

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

_____)
In re:) Chapter 11
)
EDISON MISSION ENERGY, et al.,) Case No. [12-49219](#) (JPC)
)
Debtors.) (Jointly Administered)
_____)

DECLARATION OF MARK CLARKE IN SUPPORT OF CONFIRMATION OF THE DEBTORS' SECOND AMENDED JOINT CHAPTER 11 PLAN OF REORGANIZATION

I, Mark Clarke, declare as follows:


I am a vice president and controller of Edison International ("EIX"). At EIX, I am responsible for corporate financial accounting and reporting, SEC compliance, internal controls and technical accounting matters.

I am familiar with the settlement agreement between EIX, the Debtors, and other parties which was signed on February 19, 2014 (the "EIX Settlement Agreement.") Assuming that the Debtors' proposed amended plan of reorganization (the "Plan") is confirmed, the EIX Settlement Agreement requires EIX to assume certain of the Debtors' liabilities. EIX will assume, among other liabilities, the Debtors' and their subsidiaries' obligations to pay federal and state income taxes. If such liabilities are finally and fully established, EIX can pay them.

EIX is a publicly-traded, Fortune 500 company with a market capitalization exceeding \$16 billion. The book value of EIX's assets exceeds \$40 billion. EIX's annual revenue between 2010 and 2013 has ranged from \$10 billion to \$12.6 billion.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: March 7, 2014



Mark Clarke
Vice President and Controller
Edison International, Inc.