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Vernon J. Edwards
Manager, Regulatory Affairs

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October 22, 2013

RECEIVED

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

OCT 22 2013

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

**Re: Cash Pool 3rd Quarter 2013 – Duquesne Light Company
Docket No. G-00051141**

Dear Secretary Chiavetta:

Enclosed for filing is Duquesne Light Company's report for the Third Quarter of 2013 on the use of funds borrowed from the Cash Pool by Duquesne Light Holdings pursuant to the Commission's Order entered November 9, 2006 as modified by that certain Order entered March 2, 2007 in the above referenced case.

Sincerely,

Vernon J. Edwards
Manager, Regulatory Affairs

Enclosures

cc: Bureau of Technical Utility Services

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
07/01/2013	-232,664,938.77	2,300,000.00	0.00	0.00	2,300,000.00	-230,364,938.77	-9,251.71	0.014458
07/02/2013	-230,364,938.77	0.00	0.00	0.00	0.00	-230,364,938.77	-9,251.71	0.014458
07/03/2013	-230,364,938.77	0.00	5,000,000.00 (1)	0.00	-5,000,000.00	-235,364,938.77	-9,452.52	0.014458
07/04/2013	-235,364,938.77	0.00	0.00	0.00	0.00	-235,364,938.77	-9,452.52	0.014458
07/05/2013	-235,364,938.77	200,000.00	0.00	0.00	200,000.00	-235,164,938.77	-9,444.49	0.014458
07/06/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,444.49	0.014458
07/07/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,444.49	0.014458
07/08/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,444.49	0.014458
07/09/2013	-235,164,938.77	0.00	500,000.00 (2)	0.00	-500,000.00	-235,664,938.77	-9,464.57	0.014458
07/10/2013	-235,664,938.77	700,000.00	0.00	0.00	700,000.00	-234,964,938.77	-9,436.45	0.014458
07/11/2013	-234,964,938.77	0.00	0.00	0.00	0.00	-234,964,938.77	-9,436.45	0.014458
07/12/2013	-234,964,938.77	0.00	100,000.00 (2)	0.00	-100,000.00	-235,064,938.77	-9,440.47	0.014458
07/13/2013	-235,064,938.77	0.00	0.00	0.00	0.00	-235,064,938.77	-9,440.47	0.014458
07/14/2013	-235,064,938.77	0.00	0.00	0.00	0.00	-235,064,938.77	-9,440.47	0.014458
07/15/2013	-235,064,938.77	300,000.00	100,000.00 (2)	0.00	200,000.00	-234,864,938.77	-9,432.44	0.014458
07/16/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/17/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/18/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/19/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/20/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/21/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/22/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/23/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/24/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/25/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/26/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/27/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/28/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/29/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/30/2013	-234,864,938.77	0.00	0.00	0.00	0.00	-234,864,938.77	-9,432.44	0.014458
07/31/2013	-234,864,938.77	0.00	300,000.00 (1)	0.00	-300,000.00	-235,164,938.77	-9,444.49	0.014458
Total:		3,500,000.00	6,000,000.00	0.00	-2,500,000.00	-235,164,938.77	-292,208.83	
Average:		112,903.23	193,548.39	0.00		-234,706,874.25	-9,426.09	0.01445800
Closing Balance Plus Interest						-235,457,147.60		

Footnotes:

- (1) Debt Service / Payoff - Third party.
- (2) General Corporate Purposes - includes check clearings, payroll and payroll taxes, intercompany settlements and other miscellaneous payments.

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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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
08/01/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,380.01	0.0143593
08/02/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,380.01	0.0143593
08/03/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,380.01	0.0143593
08/04/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,380.01	0.0143593
08/05/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,380.01	0.0143593
08/06/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,380.01	0.0143593
08/07/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,380.01	0.0143593
08/08/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,380.01	0.0143593
08/09/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,380.01	0.0143593
08/10/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,380.01	0.0143593
08/11/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,380.01	0.0143593
08/12/2013	-235,164,938.77	0.00	0.00	0.00	0.00	-235,164,938.77	-9,380.01	0.0143593
08/13/2013	-235,164,938.77	0.00	300,000.00 (2)	0.00	-300,000.00	-235,464,938.77	-9,391.98	0.0143593
08/14/2013	-235,464,938.77	0.00	0.00	0.00	0.00	-235,464,938.77	-9,391.98	0.0143593
08/15/2013	-235,464,938.77	1,000,000.00	0.00	0.00	1,000,000.00	-234,464,938.77	-9,352.09	0.0143593
08/16/2013	-234,464,938.77	0.00	0.00	0.00	0.00	-234,464,938.77	-9,352.09	0.0143593
08/17/2013	-234,464,938.77	0.00	0.00	0.00	0.00	-234,464,938.77	-9,352.09	0.0143593
08/18/2013	-234,464,938.77	0.00	0.00	0.00	0.00	-234,464,938.77	-9,352.09	0.0143593
08/19/2013	-234,464,938.77	0.00	0.00	0.00	0.00	-234,464,938.77	-9,352.09	0.0143593
08/20/2013	-234,464,938.77	0.00	0.00	0.00	0.00	-234,464,938.77	-9,352.09	0.0143593
08/21/2013	-234,464,938.77	0.00	0.00	0.00	0.00	-234,464,938.77	-9,352.09	0.0143593
08/22/2013	-234,464,938.77	0.00	0.00	0.00	0.00	-234,464,938.77	-9,352.09	0.0143593
08/23/2013	-234,464,938.77	0.00	0.00	0.00	0.00	-234,464,938.77	-9,352.09	0.0143593
08/24/2013	-234,464,938.77	0.00	0.00	0.00	0.00	-234,464,938.77	-9,352.09	0.0143593
08/25/2013	-234,464,938.77	0.00	0.00	0.00	0.00	-234,464,938.77	-9,352.09	0.0143593
08/26/2013	-234,464,938.77	0.00	0.00	0.00	0.00	-234,464,938.77	-9,352.09	0.0143593
08/27/2013	-234,464,938.77	0.00	0.00	0.00	0.00	-234,464,938.77	-9,352.09	0.0143593
08/28/2013	-234,464,938.77	0.00	0.00	0.00	0.00	-234,464,938.77	-9,352.09	0.0143593
08/29/2013	-234,464,938.77	0.00	0.00	0.00	0.00	-234,464,938.77	-9,352.09	0.0143593
08/30/2013	-234,464,938.77	1,600,000.00	0.00	0.00	1,600,000.00	-232,864,938.77	-9,288.27	0.0143593
08/31/2013	-232,864,938.77	0.00	0.00	0.00	0.00	-232,864,938.77	-9,288.27	0.0143593
Total:		2,600,000.00	300,000.00	0.00	2,300,000.00	-232,864,938.77	-290,201.97	
Average:		83,870.97	9,677.42	0.00		-234,697,196.83	-9,361.35	
Closing Balance Plus Interest						-233,155,140.74		

Footnotes:

(1) Debt Service / Payoff - Third party.

(2) General Corporate Purposes - includes check clearings, payroll and payroll taxes, intercompany settlements and other miscellaneous payments.

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
09/01/2013	-232,864,938.77	0.00	0.00	0.00	0.00	-232,864,938.77	-9,288.27	0.0143593
09/02/2013	-232,864,938.77	0.00	0.00	0.00	0.00	-232,864,938.77	-9,288.27	0.0143593
09/03/2013	-232,864,938.77	0.00	0.00	0.00	0.00	-232,864,938.77	-9,263.24	0.0143206
09/04/2013	-232,864,938.77	0.00	0.00	0.00	0.00	-232,864,938.77	-9,263.24	0.0143206
09/05/2013	-232,864,938.77	300,000.00	0.00	0.00	300,000.00	-232,564,938.77	-9,251.30	0.0143206
09/06/2013	-232,564,938.77	0.00	0.00	0.00	0.00	-232,564,938.77	-9,251.30	0.0143206
09/07/2013	-232,564,938.77	0.00	0.00	0.00	0.00	-232,564,938.77	-9,251.30	0.0143206
09/08/2013	-232,564,938.77	0.00	0.00	0.00	0.00	-232,564,938.77	-9,251.30	0.0143206
09/09/2013	-232,564,938.77	0.00	400,000.00 (2)	0.00	-400,000.00	-232,964,938.77	-9,267.22	0.0143206
09/10/2013	-232,964,938.77	0.00	100,000.00 (2)	0.00	-100,000.00	-233,064,938.77	-9,271.19	0.0143206
09/11/2013	-233,064,938.77	0.00	0.00	0.00	0.00	-233,064,938.77	-9,271.19	0.0143206
09/12/2013	-233,064,938.77	0.00	0.00	0.00	0.00	-233,064,938.77	-9,271.19	0.0143206
09/13/2013	-233,064,938.77	0.00	0.00	0.00	0.00	-233,064,938.77	-9,271.19	0.0143206
09/14/2013	-233,064,938.77	0.00	0.00	0.00	0.00	-233,064,938.77	-9,271.19	0.0143206
09/15/2013	-233,064,938.77	0.00	0.00	0.00	0.00	-233,064,938.77	-9,271.19	0.0143206
09/16/2013	-233,064,938.77	0.00	4,200,000.00 (1)	0.00	-4,200,000.00	-237,264,938.77	-9,438.27	0.0143206
09/17/2013	-237,264,938.77	0.00	0.00	0.00	0.00	-237,264,938.77	-9,438.27	0.0143206
09/18/2013	-237,264,938.77	0.00	0.00	0.00	0.00	-237,264,938.77	-9,438.27	0.0143206
09/19/2013	-237,264,938.77	0.00	0.00	0.00	0.00	-237,264,938.77	-9,438.27	0.0143206
09/20/2013	-237,264,938.77	0.00	0.00	0.00	0.00	-237,264,938.77	-9,438.27	0.0143206
09/21/2013	-237,264,938.77	0.00	0.00	0.00	0.00	-237,264,938.77	-9,438.27	0.0143206
09/22/2013	-237,264,938.77	0.00	0.00	0.00	0.00	-237,264,938.77	-9,438.27	0.0143206
09/23/2013	-237,264,938.77	0.00	0.00	0.00	0.00	-237,264,938.77	-9,438.27	0.0143206
09/24/2013	-237,264,938.77	0.00	0.00	0.00	0.00	-237,264,938.77	-9,438.27	0.0143206
09/25/2013	-237,264,938.77	40,000,000.00	0.00	0.00	40,000,000.00	-197,264,938.77	-7,847.09	0.0143206
09/26/2013	-197,264,938.77	0.00	25,000,000.00 (2)	0.00	-25,000,000.00	-222,264,938.77	-8,841.58	0.0143206
09/27/2013	-222,264,938.77	0.00	0.00	0.00	0.00	-222,264,938.77	-8,841.58	0.0143206
09/28/2013	-222,264,938.77	0.00	0.00	0.00	0.00	-222,264,938.77	-8,841.58	0.0143206
09/29/2013	-222,264,938.77	0.00	0.00	0.00	0.00	-222,264,938.77	-8,841.58	0.0143206
09/30/2013	-222,264,938.77	0.00	4,600,000.00 (1)	0.00	-4,600,000.00	-226,864,938.77	-9,024.56	0.0143206
Total:		40,300,000.00	34,300,000.00	0.00	6,000,000.00	-226,864,938.77	-276,184.98	
Average:		1,343,333.33	1,143,333.33	0.00		-231,388,272.10	-9,206.17	0.01432318
Closing Balance Plus Interest						-227,141,123.75		

Footnotes:

(1) Debt Service / Payoff - Third party.

(2) General Corporate Purposes - includes check clearings, payroll and payroll taxes, intercompany settlements and other miscellaneous payments.

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 including footnotes – see legend at bottom of report

Column 5 – Adjustments = Corrections

Column 6 – Net Daily Change = Net result of Daily transactions

Column 7 – Outstanding Balance = Holdings Loan Balance at end of day

Column 8 – Daily Interest Expense = Outstanding balance times daily interest rate

Column 9 – Daily Interest Rate

Recap:

On June 30, 2013, Holdings' loan balance was \$232,664,938.77. During the quarter ended September 30, 2013 Holdings borrowed \$40,600,000.00 (total of Cash Drawn column) and made loan repayments of \$46,400,000.00 (total of Cash Contributions column). On September 30, 2013 Holdings' loan balance was \$226,864,938.77.

UPS Campusship: View/Print Label

1. **Ensure there are no other shipping or tracking labels attached to your package.** Select the Print button on the print dialog box that appears. Note: If your browser does not support this function select Print from the File menu to print the label.
2. **Fold the printed sheet containing the label at the line so that the entire shipping label is visible.** Place the label on a single side of the package and cover it completely with clear plastic shipping tape. Do not cover any seams or closures on the package with the label. Place the label in a UPS Shipping Pouch. If you do not have a pouch, affix the folded label using clear plastic shipping tape over the entire label.

3. GETTING YOUR SHIPMENT TO UPS

UPS locations include the UPS Store[®], UPS drop boxes, UPS customer centers, authorized retail outlets and UPS drivers. Schedule a same day or future day Pickup to have a UPS driver pickup all your Campusship packages.

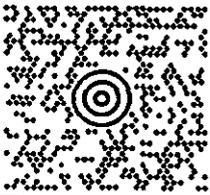
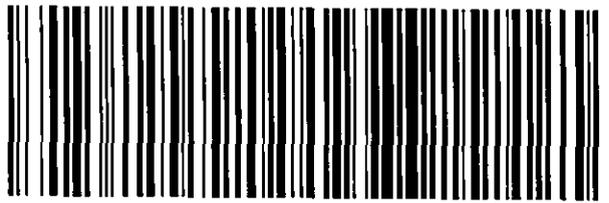
Hand the package to any UPS driver in your area.

Take your package to any location of The UPS Store[®], UPS Drop Box, UPS Customer Center, UPS Alliances (Office Depot[®] or Staples[®]) or Authorized Shipping Outlet near you. Items sent via UPS Return Services(SM) (including via Ground) are also accepted at Drop Boxes. To find the location nearest you, please visit the Resources area of Campusship and select: UPS Locations.

Customers with a Daily Pickup

Your driver will pickup your shipment(s) as usual.

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RIBEKA GARRITY DUQUESNE LIGHT 411 SEVENTH AVE PITTSBURGH PA 15219	0.0 LBS LTR	1 OF 1	
SHIP TO: ROSEMARY CHIAVETTA, SECRETARY 717-772-7777 PA PUBLIC UTILITY COMMISSION 2ND FLOOR - ROOM N201 400 NORTH STREET HARRISBURG PA 17120-0200			
	PA 171 9-20 		
UPS 2ND DAY AIR TRACKING #: 1Z A5V 025 NY 9002 1619		2	
			
BILLING: P/P ATTENTION UPS DRIVER: SHIPPER RELEASE			
Cost Center: 492 Reference # 2: 3Q Cash Pool Report			

CS 15.6.12. WNTIES0 45.0A 10/2013