
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 29, 2014

USEC Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1-14287

(Commission File Number)

52-2107911

(I.R.S. Employer Identification No.)

**Two Democracy Center
6903 Rockledge Drive
Bethesda, MD 20817
(301) 564-3200**

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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01 Regulation FD Disclosure.

As previously reported, on March 5, 2014 (the "Petition Date"), USEC Inc. ("USEC" or the "Debtor") filed a voluntary petition for relief (the "Bankruptcy Filing") under Chapter 11 of Title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") case number 14-10475.

On September 29, 2014, the Debtor filed its monthly operating report for the month ended August 31, 2014 (the "Monthly Operating Report") with the Bankruptcy Court. The Monthly Operating Report is attached hereto as Exhibit 99.1. The Monthly Operating Report does not reflect the Debtor's subsidiaries which were not part of the Bankruptcy Filing. This current report (including the exhibit hereto or any information included therein) shall not be deemed an admission as to the materiality of any information required to be disclosed solely by reason of Regulation FD.

In accordance with General Instruction B.2 of Form 8-K, the information in this current report, including the exhibit hereto, shall not be deemed "filed" for purposes of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

Cautionary Statement Regarding Financial and Operating Data

The Monthly Operating Report is limited in scope, covers limited time periods and has been prepared solely for the purpose of complying with the Bankruptcy Court's monthly reporting requirements, including the Debtor's use of assets and cash position. The Monthly Operating Report was prepared in accordance with U.S. GAAP but certain information and notes normally included have been omitted, has not been audited or reviewed by independent accountants, is in a format prescribed by applicable bankruptcy laws and regulations and is subject to future adjustment and reconciliation.

The Company cautions investors and potential investors not to place undue reliance upon the information contained in the Monthly Operating Report, which was not prepared for the purpose of providing the basis for an investment decision relating to any of the securities of the Company. The Monthly Operating Report contains information that may not be indicative of the Company's financial condition or operating results for the period that would be reflected in the Company's financial statements or in its reports filed pursuant to the Securities Exchange Act, and are not comparable with those filings. There can be no assurance that, from the perspective of an investor or potential investor in the Company's securities, that the Monthly Operating Report is complete. Results set forth in the Monthly Operating Report should not be viewed as indicative of future results.

Cautionary Statement Regarding Forward-Looking Statements

This current report on Form 8-K and the exhibits hereto contains "forward-looking statements" within the meaning of Section 21E of the Securities Exchange Act of 1934 - that is, statements related to future events. In this context, forward-looking statements may address our expected future business and financial performance, and often contain words such as "expects", "anticipates", "intends", "plans", "believes", "will" and other words of similar meaning. Forward-looking statements by their nature address matters that are, to different degrees, uncertain. For USEC, particular risks and uncertainties that could cause our actual future results to differ materially from those expressed in our forward-looking statements include, but are not limited to, the impact of and risks related to USEC Inc.'s "pre-arranged" case under Chapter 11 of the bankruptcy code including risks related to satisfying the conditions of the order by the bankruptcy court confirming USEC Inc.'s plan of reorganization; the risks related to complying with the terms of the plan; the impact of a potential de-listing of our common stock on the NYSE; the impact of our restructuring on the holders of our common stock, preferred stock and convertible notes; and risks related to the ongoing transition of our business. Readers are referred to the risks and uncertainties discussed in our filings with the Securities and Exchange Commission, including our Annual Report on Form 10-K and quarterly reports on

EXHIBIT INDEX

**Exhibit
Number**

Description

99.1	Monthly Operating Report for the month ended August 31, 2014 filed with the United States Bankruptcy Court for the District of Delaware.
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UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re USEC Inc.

Case No. 14-10475 (CSS)
Reporting Period: 31-Aug-14
Federal Tax I.D. # 52-2107911

CORPORATE MONTHLY OPERATING REPORT

File with the Court and submit a copy to the United States Trustee within 30 days after the end of the month and submit a copy of the report to any official committee appointed in the case.

REQUIRED DOCUMENTS	Form No.	Document Attached	Explanation Attached
Schedule of Cash Receipts and Disbursements	MOR-1a	x	
Bank Account Information	MOR-1b	x	
Copies of bank statements (See Notes to the MOR)			x
Cash disbursements journals (See Notes to the MOR)			x
Statement of Operations (Income Statement)	MOR-2	x	
Balance Sheet	MOR-3	x	
Status of Post-petition Taxes	MOR-4	x	
Copies of IRS Form 6123 or payment receipt (See Notes to the MOR)			x
Copies of tax returns filed during reporting period (See Notes to the MOR)			x
Summary of Unpaid Post-petition Debts	MOR-4	x	
Listing of Aged Accounts Payable (See Notes to the MOR)			x
Accounts Receivable Reconciliation and Aging	MOR-5	x	
Payments to Professionals	MOR-6	x	
Post Petition Secured Notes Adequate Protection Payments	MOR-6	x	
Debtor Questionnaire	MOR-7	x	

I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the attached documents are true and correct to the best of my knowledge and belief.

/s/ John R. Castellano

Signature of Authorized Individual*

September 29, 2014

Date

John R. Castellano

Printed Name of Authorized Individual

Chief Restructuring Officer

Title

*Authorized individual must be an officer, director or shareholder if debtor is a corporation; a partner if debtor is a partnership; a manager or member if debtor is a limited liability company.

In re USEC Inc.

Case No.	14-10475 (CSS)
Reporting Period:	31-Aug-14
Federal Tax I.D. #	52-2107911

Notes to the Monthly Operating Report
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GENERAL:

The report includes activity from the following Debtor:

Debtor	Case Number
USEC Inc.	14-10475 (CSS)

Notes to MOR-1a:

Cash disbursements shown are based on a book basis which consider a disbursement made when a check is issued, as opposed to when a check is presented for payment.

Amounts do not include interest on the DIP Loan, which is accrued to the outstanding DIP Loan balance.

Notes to MOR-1b:

All amounts listed represent the bank balances as of the end of the month.

Copies of the bank statements and cash disbursement journals were not included with the MOR but are available upon request.

Notes to MOR-2/3:

The unaudited condensed financial statements as of and for the one month ended August 31, 2014 have been prepared in accordance with generally accepted accounting principles in the United States ("GAAP"). Certain information and notes normally included in financial statements prepared in accordance with GAAP have been omitted. The unaudited condensed financial statements reflect all adjustments which are, in the opinion of management, necessary for a fair statement of the financial results for the interim period.

The Income Statement reflects revenue and expenses that directly correspond to the debtor legal entity, USEC Inc., and does not include non-debtor affiliates and subsidiaries.

The Balance Sheet reflect assets, liabilities, and stockholders equity that directly correspond to the debtor legal entity, USEC Inc., and does not include non-debtor affiliates and subsidiaries.

The ending cash amount shown on the Balance Sheet (\$12.0 million) varies from the ending cash amount shown on MOR-1b (\$8.2 million) due to a delay in the bank crediting a \$3.8 million insurance receipt received the last day of the month. This timing variance will show as a receipt on the September Monthly Operating Report.

In re USEC Inc.

Case No.	14-10475 (CSS)
Reporting Period:	31-Aug-14
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Notes to the Monthly Operating Report
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Notes to MOR-4:

USEC Inc. received an order which allows the payment of pre-petition taxes. The tax walkforward will reflect both pre-petition and post-petition taxes.

USEC Inc. does not expect to be required to make any federal or state income tax payments.

USEC Inc. files tax returns and makes tax payments periodically. The tax returns and related payments will be made available upon request.

USEC Inc. is current on all post petition payments other than disputes that arise in the ordinary course of business and amounts expected to be but not yet authorized for payment by the Bankruptcy Court.

Due to the volume of activity the detailed listing of aged post petition payables is not included.

The post petition accounts payable reported represent open and outstanding trade vendor invoices that have been entered into the Debtor's accounts payable system and does not include accruals for invoices not yet received or approved.

Notes to MOR-5:

Accounts receivable represents amounts due from Oak Ridge National Laboratory for the American Centrifuge Demonstration and Operation (ACTDO) agreement, and ACP-related IP documentation provided to DOE under fixed-price work authorizations.

Notes to MOR-6:

Interest expense on the Debtor-in-Possession (DIP) Facility and Secured Intercompany Loan are accrued to the loan balance and do not result in a cash payment.

Notes to MOR-7:

USEC Inc. conducted a sale of certain assets by auction on July 23, 2014 (as mentioned in the previous Monthly Operating Report). As some buyers did not provide their payments until August, ownership of some of these sold assets did not change hands until August.

USEC Inc. has received orders that allow payment of certain pre-petition liabilities such as employee benefits and employee expense reimbursement.

The DIP Lender is the Debtor's non-debtor affiliate, United States Enrichment Corporation subsidiary. Funding was provided under the DIP during the month (amount shown on Schedule MOR-1a).

In August 2014, the Debtor made property tax payments to the City of Oak Ridge and the Sheriff of Mineral County based on property reported on assessment dates in the pre-petition period.

In re USEC Inc.

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Schedule of Cash Receipts and Disbursements
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(000's)

TIME PERIOD: 8/1/2014 - 8/31/2014

Debtor	Activity	Amounts
USEC Inc.	Beginning Total Cash (Bank Balance)	\$3,654
	Less: Outstanding Checks & Bank Adjustments	(1,298)
	Beginning Total Cash (Book Balance)	\$2,356
	Receipts	
	DOE RD&D Reimbursement	—
	ORNL ACTDO Receipts	6,742
	Asset Proceeds	4,513
	Other Receipts	126
	Total Operating Receipts	11,381
	Disbursements (book basis)	
	Headquarters Payroll & Benefits	(2,060)
	Headquarters Overhead	(767)
	Headquarters Outside Services	(159)
	ACP Payroll & Benefits	(2,912)
	ACP Machine Technology & Operations	(1,494)
	ACP Manufacturing, EPC and PETE	(2,025)
	Total Operating Disbursements	(9,417)
	Non-Operating Items:	
	Professional Fees	(1,644)
	Interest	—
	Other (Utility Deposit)	—
	Total Non-Operating Disbursements	(1,644)
	Total Disbursements	(11,061)
	Funding Activities:	
	Cash funding provided by draws on DIP:	16,000
	Cash payments on DIP	(11,380)
	Cash payments on Pre-Petition Secured Loan	—
	Total Funding Activities	4,620
	Total Change in Cash	4,940
	Ending Cash (Book Balance)	7,296
	Plus: Bank Adjustment, Timing & Bank Interest	—
	Plus: Outstanding Checks	702
	Ending Cash (Bank Balance)	7,998

In re USEC Inc.

Case No. 14-10475 (CSS)
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Bank Account Information

(000's)

Legal Entity	Bank	Bank Account	Bank Balance
USEC Inc.	JP Morgan Chase	XX6272	\$7,998
USEC Inc.	JP Morgan Chase	XX5349	\$0
USEC Inc.	JP Morgan Chase	XX4574	\$0
USEC Inc.	JP Morgan Chase	XX6241	\$175
USEC Inc.	JP Morgan Chase	XX7309	\$0
USEC Inc.	Merrill Lynch	XX3365	\$0
USEC Inc.	JP Morgan Chase	XX2733	\$50
Total USEC Bank Account Balances, per statements			\$8,223

In re USEC Inc.

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Statement of Operations (Income Statement)

(000's)

The Statement of Operations is to be prepared on an accrual basis. The accrual basis of accounting recognizes revenue when it is realized and expenses when they are incurred, regardless of when cash is actually received or paid.

USEC Inc. 14-10475 (CSS)

Revenue	
Separative Work Units	—
Uranium	—
U. S. Government Contracts and Other	6,816
Revenue	6,816
Cost of Sales	
Separative Work Units	
Production Costs	—
Purchase Costs	—
Change in Inventory	—
Non Production Pension Expense	—
	—
ARO Accretion Expense	—
Uranium	—
U. S. Government Contracts and Other	6,479
Cost of Sales	6,479
Gross Profit	
Separative Work Units	—
Uranium	—
U. S. Government Contracts and Other	337
Gross Profit	337
Gross Margin %	—
Special Charges	
Advanced Technology Costs	(2,536)
Selling, General and Administrative	3,693
Other (Income) Expense, Net	(4,452)
Intercompany Cost Recovery	(6,966)
Operating Income (Loss)	10,598
Interest Expense	2,266
Preferred Stock Financing Costs	—
Interest (Income)	(7)
Reorganization Costs	1,928
Income (Loss) from Continuing Ops before Taxes	6,411
Provision (benefit) for Income Taxes	—
Net Income (Loss)	6,411
Equity in earnings (Loss) of non-filing entities	(12,180)
NET INCOME (LOSS) ATTRIBUTABLE TO USEC INC.	(5,769)

In re USEC Inc.

Case No. 14-10475 (CSS)
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Balance Sheet

(000's)

The Balance Sheet is to be completed on an accrual basis only. Pre-petition liabilities must be classified separately from post-petition obligations.

USEC Inc. 14-10475 (CSS)

ASSETS**CURRENT ASSETS**

Cash and cash equivalents	12,000
Short-term investments	—
Accounts receivable	
Customers	—
ORNL/DOE	6,800
Total Receivables	<u>6,800</u>
Inventories	
Separative work units	—
Uranium	—
Uranium provided by customers	—
Materials & Supplies	200
Total Inventories	<u>200</u>
Deferred Costs Related to Deferred Revenue	—
Receivable from non-filing entity	—
Other	11,300
Total Current Assets	<u>30,300</u>

PROPERTY, PLANT AND EQUIPMENT

Construction work in progress	—
Leasehold improvements	1,700
Machinery & equipment	8,400
	<u>10,100</u>
Less: Accumulated depreciation & amortization	(8,600)
Property, Plant and Equipment, Net	<u>1,500</u>

OTHER ASSETS

Investment in non-filing entity	470,300
Deposit for surety bonds	29,400
Total Other Assets	<u>499,700</u>

TOTAL ASSETS	<u><u>531,500</u></u>
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LIABILITIES & STOCKHOLDERS' EQUITY**CURRENT LIABILITIES**

Short-term debt (DIP)	19,000
Accounts payable and accrued liabilities	21,500
Total Current Liabilities	<u>40,500</u>

OTHER LIABILITIES

Postretirement health and life benefit obligations	—
Pension benefit liabilities	25,600
Deferred revenue and advances	—
Other liabilities	24,400
Total Other Liabilities	<u>50,000</u>

LIABILITIES SUBJECT TO COMPROMISE	994,500
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TOTAL LIABILITIES	1,085,000
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STOCKHOLDERS' EQUITY

Common stock, par value \$.10 per share	500
Excess of capital over par value	149,500
Treasury stock	(34,400)
Accumulated other comprehensive income (Loss)	(68,300)
Equity in Subsidiary	469,700
Retained earnings	(1,070,500)
Total Stockholders' Equity	<u>(553,500)</u>

TOTAL LIABILITIES & STOCKHOLDERS' EQUITY	<u><u>531,500</u></u>
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In re USEC Inc.

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Status of Post-petition Taxes

(000's)

	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Ending Tax Liability
USEC Inc.				
<i>Federal Taxes</i>				
Withholding	\$ (562)	\$ 1,294	\$ (732)	—
FICA-Employee	(80)	302	(222)	—
FICA-Employer	597	380	(214)	763
Unemployment	6	—	—	6
Income	—	—	—	—
Other:	—	—	—	—
Total Federal	\$ (39)	\$ 1,976	\$ (1,168)	769
<i>State & Local</i>				
Withholding	\$ (109)	\$ 271	\$ (152)	10
Unemployment	—	—	—	—
Sales	(1)	18	(18)	(1)
Excise	—	—	—	—
Real Property	—	—	—	—
Personal Property	—	—	—	—
Other: Income	(19)	—	—	(19)
Other: Gross Receipts	22	2	(3)	21
Other: Franchise	33	15	(36)	12
Total State and Local	\$ (74)	\$ 306	\$ (209)	23
TOTAL Taxes	\$ (113)	\$ 2,282	\$ (1,377)	792

Summary of Unpaid Post-petition Debts (See Notes to the MOR)

(000's)

	Days Past Due					Total
	Current	1-30	31-60	61-90	>91	
USEC Inc.	\$ 1,215	\$ 51	\$ 17	\$ 1	\$ —	1,284

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Accounts Receivable Reconciliation and Aging (See Notes to the MOR)

(000's)

ACCOUNTS RECEIVABLE RECONCILIATION AND AGING

Accounts Receivable Reconciliation	Amount
Total Accounts Receivable (Net) at the beginning of the reporting period	\$6,848
+ Amounts billed during the period	6,816
- Amounts collected during the period	(6,867)
Total Accounts Receivable (Net) at the end of the reporting period	\$6,797

Accounts Receivable Aging	Amount
Current	\$6,797
0 - 30 days old	\$0
31 - 60 days old	\$0
61 - 90 days old	\$0
91+ days old	\$0
Total Accounts Receivable	\$6,797
Contractual Allowance / Uncollectible	\$0
Accounts Receivable (Net)	\$6,797

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Payments to Professionals

Professionals		
Name	Amount Paid During Month	Total Paid to Date
AKIN GUMP STRAUSS HAUER AND FELD LLP	\$ 204,283	\$ 663,271
HOULIHAN LOKEY CAPITAL INC	150,109	751,241
LOGAN AND CO INC	24,898	221,779
BABCOCK & WILCOX (Reimbursement for EA Advisors & Baker Botts)	217,440	602,239
TOSHIBA AMERICA NUCLEAR ENERGY CORP (Reimbursement for GLC & Morrison Foerster)	—	325,851
US TRUSTEE	—	40,400
AP SERVICES LLP	625,787	1,857,670
LATHAM & WATKINS LLP	—	1,027,998
RICHARDS LAYTON & FINGER	29,560	204,925
YOUNG CONAWAY STARGATT AND TAYLOR LLP	135,035	486,848
LAZARD FRERES AND CO LLC	160,000	521,526
PRICEWATERHOUSECOOPERS LLP	81,804	334,885
KPMG LLP	14,726	59,286
MORRISON AND FOERSTER LLP	—	69,175
MORRIS NICHOLS ARSHT AND TUNNELL LLP	—	13,824
GLC ADVISORS AND CO LLC	—	304,971
Total Payments to Professionals	\$ 1,643,642	\$ 7,485,891

Post Petition Secured Notes Adequate Protection Payments

Name of Creditor	Amount Paid During Month
United States Enrichment Corporation - DIP ¹	\$ 215,827
United States Enrichment Corporation - Secured Intercompany ¹	500,216
Total Payments	\$ 716,043

(1) Interest on the DIP and Secured Intercompany Loan is charged to the loan and is not a cash payment

In re USEC Inc.

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Debtor Questionnaire

Must be completed each month. If the answer to any of the questions is "Yes", provide a detailed explanation of each item. Attach additional sheets if necessary.		
	Yes	No
1 Have any assets been sold or transferred outside the normal course of business this reporting period?	X	
2 Have any funds been disbursed from any account other than a debtor in possession account this reporting period?		X
3 Is the Debtor delinquent in the timely filing of any post-petition tax returns?		X
4 Are workers compensation, general liability or other necessary insurance coverages expired or cancelled, or has the debtor received notice of expiration or cancellation of such policies?		X
5 Is the Debtor delinquent in paying any insurance premium payment?		X
6 Have any payments been made on pre-petition liabilities this reporting period?	X	
7 Are any post petition receivables (accounts, notes or loans) due from related parties?		X
8 Are any post petition payroll taxes past due?		X
9 Are any post petition State or Federal income taxes past due?		X
10 Are any post petition real estate taxes past due?		X
11 Are any other post petition taxes past due?		X
12 Have any pre-petition taxes been paid during this reporting period?	X	
13 Are any amounts owed to post petition creditors delinquent?		X
14 Are any wage payments past due?		X
15 Have any post petition loans been received by the Debtor from any party?	X	
16 Is the Debtor delinquent in paying any U.S. Trustee fees?		X
17 Is the Debtor delinquent with any court ordered payments to attorneys or other professionals?		X
18 Have the owners or shareholders received any compensation outside of the normal course of business?		X