

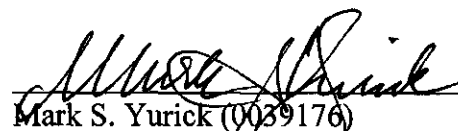
**BEFORE
THE PUBLIC UTILITIES COMMISSION OF OHIO**

In the Matter of the Application of The Dayton Power and Light Company for Approval of Its Market Rate Offer	:	Case No. 12-426-EL-SSO
In the Matter of the Application of The Dayton Power and Light Company for Approval of Revised Tariffs	:	Case No. 12-427-EL-ATA
In the Matter of the Application of The Dayton Power and Light Company for Approval of Certain Accounting Authority	:	Case No. 12-428-EL-AAM
In the Matter of the Application of The Dayton Power and Light Company for the Waiver of Certain Commission Rules	:	Case No. 12-429-EL-WVR
In the Matter of the Application of The Dayton Power and Light Company to Establish Tariff Riders	:	Case No. 12-672-EL-RDR

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,


 Mark S. Yurick (0039176)
 Counsel of Record
 Email: myurick@taftlaw.com
 Direct: (614) 334-7197
 Zachary D. Kravitz (0084238)

RECEIVED-DOCKETING DIV

2012 APR 13 PM 3:39

PUCO

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business
 Technician R Date Processed APR 13 2012

Email: zkraivtz@taftlaw.com
Direct: (614) 334-6117
TAFT STETTINIUS & HOLLISTER LLP
65 East State Street, Suite 1000
Columbus, Ohio 43215
Telephone: (614) 221-2838
Facsimile: (614) 221-2007
Attorneys for The Kroger Co.

MEMORANDUM IN SUPPORT

Kroger respectfully requests 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.

On March 30, 2012, Dayton Power & Light Company ("DP&L") filed an application for approval of its standard service offer ("SSO"), as required pursuant to O.R.C. § 4928.141. For the purpose of meeting its SSO requirement, DP&L filed a market rate offer ("MRO"), pursuant to O.R.C. § 4928.142. Kroger is one of the largest grocers in the United States. Kroger has several facilities served by DP&L that consume a significant amount of electric service. If the Commission approves DP&L's application, the price and reliability of Kroger's electric generation service may be substantially impacted. Accordingly, Kroger has

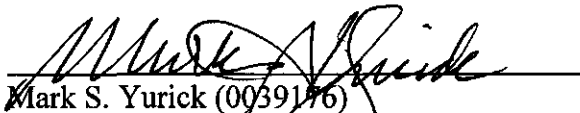
direct, real, and substantial interests in this proceeding.

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,



Mark S. Yurick (0039176)
Counsel of Record

Email: myurick@taftlaw.com

Direct: (614) 334-7197

Zachary D. Kravitz (0084238)

Email: zkravitz@taftlaw.com

Direct: (614) 334-6117

TAFT STETTINIUS & HOLLISTER LLP

65 East State Street, Suite 1000

Columbus, Ohio 43215

Telephone: (614) 221-2838

Facsimile: (614) 221-2007

Attorneys for The Kroger Co.

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 13th day of April, 2012 via electronic mail and U.S. regular mail, postage prepaid upon the following:

Judi L. Sobecki
The Dayton Power and Light Company
1065 Woodman Drive
Dayton, Ohio 45432
Email: judi.sobecki@dplinc.com

M. Anthony Long
Honda of America Mfg., Inc.
24000 Honda Parkway
Marysville, Ohio 43040
Email: tony_long@ham.honda.com

Charles J. Frauki
Jeffrey S. Sharkey
Faruki Ireland & Cox P.L.L.
500 Courthouse Plaza, S.W.
10 North Ludlow Street
Dayton, Ohio 45402
Email: cfaruki@ficlaw.com

Amy B. Spiller
Jeanne W. Kingery
Duke Energy
139 East Fourth Street, 1303-Main
Cincinnati, Ohio 45202
Email: amy.spiller@duke-energy.com
Email: Jeanne.kingery@duke-energy.com

Samuel C. Randazzo
Frank P. Darr
Matthew R. Pritchard
Joseph E. Olikier
McNees Wallace & Nurick LLC
21 East State Street, 17th Floor
Columbus, Ohio 43215
Email: Sam@mwncmh.com
Email: fdarr@mwncmh.com
Email: mpritchard@mwncmh.com
Email: joliker@mwncmh.com

James F. Lang
Laura C. McBride
N. Trevor Alexander
Calfee, Halter & Griswold LLP
1400 KeyBank Center
800 Superior Avenue
Cleveland, Ohio 44114
Email: jlang@calfee.com
Email: lmcbride@calfee.com
Email: tallexander@calfee.com

Robert A. McMahon
Eberly McMahon LLC
2321 Kemper Lane, Suite 100
Cincinnati, Ohio 45206

Mark A. Hayden
FirstEnergy Service Company
76 South Main Street
Akron, Ohio 44308
Email: haydenm@firstenergycorp.com

David F. Boehm
Michael L. Kurtz
Boehm, Kurtz & Lowry
36 East Seventh Street, Suite 1510
Cincinnati, Ohio 45202
Email: dboehm@BKLawfirm.com
Email: mkurtz@BKLawfirm.com

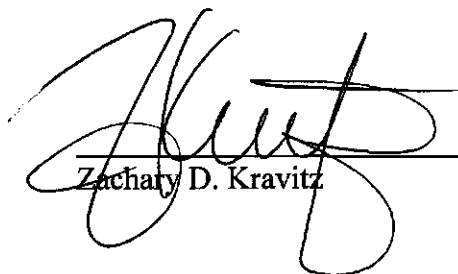
Rocco D'Ascenzo
Elizabeth Watts
Duke Energy Ohio, Inc.
139 East Fourth Street, 1303 Main
Cincinnati, Ohio 45202
Email: Elizabeth.Watts@duke-energy.com
Email: Rocco.D'Ascenzo@duke-energy.com

Lisa G. McAlister
Matthew W. Warnock
J. Thomas Siwo
Bricker & Eckler LLP
100 South Third Street
Columbus, Ohio 43215
Email: lmcalister@bricker.com
Email: mwarnock@bricker.com
Email: tsiwo@bricker.com

Richard L. Sites
Ohio Hospital Association
155 East Broad Street, 15th Floor
Columbus, Ohio 43215
Email: ricks@ohanet.org;

Jay F. Jadwin
American Electric Power Service Corporation
155 W. Nationwide Boulevard, Suite 500
Columbus, Ohio 43215
Email: jejadwin@aep.com

Thomas J. Obrien
Bricker & Eckler LLP
100 South Third Street
Columbus, Ohio 43215
Email: tobrien@bricker.com



Zachary D. Kravitz

4849-6268-4431, v. 1