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November 3, 2011

Ms. Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
P. O. Box 3265
Harrisburg, Pennsylvania 17105-3265

**Re: Cash Pool 3rd Quarter 2011 – Duquesne Light Company
Docket No. G-00051141**

Dear Secretary Chiavetta:

Enclosed for filing are the original and four copies of Duquesne Light Company's report for the Third Quarter of 2011 on the use of funds borrowed from the Cash Pool pursuant to the Commission's Order issued March 2, 2007 in the above referenced case.

Sincerely,

Gary A. Jack

Enclosures

cc: Bureau of Fixed Utility Services

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Intercompany Activity Detail

Pool: CAPLOANS - DQE Capital Corp. Intercompany Loan
Company: DQEINC - Duquesne Light Holdings, Inc.

Date	Opening Balance	Cash Contributions	Cash Drawn	Adjustments	Net Daily Change	Outstanding Balance	Daily Interest Expense / Income	Interest Rate
07/01/2011	-208,264,938.77	7,600,000.00	0.00	0.00	7,600,000.00	-200,664,938.77	-7,999.01	0.0143505
07/02/2011	-200,664,938.77	0.00	0.00	0.00	0.00	-200,664,938.77	-7,999.01	0.0143505
07/03/2011	-200,664,938.77	0.00	0.00	0.00	0.00	-200,664,938.77	-7,999.01	0.0143505
07/04/2011	-200,664,938.77	0.00	0.00	0.00	0.00	-200,664,938.77	-7,999.01	0.0143505
07/05/2011	-200,664,938.77	0.00	0.00	↔ 0.00	0.00	-200,664,938.77	-7,999.01	0.0143505
07/06/2011	-200,664,938.77	0.00	100,000.00 (2)	0.00	-100,000.00	-200,764,938.77	-8,002.99	0.0143505
07/07/2011	-200,764,938.77	0.00	0.00	0.00	0.00	-200,764,938.77	-8,002.99	0.0143505
07/08/2011	-200,764,938.77	0.00	0.00	0.00	0.00	-200,764,938.77	-8,002.99	0.0143505
07/09/2011	-200,764,938.77	0.00	0.00	0.00	0.00	-200,764,938.77	-8,002.99	0.0143505
07/10/2011	-200,764,938.77	0.00	0.00	0.00	0.00	-200,764,938.77	-8,002.99	0.0143505
07/11/2011	-200,764,938.77	0.00	0.00	0.00	0.00	-200,764,938.77	-8,002.99	0.0143505
07/12/2011	-200,764,938.77	0.00	0.00	0.00	0.00	-200,764,938.77	-8,002.99	0.0143505
07/13/2011	-200,764,938.77	0.00	100,000.00 (2)	0.00	-100,000.00	-200,864,938.77	-8,006.98	0.0143505
07/14/2011	-200,864,938.77	0.00	1,200,000.00 (2)	0.00	-1,200,000.00	-202,064,938.77	-8,054.81	0.0143505
07/15/2011	-202,064,938.77	0.00	200,000.00 (2)	0.00	-200,000.00	-202,264,938.77	-8,062.79	0.0143505
07/16/2011	-202,264,938.77	0.00	0.00	0.00	0.00	-202,264,938.77	-8,062.79	0.0143505
07/17/2011	-202,264,938.77	0.00	0.00	0.00	0.00	-202,264,938.77	-8,062.79	0.0143505
07/18/2011	-202,264,938.77	0.00	300,000.00 (2)	0.00	-300,000.00	-202,564,938.77	-8,074.74	0.0143505
07/19/2011	-202,564,938.77	0.00	0.00	0.00	0.00	-202,564,938.77	-8,074.74	0.0143505
07/20/2011	-202,564,938.77	0.00	0.00	0.00	0.00	-202,564,938.77	-8,074.74	0.0143505
07/21/2011	-202,564,938.77	0.00	0.00	0.00	0.00	-202,564,938.77	-8,074.74	0.0143505
07/22/2011	-202,564,938.77	0.00	0.00	0.00	0.00	-202,564,938.77	-8,074.74	0.0143505
07/23/2011	-202,564,938.77	0.00	0.00	0.00	0.00	-202,564,938.77	-8,074.74	0.0143505
07/24/2011	-202,564,938.77	0.00	0.00	0.00	0.00	-202,564,938.77	-8,074.74	0.0143505
07/25/2011	-202,564,938.77	0.00	0.00	0.00	0.00	-202,564,938.77	-8,074.74	0.0143505
07/26/2011	-202,564,938.77	0.00	0.00	0.00	0.00	-202,564,938.77	-8,074.74	0.0143505
07/27/2011	-202,564,938.77	0.00	0.00	0.00	0.00	-202,564,938.77	-8,074.74	0.0143505
07/28/2011	-202,564,938.77	0.00	0.00	0.00	0.00	-202,564,938.77	-8,074.74	0.0143505
07/29/2011	-202,564,938.77	700,000.00	0.00	0.00	700,000.00	-201,864,938.77	-8,046.84	0.0143505
07/30/2011	-201,864,938.77	0.00	0.00	0.00	0.00	-201,864,938.77	-8,046.84	0.0143505
07/31/2011	-201,864,938.77	0.00	0.00	0.00	0.00	-201,864,938.77	-8,046.84	0.0143505
Total:		8,300,000.00	1,900,000.00	0.00	6,400,000.00	-201,864,938.77	-249,228.80	
Average:		267,741.94	61,290.32	0.00		-201,684,293.61	-8,039.64	0.0143505
Closing Balance Plus Interest						-202,114,167.57		

Footnotes:

- (1) Debt Service / Payoff
- (2) General Corporate Purposes - includes check clearings, payroll and payroll taxes, intercompany settlements and other miscellaneous payments.
- (3) Loan to Duquesne Keystone
- (4) Loan to Duquesne Conemaugh
- (5) Loan to Duquesne Power LLC
- (6) Dividend
- (7) Federal Tax Payment
- (8) Loan to Duquesne Light Energy LLC
- (9) Short-term Loan to Duquesne Light Company through intercompany facility approved by Docket Number G-2008-2060987 & Amendment Approval Docket Number G-2009-2148505

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Intercompany Activity Detail

Pool: CAPLOANS - DQE Capital Corp. Intercompany Loan
Company: DQEINC - Duquesne Light Holdings, Inc.

Date	Opening Balance	Cash Contributions	Cash Drawn	Adjustments	Net Daily Change	Outstanding Balance	Daily Interest Expense / Income	Interest Rate
08/01/2011	-201,864,938.77	0.00	100,000.00 (2)	0.00	-100,000.00	-201,964,938.77	-8,090.15	0.0144206
08/02/2011	-201,964,938.77	0.00	0.00	0.00	0.00	-201,964,938.77	-8,090.15	0.0144206
08/03/2011	-201,964,938.77	0.00	0.00	0.00	0.00	-201,964,938.77	-8,090.15	0.0144206
08/04/2011	-201,964,938.77	0.00	200,000.00 (2)	0.00	-200,000.00	-202,164,938.77	-8,098.17	0.0144206
08/05/2011	-202,164,938.77	0.00	0.00	0.00	0.00	-202,164,938.77	-8,098.17	0.0144206
08/06/2011	-202,164,938.77	0.00	0.00	0.00	0.00	-202,164,938.77	-8,098.17	0.0144206
08/07/2011	-202,164,938.77	0.00	0.00	0.00	0.00	-202,164,938.77	-8,098.17	0.0144206
08/08/2011	-202,164,938.77	0.00	0.00	0.00	0.00	-202,164,938.77	-8,098.17	0.0144206
08/09/2011	-202,164,938.77	0.00	0.00	0.00	0.00	-202,164,938.77	-8,098.17	0.0144206
08/10/2011	-202,164,938.77	0.00	0.00	0.00	0.00	-202,164,938.77	-8,098.17	0.0144206
08/11/2011	-202,164,938.77	0.00	0.00	0.00	0.00	-202,164,938.77	-8,098.17	0.0144206
08/12/2011	-202,164,938.77	1,000,000.00	0.00	0.00	1,000,000.00	-201,164,938.77	-8,058.11	0.0144206
08/13/2011	-201,164,938.77	0.00	0.00	0.00	0.00	-201,164,938.77	-8,058.11	0.0144206
08/14/2011	-201,164,938.77	0.00	0.00	0.00	0.00	-201,164,938.77	-8,058.11	0.0144206
08/15/2011	-201,164,938.77	0.00	9,400,000.00 (1)	0.00	-9,400,000.00	-210,564,938.77	-8,434.65	0.0144206
08/16/2011	-210,564,938.77	0.00	0.00	0.00	0.00	-210,564,938.77	-8,434.65	0.0144206
08/17/2011	-210,564,938.77	0.00	0.00	0.00	0.00	-210,564,938.77	-8,434.65	0.0144206
08/18/2011	-210,564,938.77	0.00	100,000.00 (2)	0.00	-100,000.00	-210,664,938.77	-8,438.65	0.0144206
08/19/2011	-210,664,938.77	0.00	0.00	0.00	0.00	-210,664,938.77	-8,438.65	0.0144206
08/20/2011	-210,664,938.77	0.00	0.00	0.00	0.00	-210,664,938.77	-8,438.65	0.0144206
08/21/2011	-210,664,938.77	0.00	0.00	0.00	0.00	-210,664,938.77	-8,438.65	0.0144206
08/22/2011	-210,664,938.77	0.00	0.00	0.00	0.00	-210,664,938.77	-8,438.65	0.0144206
08/23/2011	-210,664,938.77	5,000,000.00	0.00	0.00	5,000,000.00	-205,664,938.77	-8,238.37	0.0144206
08/24/2011	-205,664,938.77	0.00	0.00	0.00	0.00	-205,664,938.77	-8,238.37	0.0144206
08/25/2011	-205,664,938.77	0.00	0.00	0.00	0.00	-205,664,938.77	-8,238.37	0.0144206
08/26/2011	-205,664,938.77	0.00	0.00	0.00	0.00	-205,664,938.77	-8,238.37	0.0144206
08/27/2011	-205,664,938.77	0.00	0.00	0.00	0.00	-205,664,938.77	-8,238.37	0.0144206
08/28/2011	-205,664,938.77	0.00	0.00	0.00	0.00	-205,664,938.77	-8,238.37	0.0144206
08/29/2011	-205,664,938.77	0.00	0.00	0.00	0.00	-205,664,938.77	-8,238.37	0.0144206
08/30/2011	-205,664,938.77	0.00	100,000.00 (1)	0.00	-100,000.00	-205,764,938.77	-8,242.37	0.0144206
08/31/2011	-205,764,938.77	0.00	4,400,000.00 (1)	0.00	-4,400,000.00	-210,164,938.77	-8,418.62	0.0144206
Total:		6,000,000.00	14,300,000.00	0.00	-8,300,000.00	-210,164,938.77	-255,056.92	
Average:		193,548.39	461,290.32	0.00		-205,397,196.83	-8,227.64	
Closing Balance Plus Interest						-210,419,995.69		

Footnotes:

- (1) Debt Service / Payoff
- (2) General Corporate Purposes - includes check clearings, payroll and payroll taxes, intercompany settlements and other miscellaneous payments.
- (3) Loan to Duquesne Keystone
- (4) Loan to Duquesne Conemaugh
- (5) Loan to Duquesne Power LLC
- (6) Dividend
- (7) Federal Tax Payment
- (8) Loan to Duquesne Light Energy LLC
- (9) Short-term Loan to Duquesne Light Company through intercompany facility approved by Docket Number G-2008-2060987 & Amendment Approval Docket Number G-2009-2148505

Intercompany Activity Detail

Pool: CAPLOANS - DQE Capital Corp. Intercompany Loan
Company: DQEINC - Duquesne Light Holdings, Inc.

Date	Opening Balance	Cash Contributions	Cash Drawn	Adjustments	Net Daily Change	Outstanding Balance	Daily Interest Expense / Income	Interest Rate
09/01/2011	-210,164,938.77	0.00	500,000.00 (2)	0.00	-500,000.00	-210,664,938.77	-8,610.93	0.014715
09/02/2011	-210,664,938.77	0.00	0.00	0.00	0.00	-210,664,938.77	-8,610.93	0.014715
09/03/2011	-210,664,938.77	0.00	0.00	0.00	0.00	-210,664,938.77	-8,610.93	0.014715
09/04/2011	-210,664,938.77	0.00	0.00	0.00	0.00	-210,664,938.77	-8,610.93	0.014715
09/05/2011	-210,664,938.77	0.00	0.00	0.00	0.00	-210,664,938.77	-8,610.93	0.014715
09/06/2011	-210,664,938.77	0.00	0.00	0.00	0.00	-210,664,938.77	-8,610.93	0.014715
09/07/2011	-210,664,938.77	0.00	0.00	0.00	0.00	-210,664,938.77	-8,610.93	0.014715
09/08/2011	-210,664,938.77	0.00	0.00	0.00	0.00	-210,664,938.77	-8,610.93	0.014715
09/09/2011	-210,664,938.77	0.00	0.00	0.00	0.00	-210,664,938.77	-8,610.93	0.014715
09/10/2011	-210,664,938.77	0.00	0.00	0.00	0.00	-210,664,938.77	-8,610.93	0.014715
09/11/2011	-210,664,938.77	0.00	0.00	0.00	0.00	-210,664,938.77	-8,610.93	0.014715
09/12/2011	-210,664,938.77	900,000.00	0.00	0.00	900,000.00	-209,764,938.77	-8,574.14	0.014715
09/13/2011	-209,764,938.77	0.00	0.00	0.00	0.00	-209,764,938.77	-8,574.14	0.014715
09/14/2011	-209,764,938.77	0.00	0.00	0.00	0.00	-209,764,938.77	-8,574.14	0.014715
09/15/2011	-209,764,938.77	0.00	14,400,000.00 (1)	0.00	-14,400,000.00	-224,164,938.77	-9,162.74	0.014715
09/16/2011	-224,164,938.77	10,000,000.00	0.00	0.00	10,000,000.00	-214,164,938.77	-8,753.99	0.014715
09/17/2011	-214,164,938.77	0.00	0.00	0.00	0.00	-214,164,938.77	-8,753.99	0.014715
09/18/2011	-214,164,938.77	0.00	0.00	0.00	0.00	-214,164,938.77	-8,753.99	0.014715
09/19/2011	-214,164,938.77	0.00	0.00	0.00	0.00	-214,164,938.77	-8,753.99	0.014715
09/20/2011	-214,164,938.77	0.00	200,000.00 (2)	0.00	-200,000.00	-214,364,938.77	-8,762.17	0.014715
09/21/2011	-214,364,938.77	0.00	0.00	0.00	0.00	-214,364,938.77	-8,762.17	0.014715
09/22/2011	-214,364,938.77	0.00	0.00	0.00	0.00	-214,364,938.77	-8,762.17	0.014715
09/23/2011	-214,364,938.77	0.00	0.00	0.00	0.00	-214,364,938.77	-8,762.17	0.014715
09/24/2011	-214,364,938.77	0.00	0.00	0.00	0.00	-214,364,938.77	-8,762.17	0.014715
09/25/2011	-214,364,938.77	0.00	0.00	0.00	0.00	-214,364,938.77	-8,762.17	0.014715
09/26/2011	-214,364,938.77	0.00	0.00	0.00	0.00	-214,364,938.77	-8,762.17	0.014715
09/27/2011	-214,364,938.77	0.00	0.00	0.00	0.00	-214,364,938.77	-8,762.17	0.014715
09/28/2011	-214,364,938.77	0.00	0.00	0.00	0.00	-214,364,938.77	-8,762.17	0.014715
09/29/2011	-214,364,938.77	7,500,000.00	0.00	0.00	7,500,000.00	-206,864,938.77	-8,455.60	0.014715
09/30/2011	-206,864,938.77	0.00	500,000.00 (2)	0.00	-500,000.00	-207,364,938.77	-8,476.04	0.014715
Total:		18,400,000.00	15,600,000.00	0.00	2,800,000.00	0.00	-260,412.52	
Average:		613,333.33	520,000.00	0.00		-212,364,938.77	-8,680.42	0.014715
Closing Balance Plus Interest						-260,412.52		

Footnotes:

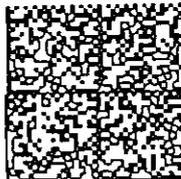
- (1) Debt Service / Payoff
- (2) General Corporate Purposes - includes check clearings, payroll and payroll taxes, intercompany settlements and other miscellaneous payments.
- (3) Loan to Duquesne Keystone
- (4) Loan to Duquesne Conemaugh
- (5) Loan to Duquesne Power LLC
- (6) Dividend
- (7) Federal Tax Payment
- (8) Loan to Duquesne Light Energy LLC
- (9) Short-term Loan to Duquesne Light Company through intercompany facility approved by Docket Number G-2008-2060987 & Amendment Approval Docket Number G-2009-2148505

Explanation of the Intercompany Activity Detail report:

- Column 1 – Date = Transaction date
- Column 2 – Opening Balance = Holdings Loan balance at start of day
- Column 3 – Cash Contributions = Holdings Loan paybacks to Capital Corp
- Column 4 – Cash Drawn = Holdings Loans from Capital Corp
- Column 5 – Foot Notes = See legend at bottom of report
- Column 6 – Adjustments = Corrections
- Column 7 – Net Daily Change = Net result of Daily transactions
- Column 8 – Outstanding Balance = Holdings Loan Balance at end of day
- Column 9 – Daily Interest Expense = Outstanding balance times daily interest rate
- Column 10 – Daily Interest Rate

Recap:

On July 1, 2011 Holdings' loan balance was \$208,264,938.77. During the quarter ended September 30, 2011 Holdings borrowed \$31,800,000.00 (total of Cash Drawn column) and made loan repayments of \$32,700,000.00 (total of Cash Contributions column). On September 30, 2011 Holdings' loan balance was \$207,364,938.77.



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\$0 1.680

11/07/2011

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411 7th Avenue
Mail Drop 16-4
Pittsburgh, PA 15219

Return Service Requested

Ms. Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
P.O. Box 3265
Harrisburg, PA 17105-3265

 **Duquesne Light**
Our Energy...Your Power