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BEFORE
THE PUBLIC UTILITIES COMMISSION OF OHIO

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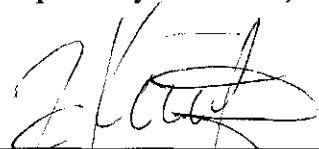
In the Matter of the Commission Review of :
the Capacity Charges of Ohio Power :
Company and Columbus Southern Power :
Company. :

Case No. 10-2929-EL-UNC
PUCO

THE KROGER COMPANY'S MOTION TO INTERVENE

Pursuant to O.R.C. § 4903.221 and O.A.C. § 4901-1-11, The Kroger Company ("Kroger") moves the Public Utilities Commission of Ohio ("Commission") for leave to intervene in the above-captioned proceeding. Kroger's interests in this proceeding and the reasons supporting this Motion are set forth in the attached Memorandum in Support.

Respectfully submitted,



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MEMORANDUM IN SUPPORT

Kroger respectfully submits that it is entitled to intervene in these proceedings because Kroger has a real and substantial interest in the proceedings, the disposition of which may impair or impede Kroger's ability to protect that interest. For purposes of considering requests for leave to intervene in a Commission proceeding, the Ohio Administrative Code provides that:

Upon timely motion, any person shall be permitted to intervene in a proceeding upon a showing that: ... (2) The person has a real and substantial interest in the proceeding, and the person is so situated that the disposition of the proceeding may, as a practical matter, impair or impede his or her ability to protect that interest, unless the person's interest is adequately represented by existing parties.

O.A.C § 4901-1-11(A).

Further, R.C. § 4903.221(B) and OAC 4901-1-11(B) provide that the Commission, in ruling upon applications to intervene in its proceedings, shall consider the following criteria:

(1) The nature and extent of the prospective intervener's interest; (2) The legal position advanced by the prospective intervener and its probable relation to the merits of the case; (3) Whether the intervention by the prospective intervener will unduly prolong or delay the proceedings; (4) Whether the prospective intervener will significantly contribute to full development and equitable resolution of the factual issues.

In its March 14, 2012 Order ("Order") in this proceeding, the Commission approved an interim two-tiered capacity pricing mechanism proposed by Columbus Southern Power Company and Ohio Power Company ("AEP Ohio"). Order at 3, Finding 7. The interim capacity charge mechanism will be in effect until May 31, 2012, at which point the rate for capacity under the state compensation mechanism shall revert to the current RPM in effect pursuant to the PJM Interconnection base residual auction for the 2012/2013 year. *Id.* In the Order, the Commission

issued a procedural schedule for a hearing to develop an evidentiary record on a state compensation mechanism. *Id.* at Finding 8.

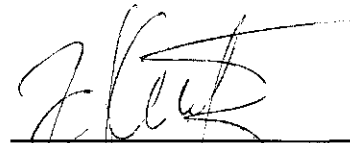
Kroger is one of the largest grocers in the United States and has numerous facilities served by AEP Ohio that consume significant amounts of electric service. Capacity costs have a significant impact on the price of Kroger's electric generation service. Accordingly, Kroger may be substantially impacted by the outcome of this proceeding. Accordingly, Kroger has direct, real, and substantial interests in this proceeding.

Kroger's intervention will not unduly delay this proceeding. Further, Kroger is regularly and actively involved in Commission proceedings, and as in previous proceedings, Kroger's unique knowledge and perspective will contribute to the equitable and expeditious resolution of this proceeding. Kroger is so situated that without Kroger's ability to fully participate in this proceeding, Kroger's substantial interest will be prejudiced. Inasmuch as others participating in this proceeding cannot adequately protect Kroger's interests, it would be inappropriate to determine this proceeding without Kroger's participation.

III. CONCLUSION

For the reasons set forth above, Kroger respectfully requests the Commission grant this Motion to Intervene.

Respectfully submitted,



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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the foregoing *The Kroger Co.'s Motion to Intervene and Memorandum in Support* was served this 28th day of March, 2012 via electronic mail and U.S. regular mail, postage prepaid upon the following:

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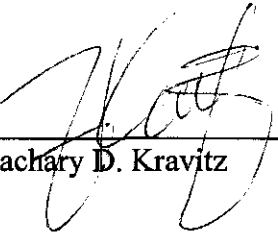
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