

PART II

Item 5. MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES

TXU Corp.'s common stock is listed on the New York, Chicago and Pacific stock exchanges (symbol: TXU). In 2005, TXU Corp.'s board of directors declared a two-for-one stock split effected in the form of a 100 percent stock dividend. The stock split entitled each shareholder of record at the close of business on November 18, 2005, to receive one additional share for every outstanding share of common stock they held on that date. The additional shares resulting from the stock split were distributed on December 8, 2005. The price range of the common stock of TXU Corp., as reported by Bloomberg, and the dividends per share declared during each of the calendar quarters of 2005 and 2004 were as follows:

Quarter Ended	Price Range				Dividends Declared	
	2005		2004		2005	2004
	High	Low	High	Low		
March 31	\$40.38	\$30.22	\$15.07	\$11.68	\$0.2813	\$0.0625
June 30	43.63	37.36	20.36	13.58	0.2813	0.0625
September 30.....	56.59	40.17	24.13	19.17	0.2813	0.0625
December 31	58.30	44.01	33.50	24.03	<u>0.4124</u>	<u>0.2813</u>
					<u>\$1.2563</u>	<u>\$0.4688</u>

TXU Corp. has declared common stock dividends payable in cash every year since 1945. In November 2005, TXU Corp.'s board of directors revised TXU Corp.'s dividend and cash distribution policy, setting the common stock dividend at an annual rate of \$1.65 per share, a 47 percent increase over the previous quarter's annualized rate, with an expectation of a high performance annual dividend growth rate thereafter. While the level of a high performance dividend growth rate may change, TXU Corp. believes the rate is currently in the 5% annual growth rate range. The dividend rate and annual dividend growth rate will be subject to regular review by TXU Corp.'s board of directors and may be changed based upon a number of factors. Consistent with the revised policy, on November 4, 2005, TXU Corp.'s board of directors declared a common stock dividend of 41.25 cents per share that was paid on January 3, 2006 to shareholders of record as of December 19, 2005.

Distributions paid on TXU Corp.'s common stock and its preference stock and US Holdings' preferred stock in 2005 have been reported to the IRS and to shareholders as nontaxable distributions rather than as ordinary taxable dividends in accordance with IRS rules.

The number of record holders of the common stock of TXU Corp. as of March 1, 2006 was 52,091.

See Note 8 to Financial Statements for a discussion of certain financing arrangements of TXU Corp. and its subsidiaries that could potentially restrict the payment of dividends.

ISSUER PURCHASES OF EQUITY SECURITIES

Period	Total Number of Shares Purchased	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Maximum Number of Shares That May Yet be Purchased Under the Plans or Programs (a)
October 1, 2005 - October 31, 2005	—	\$ —	—	—
November 1, 2005 - November 30, 2005	12,000,000	49.51	12,000,000	22,000,000
December 1, 2005 - December 31, 2005	—	—	—	—
Total	<u>12,000,000</u>	<u>\$ 49.51</u>	<u>12,000,000</u>	<u>22,000,000</u>

- (a) As of February 22, 2006, TXU Corp. has purchased an additional 8,097,526 shares at an average price of \$50.31 per share. All of these share purchases were under a November 2005 authorization by TXU Corp.'s board of directors for the purchase of up to 34 million shares between November 2005 and year end 2006.

Item 6. SELECTED FINANCIAL DATA

The information required hereunder is set forth under Selected Financial Data included in Appendix A to this report.

Item 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The information required hereunder is set forth in Management's Discussion and Analysis of Financial Condition and Results of Operations included in Appendix A to this report.

Item 7A. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

The information required hereunder is set forth under Quantitative and Qualitative Disclosures about Market Risk under Management's Discussion and Analysis of Financial Condition and Results of Operations included in Appendix A to this report.

Item 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA

The information required hereunder is set forth under Management's Annual Report on Internal Controls over Financial Reporting, Report of Independent Registered Public Accounting Firm, Statements of Consolidated Income, Statements of Consolidated Comprehensive Income, Statements of Consolidated Cash Flows, Consolidated Balance Sheets, Statements of Consolidated Shareholders' Equity and Notes to Financial Statements included in Appendix A to this report.

Item 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

None.

Item 9A. CONTROLS AND PROCEDURES

An evaluation was performed under the supervision and with the participation of TXU Corp.'s management, including the principal executive officer and principal financial officer, of the effectiveness of the design and operation of the disclosure controls and procedures in effect as of December 31, 2005. Based on the evaluation performed, TXU Corp.'s management, including the principal executive officer and principal financial officer, concluded that the disclosure controls and procedures were effective.

There have been no changes in TXU Corp.'s internal controls over financial reporting during the most recently completed fiscal quarter that have materially affected, or are reasonably likely to materially affect, TXU Corp.'s internal control over financial reporting.

See "Management's Annual Report on Internal Controls Over Financial Reporting" in Appendix A.

Item 9B. OTHER INFORMATION

None.