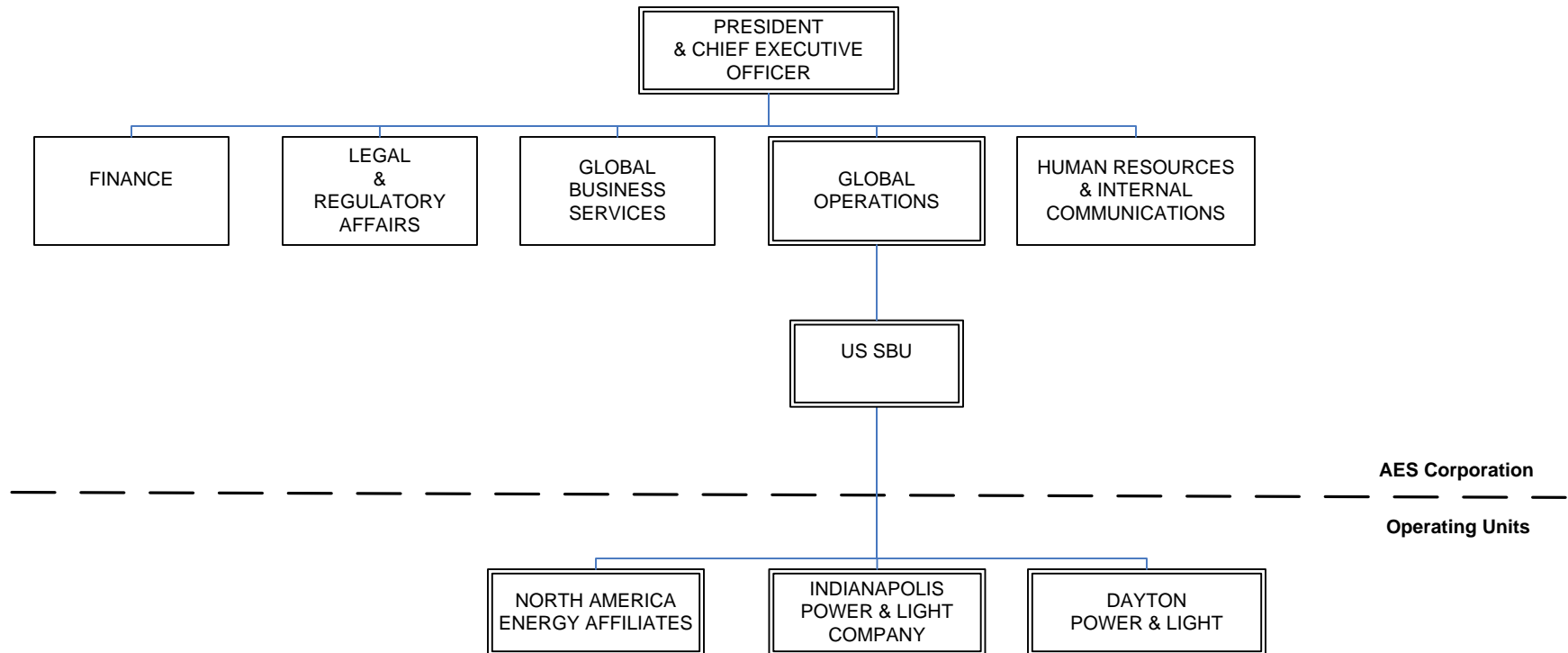




INDIANAPOLIS POWER & LIGHT COMPANY

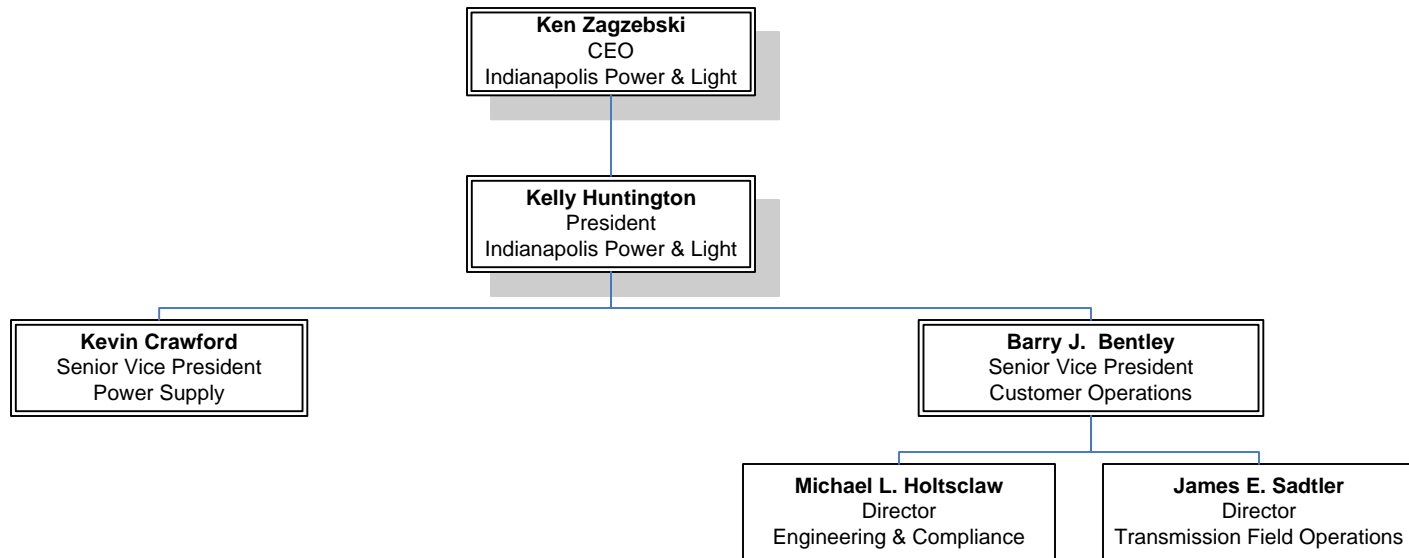
OVERVIEW OF THE AES CORPORATION PARENT OF INDIANAPOLIS POWER & LIGHT COMPANY



This is a partial organization chart of the AES Corporation. There are other groups that are not shown and are not involved in merchant power functions or transmission operations or reliability in the United States.



INDIANAPOLIS POWER & LIGHT COMPANY



This is a partial organization chart. There are other groups that report to the President and Vice Presidents that are not shown and are not involved in merchant power functions or transmission operations or reliability.

Indianapolis Power & Light Company

Senior Vice President, Power Supply – Responsible for directing the operations related to IPL’s generation fleet, fuel supply, and electricity marketing functions.

Senior Vice President, Customer Operations – Responsible for the operation, maintenance, and construction of the IPL transmission and distribution systems

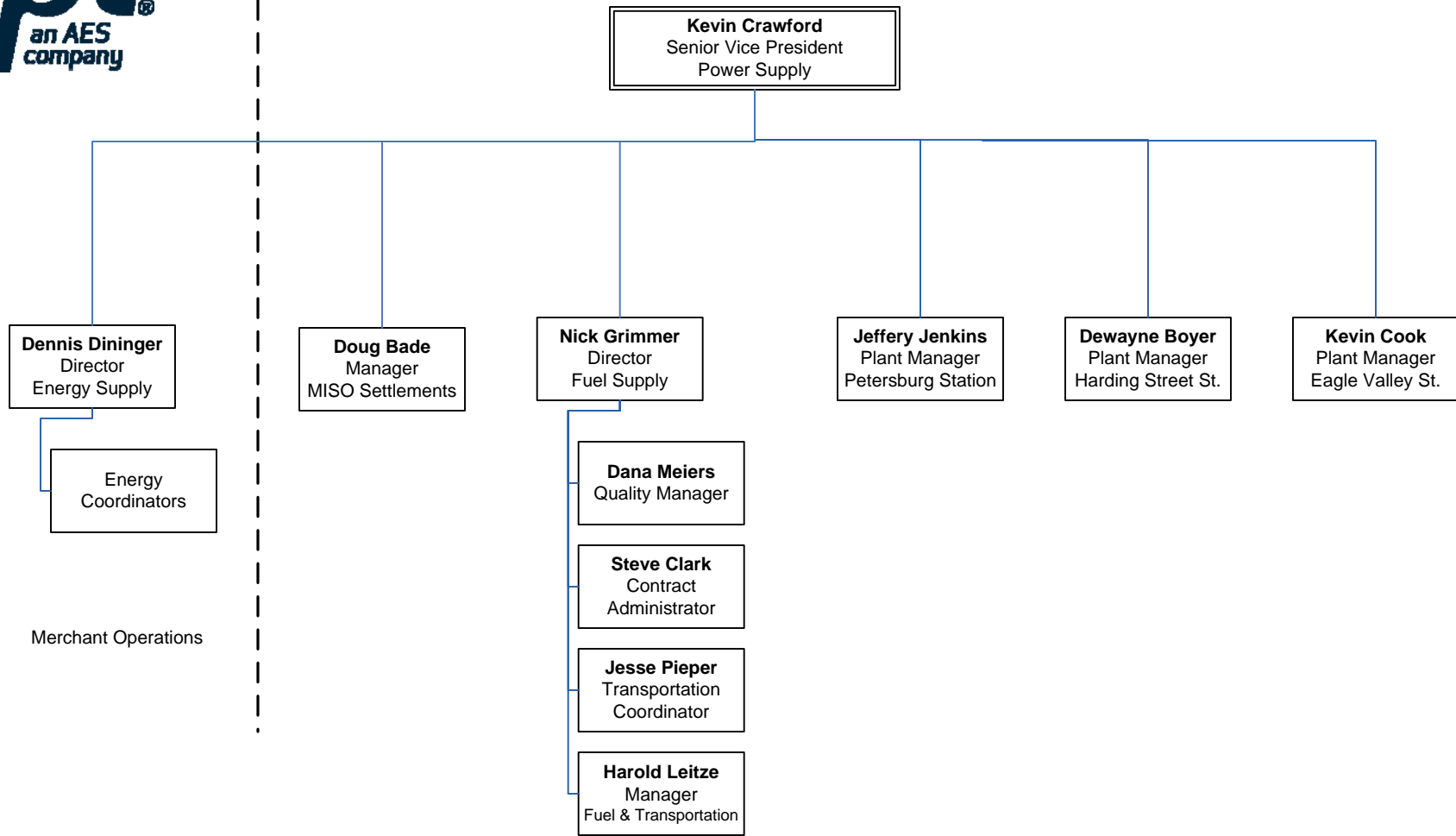
Director, Transmission Field Operations – Responsible for the planning and operation of the IPL transmission system

Director, Power Delivery Engineering & Compliance – Responsible for the engineering functions related to IPL transmission and distribution systems, and NERC compliance activities.



INDIANAPOLIS POWER & LIGHT COMPANY

POWER SUPPLY ORGANIZATION



Merchant Operations

Key

----- "Chinese Wall"

* Other Departments reporting to the VP Power Supply not engaged in Merchant functions are not shown

Power Supply Organization

Senior Vice President, Power Supply – Responsible for directing the operations related to IPL’s generation fleet, fuel supply, and electricity marketing functions.

Plant Manager, Petersburg Station – Manages the operation of the Petersburg Generating Station located in Petersburg, IN.

Plant Manager, Harding Street Station – Manages the operation of the Harding Street Generating Station located in Indianapolis, IN.

Plant Manager, Eagle Valley Station – Manages the operation of the Eagle Valley Generating Station located in Martinsville, IN.

Director, Energy Supply – Responsible for directing the operation of the wholesale merchant power function and fuel supply functions

Manager, MISO Settlements – Responsible for managing the settlement of invoices with the Midwest ISO for the Day 2 Energy Market.

Director, Fuel Supply – Responsible for fuel procurement and contracts associated with fuel purchases and transportation

Manager, Fuel & Transportation - Responsible for fuel procurement for IPL’s generating stations and the transportation of that fuel

Power Supply Group (Con't)

Contract Administrator – Responsible for managing fuel and transportation contracts

Quality Manager – Responsible for quality assurance testing of purchased fuels

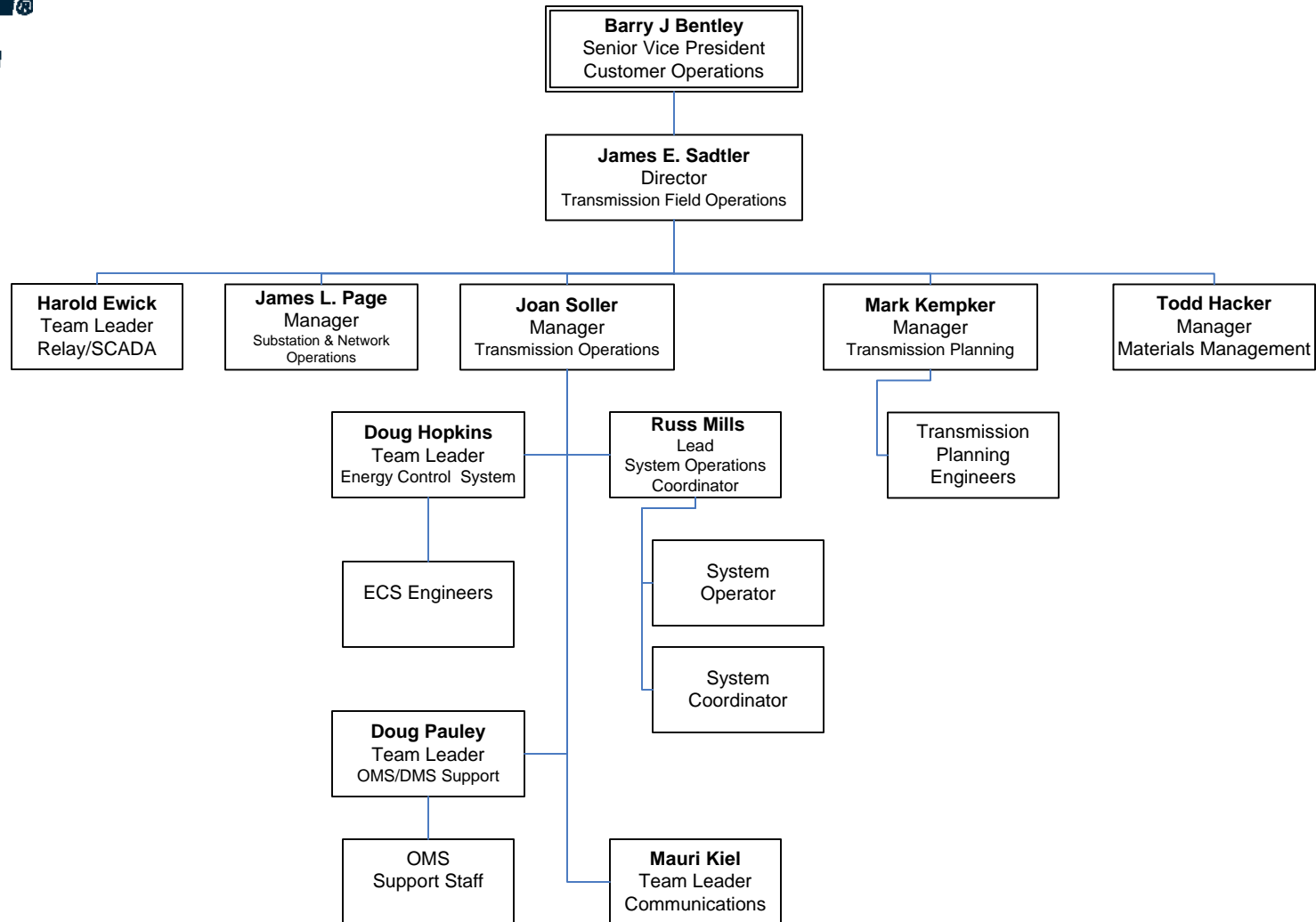
Energy Coordinators – Responsible for the dispatch of IPL's generators and the wholesale merchant power functions.

Transportation Coordinator – Responsible for arranging and scheduling railroad delivery of coal from the coal mines to IPL's plants.



INDIANAPOLIS POWER & LIGHT COMPANY

POWER DELIVERY TRANSMISSION FIELD OPERATIONS



* Other Departments reporting to the VP Customer Operations not engaged in Transmission / Reliability functions are not shown

Revised: June 24, 2013

Power Delivery Transmission Filed Operations Organization

Senior Vice President, Customer Operations – Responsible for the operation, maintenance, and construction of the IPL transmission and distribution systems

Director, Transmission Field Operations – Responsible for the planning and operation of the IPL transmission system

Manager, Transmission Operations – Responsible for the operation of the IPL transmission system.

Manager, Transmission Planning – Responsible for the short and long range planning of IPL's transmission system, coordination of planning studies with the Midwest ISO as well as the reliability analysis of the transmission system.

Team Leader, Energy Control System – Responsible for the operation and maintenance of IPL's Energy Control System used to monitor and control IPL's transmission system.

Team Leader, OMS/DMS Support - Responsible for the operation and maintenance of IPL's Outage Management System and the proposed Distribution Management System. These systems monitor and control IPL's distribution system and manage customer outage information. This group is also responsible for calculating reliability metrics.

Lead System Operations Coordinator – Responsible for the operation of IPL's Transmission Operations Control Center.

Team Leader, Relay / SCADA – Responsible for directing the personnel that design, construct, and maintain IPL's relay protection systems and the SCADA equipment located in the substations.

Manager, Substation & Network Operations – Responsible for directing the personnel that design, construct, and maintain IPL's secondary network system and construct and maintain IPL's transmission and distribution substations.

Power Delivery Transmission Field Operations Group (Con't)

Manager, Material Management – Responsible for IPL storeroom and stock material

Team Leader, Communications – Responsible for IPL's communications systems including fiber optic cables, copper communication cables, and microwave system, radio systems.

OMS Support Staff – Responsible for the operation and maintenance of IPL's Outage Management System for the Distribution System.

ECS Engineers – Responsible for working on IPL's Energy Control System, performing routine maintenance and responding to problems with the hardware or software.

System Coordinators – Responsible for overseeing the operation of IPL's bulk transmission system.

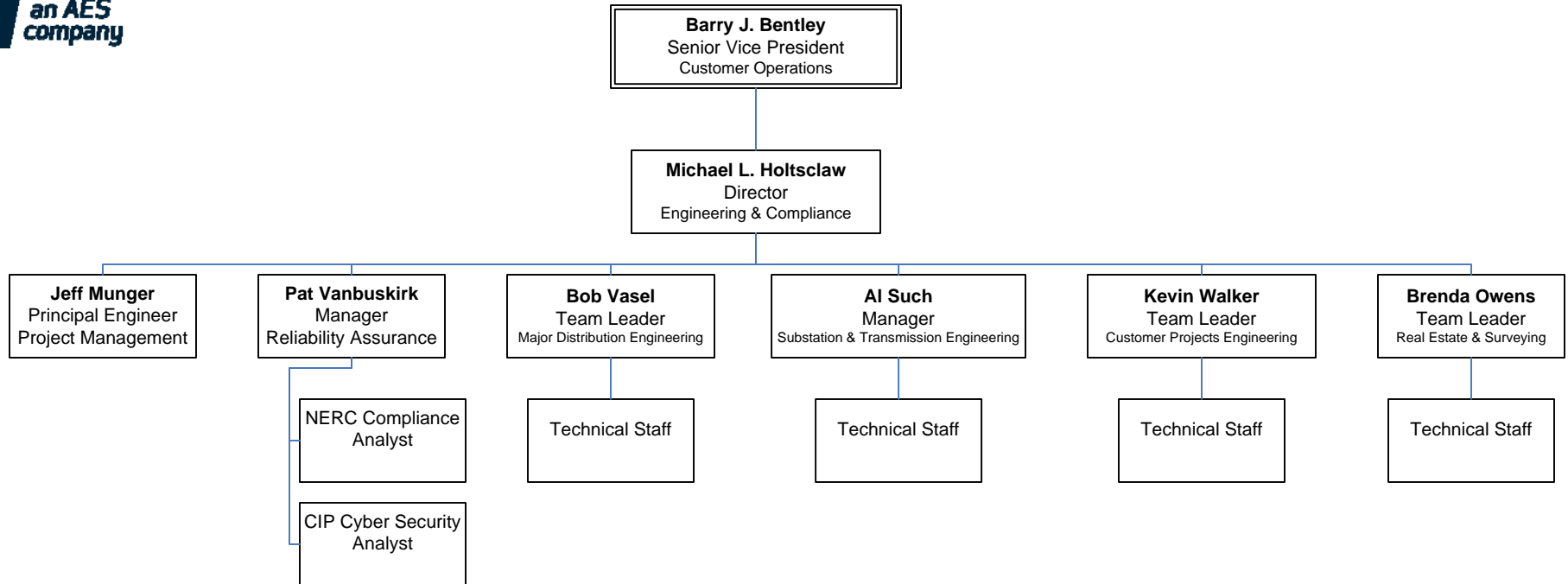
System Operators – Responsible for operating IPL's bulk transmission system under the direction of the System Coordinators.

Transmission Planning Engineer – Performs various system studies for the operation and expansion of IPL's bulk transmission system.



INDIANAPOLIS POWER & LIGHT COMPANY

POWER DELIVERY ENGINEERING



* Other Departments reporting to the VP Customer Operations not engaged in Transmission / Reliability functions are not shown

Power Delivery Engineering Organization

Senior Vice President, Customer Operations – Responsible for the operation, maintenance, and construction of the IPL transmission and distribution systems

Director, Power Delivery Engineering & Compliance – Responsible for the engineering functions related to IPL transmission and distribution systems, and NERC compliance activities.

Manager, NERC Compliance - Responsible for overseeing compliance with NERC Reliability Standards & NERC CIP Standards

Manager, Substation Engineering – Responsible for directing the personnel that design IPL’s transmission and distribution substations

Team Leader, Project Management – Responsible for overseeing project schedules and budgets for Power Delivery capital projects.

Team leader, Major Distribution Projects – Responsible for engineering design of distribution system improvements, and services for large commercial and industrial projects.

Team Leader, Customer Projects Engineering – Responsible for engineering design of services for residential, and small commercial and industrial projects.

Team Leader, Real Estate & Surveying – Responsible for property acquisition, easements, and permits for transmission and distribution projects.

Technical Staff – Technical support staff such as Engineers that design and oversee installation of transmission and distribution facilities.

NERC Compliance Administrator – Responsible for overseeing compliance with NERC Reliability Standards

Power Delivery Engineering Group (con't)

CIP Cyber Security Analyst – Responsible for overseeing compliance with the NERC CIP Standards