

DYNEGY INC.  
Form 8-K/A  
June 15, 2015

# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 8-K/A

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### CURRENT REPORT

### PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported)

**June 15, 2015 (April 2, 2015)**

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## DYNEGY INC.

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-33443**  
(Commission  
File Number)

**20-5653152**  
(I.R.S. Employer  
Identification No.)

**601 Travis, Suite 1400, Houston, Texas**

**77002**

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(Address of principal executive offices)

(Zip Code)

**(713) 507-6400**

(Registrant's telephone number, including area code)

**N.A.**

(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.01 Completion of Acquisition or Disposition of Assets.**

As previously disclosed, on April 2, 2015, Dynegy Inc. (the Company), through its wholly-owned subsidiary Dynegy Resources I, LLC (the Duke Purchaser), completed its acquisition of certain assets of Duke Energy Corporation (Duke Energy) consisting of 100% of the membership interests in certain subsidiaries of Duke Energy (the Duke Energy Acquisition). The transaction included Duke Energy and its subsidiaries including, Duke Energy SAM, LLC and Duke Energy Commercial Enterprises, Inc. On April 8, 2015, the Company filed a Current Report on Form 8-K (the Original Report) to report the completion of the Duke Energy Acquisition.

This amendment to the Original Report is being filed to provide the financial statements and pro forma financial information required by Items 9.01(a) and 9.01(b), respectively, of Form 8-K. This amendment makes no other amendments to the Original Report.

**Item 9.01 Financial Statements and Exhibits.**

(a) *Financial Statements of Business Acquired*

Attached hereto as exhibits 99.1 and incorporated by reference herein are the combined audited financial statements of Duke Energy as required by this item.

(b) *Pro Forma Financial Information*

Attached hereto as exhibit 99.2 and incorporated by reference herein is the unaudited condensed combined financial information reflecting the Duke Energy Acquisition as required by this item.

(d) **Exhibits:**

<b>Exhibit No.</b>	<b>Document</b>
99.1	Combined audited financial statements of the Midwest Generation Business of Duke Energy Corporation and its subsidiaries as of December 31, 2014 and 2013 and for each of the three years in the period ended December 31, 2014 (incorporated by reference to Exhibit 99.1 to the Company's Current Report on Form 8-K, filed on April 9, 2015)
99.2	Unaudited pro forma condensed combined financial information (incorporated by reference to Exhibit 99.2 to the Company's Current Report on Form 8-K, filed on June 15, 2015)



**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: June 15, 2015

**DYNEGY INC.**  
(Registrant)

By:

/s/ Catherine B. Callaway

Name:

Catherine B. Callaway

Title:

Executive Vice President, General Counsel and  
Chief Compliance Officer

**EXHIBIT INDEX**

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