

DYNEGY INC.
Form 10-Q
May 02, 2013
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

ý QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 2013

o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number: 001-33443

DYNEGY INC.

(Exact name of registrant as specified in its charter)

State of

Incorporation

Delaware

I.R.S. Employer

Identification No.

20-5653152

601 Travis, Suite 1400

Houston, Texas

(Address of principal executive offices)

(713) 507-6400

(Registrant's telephone number, including area code)

77002

(Zip Code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes x No "

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes x No "

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

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Large accelerated filer

Non-accelerated filer

(Do not check if a smaller reporting company)

Accelerated filer

Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

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Indicate by check mark whether the registrant filed all documents and reports required to be filed by Sections 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court. Yes x No "

Indicate the number of shares outstanding of our class of common stock, as of the latest practicable date: Common stock, \$0.01 par value per share, 99,999,196 shares outstanding as of April 23, 2013.

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DEFINITIONS

Unless the context indicates otherwise, throughout this report, the terms “Dynergy,” “the Company,” “we,” “us,” “our,” and “our” are used to refer to Dynergy Inc. and its direct and indirect subsidiaries. Discussions or areas of this report that apply only to Dynergy, Legacy Dynergy or DH are clearly noted in such sections or areas and specific defined terms may be introduced for use only in those sections or areas. Further, as used in this Form 10-Q, the abbreviations contained herein have the meanings set forth below.

AEM	Ameren Energy Marketing Company
AER	Ameren Energy Resources Company, LLC
AERG	Ameren Energy Resources Generating Company
ARO	Asset retirement obligation
ASU	Accounting Standards Update
BTA	Best technology available
CAIR	Clean Air Interstate Rule
CAISO	The California Independent System Operator
CARB	California Air Resources Board
CCR	Coal Combustion Residuals
CEO	Chief Executive Officer
CFO	Chief Financial Officer
CFTC	U.S. Commodity Futures Trading Commission
CPUC	California Public Utility Commission
CRCG	Commodity Risk Control Group
CSAPR	Cross-State Air Pollution Rule
DCIH	Dynergy Coal Investments Holdings, LLC
DGIN	Dynergy Gas Investments, LLC
DH	Dynergy Holdings, LLC (formerly known as Dynergy Holdings Inc.)
DMG	Dynergy Midwest Generation, LLC
DMSLP	Dynergy Midstream Services L.P.
DPC	Dynergy Power, LLC
DYPM	Dynergy Power Marketing, LLC
EBITDA	Earnings before interest, taxes, depreciation and amortization
ELG	Effluent Limitation Guidelines
EMA	Energy Management Agency Services Agreement
EMT	Executive Management Team
EPA	Environmental Protection Agency
FASB	Financial Accounting Standards Board
FERC	Federal Energy Regulatory Commission
FTR	Financial Transmission Rights
GAAP	Generally Accepted Accounting Principles of the United States of America
GHG	Greenhouse Gas
IBEW	International Brotherhood of Electrical Workers
ICC	Illinois Commerce Commission
IMA	In-market asset availability
IPH	Illinois Power Holdings, LLC
IRS	Internal Revenue Service
ISO	Independent System Operator
ISO-NE	Independent System Operator New England
kW	Kilowatt
LC	Letter of Credit

LIBOR

London Interbank Offered Rate

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MISO	Midwest Independent Transmission System Operator, Inc.
MMBtu	One million British thermal units
MW	Megawatts
MWh	Megawatt hour
NM	Not Meaningful
NOL	Net operating loss
NPDES	National Pollutant Discharge Elimination System
NYISO	New York Independent System Operator
NYSE	New York Stock Exchange
PG&E	Pacific Gas and Electric Company
PJM	PJM Interconnection, LLC
PRIDE	Producing Results through Innovation by Dynegy Employees
RFO	Request for offer
RGGI	Regional Greenhouse Gas Initiative
RMR	Reliability Must Run
RPM	Reliability Pricing Model
RTO	Regional Transmission Organization
SCE	Southern California Edison
SEC	U.S. Securities and Exchange Commission
SO ₂	Sulfur dioxide
SPDES	State Pollutant Discharge Elimination System
VaR	Value at Risk
VLGC	Very Large Gas Carrier

Item 1—FINANCIAL STATEMENTS

DYNEGY INC.

CONDENSED CONSOLIDATED BALANCE SHEETS

(unaudited) (in millions)

	March 31, 2013	December 31, 2012
ASSETS		
Current Assets		
Cash and cash equivalents	\$304	\$348
Restricted cash	98	98
Accounts receivable	87	108
Accounts receivable, affiliates	1	1
Inventory	93	101
Assets from risk-management activities	36	13
Assets from risk-management activities, affiliates	3	4
Broker margin account	34	40
Intangible assets	223	271
Prepayments and other current assets	77	59
Total Current Assets	956	1,043
Property, Plant and Equipment	3,062	3,064
Accumulated depreciation	(74) (42
Property, Plant and Equipment, Net	2,988	3,022
Other Assets		
Restricted cash	224	237
Assets from risk-management activities	1	—
Intangible assets	51	71
Deferred income taxes	95	95
Other long-term assets	67	67
Total Assets	\$4,382	\$4,535

See the notes to condensed consolidated financial statements.

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DYNEGY INC.
 CONDENSED CONSOLIDATED BALANCE SHEETS
 (unaudited) (in millions, except share data)

	March 31, 2013	December 31, 2012
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Accounts payable	\$95	\$112
Accounts payable, affiliates	1	1
Accrued interest	1	—
Deferred income taxes	95	95
Accrued liabilities and other current liabilities	75	85
Liabilities from risk-management activities	73	25
Current portion of long-term debt	29	29
Total Current Liabilities	369	347
Long-term debt	1,353	1,386
Other Liabilities		
Liabilities from risk-management activities	43	42
Other long-term liabilities	254	257
Total Liabilities	\$2,019	\$2,032
Commitments and Contingencies (Note 13)		
Stockholders' Equity		
Common Stock, \$0.01 par value, 420,000,000 shares authorized and 99,999,196 shares issued and outstanding at March 31, 2013 and December 31, 2012, respectively	1	1
Additional paid-in capital	2,600	2,598
Accumulated other comprehensive loss, net of tax	11	11
Accumulated deficit	(249) (107)
Total Stockholders' Equity	\$2,363	\$2,503
Total Liabilities and Stockholders' Equity	\$4,382	\$4,535

See the notes to condensed consolidated financial statements.

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DYNEGY INC.
 CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
 (unaudited) (in millions)

	Successor Three Months Ended March 31, 2013	Predecessor Three Months Ended March 31, 2012
Revenues	\$ 318	\$ 268
Cost of sales	(284)	(180)
Gross margin, exclusive of depreciation shown separately below	34	88
Operating and maintenance expense, exclusive of depreciation shown separately below	(71)	(34)
Depreciation and amortization expense	(54)	(22)
Gain on sale of assets, net	1	—
General and administrative expense	(22)	(20)
Acquisition and integration costs	(3)	—
Operating income (loss)	(115)	12
Bankruptcy reorganization items, net	(1)	152
Interest expense	(28)	(31)
Impairment of Undertaking receivable, affiliate	—	(832)
Other income and expense, net	2	24
Loss from continuing operations before income taxes	(142)	(675)
Income tax benefit (Note 15)	—	6
Loss from continuing operations	(142)	(669)
Loss from discontinued operations, net of tax	—	(413)
Net loss	\$(142)	\$(1,082)
Loss Per Share (Note 17):		
Basic loss per share:		
Loss from continuing operations	\$(1.42)	N/A
Loss from discontinued operations	—	N/A
Basic loss per share	\$(1.42)	N/A
Diluted loss per share:		
Loss from continuing operations	\$(1.42)	N/A
Loss from discontinued operations	—	N/A
Diluted loss per share	\$(1.42)	N/A
Basic shares outstanding	100	N/A
Diluted shares outstanding	100	N/A

See the notes to condensed consolidated financial statements.

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DYNEGY INC.
 CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS
 (unaudited) (in millions)

	Successor Three Months Ended March 31, 2013		Predecessor Three Months Ended March 31, 2012	
Net loss	\$(142)	\$(1,082)
Amortization of unrecognized prior service cost and actuarial loss, net of tax	—		(1)
Other comprehensive loss, net of tax	\$—		\$(1)
Total comprehensive loss	\$(142)	\$(1,083)

See the notes to condensed consolidated financial statements.

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DYNEGY INC.
 CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
 (unaudited) (in millions)

	Successor Three Months Ended March 31, 2013	Predecessor Three Months Ended March 31, 2012
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$(142) \$(1,082
Adjustments to reconcile net loss to net cash flows from operating activities:	Annual	
Designation of delegates		
	Mgmt.	
	Yes	
	For	
	Yes	

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Grupo México, S.A.B. de C.V.	N/A	GMEXICO	N/A	04/30/2013	Annual	Presentation of 2012 Results and the Board of Directors' Report	Mgmt. Yes For Yes
Grupo México, S.A.B. de C.V.	N/A	GMEXICO	N/A	04/30/2013	Annual	Payment of a cash dividend	Mgmt. Yes For Yes
Grupo México, S.A.B. de C.V.	N/A	GMEXICO	N/A	04/30/2013	Annual	Appointment of the Board of Directors	Mgmt. Yes For Yes
Grupo México, S.A.B. de C.V.	N/A	GMEXICO	N/A	04/30/2013	Annual	Designation of members of the Company's Committees	Mgmt. Yes For Yes
Grupo México, S.A.B. de C.V.	N/A	GMEXICO	N/A	04/30/2013	Annual	Amount of the share buyback Fund	Mgmt. Yes For Yes
Grupo México, S.A.B. de C.V.	N/A	GMEXICO	N/A	04/30/2013	Annual	Designation of delegates	Mgmt. Yes For Yes
Grupo Herdez, S.A.B. de C.V.	N/A	HERDEZ	40050P109	03/21/2013	Ordinary	Approval of Nutrisa's shares acquisition	Mgmt. Yes For Yes
Grupo Herdez, S.A.B. de C.V.	N/A	HERDEZ	40050P109	03/21/2013	Ordinary	Approval of additional financing to carry out the acquisition	Mgmt. Yes For Yes
Grupo Herdez, S.A.B. de C.V.	N/A	HERDEZ	40050P109	03/21/2013	Ordinary	Approval of a Public Offering Acquisition of Nutrisa to delist it	Mgmt. Yes For Yes
Grupo Herdez, S.A.B. de C.V.	N/A	HERDEZ	40050P109	03/21/2013	Ordinary	Designation of delegates	Mgmt. Yes For Yes
Grupo Herdez, S.A.B. de C.V.	N/A	HERDEZ	40050P109	04/25/2013	Annual	Presentation of 2012 Results and the Board of Directors' Report	Mgmt. Yes For Yes

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Grupo Herdez, S.A.B. de C.V.	N/A	HERDEZ	40050P109	04/25/2013	Annual	Payment of a cash dividend	Mgmt. Yes For Yes
Grupo Herdez, S.A.B. de C.V.	N/A	HERDEZ	40050P109	04/25/2013	Annual	Appointment of the Board of Directors	Mgmt. Yes For Yes
Grupo Herdez, S.A.B. de C.V.	N/A	HERDEZ	40050P109	04/25/2013	Annual	Designation of members of the Company's Committees	Mgmt. Yes For Yes
Grupo Herdez, S.A.B. de C.V.	N/A	HERDEZ	40050P109	04/25/2013	Annual	Amount of the share buyback Fund	Mgmt. Yes For Yes
Grupo Herdez, S.A.B. de C.V.	N/A	HERDEZ	40050P109	04/25/2013	Annual	Designation of delegates	Mgmt. Yes For Yes
Coca-Cola Femsa, S.A.B. de C.V.	KOF	KOF	191241108	5/3/2013	Annual	Presentation of 2012 Results and the Board of Directors' Report	Mgmt. Yes For Yes
Coca-Cola Femsa, S.A.B. de C.V.	KOF	KOF	191241108	5/3/2013	Annual	Payment of a cash dividend	Mgmt. Yes For Yes
Coca-Cola Femsa, S.A.B. de C.V.	KOF	KOF	191241108	5/3/2013	Annual	Amount of the share buyback Fund	Mgmt. Yes For Yes
Coca-Cola Femsa, S.A.B. de C.V.	KOF	KOF	191241108	5/3/2013	Annual	Appointment of the Board of Directors	Mgmt. Yes For Yes
Coca-Cola Femsa, S.A.B. de C.V.	KOF	KOF	191241108	5/3/2013	Annual	Designation of members of the Company's Committees	Mgmt. Yes For Yes
Coca-Cola Femsa, S.A.B. de C.V.	KOF	KOF	191241108	5/3/2013	Annual	Designation of delegates	Mgmt. Yes For Yes
Coca-Cola Femsa, S.A.B. de C.V.	KOF	KOF	191241108	05/24/2013	Extraordinary	Approval of Fusion with Yoli	Mgmt. Yes For Yes

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C.V.																			
Coca-Cola Femsá, S.A.B. de C.V.	KOF	KOF	191241108	05/24/2013	Extraordinary	Issuance of new shares	Mgmt.	Yes	For	Yes									
Coca-Cola Femsá, S.A.B. de C.V.	KOF	KOF	191241108	05/24/2013	Extraordinary	Designation of delegates	Mgmt.	Yes	For	Yes									
Grupo Kuo, S.A.B. de C.V.	N/A	KUO	N/A	04/15/2013	Annual	Presentation of 2012 Results and the Board of Directors' Report	Mgmt.	Yes	For	Yes									
Grupo Kuo, S.A.B. de C.V.	N/A	KUO	N/A	04/15/2013	Annual	Reduction of capital in cash	Mgmt.	Yes	For	Yes									
Grupo Kuo, S.A.B. de C.V.	N/A	KUO	N/A	04/15/2013	Annual	Amount of the share buyback Fund	Mgmt.	Yes	For	Yes									
Grupo Kuo, S.A.B. de C.V.	N/A	KUO	N/A	04/15/2013	Annual	Appointment of the Board of Directors	Mgmt.	Yes	For	Yes									
Grupo Kuo, S.A.B. de C.V.	N/A	KUO	N/A	04/15/2013	Annual	Designation of members of the Company's Committees	Mgmt.	Yes	For	Yes									
Grupo Kuo, S.A.B. de C.V.	N/A	KUO	N/A	04/15/2013	Annual	Designation of delegates	Mgmt.	Yes	For	Yes									
Grupo Kuo, S.A.B. de C.V.	N/A	KUO	N/A	04/15/2013	Extraordinary	Presentation of 2012 Results and the Board of Directors' Report	Mgmt.	Yes	For	Yes									
Grupo Kuo, S.A.B. de C.V.	N/A	KUO	N/A	04/15/2013	Extraordinary	Reduction of capital in cash	Mgmt.	Yes	For	Yes									
Grupo Kuo, S.A.B. de C.V.	N/A	KUO	N/A	04/15/2013	Extraordinary	Amount of the share buyback Fund	Mgmt.	Yes	For	Yes									
Grupo Kuo, S.A.B. de C.V.	N/A	KUO	N/A	04/15/2013	Extraordinary		Mgmt.	Yes	For	Yes									

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Grupo Kuo, S.A.B. de C.V.						Appointment of the Board of Directors				
Grupo Kuo, S.A.B. de C.V.	N/A	KUO	N/A	04/15/2013	Extraordinary	Designation of members of the Company's Committees	Mgmt.	Yes	For	Yes
Grupo Kuo, S.A.B. de C.V.	N/A	KUO	N/A	04/15/2013	Extraordinary	Designation of delegates	Mgmt.	Yes	For	Yes
El Puerto de Liverpool, S.A.B. de C.V.	N/A	LIVEPOL	N/A	7/3/2013	Annual	Presentation of 2012 Results and the Board of Directors' Report	Mgmt.	Yes	For	Yes
El Puerto de Liverpool, S.A.B. de C.V.	N/A	LIVEPOL	N/A	7/3/2013	Annual	Payment of a cash dividend	Mgmt.	Yes	For	Yes
El Puerto de Liverpool, S.A.B. de C.V.	N/A	LIVEPOL	N/A	7/3/2013	Annual	Appointment of the Board of Directors	Mgmt.	Yes	For	Yes
El Puerto de Liverpool, S.A.B. de C.V.	N/A	LIVEPOL	N/A	7/3/2013	Annual	Designation of members of the Company's Committees	Mgmt.	Yes	For	Yes
El Puerto de Liverpool, S.A.B. de C.V.	N/A	LIVEPOL	N/A	7/3/2013	Annual	Amount of the share buyback Fund	Mgmt.	Yes	For	Yes
El Puerto de Liverpool, S.A.B. de C.V.	N/A	LIVEPOL	N/A	7/3/2013	Annual	Designation of delegates	Mgmt.	Yes	For	Yes
Mexichem, S.A.B. de C.V.	N/A	MEXCHEM	59284B108	04/26/2013	Annual	Presentation of 2012 Results and the Board of Directors' Report	Mgmt.	Yes	For	Yes

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Mexichem, S.A.B. de C.V.	N/A	MEXCHEM	59284B108	04/26/2013	Annual	Election of Directors	Mgmt. Yes For Yes
Mexichem, S.A.B. de C.V.	N/A	MEXCHEM	59284B108	04/26/2013	Annual	Designation of members of the Company's Committees	Mgmt. Yes For Yes
Mexichem, S.A.B. de C.V.	N/A	MEXCHEM	59284B108	04/26/2013	Annual	Amount of the share buyback Fund	Mgmt. Yes For Yes
Mexichem, S.A.B. de C.V.	N/A	MEXCHEM	59284B108	04/26/2013	Annual	Designation of delegates	Mgmt. Yes For Yes
Mexichem, S.A.B. de C.V.	N/A	MEXCHEM	59284B108	11/22/2012	Ordinary	Payment of a cash dividend	Mgmt. Yes For Yes
Mexichem, S.A.B. de C.V.	N/A	MEXCHEM	59284B108	11/22/2012	Ordinary	Designation of delegates	Mgmt. Yes For Yes
Ohl Mexico S.A.B. de C.V.	N/A	OHLMEX	N/A	04/29/2013	Annual	Presentation of 2012 Results and the Board of Directors' Report	Mgmt. Yes For Yes
Ohl Mexico S.A.B. de C.V.	N/A	OHLMEX	N/A	04/29/2013	Annual	Election of Directors	Mgmt. Yes For Yes
Ohl Mexico S.A.B. de C.V.	N/A	OHLMEX	N/A	04/29/2013	Annual	Designation of members of the Company's Committees	Mgmt. Yes For Yes
Ohl Mexico S.A.B. de C.V.	N/A	OHLMEX	N/A	04/29/2013	Annual	Amount of the share buyback Fund	Mgmt. Yes For Yes
Ohl Mexico S.A.B. de C.V.	N/A	OHLMEX	N/A	04/29/2013	Annual	Designation of delegates	Mgmt. Yes For Yes
Grupo Financiero Santander Mexico, S.A.B. de C.V.	N/A	SANMEX	N/A	04/18/2013	Annual	Presentation of 2012 Results and the Board of Directors' Report	Mgmt. Yes For Yes

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Grupo Financiero Santander Mexico, S.A.B. de C.V.	N/A	SANMEX	N/A	04/18/2013	Annual	Payment of a cash dividend	Mgmt. Yes For Yes
Grupo Financiero Santander Mexico, S.A.B. de C.V.	N/A	SANMEX	N/A	04/18/2013	Annual	Election of Directors	Mgmt. Yes For Yes
Grupo Financiero Santander Mexico, S.A.B. de C.V.	N/A	SANMEX	N/A	04/18/2013	Annual	Designation of members of the Company's Committees	Mgmt. Yes For Yes
Grupo Financiero Santander Mexico, S.A.B. de C.V.	N/A	SANMEX	N/A	04/18/2013	Annual	Amount of the share buyback Fund	Mgmt. Yes For Yes
Grupo Financiero Santander Mexico, S.A.B. de C.V.	N/A	SANMEX	N/A	04/18/2013	Annual	Designation of delegates	Mgmt. Yes For Yes
Grupo Financiero Santander Mexico, S.A.B. de C.V.	N/A	SANMEX	N/A	04/18/2013	Special	Election of Directors	Mgmt. Yes For Yes
Grupo Financiero Santander Mexico, S.A.B. de C.V.	N/A	SANMEX	N/A	04/18/2013	Special	Designation of delegates	Mgmt. Yes For Yes
The Bank of New York Mellon, S.A. , Inst. de Banca	N/A	TERRA	N/A	04/26/2013	Board S.	Payment of a cash CBF distribution	Mgmt. Yes For Yes

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Mult.

Grupo Televisa, S.A.B.	TV	TLEVISA	40049J206	2/4/2013	Annual	Presentation of 2012 Results and the Board of Directors' Report	Mgmt.	Yes	For	Yes
Grupo Televisa, S.A.B.	TV	TLEVISA	40049J206	2/4/2013	Annual	Payment of a cash dividend	Mgmt.	Yes	For	Yes
Grupo Televisa, S.A.B.	TV	TLEVISA	40049J206	2/4/2013	Annual	Election of Directors	Mgmt.	Yes	For	Yes
Grupo Televisa, S.A.B.	TV	TLEVISA	40049J206	2/4/2013	Annual	Designation of members of the Company's Committees	Mgmt.	Yes	For	Yes
Grupo Televisa, S.A.B.	TV	TLEVISA	40049J206	2/4/2013	Annual	Amount of the share buyback Fund	Mgmt.	Yes	For	Yes
Grupo Televisa, S.A.B.	TV	TLEVISA	40049J206	2/4/2013	Annual	Designation of delegates	Mgmt.	Yes	For	Yes
Grupo Televisa, S.A.B.	TV	TLEVISA	40049J206	2/4/2013	Special	Election of Directors	Mgmt.	Yes	For	Yes
Grupo Televisa, S.A.B.	TV	TLEVISA	40049J206	2/4/2013	Special	Designation of delegates	Mgmt.	Yes	For	Yes
Wal-mart de México, S.A.B. de C.V.	N/A	WALMEX	93114W107	03/14/2013	Extraordinary	Amendements in the Articles of Incorporation regarding capital	Mgmt.	Yes	For	Yes
Wal-mart de México, S.A.B. de C.V.	N/A	WALMEX	93114W107	03/14/2013	Extraordinary	Issuance of new shares	Mgmt.	Yes	For	Yes
Wal-mart de México, S.A.B. de C.V.	N/A	WALMEX	93114W107	03/14/2013	Extraordinary	Designation of delegates	Mgmt.	Yes	For	Yes
Wal-mart de México, S.A.B. de C.V.	N/A	WALMEX	93114W107	03/14/2013	Annual	Presentation of 2012 Results and the Board of Directors' Report	Mgmt.	Yes	For	Yes
Wal-mart de México, S.A.B. de C.V.	N/A	WALMEX	93114W107	03/14/2013	Annual	Amount of the share buyback Fund	Mgmt.	Yes	For	Yes

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Wal-mart de México, S.A.B. de C.V.	N/A	WALMEX	93114W107	03/14/2013	Annual	Cancellation of treasury shares	Mgmt. Yes For Yes
Wal-mart de México, S.A.B. de C.V.	N/A	WALMEX	93114W107	03/14/2013	Annual	Payment of a cash dividend	Mgmt. Yes For Yes
Wal-mart de México, S.A.B. de C.V.	N/A	WALMEX	93114W107	03/14/2013	Annual	Stock option plan for employees of the Company	Mgmt. Yes For Yes
Wal-mart de México, S.A.B. de C.V.	N/A	WALMEX	93114W107	03/14/2013	Annual	Election of Directors	Mgmt. Yes For Yes
Wal-mart de México, S.A.B. de C.V.	N/A	WALMEX	93114W107	03/14/2013	Annual	Designation of members of the Company's Committees	Mgmt. Yes For Yes
Wal-mart de México, S.A.B. de C.V.	N/A	WALMEX	93114W107	03/14/2013	Annual	Designation of delegates	Mgmt. Yes For Yes

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant)

THE MEXICO FUND, INC.

By (Signature and Title)

/s/ José Luis
Gómez Pimienta
José Luis Gómez Pimienta, President

Date: August 9, 2013