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**David B. Bordo**  
Vice President, Strategy & External Affairs

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October 30, 2014

**RECEIVED**

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

**OCT 30 2014**

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Re: Duquesne Light Company  
3<sup>rd</sup> Quarter 2014 Cash Pool Report – Docket No. G-00051141

Dear Secretary Chiavetta:

Enclosed for filing is Duquesne Light Company's report for the Third Quarter of 2014 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.

If you have any questions regarding the information contained in this filing, please contact Ribeka Garrity at 412-393-6099 or [rgarrity@duqlight.com](mailto:rgarrity@duqlight.com).

Sincerely,

David B. Bordo  
Vice President, Strategy & External Affairs

Enclosures

cc: Bureau of Technical Utility Services

## Quarterly PUC Report

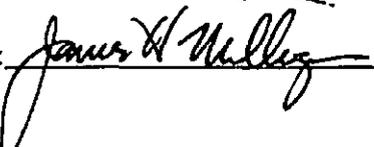
### Explanation of the Intercompany Activity Detail report:

- 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 July 1, 2014, Holdings' loan balance was \$237,964,938.77. During the quarter ended September 30, 2014 Holdings borrowed \$79,200,000.00 (total of Cash Drawn column) and made loan repayments of \$84,900,000.00 (total of Cash Contributions column). On September 30, 2014 Holdings' loan balance was \$232,264,938.77.

Prepared:  Date: 10/3/14

Reviewed:  Date: 10/3/14

Date Report Emailed to Regulatory Affairs Group: 10/7/14

### 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
07/01/2014	-237,964,938.77	2,300,000.00	0.00	0.00	2,300,000.00	-235,664,938.77	-9,198.79	0.014052
07/02/2014	-235,664,938.77	0.00	0.00	0.00	0.00	-235,664,938.77	-9,198.79	0.014052
07/03/2014	-235,664,938.77	0.00	0.00	0.00	0.00	-235,664,938.77	-9,198.79	0.014052
07/04/2014	-235,664,938.77	0.00	0.00	0.00	0.00	-235,664,938.77	-9,198.79	0.014052
07/05/2014	-235,664,938.77	0.00	0.00	0.00	0.00	-235,664,938.77	-9,198.79	0.014052
07/06/2014	-235,664,938.77	0.00	0.00	0.00	0.00	-235,664,938.77	-9,198.79	0.014052
07/07/2014	-235,664,938.77	0.00	0.00	0.00	0.00	-235,664,938.77	-9,198.79	0.014052
07/08/2014	-235,664,938.77	200,000.00	0.00	0.00	200,000.00	-235,464,938.77	-9,190.98	0.014052
07/09/2014	-235,464,938.77	500,000.00	0.00	0.00	500,000.00	-234,964,938.77	-9,171.46	0.014052
07/10/2014	-234,964,938.77	0.00	0.00	0.00	0.00	-234,964,938.77	-9,171.46	0.014052
07/11/2014	-234,964,938.77	5,000,000.00	0.00	0.00	5,000,000.00	-229,964,938.77	-8,976.30	0.014052
07/12/2014	-229,964,938.77	0.00	0.00	0.00	0.00	-229,964,938.77	-8,976.30	0.014052
07/13/2014	-229,964,938.77	0.00	0.00	0.00	0.00	-229,964,938.77	-8,976.30	0.014052
07/14/2014	-229,964,938.77	0.00	0.00	0.00	0.00	-229,964,938.77	-8,976.30	0.014052
07/15/2014	-229,964,938.77	0.00	0.00	0.00	0.00	-229,964,938.77	-8,976.30	0.014052
07/16/2014	-229,964,938.77	300,000.00	0.00	0.00	300,000.00	-229,664,938.77	-8,964.59	0.014052
07/17/2014	-229,664,938.77	0.00	0.00	0.00	0.00	-229,664,938.77	-8,964.59	0.014052
07/18/2014	-229,664,938.77	0.00	0.00	0.00	0.00	-229,664,938.77	-8,964.59	0.014052
07/19/2014	-229,664,938.77	0.00	0.00	0.00	0.00	-229,664,938.77	-8,964.59	0.014052
07/20/2014	-229,664,938.77	0.00	0.00	0.00	0.00	-229,664,938.77	-8,964.59	0.014052
07/21/2014	-229,664,938.77	0.00	0.00	0.00	0.00	-229,664,938.77	-8,964.59	0.014052
07/22/2014	-229,664,938.77	0.00	0.00	0.00	0.00	-229,664,938.77	-8,964.59	0.014052
07/23/2014	-229,664,938.77	0.00	0.00	0.00	0.00	-229,664,938.77	-8,964.59	0.014052
07/24/2014	-229,664,938.77	0.00	0.00	0.00	0.00	-229,664,938.77	-8,964.59	0.014052
07/25/2014	-229,664,938.77	0.00	0.00	0.00	0.00	-229,664,938.77	-8,964.59	0.014052
07/26/2014	-229,664,938.77	0.00	0.00	0.00	0.00	-229,664,938.77	-8,964.59	0.014052
07/27/2014	-229,664,938.77	0.00	0.00	0.00	0.00	-229,664,938.77	-8,964.59	0.014052
07/28/2014	-229,664,938.77	0.00	100,000.00 (2)	0.00	-100,000.00	-229,764,938.77	-8,968.49	0.014052
07/29/2014	-229,764,938.77	0.00	0.00	0.00	0.00	-229,764,938.77	-8,968.49	0.014052
07/30/2014	-229,764,938.77	5,000,000.00	0.00	0.00	5,000,000.00	-224,764,938.77	-8,773.32	0.014052
07/31/2014	-224,764,938.77	0.00	5,500,000.00 (1)	0.00	-5,500,000.00	-230,264,938.77	-8,988.01	0.014052
<b>Total:</b>		<b>13,300,000.00</b>	<b>5,600,000.00</b>	<b>0.00</b>	<b>7,700,000.00</b>	<b>-230,264,938.77</b>	<b>-280,080.32</b>	
<b>Average:</b>		<b>429,032.26</b>	<b>180,645.16</b>	<b>0.00</b>		<b>-231,464,938.77</b>	<b>-9,034.85</b>	<b>0.01405200</b>
<b>Closing Balance Plus Interest</b>						<b>-230,545,019.09</b>		

**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
08/01/2014	-230,264,938.77	10,000,000.00	0.00	0.00	10,000,000.00	-220,264,938.77	-8,602.57	0.01406
08/02/2014	-220,264,938.77	0.00	0.00	0.00	0.00	-220,264,938.77	-8,602.57	0.01406
08/03/2014	-220,264,938.77	0.00	0.00	0.00	0.00	-220,264,938.77	-8,602.57	0.01406
08/04/2014	-220,264,938.77	0.00	10,000,000.00 (1)	0.00	-10,000,000.00	-230,264,938.77	-8,993.13	0.01406
08/05/2014	-230,264,938.77	0.00	0.00	0.00	0.00	-230,264,938.77	-8,993.13	0.01406
08/06/2014	-230,264,938.77	9,700,000.00	0.00	0.00	9,700,000.00	-220,564,938.77	-8,614.29	0.01406
08/07/2014	-220,564,938.77	0.00	9,700,000.00 (1)	0.00	-9,700,000.00	-230,264,938.77	-8,993.13	0.01406
08/08/2014	-230,264,938.77	5,000,000.00	0.00	0.00	5,000,000.00	-225,264,938.77	-8,797.85	0.01406
08/09/2014	-225,264,938.77	0.00	0.00	0.00	0.00	-225,264,938.77	-8,797.85	0.01406
08/10/2014	-225,264,938.77	0.00	0.00	0.00	0.00	-225,264,938.77	-8,797.85	0.01406
08/11/2014	-225,264,938.77	0.00	5,000,000.00 (1)	0.00	-5,000,000.00	-230,264,938.77	-8,993.13	0.01406
08/12/2014	-230,264,938.77	0.00	0.00	0.00	0.00	-230,264,938.77	-8,993.13	0.01406
08/13/2014	-230,264,938.77	5,000,000.00	0.00	0.00	5,000,000.00	-225,264,938.77	-8,797.85	0.01406
08/14/2014	-225,264,938.77	5,300,000.00	0.00	0.00	5,300,000.00	-219,964,938.77	-8,590.85	0.01406
08/15/2014	-219,964,938.77	0.00	9,300,000.00 (1)	0.00	-9,300,000.00	-229,264,938.77	-8,954.07	0.01406
08/16/2014	-229,264,938.77	0.00	0.00	0.00	0.00	-229,264,938.77	-8,954.07	0.01406
08/17/2014	-229,264,938.77	0.00	0.00	0.00	0.00	-229,264,938.77	-8,954.07	0.01406
08/18/2014	-229,264,938.77	0.00	0.00	0.00	0.00	-229,264,938.77	-8,954.07	0.01406
08/19/2014	-229,264,938.77	0.00	0.00	0.00	0.00	-229,264,938.77	-8,954.07	0.01406
08/20/2014	-229,264,938.77	0.00	0.00	0.00	0.00	-229,264,938.77	-8,954.07	0.01406
08/21/2014	-229,264,938.77	0.00	0.00	0.00	0.00	-229,264,938.77	-8,954.07	0.01406
08/22/2014	-229,264,938.77	0.00	0.00	0.00	0.00	-229,264,938.77	-8,954.07	0.01406
08/23/2014	-229,264,938.77	0.00	0.00	0.00	0.00	-229,264,938.77	-8,954.07	0.01406
08/24/2014	-229,264,938.77	0.00	0.00	0.00	0.00	-229,264,938.77	-8,954.07	0.01406
08/25/2014	-229,264,938.77	0.00	0.00	0.00	0.00	-229,264,938.77	-8,954.07	0.01406
08/26/2014	-229,264,938.77	0.00	0.00	0.00	0.00	-229,264,938.77	-8,954.07	0.01406
08/27/2014	-229,264,938.77	0.00	0.00	0.00	0.00	-229,264,938.77	-8,954.07	0.01406
08/28/2014	-229,264,938.77	0.00	0.00	0.00	0.00	-229,264,938.77	-8,954.07	0.01406
08/29/2014	-229,264,938.77	0.00	3,500,000.00 (1)	0.00	-3,500,000.00	-232,764,938.77	-9,090.76	0.01406
08/30/2014	-232,764,938.77	0.00	0.00	0.00	0.00	-232,764,938.77	-9,090.76	0.01406
08/31/2014	-232,764,938.77	0.00	0.00	0.00	0.00	-232,764,938.77	-9,090.76	0.01406
<b>Total:</b>		<b>35,000,000.00</b>	<b>37,500,000.00</b>	<b>0.00</b>	<b>-2,500,000.00</b>	<b>-232,764,938.77</b>	<b>-275,799.15</b>	
<b>Average:</b>		<b>1,129,032.26</b>	<b>1,209,677.42</b>	<b>0.00</b>		<b>-227,797,196.83</b>	<b>-8,896.75</b>	<b>0.01406000</b>
<b>Closing Balance Plus Interest</b>						<b>-233,040,737.92</b>		

**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
09/01/2014	-232,764,938.77	0.00	0.00	0.00	0.00	-232,764,938.77	-9,090.76	0.01406
09/02/2014	-232,764,938.77	0.00	0.00	0.00	0.00	-232,764,938.77	-9,094.00	0.014065
09/03/2014	-232,764,938.77	0.00	0.00	0.00	0.00	-232,764,938.77	-9,094.00	0.014065
09/04/2014	-232,764,938.77	0.00	0.00	0.00	0.00	-232,764,938.77	-9,094.00	0.014065
09/05/2014	-232,764,938.77	200,000.00	0.00	0.00	200,000.00	-232,564,938.77	-9,086.18	0.014065
09/06/2014	-232,564,938.77	0.00	0.00	0.00	0.00	-232,564,938.77	-9,086.18	0.014065
09/07/2014	-232,564,938.77	0.00	0.00	0.00	0.00	-232,564,938.77	-9,086.18	0.014065
09/08/2014	-232,564,938.77	0.00	200,000.00 (2)	0.00	-200,000.00	-232,764,938.77	-9,094.00	0.014065
09/09/2014	-232,764,938.77	0.00	0.00	0.00	0.00	-232,764,938.77	-9,094.00	0.014065
09/10/2014	-232,764,938.77	0.00	3,000,000.00 (2)	0.00	-3,000,000.00	-235,764,938.77	-9,211.21	0.014065
09/11/2014	-235,764,938.77	0.00	0.00	0.00	0.00	-235,764,938.77	-9,211.21	0.014065
09/12/2014	-235,764,938.77	25,000,000.00	0.00	0.00	25,000,000.00	-210,764,938.77	-8,234.47	0.014065
09/13/2014	-210,764,938.77	0.00	0.00	0.00	0.00	-210,764,938.77	-8,234.47	0.014065
09/14/2014	-210,764,938.77	0.00	0.00	0.00	0.00	-210,764,938.77	-8,234.47	0.014065
09/15/2014	-210,764,938.77	0.00	19,500,000.00 (1)	0.00	-19,500,000.00	-230,264,938.77	-8,996.32	0.014065
09/16/2014	-230,264,938.77	0.00	0.00	0.00	0.00	-230,264,938.77	-8,996.32	0.014065
09/17/2014	-230,264,938.77	0.00	0.00	0.00	0.00	-230,264,938.77	-8,996.32	0.014065
09/18/2014	-230,264,938.77	400,000.00	0.00	0.00	400,000.00	-229,864,938.77	-8,980.70	0.014065
09/19/2014	-229,864,938.77	0.00	0.00	0.00	0.00	-229,864,938.77	-8,980.70	0.014065
09/20/2014	-229,864,938.77	0.00	0.00	0.00	0.00	-229,864,938.77	-8,980.70	0.014065
09/21/2014	-229,864,938.77	0.00	0.00	0.00	0.00	-229,864,938.77	-8,980.70	0.014065
09/22/2014	-229,864,938.77	0.00	0.00	0.00	0.00	-229,864,938.77	-8,980.70	0.014065
09/23/2014	-229,864,938.77	0.00	0.00	0.00	0.00	-229,864,938.77	-8,980.70	0.014065
09/24/2014	-229,864,938.77	10,000,000.00	0.00	0.00	10,000,000.00	-219,864,938.77	-8,590.00	0.014065
09/25/2014	-219,864,938.77	0.00	12,500,000.00 (2)	0.00	-12,500,000.00	-232,364,938.77	-9,078.37	0.014065
09/26/2014	-232,364,938.77	0.00	0.00	0.00	0.00	-232,364,938.77	-9,078.37	0.014065
09/27/2014	-232,364,938.77	0.00	0.00	0.00	0.00	-232,364,938.77	-9,078.37	0.014065
09/28/2014	-232,364,938.77	0.00	0.00	0.00	0.00	-232,364,938.77	-9,078.37	0.014065
09/29/2014	-232,364,938.77	1,000,000.00	0.00	0.00	1,000,000.00	-231,364,938.77	-9,039.30	0.014065
09/30/2014	-231,364,938.77	0.00	900,000.00 (1)	0.00	-900,000.00	-232,264,938.77	-9,074.46	0.014065

<b>Total:</b>		<b>36,600,000.00</b>	<b>36,100,000.00</b>	<b>0.00</b>	<b>500,000.00</b>	<b>-232,264,938.77</b>	<b>-268,835.53</b>	
<b>Average:</b>		<b>1,220,000.00</b>	<b>1,203,333.33</b>	<b>0.00</b>		<b>-229,368,272.10</b>	<b>-8,961.18</b>	<b>0.014064833</b>
<b>Closing Balance Plus Interest</b>						<b>-232,533,774.30</b>		

**Footnotes:**

(1) Debt Service / Payoff - Third party.

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

Total Borrowings

79,200,000.00

Total Repayments

84,900,000.00

**UPS CampussShip: 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 CampussShip packages.

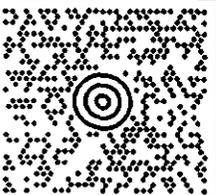
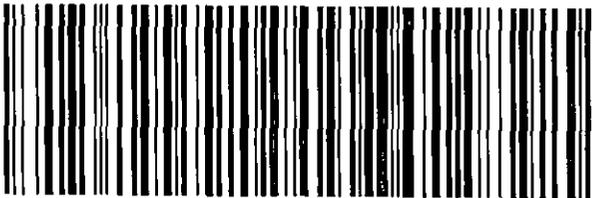
Hand the package to any UPS driver in your area.

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 CampussShip and select UPS Locations.

**Customers with a Daily Pickup**

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

FOLD HERE

RIBEKA GARRITY DUQUESNE LIGHT 411 SEVENTH AVE PITTSBURGH PA 15219		0.0 LBS LTR	1 OF 1
<b>SHIP TO:</b> ROSEMARY CHIAVETTA, SECRETARY 717-772-7777 PA PUBLIC UTILITY COMMISSION 2ND FLOOR - ROOM N201 400 NORTH STREET HARRISBURG PA 17120-0200			
	<b>PA 171 9-20</b> 		
<b>UPS NEXT DAY AIR SAVER</b>		<b>1P</b>	
TRACKING #: 1Z A5V 025 NW 9217 2135			
			
BILLING: P/P ATTENTION UPS DRIVER: SHIPPER RELEASE			
Cost Center: 492 Reference # 2: DLC Cash Pool & Choice Report			

**RECEIVED**

OCT 30 2014

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU