



2010 Fourth Quarter And Year End Investor Call

February 18, 2011

Oncor Electric Delivery

Forward Looking Statements

This presentation contains forward-looking statements, which are subject to various risks and uncertainties. Discussion of risks and uncertainties that could cause actual results to differ materially from management's current projections, forecasts, estimates and expectations is contained in filings made by Oncor Electric Delivery Company LLC (Oncor) with the Securities and Exchange Commission (SEC). Specifically, Oncor makes reference to the section entitled "Risk Factors" in its annual and quarterly reports. In addition to the risks and uncertainties set forth in Oncor's SEC filings, the forward-looking statements in this presentation could be affected by, among other things: prevailing governmental policies and regulatory actions; legal and administrative proceedings and settlements; weather conditions and other natural phenomena; acts of sabotage, wars or terrorist activities; economic conditions, including the impact of a recessionary environment; unanticipated population growth or decline, or changes in market demand and demographic patterns; changes in business strategy, development plans or vendor relationships; unanticipated changes in interest rates or rates of inflation; unanticipated changes in operating expenses, liquidity needs and capital expenditures; inability of various counterparties to meet their financial obligations to Oncor, including failure of counterparties to perform under agreements; general industry trends; hazards customary to the industry and the possibility that Oncor may not have adequate insurance to cover losses resulting from such hazards; changes in technology used by and services offered by Oncor; significant changes in Oncor's relationship with its employees; changes in assumptions used to estimate costs of providing employee benefits, including pension and other post-retirement employee benefits, and future funding requirements related thereto; significant changes in critical accounting policies material to Oncor; commercial bank and financial market conditions, access to capital, the cost of such capital, and the results of financing and refinancing efforts, including availability of funds in the capital markets and the potential impact of continued disruptions in US credit markets; circumstances which may contribute to future impairment of goodwill, intangible or other long-lived assets; financial restrictions under Oncor's revolving credit facility and indentures governing its debt instruments; Oncor's ability to generate sufficient cash flow to make interest payments on its debt instruments; actions by credit rating agencies; and Oncor's ability to effectively execute its operational strategy. Any forward-looking statement speaks only as of the date on which it is made, and Oncor undertakes no obligation to update any forward-looking statement to reflect events or circumstances after the date on which it is made or to reflect the occurrence of unanticipated events.

Regulation G

This presentation includes certain non-GAAP financial measures. A reconciliation of these measures to the most directly comparable GAAP measures is included in this presentation, which is available on Oncor's website, www.oncor.com, under the 'News' tab in the Investor Information section, and also filed with the SEC.

4th Quarter and Year End 2010 Investor Call Agenda

- **Financial Overview**

David Davis

Chief Financial Officer

- **Operational Review**

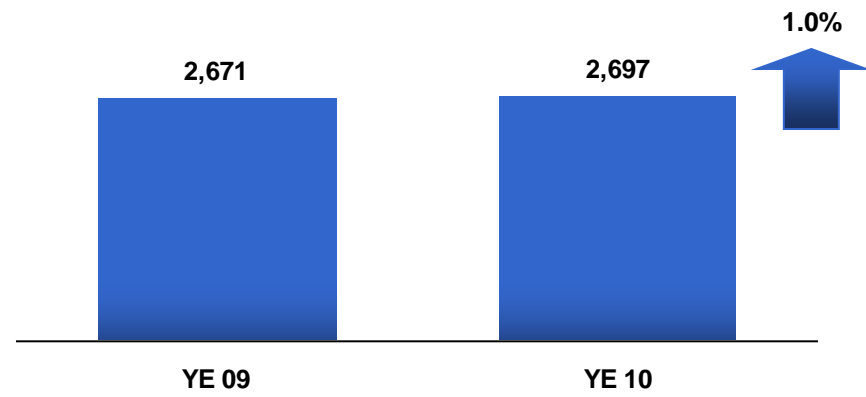
Bob Shapard

Chairman and CEO

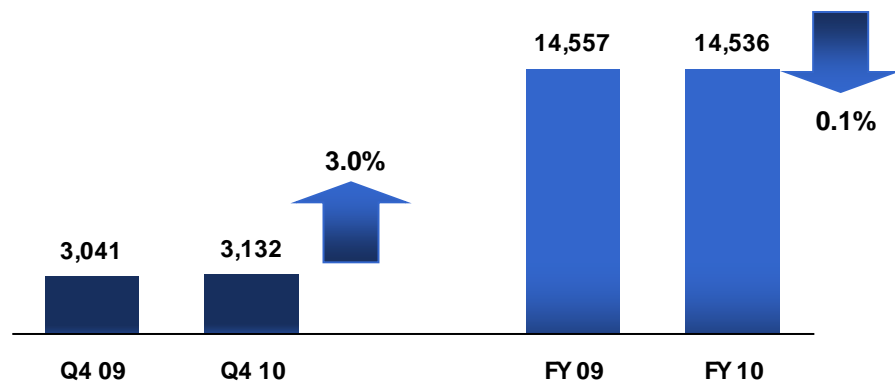
- **Q&A**

Weather And Premise Growth Drove '10 Residential Volumes

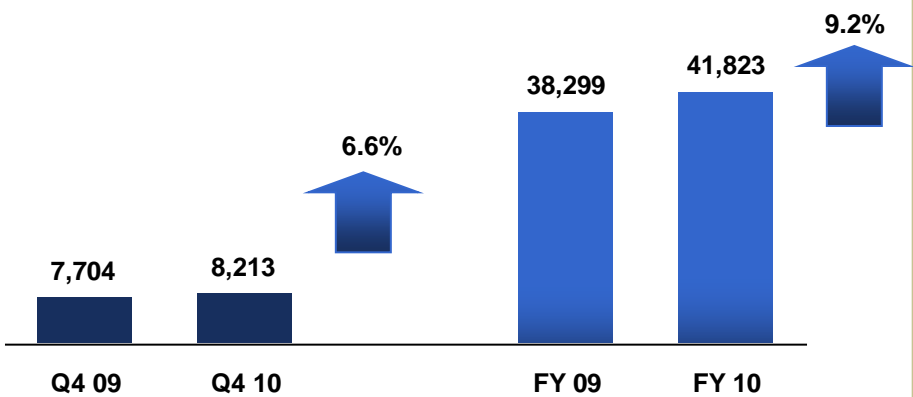
Residential Points of Delivery
YE 09 vs. YE 10; thousands of meters



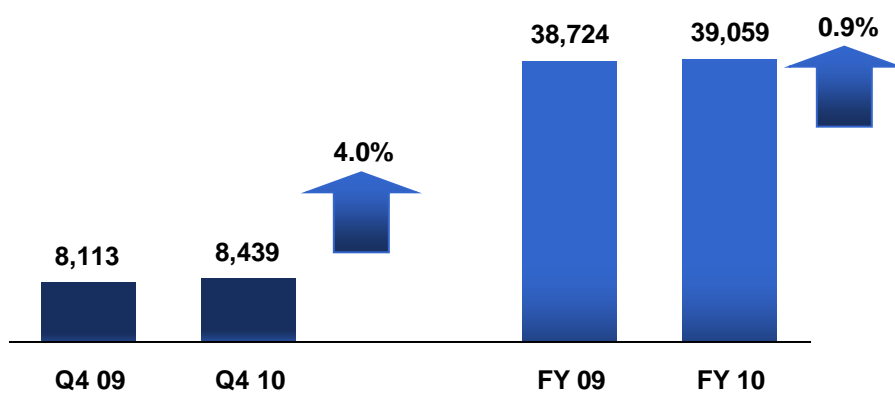
Avg KWH/Residential Premise, Weather Adj
Q4 09 vs. Q4 10 and FY 09 vs. FY 10



Residential GWH, Actual
Q4 09 vs. Q4 10 and FY 09 vs. FY 10

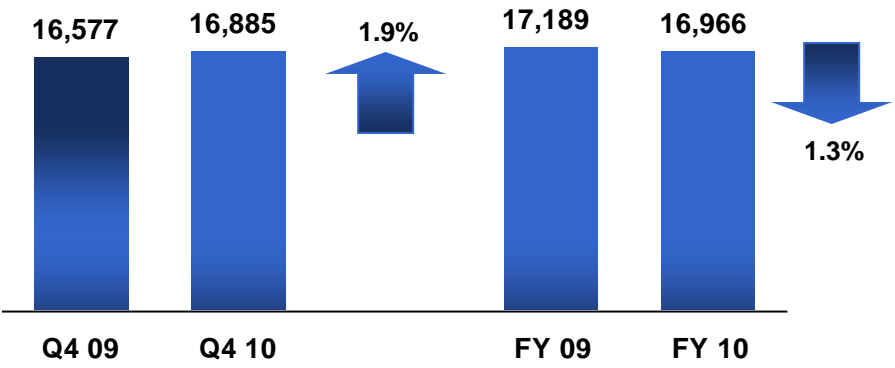


Residential GWH, Weather Adj
Q4 09 vs. Q4 10 and FY 09 vs. FY 10

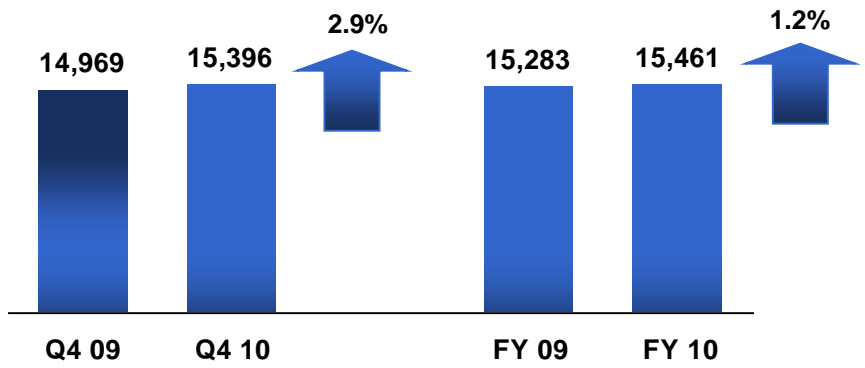


C&I Demand/Usage Showing Signs Of Recovery In Q4 09

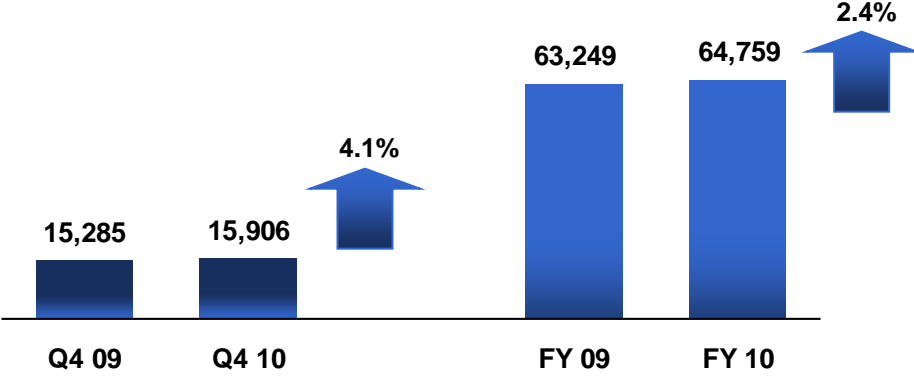
**Large C&I Billed MW Demand (Avg)
Q4 09 vs. Q4 10 and FY 09 vs. FY 10**



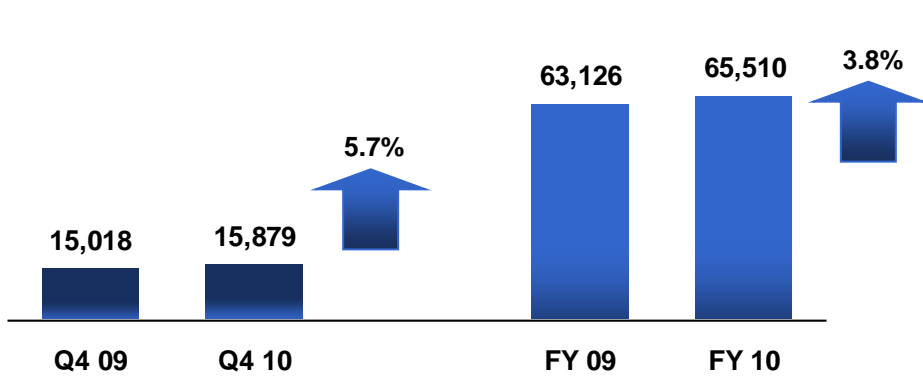
**Large C&I Actual MW Demand (Avg)
Q4 09 vs. Q4 10 and FY 09 vs. FY 10**



**Large C&I GWH, Weather Adj
Q4 09 vs. Q4 10 and FY 09 vs. FY 10**

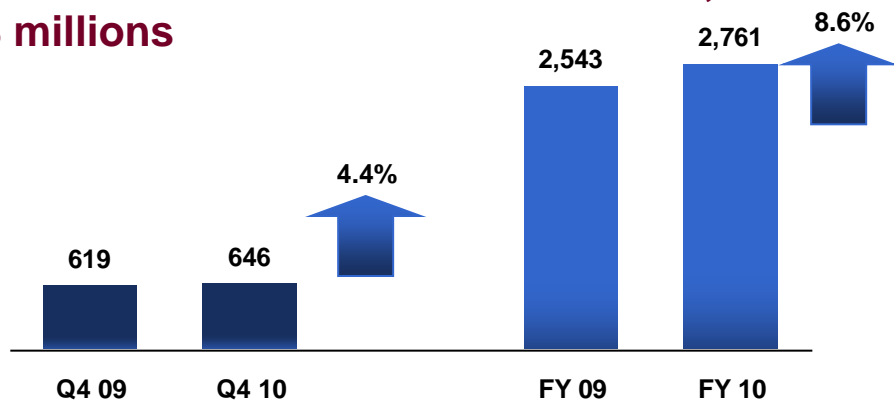


**Large C&I GWH, Actual
Q4 09 vs. Q4 10 and FY 09 vs. FY 10**

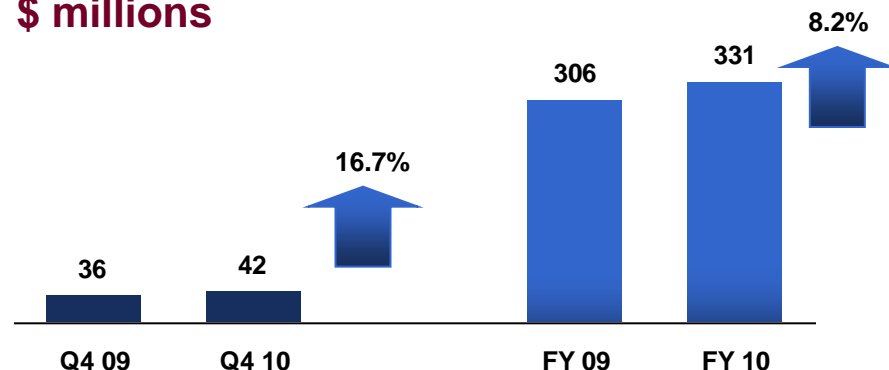


Summary of Financial Results¹

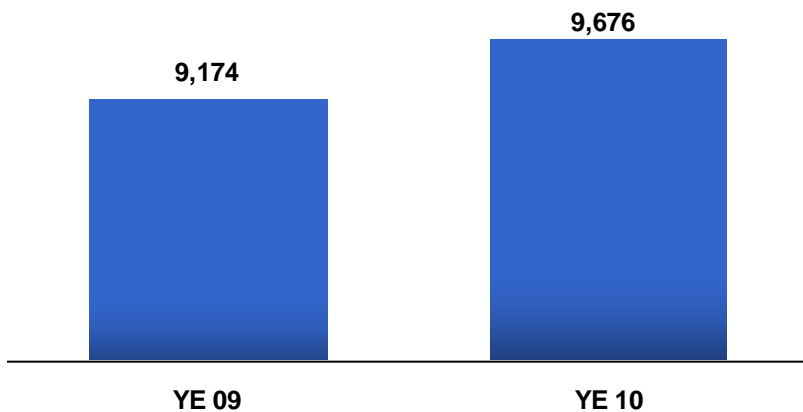
Adjusted Operating Revenues
Q4 09 vs. Q4 10 and FY 09 vs. FY 10;
\$ millions



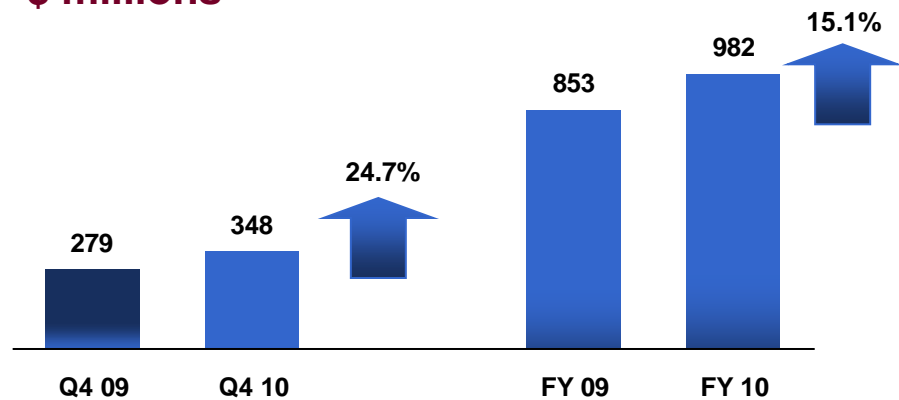
Adjusted Net Income
Q4 09 vs. Q4 10 and FY 09 vs. FY 10;
\$ millions



PP&E, net
YE 09 vs. YE 10; \$ millions



Adjusted Operating Cash Flow²
Q4 09 vs. Q4 10 and FY 09 vs. FY 10;
\$ millions

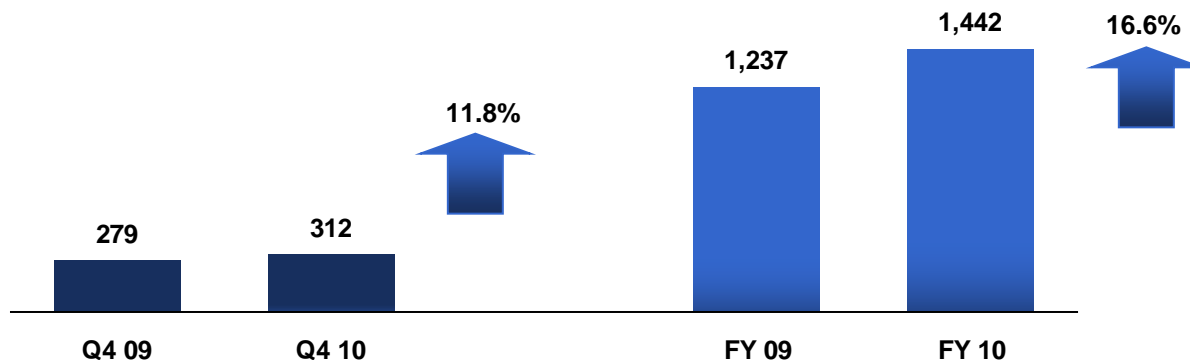


¹ Excludes impacts from transition bond debt, a one-time write-off of regulatory assets and fair value accounting adjustments associated with the October 2007 merger.

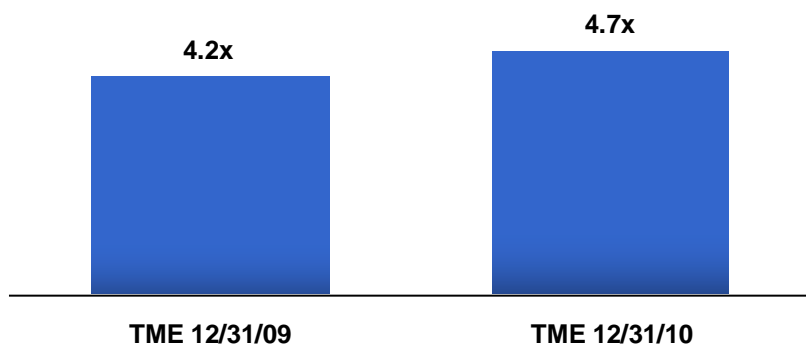
² Cash provided by operating activities, as adjusted by footnote 1.

Credit Metrics Remained Strong

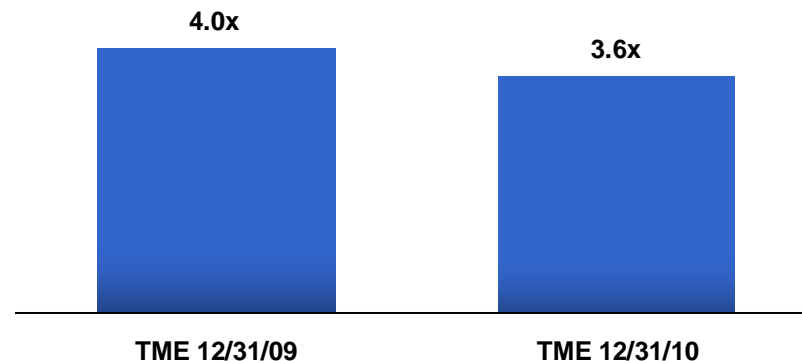
EBITDA
Q4 09 vs. Q4 10 and FY 09 vs. FY10; \$ millions



EBITDA/Cash Interest
TME 12/31/09 vs. TME 12/31/10; Ratio



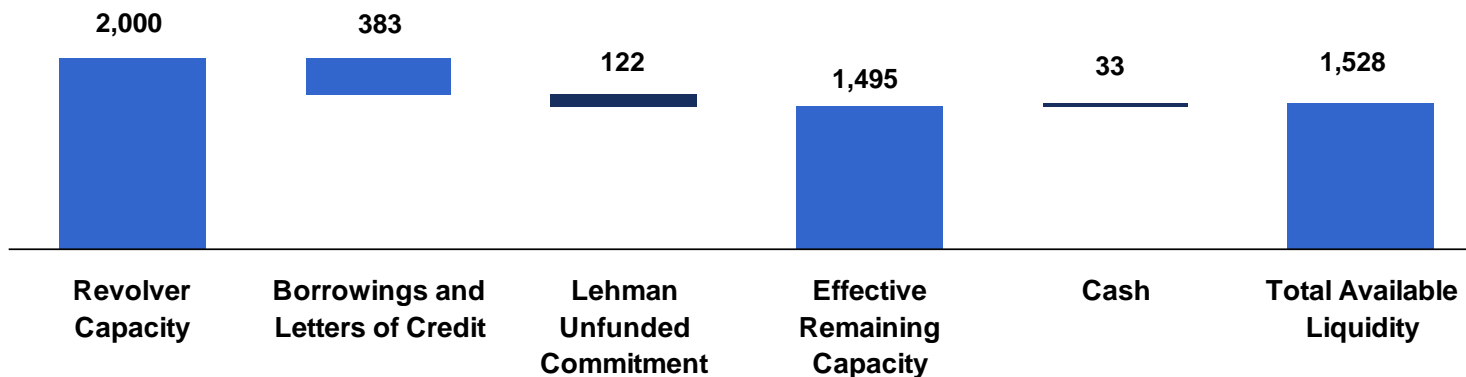
Debt/EBITDA
TME 12/31/09 vs. TME 12/31/10; Ratio



Excludes impacts from transition bond debt, a one-time write-off of regulatory assets and fair value accounting adjustments associated with the October 2007 merger.

Oncor's Liquidity Profile is Strong

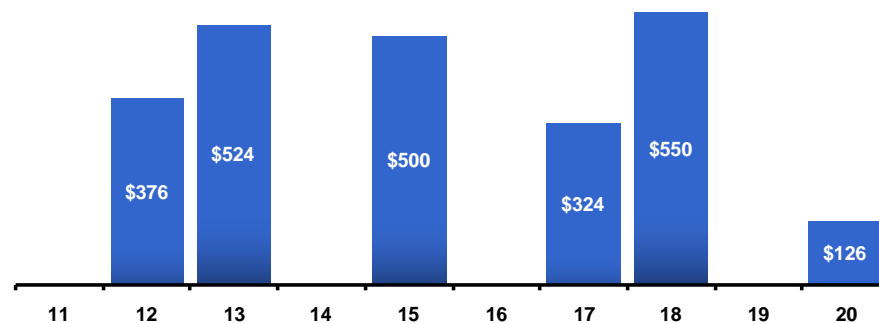
**\$2.0 billion Secured Revolving Credit Facility
Balances at December 31, 2010; \$ millions**



Solid Credit Ratings at Oncor

	<u>Rating</u>	<u>Outlook</u>
Moody's	Baa1	Stable
Standard & Poor's	A-	Stable
Fitch Ratings	BBB	Stable

Long-Term Debt Maturity Profile 2011-2020; \$ millions

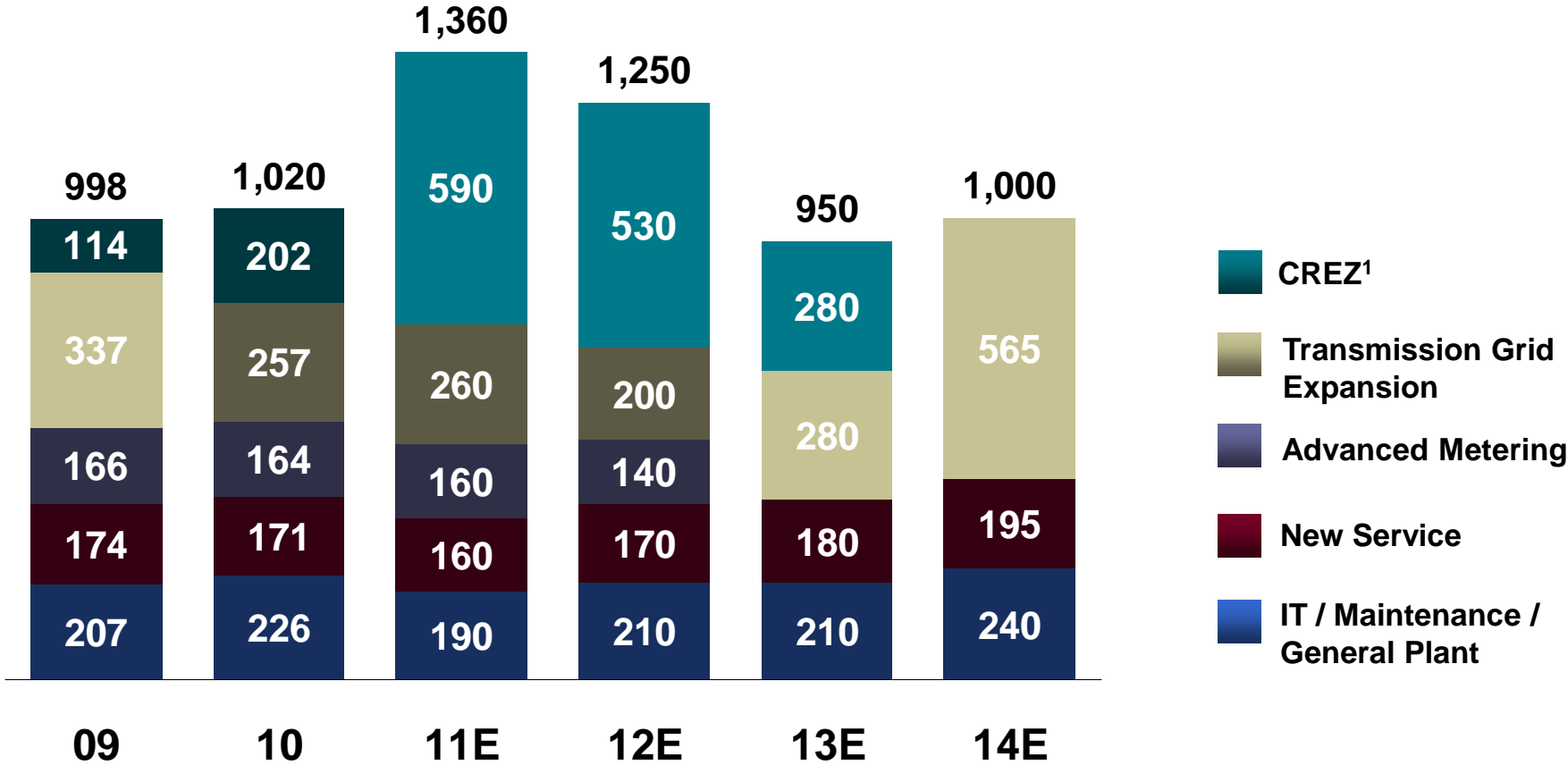


Excludes transition bond debt

Oncor's \$2.0 billion Credit Facility matures in 2013

Capital Program

Actual and Estimated Capital Expenditures
09 - 14E; \$ millions



¹ Oncor currently estimates that the cost of the CREZ projects will be approximately \$1.75 billion based on the 3 default and 9 priority lines approved to date and Oncor's preferred routes for the remaining five subsequent projects.

Oncor Rate Case Filed

- **Filed on January 7, 2011**
- **Requested:**
 - **\$353 million increase**
 - **11.25% ROE**
 - **55% Debt / 45% Equity Capital Structure**
- **Hearings Scheduled for May 2nd through 6th**
- **ALJs Proposal for Decision expected June 30th**
- **Jurisdictional Deadline is July 31, 2011**

4th Quarter and Year End 2010 Investor Call Agenda

- **Financial Overview**

David Davis

Chief Financial Officer

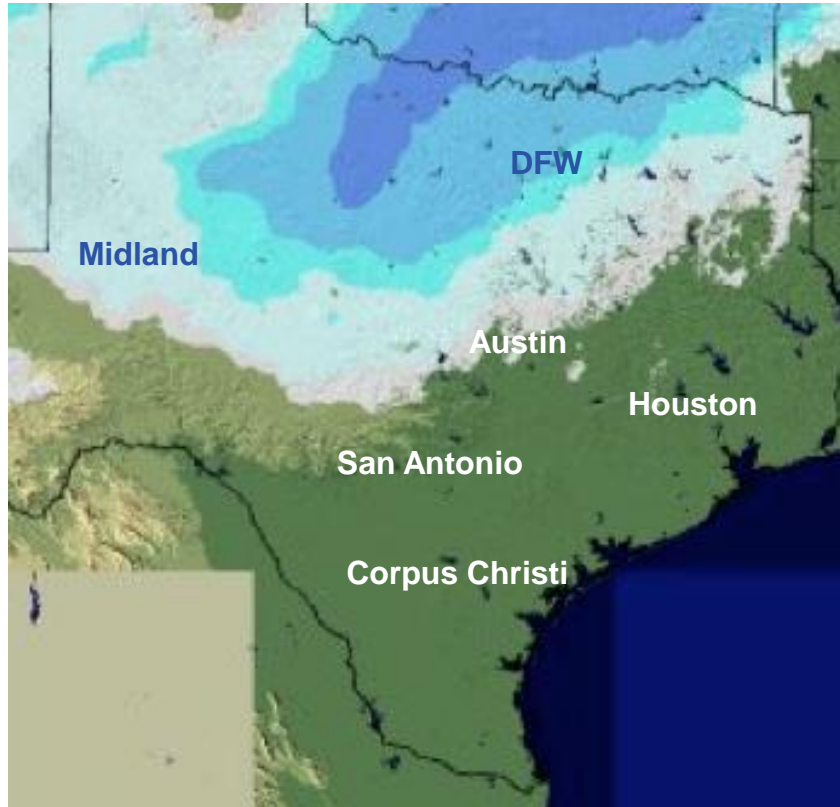
- **Operational Review**

Bob Shapard

Chairman and CEO

- **Q&A**

February 2nd Rotating Outage Event



Source: National Oceanic and Atmospheric Administration (NOAA)

Unprecedented emergency – The unplanned loss of generation during a period of high demand on Feb. 2 forced ERCOT to direct utilities to shed 4,000 MW of load, which:

- **Was four times as large as the last load-shedding event in 2006.**
- **At its peak, impacted approximately 283,000 customers in Oncor’s service area.**

Preparation – Oncor participates in simulations and conducts extensive training to prepare for ERCOT emergency directives.

Rapid response ensured grid reliability – Oncor quickly acted on ERCOT’s directives to shed load.

Oncor successfully implemented its plans to address the ERCOT emergency and prevented the situation from becoming more serious.

Competitive Renewable Energy Zones



CREZ investments peak in 2011

- Will spend \$1.75 billion on project in total and \$590M in 2011 – largest year in the process
- \$316M total spent on CREZ through 2010
- 2011 signals major shift in CREZ project as it shifts from procedural applications to actual construction
- Significant recovery of investment begins in 2012
- 13 of 14 CCNs have been approved
 - Decision on final CCN expected soon

Advanced Metering Initiative



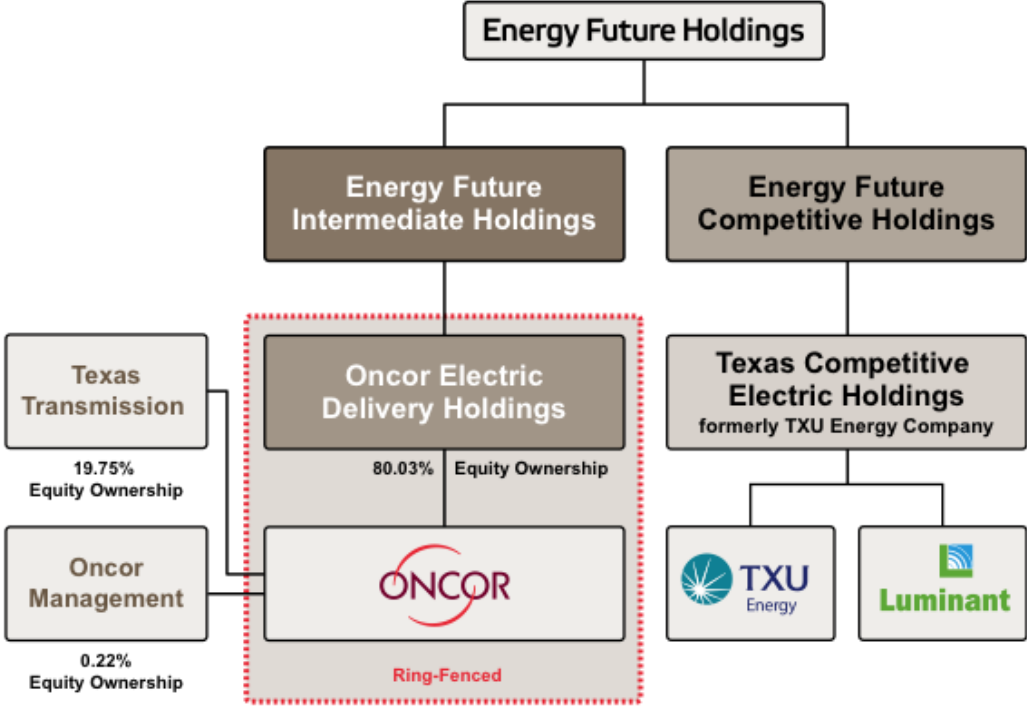
- More than 1.5M total meters installed through December 2010; ~70,000 meters installed every month
- Industry-first, customer information portal launched in 2010; ~6,000 customers signed up
- Began In-Home Monitor pilot program to 500 customers
- Appliance manufacturers have the maximum capability they need to make their products more valuable to the customers in Oncor's service territory



Oncor's Ring-Fencing

Oncor Holdings and Oncor are ring-fenced entities and have no obligation to pay any amounts due on EFH and EFIH debt that is secured by EFIH's equity in Oncor Holdings.

In the event of a valid permitted asset transfer (disposition of EFIH's equity interests in Oncor Holdings), this debt would become obligations of the third party transferee.



***Appendix -
Regulation G Reconciliations***

Financial Definitions

Measure	Definition
<i>Adjusted Operating Revenues (non-GAAP)</i>	Oncor operating revenues, less operating revenues of Oncor Electric Delivery Transition Bond Company LLC (BondCo)
<i>Adjusted Net Income (non-GAAP)</i>	Oncor net income, less effects of purchase accounting and net income of BondCo
<i>Debt (non-GAAP)</i>	Oncor total debt, less transition bonds of BondCo
<i>Operating Cash Flow (non-GAAP)</i>	Oncor cash provided by operating activities, less BondCo cash provided by operating activities
<i>Total Debt (GAAP)</i>	Oncor long-term debt (including current portion), plus bank loans and commercial paper
<i>EBITDA (non-GAAP)</i>	Income from continuing operations before interest expense and related charges and provisions in lieu of income tax, plus depreciation and amortization and special items. EBITDA is a measure used by Oncor to assess performance.
<i>Debt/EBITDA (non-GAAP)</i>	Total debt less transition bonds divided by EBITDA. Transition, or securitization, bonds are serviced by a regulatory transition charge on wires rates and are therefore excluded from debt in credit reviews. Debt / EBITDA is a measure used by Oncor to assess credit quality.
<i>EBITDA/Interest (non-GAAP)</i>	EBITDA divided by cash interest expense is a measure used by Oncor to assess credit quality.

Table 1: Oncor Operating Revenues Reconciliation

Quarter and Year Ended December 31, '09 and '10

\$ millions

	Q4 '09	Q4 '10	'09	'10
Operating Revenues – Oncor	653	678	2,690	2,914
Less: Operating Revenues – BondCo	(34)	(32)	(147)	(153)
Operating Revenues, excluding BondCo	619	646	2,543	2,761

Excludes impacts from transition bond debt.

Table 2: Oncor Net Income Reconciliation

Quarter and Year Ended December 31, '09 and '10

\$ millions

	Q4 '09	Q4 '10	'09	'10
Net Income – Oncor	48	48	320	352
Less: Net Income – BondCo	-	-	-	-
Less: Effects of purchase accounting (after-tax)	(12)	(6)	(30)	(21)
Plus: Write-Off of Regulatory Assets (after-tax)	0	0	16	0
Adjusted Net Income, excluding BondCo	36	42	306	331

Excludes impacts from transition bond debt, non-cash write-off of regulatory assets, and purchase accounting related adjustments associated with the October 2007 merger.

Table 3: Oncor Operating Cash Flow Reconciliation

Quarter and Year Ended December 31, '09 and '10

\$ millions

	Q4 '09	Q4 '10	'09	'10
Operating Cash Flow – Oncor	296	374	950	1,098
Less: Operating Cash Flow – BondCo	(17)	(26)	(97)	(116)
Operating Cash Flow, excluding BondCo	279	348	853	982

Excludes impacts from transition bond debt.

Table 4: Oncor EBITDA Reconciliation

Quarter and Year Ended December 31, '09 and '10

\$ millions

	Q4 '09	Q4 '10	'09	'10
Net Income – Oncor	48	48	320	352
Plus: Depreciation & Amortization – Oncor	152	167	557	673
Plus: Provision in lieu of Income Taxes – Oncor	33	41	173	215
Plus: Interest Expense – Oncor	88	88	346	347
Equals: EBITDA - Oncor, including BondCo	321	344	1,396	1,587
Less: Net Income – BondCo	-	-	-	-
Depreciation & Amortization – BondCo	(23)	(24)	(104)	(115)
Provision in lieu of Income Taxes – BondCo	-	-	-	-
Interest Expense – BondCo	(10)	(9)	(42)	(37)
Effects of fair value accounting	(9)	(9)	(39)	(34)
Write-off of regulatory assets	-	-	25	-
Regulatory Asset Amortization	10	10	11	41
Adjustment of Goodwill Liability	(10)	-	(10)	-
EBITDA, excluding BondCo	279	312	1,237	1,442

Excludes impacts from transition bond debt and purchase accounting related adjustments associated with the October 2007 merger.

Table 5: Oncor Total Debt Reconciliation

At December 31, '09 and '10

\$ millions

	'09	'10
Short-term debt - Oncor	616	377
Long-term debt due currently – Oncor	108	113
Long-term debt, less due currently – Oncor	4,996	5,333
Total debt - Oncor, including BondCo	5,720	5,823
Less: Short-term debt – BondCo	-	-
Long-term debt due currently – BondCo	(108)	(113)
Long-term debt, less due currently – BondCo	(667)	(554)
Fair Value adjustment – BondCo	6	4
Total Debt, excluding BondCo	4,951	5,160

Excludes impacts from transition bond debt and purchase accounting related adjustments associated with the October 2007 merger.

Table 6: Oncor Interest And Debt Coverages
Twelve Months Ended December 31, '09 and '10
\$ millions

	'09	'10	Ref	Source
Interest expense and related charges – Oncor	346	347		
Amortization of debt fair value discount – Oncor	(3)	(2)		
Amortization of debt discount – Oncor	(7)	(5)		
AFUDC – Oncor	2	2		
Cash interest expense - Oncor	338	342		
Less: Interest expense – BondCo	(42)	(37)		
Cash interest expense, excluding BondCo	296	305	A	
EBITDA, excluding BondCo	1,237	1,442	B	Table 4
Total Debt, excluding BondCo	4,951	5,160	C	Table 5
EBITDA/Interest – ratio (B / A)	4.2x	4.7x		
Debt/EBITDA – ratio (C / B)	4.0x	3.6x		

Excludes impacts from transition bond debt and purchase accounting related adjustments associated with the October 2007 merger.