANY (UK) LIMITED,
MISSION HYDRO (UK) LIMITED, MISSION HYDRO LIMITED PARTNERSHIP,
EME GENERATION HOLDINGS LIMITED and Subsidiaries [Tier 10, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002

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(In thousands)

	EME Generation Holdings Limited Consolidated
Electric utility	
Nonutility power generation	\$393,411
Financial services and other	
<hr/> Total operating revenue	<hr/> 393,411 <hr/>
Fuel	175,349
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	62,430
Depreciation, decommissioning and amortization	21,462
Property and other taxes	13,265
Net gain on sale of utility plant	
<hr/> Total operating expenses	<hr/> 272,506 <hr/>
Operating income (loss)	120,905
Interest and dividend income	128,066
Other nonoperating income	573
Interest expense - net of amounts capitalized	(198,766)
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
<hr/> Income (loss) from continuing operations before taxes	<hr/> 50,778 <hr/>
Income taxes (benefit)	6,377
<hr/> Income (loss) from continuing operations	<hr/> 44,401 <hr/>
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
<hr/> Net income (loss)	<hr/> 44,401 <hr/>
Retained earnings - beginning of year	(170,207)
Dividends declared on common stock	
Dividends declared on preferred stock	
<hr/> Retained earnings - end of year	<hr/> (\$125,806) <hr/>

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED
PRIDE HOLD LIMITED and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Lakeland Power Development Company	Lakeland Power

ASSETS		

Cash and equivalents		\$2
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		2

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		
Investments in leveraged leases		
Other investments		

Total investment and other assets		

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Total assets		\$2
=====		

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED
PRIDE HOLD LIMITED and Subsidiaries [Tier 8]
Consolidating Balance Sheet
December 31, 2002
(In thousands)

	Consolidating Adjustments	Pride Hold Lim Consolidated
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		
<hr/>		
Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$3,027	
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	3,027	
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Regulatory assets - net		
Other deferred charges		

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 Total deferred charges

Total assets \$3,027
 =====

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MEC INTERNATIONAL B.V.
 MISSION ENERGY COMPANY (UK) LIMITED
 PRIDE HOLD LIMITED and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Lakeland Power Lakeland Power
 Development Company

 LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable (\$180)
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

 Total current liabilities (180)

Long-term debt

Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits
 Customer advances and other deferred credits
 Power-purchase contracts
 Accumulated provision for pension and benefits
 Other long-term liabilities \$3,

 Total deferred credits and other liabilities 3,

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption

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Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock		
Accumulated other comprehensive income (loss)	2	3,
Retained earnings	180	(7,

 Total common shareholders' equity 182 (\$3,

 Total liabilities and shareholders' equity \$2
 =====

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MEC INTERNATIONAL B.V.
 MISSION ENERGY COMPANY (UK) LIMITED
 PRIDE HOLD LIMITED and Subsidiaries [Tier 8]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Consolidating Adjustments	Pride Hold Lim Consolidated
--	------------------------------	--------------------------------

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

 Total current liabilities

Long-term debt

Accumulated deferred income taxes - net
 Accumulated deferred investment tax credits

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Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		3,

Total deferred credits and other liabilities		3,

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	(\$2)	
Accumulated other comprehensive income (loss)	10,141	13,
Retained earnings	(7,112)	(17,

Total common shareholders' equity	3,027	(3,

Total liabilities and shareholders' equity	\$3,027	
=====		

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED
PRIDE HOLD LIMITED and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

	Lakeland Power Development Company	Lakeland Pow

Electric utility		
Nonutility power generation		\$7
Financial services and other		

Total operating revenue		7

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Fuel		2
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance		9
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
<hr/>		
Total operating expenses		12
<hr/>		
Operating income (loss)		(5)
Interest and dividend income		
Other nonoperating income		(
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
<hr/>		
Income (loss) from continuing operations before taxes		(5)
Income taxes (benefit)		1
<hr/>		
Income (loss) from continuing operations		(3)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
<hr/>		
Net income (loss)		(3)
<hr/>		
Retained earnings - beginning of year	\$180	3
Dividends declared on common stock		
Dividends declared on preferred stock		
<hr/>		
Retained earnings - end of year	\$180	(\$

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MEC INTERNATIONAL B.V.
MISSION ENERGY COMPANY (UK) LIMITED
PRIDE HOLD LIMITED and Subsidiaries [Tier 8]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

Consolidating Adjustments	Pride Hold L Consolidated
------------------------------	------------------------------

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Electric utility		
Nonutility power generation		\$7
Financial services and other		

Total operating revenue		7

Fuel		2
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	(\$3,478)	8
Depreciation, decommissioning and amortization	866	
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	(2,612)	12

Operating income (loss)	2,612	(5)
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		(
Other nonoperating deductions	78	
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	2,690	(5)
Income taxes (benefit)	(79)	(1

Income (loss) from continuing operations	2,769	(3
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	2,769	(3

Retained earnings - beginning of year	(9,881)	1
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	(\$7,112)	(\$1
=====		

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MEC INTERNATIONAL B.V.
 PRIDE HOLD LIMITED and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

Lakeland Power

Lakeland Power

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Development Company

ASSETS

Cash and equivalents	\$2
Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	

Total current assets 2

Nonutility property - net
Nuclear decommissioning trusts
Investments in partnerships
and unconsolidated subsidiaries
Investments in leveraged leases
Other investments

Total investment and other assets

Utility plant, at original cost:
Transmission and distribution
Generation
Accumulated provision for depreciation
and decommissioning
Construction work in progress
Nuclear fuel, at amortized cost

Total utility plant

Regulatory assets - net
Other deferred charges

Total deferred charges

Total assets \$2
=====

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MEC INTERNATIONAL B.V.
PRIDE HOLD LIMITED and Subsidiaries [Tier 7]
Consolidating Balance Sheet
December 31, 2002

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(In thousands)

	Consolidating Adjustments	Pride Hold Lim Consolidated

ASSETS		

Cash and equivalents		
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		

Total current assets		

Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries		\$3,027
Investments in leveraged leases		
Other investments		

Total investment and other assets		3,027

Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		

Total utility plant		

Regulatory assets - net		
Other deferred charges		

Total deferred charges		

Total assets		\$3,027
=====		

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MEC INTERNATIONAL B.V.
 PRIDE HOLD LIMITED and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Lakeland Power Development Company	Lakeland Power
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$180)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		
<hr/>		
Total current liabilities	(180)	
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		\$3,
<hr/>		
Total deferred credits and other liabilities		3,
<hr/>		
Minority Interest		
<hr/>		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		
<hr/>		
Total preferred securities of subsidiaries		
<hr/>		
Common stock		
Accumulated other comprehensive income (loss)	2	3,
Retained earnings	180	(7,

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Total common shareholders' equity	182	(\$3,
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Total liabilities and shareholders' equity	\$2	
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MEC INTERNATIONAL B.V.
 PRIDE HOLD LIMITED and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Consolidating Adjustments	Pride Hold Lim Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt
 Long-term debt due within one year
 Preferred stock to be redeemed within one year
 Accounts payable
 Accrued taxes
 Trading and price risk management liabilities
 Other current liabilities

Total current liabilities

Long-term debt

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		3,

Total deferred credits and other liabilities		3,
--	--	----

Minority Interest

Preferred stock of utility:
 Not subject to mandatory redemption

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Subject to mandatory redemption
 Company-obligated mandatorily redeemable
 securities of subsidiaries holding
 solely parent company debentures
 Other preferred securities

 Total preferred securities of subsidiaries

Common stock	(\$2)	
Accumulated other comprehensive income (loss)	10,141	13,
Retained earnings	(7,112)	(17,

 Total common shareholders' equity 3,027 (3,

 Total liabilities and shareholders' equity \$3,027
 =====

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MEC INTERNATIONAL B.V.
 PRIDE HOLD LIMITED and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

Lakeland Power
 Development Company Lakeland Pow

 Electric utility
 Nonutility power generation \$7
 Financial services and other

 Total operating revenue 7

Fuel 2
 Purchased power
 Provisions for regulatory adjustment clauses - net
 Other operation and maintenance 9
 Depreciation, decommissioning and amortization
 Property and other taxes
 Net gain on sale of utility plant

 Total operating expenses 12

Operating income (loss) (5
 Interest and dividend income

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Other nonoperating income		
Interest expense - net of amounts capitalized		(5)
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes		(5)
Income taxes (benefit)		(1)

Income (loss) from continuing operations		(3)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)		(3)

Retained earnings - beginning of year	\$180	3
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$180	(\$
=====		

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MEC INTERNATIONAL B.V.
 PRIDE HOLD LIMITED and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Consolidating Adjustments	Pride Hold L Consolidated

Electric utility		
Nonutility power generation		\$7
Financial services and other		

Total operating revenue		7

Fuel		2
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	(\$3,478)	8
Depreciation, decommissioning and amortization	866	
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses	(2,612)	12

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Operating income (loss)	2,612	(5)
Interest and dividend income		
Other nonoperating income		
Interest expense - net of amounts capitalized		(
Other nonoperating deductions	78	
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	2,690	(5)
Income taxes (benefit)	(79)	(1)
Income (loss) from continuing operations	2,769	(3)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	2,769	(3)
Retained earnings - beginning of year	(9,881)	1
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	(\$7,112)	(\$1)

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MEC INTERNATIONAL B.V.
 ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EME del Caribe
 Holding GmbH

ASSETS

Cash and equivalents	\$325	
Receivables - net		
Fuel inventory		
Materials and supplies, at average cost		
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
Total current assets	325	

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Nonutility property - net		
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	257,037	\$218,
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	257,037	218,
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Regulatory assets - net		
Other deferred charges		
<hr/>		
Total deferred charges		
<hr/>		
Total assets	\$257,362	\$218,
<hr/>		

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MEC INTERNATIONAL B.V.
 ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EcoElectrica Ltd. [10]	EcoElectrica S.a.r.l.
---------------------------	--------------------------

ASSETS

Cash and equivalents
 Receivables - net
 Fuel inventory
 Materials and supplies, at average cost

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Accumulated deferred income taxes - net
 Trading and price risk management assets
 Prepayments and other current assets

 Total current assets

Nonutility property - net
 Nuclear decommissioning trusts
 Investments in partnerships
 and unconsolidated subsidiaries
 Investments in leveraged leases
 Other investments

224,

 Total investment and other assets

224,

Utility plant, at original cost:
 Transmission and distribution
 Generation
 Accumulated provision for depreciation
 and decommissioning
 Construction work in progress
 Nuclear fuel, at amortized cost

 Total utility plant

Regulatory assets - net
 Other deferred charges

 Total deferred charges

 Total assets
 =====

\$225,
 =====

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MEC INTERNATIONAL B.V.
 ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EcoElectrica
 S.a.r.l.
 Consolidated

 ASSETS

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Cash and equivalents	\$339
Receivables - net	
Fuel inventory	
Materials and supplies, at average cost	
Accumulated deferred income taxes - net	
Trading and price risk management assets	
Prepayments and other current assets	

Total current assets	339
----------------------	-----

Nonutility property - net	
Nuclear decommissioning trusts	
Investments in partnerships and unconsolidated subsidiaries	218,593
Investments in leveraged leases	
Other investments	

Total investment and other assets	218,593
-----------------------------------	---------

Utility plant, at original cost:	
Transmission and distribution	
Generation	
Accumulated provision for depreciation and decommissioning	
Construction work in progress	
Nuclear fuel, at amortized cost	

Total utility plant	
---------------------	--

Regulatory assets - net	
Other deferred charges	

Total deferred charges	
------------------------	--

Total assets	\$218,932
--------------	-----------

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MEC INTERNATIONAL B.V.
 ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

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	EME del Caribe Holding GmbH	EME del Caribe

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$1,428)	\$
Accrued taxes	30	
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities	(1,398)	

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock	258,493	256,
Accumulated other comprehensive income (loss)		(37,
Retained earnings	267	(

Total common shareholders' equity	258,760	217,

Total liabilities and shareholders' equity	\$257,362	\$218,
=====		

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MEC INTERNATIONAL B.V.
 ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	EcoElectrica Ltd. [10]	EcoElectrica S.a.r.l.

LIABILITIES AND SHAREHOLDERS' EQUITY		

Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable		
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		

Total current liabilities		

Long-term debt		

Accumulated deferred income taxes - net		
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		

Total deferred credits and other liabilities		

Minority Interest		

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

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Total preferred securities of subsidiaries

Common stock	225,
Accumulated other comprehensive income (loss)	
Retained earnings	

Total common shareholders' equity	224,
-----------------------------------	------

Total liabilities and shareholders' equity	\$225,
--	--------

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MEC INTERNATIONAL B.V.
 ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

EcoElectrica
 S.a.r.l.
 Consolidated

LIABILITIES AND SHAREHOLDERS' EQUITY

Short-term debt	
Long-term debt due within one year	
Preferred stock to be redeemed within one year	
Accounts payable	(\$1,281)
Accrued taxes	142
Trading and price risk management liabilities	
Other current liabilities	

Total current liabilities	(1,139)
---------------------------	---------

Long-term debt

Accumulated deferred income taxes - net	
Accumulated deferred investment tax credits	
Customer advances and other deferred credits	
Power-purchase contracts	
Accumulated provision for pension and benefits	
Other long-term liabilities	

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Total deferred credits and other liabilities

Minority Interest

Preferred stock of utility:

Not subject to mandatory redemption

Subject to mandatory redemption

Company-obligated mandatorily redeemable

securities of subsidiaries holding

solely parent company debentures

Other preferred securities

Total preferred securities of subsidiaries

Common stock	258,508
Accumulated other comprehensive income (loss)	(37,890)
Retained earnings	(547)

Total common shareholders' equity	220,071
-----------------------------------	---------

Total liabilities and shareholders' equity	\$218,932
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MEC INTERNATIONAL B.V.

ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]

Consolidating Statements of Income and Retained Earnings

For the Year Ended December 31, 2002

(In thousands)

EME del Caribe
Holding GmbH

EME del Cari

Electric utility
Nonutility power generation
Financial services and other

Total operating revenue

Fuel
Purchased power

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Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	\$43
Depreciation, decommissioning and amortization	30
Property and other taxes	
Net gain on sale of utility plant	

Total operating expenses	73

Operating income (loss)	(73)
Interest and dividend income	135
Other nonoperating income	6
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	

Income (loss) from continuing operations before taxes	68
Income taxes (benefit)	23

Income (loss) from continuing operations	45
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	

Net income (loss)	45

Retained earnings - beginning of year	222
Dividends declared on common stock	
Dividends declared on preferred stock	

Retained earnings - end of year	\$267
=====	

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MEC INTERNATIONAL B.V.
 ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

EcoElectrica Ltd.	EcoElectrica
[10]	S.a.r.l.

Electric utility
 Nonutility power generation
 Financial services and other

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Total operating revenue

Fuel
Purchased power
Provisions for regulatory adjustment clauses - net
Other operation and maintenance
Depreciation, decommissioning and amortization
Property and other taxes
Net gain on sale of utility plant

Total operating expenses

Operating income (loss)
Interest and dividend income
Other nonoperating income
Interest expense - net of amounts capitalized
Other nonoperating deductions
Dividends on preferred securities
Dividends on utility preferred stock

Income (loss) from continuing operations before taxes
Income taxes (benefit)

Income (loss) from continuing operations
Loss from discontinued operations
Income taxes (benefit) on discontinued operations

Net income (loss)

Retained earnings - beginning of year
Dividends declared on common stock
Dividends declared on preferred stock

Retained earnings - end of year
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MEC INTERNATIONAL B.V.
ECOELECTRICA S.A.R.L. and Subsidiaries [Tier 7, ET SEQ.]
Consolidating Statements of Income and Retained Earnings
For the Year Ended December 31, 2002
(In thousands)

EcoElectrica
S.a.r.l.

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Consolidated

Electric utility	
Nonutility power generation	\$5,915
Financial services and other	
<hr/>	
Total operating revenue	5,915
<hr/>	
Fuel	
Purchased power	
Provisions for regulatory adjustment clauses - net	
Other operation and maintenance	106
Depreciation, decommissioning and amortization	6,414
Property and other taxes	
Net gain on sale of utility plant	
<hr/>	
Total operating expenses	6,520
<hr/>	
Operating income (loss)	(605)
Interest and dividend income	135
Other nonoperating income	8
Interest expense - net of amounts capitalized	
Other nonoperating deductions	
Dividends on preferred securities	
Dividends on utility preferred stock	
<hr/>	
Income (loss) from continuing operations before taxes	(462)
Income taxes (benefit)	23
<hr/>	
Income (loss) from continuing operations	(485)
Loss from discontinued operations	
Income taxes (benefit) on discontinued operations	
<hr/>	
Net income (loss)	(485)
<hr/>	
Retained earnings - beginning of year	(62)
Dividends declared on common stock	
Dividends declared on preferred stock	
<hr/>	
Retained earnings - end of year	(\$547)
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MEC INTERNATIONAL B.V.
 TRARALGON POWER PTY LTD and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002

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(In thousands)

	Mission Victoria Partnership	Latrobe Power Partnership [8
ASSETS		
Cash and equivalents	\$55	\$7,
Receivables - net		25,
Fuel inventory		
Materials and supplies, at average cost		7,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		4,
Total current assets	55	44,
Nonutility property - net		1,126,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	25,953	
Investments in leveraged leases		
Other investments		
Total investment and other assets	25,953	1,126,
Utility plant, at original cost: Transmission and distribution Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
Total utility plant		
Regulatory assets - net		
Other deferred charges		3,
Total deferred charges		3,
Total assets	\$26,008	\$1,174,

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MEC INTERNATIONAL B.V.
 TRARALGON POWER PTY LTD and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Traralgon Power Pty Ltd	Consolidating Adjustments
<hr/>		
ASSETS		
<hr/>		
Cash and equivalents		
Receivables - net		(\$20,
Fuel inventory		
Materials and supplies, at average cost		(2,
Accumulated deferred income taxes - net		
Trading and price risk management assets		
Prepayments and other current assets		
<hr/>		
Total current assets		(23,
<hr/>		
Nonutility property - net		(528,
Nuclear decommissioning trusts		
Investments in partnerships and unconsolidated subsidiaries	\$12,620	(40,
Investments in leveraged leases		
Other investments		
<hr/>		
Total investment and other assets	12,620	(568,
<hr/>		
Utility plant, at original cost:		
Transmission and distribution		
Generation		
Accumulated provision for depreciation and decommissioning		
Construction work in progress		
Nuclear fuel, at amortized cost		
<hr/>		
Total utility plant		
<hr/>		
Regulatory assets - net		
Other deferred charges		
<hr/>		
Total deferred charges		
<hr/>		
Total assets	\$12,620	(\$591,

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MEC INTERNATIONAL B.V.
 TRARALGON POWER PTY LTD and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Mission Victoria Partnership	Latrobe Power Partnership [8
LIABILITIES AND SHAREHOLDERS' EQUITY		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$1,781)	(\$12,
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		623,
Total current liabilities	(1,781)	610,
Long-term debt		347,
Accumulated deferred income taxes - net	(9)	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		254,
Total deferred credits and other liabilities	(9)	254,
Minority Interest		
Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

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Total preferred securities of subsidiaries

Common stock	(60,223)	(60,
Accumulated other comprehensive income (loss)	(49,754)	(53,
Retained earnings	137,775	75,
<hr/>		
Total common shareholders' equity	27,798	(38,
<hr/>		
Total liabilities and shareholders' equity	\$26,008	\$1,174,
<hr/>		

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MEC INTERNATIONAL B.V.
 TRARALGON POWER PTY LTD and Subsidiaries [Tier 7]
 Consolidating Balance Sheet
 December 31, 2002
 (In thousands)

	Traralgon Power Pty Ltd	Consolidating Adjustments
<hr/>		
LIABILITIES AND SHAREHOLDERS' EQUITY		
<hr/>		
Short-term debt		
Long-term debt due within one year		
Preferred stock to be redeemed within one year		
Accounts payable	(\$3,089)	
Accrued taxes		
Trading and price risk management liabilities		
Other current liabilities		(\$614,
<hr/>		
Total current liabilities	(3,089)	(614,
<hr/>		
Long-term debt		
<hr/>		
Accumulated deferred income taxes - net	2,965	
Accumulated deferred investment tax credits		
Customer advances and other deferred credits		
Power-purchase contracts		
Accumulated provision for pension and benefits		
Other long-term liabilities		
<hr/>		

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Total deferred credits and other liabilities	2,965	

Minority Interest		11,

Preferred stock of utility:		
Not subject to mandatory redemption		
Subject to mandatory redemption		
Company-obligated mandatorily redeemable securities of subsidiaries holding solely parent company debentures		
Other preferred securities		

Total preferred securities of subsidiaries		

Common stock		120,
Accumulated other comprehensive income (loss)	(7,079)	105,
Retained earnings	19,823	(214,

Total common shareholders' equity	12,744	11,

Total liabilities and shareholders' equity	\$12,620	(\$591,
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MEC INTERNATIONAL B.V.
 TRARALGON POWER PTY LTD and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Mission Victoria Partnership	Latrobe Power Partnership
Electric utility		
Nonutility power generation	\$27,683	\$8
Financial services and other		

Total operating revenue	27,683	8

Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		

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Other operation and maintenance		1
Depreciation, decommissioning and amortization		1
Property and other taxes		
Net gain on sale of utility plant		

Total operating expenses		3

Operating income (loss)	27,683	5
Interest and dividend income	2	(2)
Other nonoperating income		
Interest expense - net of amounts capitalized		
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		

Income (loss) from continuing operations before taxes	27,685	2
Income taxes (benefit)		

Income (loss) from continuing operations	27,685	2
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		

Net income (loss)	27,685	2

Retained earnings - beginning of year	110,090	4
Dividends declared on common stock		
Dividends declared on preferred stock		

Retained earnings - end of year	\$137,775	\$7
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MEC INTERNATIONAL B.V.
 TRARALGON POWER PTY LTD and Subsidiaries [Tier 7]
 Consolidating Statements of Income and Retained Earnings
 For the Year Ended December 31, 2002
 (In thousands)

	Traralgon Power Pty Ltd	Consolidatin Adjustments

Electric utility		
Nonutility power generation	\$12,926	(\$4

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Financial services and other

Total operating revenue	12,926	(4)
Fuel		
Purchased power		
Provisions for regulatory adjustment clauses - net		
Other operation and maintenance	735	
Depreciation, decommissioning and amortization		
Property and other taxes		
Net gain on sale of utility plant		
Total operating expenses	735	
Operating income (loss)	12,191	(4)
Interest and dividend income	81	
Other nonoperating income		
Interest expense - net of amounts capitalized		(1)
Other nonoperating deductions		
Dividends on preferred securities		
Dividends on utility preferred stock		
Income (loss) from continuing operations before taxes	12,272	(5)
Income taxes (benefit)	3,437	
Income (loss) from continuing operations	8,835	(5)
Loss from discontinued operations		
Income taxes (benefit) on discontinued operations		
Net income (loss)	8,835	(5)
Retained earnings - beginning of year	10,988	(15)
Dividends declared on common stock		
Dividends declared on preferred stock		
Retained earnings - end of year	\$19,823	(\$21)

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MEC INTERNATIONAL B.V.
Equity Investments
December 31, 2002
(In thousands)

Name of Entity:

CBK Power Company
Lt.

Derwent Cogeneration
Limited

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Equity Interest:

Assets	\$234,343	\$24,564
Revenues	\$25,664	\$13,884
Net Income (Loss)	\$18,408	\$1,372

Nature/Purpose of Business:

To own and operate a 728 MW hydroelectric power plant in the Philippines

To own and operate a 214 MW gas-fired, combined cycle cogeneration facility in the United Kingdom.

Ownership Interest(s)

49% LP by EME Caliraya B.V.

33% by Mission Energy Company (UK) Limited

1% GP by EME Kayalaan B.V.

Name of Entity:

ISAB Energy s.r.l.

P.T. Adaro Indonesia

Equity Interest:

Assets	\$495,946
Revenues	\$197,005
Net Income (Loss)	\$39,963

Nature/Purpose of Business:

To own and operate a 518 MW cogeneration facility located in Sicily, Italy

Fuel supplier for P.T. Paiton Energy Company located in Indonesia

Ownership Interest(s)

49% by MEC Priolo B.V.

8.17% MEC Indo Coal B.V.

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MEC INTERNATIONAL B.V.
Equity Investments

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December 31, 2002

(In thousands)

Name of Entity:	San Pascual Cogeneration Company (Philippines) Ltd.	Tri Energy Company Limited
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Equity Interest:

Assets	\$100,152
Revenues	\$46,485
Net Income (Loss)	\$6,2938

Nature/Purpose of Business:

To own and operate a 700
MW combined cycle
cogeneration facility
located in Thailand.

Ownership Interest(s)

25% by EME Tri Gen B.V.

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