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02-1829-GA-CRS

Direct Energy.

FILE

Public Utilities Commission of Ohio
Docketing Division, 13th Floor
180 East Broad Street
Columbus, OH 43215-3793

August 16, 2012

RE: Direct Energy Services, LLC's Registration

Dear Docketing Division:

Enclosed is the original copy of the Direct Energy Services, LLC's Ohio Gas License Renewal Application and attachments. The accompanying copies are also included as part of this submission to the Public Utilities Commission of Ohio.

If you have any questions or comments regarding the above, please feel free to contact me.

Sincerely,

Ryan Harwell
Compliance Analyst, Downstream Compliance
(713) 877-5701
Ryan.harwell@directenergy.com

Enclosure

RECEIVED-DOCKETING DIV
2012 AUG 17 PM 1:07
PUCO

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PUCO USE ONLY - Version 1.07		
Date Received	Renewal Certification Number	ORIGINAL CRS Case Number
		02 -024G - GA-CRS

RENEWAL CERTIFICATION APPLICATION
COMPETITIVE RETAIL NATURAL GAS SUPPLIERS

Please **type or print** all required information. Identify all attachments with an exhibit label and title (***Example: Exhibit A-16 - Company History***). All attachments should bear the legal name of the Applicant. Applicants should file completed applications and all related correspondence with the Public Utilities Commission of Ohio, Docketing Division, 13th Floor, 180 East Broad Street, Columbus, Ohio 43215-3793.

This PDF form is designed so that you may directly input information onto the form. You may also download the form by saving it to your local disk.

SECTION A - APPLICANT INFORMATION AND SERVICES

A-1 Applicant intends to renew its certificate as: (check all that apply)

☐ **Retail Natural Gas Aggregator** ☐ **Retail Natural Gas Broker** ☑ **Retail Natural Gas Marketer**

A-2 Applicant information:

Legal Name Direct Energy Services, LLC
Address 12 Greenway Plaza, Suite 250 Houston, TX 77046

Telephone No. 713-877-3500 Web site Address www.directenergy.com

Current PUCO Certificate No. 02-024G(5) Effective Dates 9/29/2010 - 9/29/2012

A-3 Applicant information under which applicant will do business in Ohio:

Name Direct Energy Services, LLC
Address 21 E. State Street Columbus, OH 43215

Web site Address www.directenergy.com Telephone No. 1-888-734-0741

A-4 List all names under which the applicant does business in North America:

Direct Energy Services, LLC

A-5 Contact person for regulatory or emergency matters:

Name Teresa Ringenbach Title Sr. Manager, Gov't. & Regulatory Affairs

Business Address 9605 El Camino Lane Plain City, OH 43064

Telephone No. 614-504-5544 Fax No. Email Address teresa.ringenbach@directenergy

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A-6 Contact person for Commission Staff use in investigating customer complaints:

Name George Papadogiannis Title Sr. Manager, Customer Care

Business address 2225 Sheppard Avenue E, 2nd Floor, Toronto, Ontario M2J5C2 Canada

Telephone No. 416-758-4259 Fax No. 1-877-326-6810 Email Address george.papadogiannis@directe

A-7 Applicant's address and toll-free number for customer service and complaints

Customer service address 12 Greenway Plaza, Suite 250 Houston, TX 77046

Toll-Free Telephone No. 1-888-734-0741 Fax No. 1-800-457-9687 Email Address csdirectenergy@directenergy

A-8 Provide "Proof of an Ohio Office and Employee," in accordance with Section 4929.22 of the Ohio Revised Code, by listing name, Ohio office address, telephone number, and Web site address of the designated Ohio Employee

Name Teresa Ringenbach Title Sr. Manager, Gov't. & Regulatory Affairs

Business address 9605 El Camino Lane Plain City, OH 43064

Telephone No. 614-504-5544 Fax No. Email Address teresa.ringenbach@directenergy.com

A-9 Applicant's federal employer identification number 20-1340064

A-10 Applicant's form of ownership: (Check one)

- ☐ **Sole Proprietorship**
- ☐ **Partnership**
- ☐ **Limited Liability Partnership (LLP)**
- ☑ **Limited Liability Company (LLC)**
- ☐ **Corporation**
- ☐ **Other**

A-11 (Check all that apply) Identify each natural gas company service area in which the applicant is currently providing service or intends to provide service, including identification of each customer class that the applicant is currently serving or intends to serve, for example: *residential, small commercial, and/or large commercial/industrial (mercantile) customers.* (A mercantile customer, as defined in Section 4929.01(L)(1) of the Ohio Revised Code, means a customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within the state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside of this state. In accordance with Section 4929.01(L)(2) of the Ohio Revised Code, "Mercantile customer" excludes a not-for-profit customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within this state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside this state that has filed the necessary declaration with the Public Utilities Commission.)

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☑ Columbia Gas of Ohio	☑ Residential	☑ Small Commercial	☐ Large Commercial / Industrial
☑ Dominion East Ohio	☑ Residential	☑ Small Commercial	☐ Large Commercial / Industrial
☑ Duke Energy Ohio	☑ Residential	☑ Small Commercial	☐ Large Commercial / Industrial
☐ Vectren Energy Delivery of Ohio	☐ Residential	☐ Small Commercial	☐ Large Commercial / Industrial

A-12 If applicant or an affiliated interest previously participated in any of Ohio's Natural Gas Choice Programs, for each service area and customer class, provide approximate start date(s) and/or end date(s) that the applicant began delivering and/or ended services.

☑ **Columbia Gas of Ohio**

☑ Residential	Beginning Date of Service	7/1/1998	End Date	
☑ Small Commercial	Beginning Date of Service	7/1/1998	End Date	
☐ Large Commercial	Beginning Date of Service		End Date	
☐ Industrial	Beginning Date of Service		End Date	

☑ **Dominion East Ohio**

☑ Residential	Beginning Date of Service	9/6/2000	End Date	
☑ Small Commercial	Beginning Date of Service	9/6/2000	End Date	
☐ Large Commercial	Beginning Date of Service		End Date	
☐ Industrial	Beginning Date of Service		End Date	

☑ **Duke Energy Ohio**

☑ Residential	Beginning Date of Service	8/16/2008	End Date	
☑ Small Commercial	Beginning Date of Service	8/16/2008	End Date	
☐ Large Commercial	Beginning Date of Service		End Date	
☐ Industrial	Beginning Date of Service		End Date	

☐ **Vectren Energy Delivery of Ohio**

☐ Residential	Beginning Date of Service		End Date	
☐ Small Commercial	Beginning Date of Service		End Date	
☐ Large Commercial	Beginning Date of Service		End Date	
☐ Industrial	Beginning Date of Service		End Date	

A-13 If not currently participating in any of Ohio's four Natural Gas Choice Programs, provide the approximate start date that the applicant proposes to begin delivering services:

☐	Columbia Gas of Ohio	Intended Start Date	
☐	Dominion East Ohio	Intended Start Date	
☐	Duke Energy Ohio	Intended Start Date	
✓	Vectren Energy Delivery of Ohio	Intended Start Date	TBD

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PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

A-14 **<u>Exhibit A-14 "Principal Officers, Directors & Partners,"</u>** provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.

A-15 **<u>Exhibit A-15 "Corporate Structure,"</u>** provide a description of the applicant's corporate structure, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale natural gas or electricity to customers in North America.

A-16 **<u>Exhibit A-16 "Company History,"</u>** provide a concise description of the applicant's company history and principal business interests.

A-17 **<u>Exhibit A-17 "Articles of Incorporation and Bylaws</u>**, provide the articles of incorporation filed with the state or jurisdiction in which the applicant is incorporated and any amendments thereto, ***only if the contents of the originally filed documents changed since the initial application***.

A-18 **<u>Exhibit A-18 "Secretary of State,"</u>** provide evidence that the applicant is still currently registered with the Ohio Secretary of the State.

SECTION B - APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED

B-1 **<u>Exhibit B-1 "Jurisdictions of Operation,"</u>** provide a current list of all jurisdictions in which the applicant or any affiliated interest of the applicant is, at the date of filing the application, certified, licensed, registered, or otherwise authorized to provide retail natural gas service, or retail/wholesale electric services.

B-2 **<u>Exhibit B-2 "Experience & Plans,"</u>** provide a current description of the applicant's experience and plan for contracting with customers, providing contracted services, providing billing statements, and responding to customer inquiries and complaints in accordance with Commission rules adopted pursuant to Section 4929.22 of the Revised Code and contained in Chapter 4901:1-29 of the Ohio Administrative Code.

B-3 **<u>Exhibit B-3 "Summary of Experience,"</u>** provide a concise and current summary of the applicant's experience in providing the service(s) for which it is seeking renewed certification (e.g., number and types of customers served, utility service areas, volume of gas supplied, etc.).

B-4 **<u>Exhibit B-4 "Disclosure of Liabilities and Investigations,"</u>** provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocations of authority, regulatory investigations, or any other matter that could adversely impact the applicant's financial or operational

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status or ability to provide the services for which it is seeking renewed certification since applicant last filed for certification.

B-5 **<u>Exhibit B-5 "Disclosure of Consumer Protection Violations,"</u>** disclose whether the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant has been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws since applicant last filed for certification.

☑ **No** ☐ **Yes**

If Yes, provide a separate attachment labeled as <u>Exhibit B-5 "Disclosure of Consumer Protection Violations,"</u> detailing such violation(s) and providing all relevant documents.

B-6 **<u>Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation,"</u>** disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail natural gas or retail/wholesale electric service denied, curtailed, suspended, or revoked, or whether the applicant or predecessor has been terminated from any of Ohio's Natural Gas Choice programs, or been in default for failure to deliver natural gas since applicant last filed for certification.

☑ **No** ☐ **Yes**

If Yes, provide a separate attachment, labeled as <u>Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation,"</u> detailing such action(s) and providing all relevant documents.

SECTION C - APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED

C-1 **<u>Exhibit C-1 "Annual Reports,"</u>** provide the two most recent Annual Reports to Shareholders. If applicant does not have annual reports, the applicant should provide similar information, labeled as Exhibit C-1, or indicate that Exhibit C-1 is not applicable and why.

C-2 **<u>Exhibit C-2 "SEC Filings,"</u>** provide the most recent 10-K/8-K Filings with the SEC. If applicant does not have such filings, it may submit those of its parent company. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 whether the applicant is not required to file with the SEC and why.

C-3 **<u>Exhibit C-3 "Financial Statements,"</u>** provide copies of the applicant's two most recent years of audited financial statements (balance sheet, income statement, and cash flow statement). If audited financial statements are not available, provide officer-certified financial statements. If the applicant has not been in business long enough to satisfy this requirement, it shall file audited or officer-certified financial statements covering the life of the business.

C-4 **<u>Exhibit C-4 "Financial Arrangements,"</u>** provide copies of the applicant's current financial arrangements to conduct competitive retail natural gas service (CRNGS) as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.)

C-5 **<u>Exhibit C-5 "Forecasted Financial Statements,"</u>** provide two years of forecasted financial statements (balance sheet, income statement, and cash flow statement) for the applicant's CRNGS operation, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer.

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C-6 **Exhibit C-6 "Credit Rating,"** provide a statement disclosing the applicant's current credit rating as reported by two of the following organizations: Duff & Phelps, Dun and Bradstreet Information Services, Fitch IBCA, Moody's Investors Service, Standard & Poors, or a similar organization. In instances where an applicant does not have its own credit ratings, it may substitute the credit ratings of a parent or affiliate organization, provided the applicant submits a statement signed by a principal officer of the applicant's parent or affiliate organization that guarantees the obligations of the applicant.

C-7 **Exhibit C-7 "Credit Report,"** provide a copy of the applicant's current credit report from Experion, Dun and Bradstreet, or a similar organization.

C-8 **Exhibit C-8 "Bankruptcy Information,"** provide a list and description of any reorganizations, protection from creditors, or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or since applicant last filed for certification.

C-9 **Exhibit C-9 "Merger Information,"** provide a statement describing any dissolution or merger or acquisition of the applicant since applicant last filed for certification.

SECTION D – APPLICANT TECHNICAL CAPABILITY

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

D-1 **Exhibit D-1 "Operations,"** provide a current written description of the operational nature of the applicant's business. Please include whether the applicant's operations will include the contracting of natural gas purchases for retail sales, the nomination and scheduling of retail natural gas for delivery, and the provision of retail ancillary services, as well as other services used to supply natural gas to the natural gas company city gate for retail customers.

D-2 **Exhibit D-2 "Operations Expertise,"** given the operational nature of the applicant's business, provide evidence of the applicant's current experience and technical expertise in performing such operations.

D-3 **Exhibit D-3 "Key Technical Personnel,"** provide the names, titles, email addresses, telephone numbers, and background of key personnel involved in the operational aspects of the applicant's current business.

Applicant Signature and Title VP&GM

Sworn and subscribed before me this 16 **day of** August **Month** 2012 **Year**

E Banks-Hubbard
Signature of official administering oath

Ebony Banks-Hubbard
Print Name and Title

My commission expires on

NOTARIAL SEAL
Ebony Banks-Hubbard
NOTARY PUBLIC
Pittsburgh City, Allegheny County
My Commission Expires 06/28/2016

The Public Utilities Commission of Ohio ORIGINAL

Competitive Retail Natural Gas Service
Affidavit Form
(Version 1.07)

In the Matter of the Application of)
DIRECT ENERGY SERVICES, LLC)
for a Certificate or Renewal Certificate to Provide)
Competitive Retail Natural Gas Service in Ohio.)

Case No. 02 - 0246 **-GA-CRS**

County of ALLEGHENY
State of PENNSYLVANIA

CORY BYZEWSKI **[Affiant], being duly sworn/affirmed, hereby states that:**

(1) The information provided within the certification or certification renewal application and supporting information is complete, true, and accurate to the best knowledge of affiant.

(2) The applicant will timely file an annual report of its intrastate gross receipts and sales of hundred cubic feet of natural gas pursuant to Sections 4905.10(A), 4911.18(A), and 4929.23(B), Ohio Revised Code.

(3) The applicant will timely pay any assessment made pursuant to Section 4905.10 or Section 4911.18(A), Ohio Revised Code.

(4) Applicant will comply with all applicable rules and orders adopted by the Public Utilities Commission of Ohio pursuant to Title 49, Ohio Revised Code.

(5) Applicant will cooperate with the Public Utilities Commission of Ohio and its staff in the investigation of any consumer complaint regarding any service offered or provided by the applicant.

(6) Applicant will comply with Section 4929.21, Ohio Revised Code, regarding consent to the jurisdiction of the Ohio courts and the service of process.

(7) Applicant will inform the Public Utilities Commission of Ohio of any material change to the information supplied in the certification or certification renewal application within 30 days of such material change, including any change in contact person for regulatory or emergency purposes or contact person for Staff use in investigating customer complaints.

(8) Affiant further sayeth naught.

Affiant Signature & Title VP & GM

Sworn and subscribed before me this 16 **day of** August **Month** 2012 **Year**

Signature of Official Administering Oath **Print Name and Title** Ebony Banks-Hubbard

My commission expires on

NOTARIAL SEAL
Ebony Banks-Hubbard
NOTARY PUBLIC
Pittsburgh City, Allegheny County
My Commission Expires 06/28/2016

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Exhibit A-14
Officers and Directors

The following is a current list of the Officers and Directors of Direct Energy Services, LLC:

Board Positions

Steve Murray* Director & President, Direct Energy Residential	12 Greenway Plaza Suite 250 Houston, TX 77046 (713) 877-3501

Officers

Steve Murray* Director & President, Direct Energy Residential	12 Greenway Plaza Suite 250 Houston, TX 77046 (713) 877-3501
Georganne Hodges Vice President, Finance	12 Greenway Plaza Suite 250 Houston, TX 77046 (713) 877-3524
Cory Byzewski Vice-President & Secretary	1001 Liberty Avenue Suite 1200 Pittsburgh, PA 15222 (412) 667- 5382

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Exhibit A-15
Corporate Structure

Direct Energy Services, LLC is an indirect wholly owned subsidiary of Centrica plc. Direct Energy Services, LLC has Direct Energy Business, LLC as its only subsidiary. Direct Energy Business, LLC, Direct Energy Source, LLC, Direct Energy, LP, CPL Retail Energy, LP and WTU Retail Energy, LP are the only companies affiliated with Direct Energy Services, LLC that supply retail or wholesale electricity and/or natural gas to customers in North America. See also Exhibit A-15 – U.S. Operations.

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Exhibit A-15
Corporate Structure

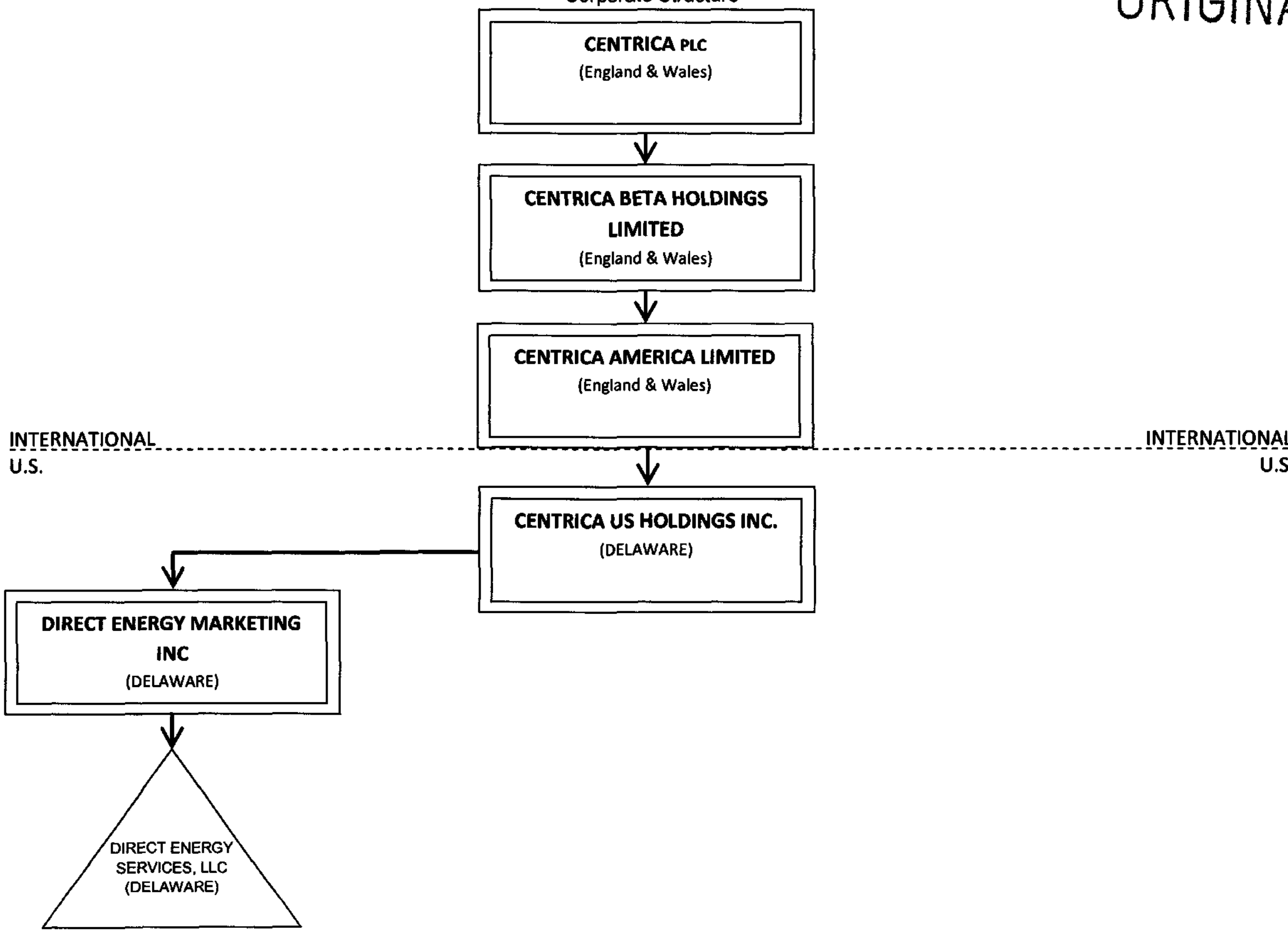

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Exhibit A-16
Company History

Background

Direct Energy Services, LLC is part of the Direct Energy family and its parent company is Centrica, plc. Direct Energy is one of North America's largest energy and energy-related services providers with over 6 million residential and commercial customer relationships. Direct Energy provides customers with choice and support in managing their energy costs through a portfolio of innovative products and services. A subsidiary of Centrica plc (LSE:CNA), one of the world's leading integrated energy companies, Direct Energy operates in 46 states including the District of Columbia and 10 provinces in Canada.

Direct Energy Services, formerly known as Energy America, LLC, first entered the Columbia Gas of Ohio CHOICE program as a marketer in the third quarter of 1998 and has executed a number of campaigns since in the Columbia Gas of Ohio, Dominion East Ohio, Duke Energy Ohio and Vectren Energy Delivery of Ohio service territories. Direct Energy Services plans to continue customer acquisitions and retention efforts as part of Direct Energy's business model. Upon enrollment by the customer, Direct Energy Services mails a confirmation letter detailing the terms and conditions of the contract as part of its "Welcome Kit" to new customers.

Exhibit A-17
Articles of Incorporation and Bylaws

There have been no changes or amendments to the Articles of Incorporation since the date of the last Renewal Application.

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Exhibit A-18
Secretary of State

Please find attached Direct Energy Services, LLC's State of Ohio Certificate from the Ohio Secretary of State.

Doc ID --> 200418201596

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DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
06/30/2004	200418201596	REGISTRATION OF FOREIGN LIMITED LIABILITY CO (LFA)	125.00	100.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

C T CORPORATION SYSTEM
JAMES TANKS III
17 S HIGH ST
COLUMBUS, OH 43215

STATE OF OHIO

CERTIFICATE

Ohio Secretary of State, J. Kenneth Blackwell

1473703

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

DIRECT ENERGY SERVICES, LLC

and, that said business records show the filing and recording of:

Document(s)	Document No(s):
REGISTRATION OF FOREIGN LIMITED LIABILITY CO	**200418201596**

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 30th day of June, A.D. 2004.

J. Kenneth Blackwell

Ohio Secretary of State

Exhibit B-1
Jurisdiction of Operation

Currently, Direct Energy Services is providing retail natural gas service in the Columbia Gas of Ohio, Dominion East Ohio, Duke Energy Ohio and Vectren Energy Delivery of Ohio service territories. In June 2004, Direct Energy Services completed the registration of name transfer from Energy America LLC, which had initiated competitive retail gas supply services in the State of Ohio in July 1998. Further, Direct Energy Services completed the registration in the other states of: Connecticut, Michigan, Maryland, Massachusetts, New York, New Jersey, Pennsylvania, and Rhode Island in 2004. The District of Columbia and Maine were registered under Direct Energy Services, LLC the following year. More recently, Direct Energy Services registered in the state of Indiana. Currently, the eight states where service is being provided to residential and small commercial end use customers are Illinois, Indiana, New Jersey, New York, Maryland, Michigan, Ohio, and Pennsylvania.

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Exhibit B-2
Experience & Plans

Direct Energy Services, LLC is part of the Direct Energy family and its parent company is Centrica, plc. Direct Energy is one of North America's largest energy and energy-related services providers with over 6 million residential and commercial customer relationships. Direct Energy provides customers with choice and support in managing their energy costs through a portfolio of innovative products and services. A subsidiary of Centrica plc (LSE:CNA), one of the world's leading integrated energy companies, Direct Energy operates in 46 states including the District of Columbia and 10 provinces in Canada.

Direct Energy Services, formerly known as Energy America, LLC, first entered the Columbia Gas of Ohio CHOICE program as a marketer in the third quarter of 1998 and has executed a number of campaigns since in the Columbia Gas of Ohio, Dominion East Ohio, Duke Energy Ohio and Vectren Energy Delivery of Ohio service territories. Direct Energy Services plans to continue customer acquisitions and retention efforts as part of Direct Energy's business model. Upon enrollment by the customer, Direct Energy Services mails a confirmation letter detailing the terms and conditions of the contract as part of its "Welcome Kit" to new customers.

Regarding customer inquiries and complaints:

Normal customer service hours are Monday – Friday, 8 AM – 8PM, Eastern Standard Time and Saturday from 8 AM – 5 PM Eastern Standard Time. When customer concerns are received at Direct Energy Service's Customer Care center, the issue is researched to determine all factors influencing the concern. Once the factors involved in the issues are established, contact with the customer is made in an attempt to reach an amicable resolution through our Office of the President department. If a public agency is involved in the dispute resolution process, once an investigation is complete, the agency is notified of the results and, assuming concurrence, the matter is closed. If the customer disputes the investigation results, Direct Energy Services will inform the customer that PUCO Staff is available to mediate complaints.

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Exhibit B-3
Summary of Experience

Direct Energy Services, formerly known as Energy America, has provided natural gas services to Ohio customers since July 1998. Direct Energy Services has marketed and acquired customers in Dominion East Ohio, Columbia Gas of Ohio, Duke Energy Ohio and Vectren Energy Delivery of Ohio service territories. Direct Energy Services approximately serves 312,000 customers, as of May 31, 2012, in these Ohio service territories. The most current volume supplied for the current customer base was 1.11 bcf.

Exhibit B-4
Disclosure of Liabilities and Investigations

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In the interest of full disclosure, certain Direct Energy affiliates/entities have been the subject of regulatory and/or disciplinary proceedings, which are summarized directly below with more detailed explanations following.

- Energy America, LLC has been the subject of regulatory and disciplinary proceedings in Georgia, Michigan and New Jersey.
- Direct Energy, LP has been the subject of regulatory and disciplinary proceedings in Texas.
- Direct Energy Business, LLC has been the subject of a regulatory proceeding with the California ISO.
- Direct Energy Marketing Limited (Canada) has been the subject of regulatory and/or disciplinary proceedings in Alberta and Ontario.
- CPL Retail Energy, LP was issued a notice of violation in 2011 as a result of the PUCT (TX) compliance audit program.
- Gateway Energy Services Corporation (formerly known as ECONnergy Energy Company, Inc.) had been the subject of regulatory and/or disciplinary proceedings in New York.
- Gateway Energy Services Corporation d/b/a Gateway Power Services was issued a notice of violation in 2011 as a result of the PUCT compliance audit program.
- First Choice Power Special Purpose, LP was issued a notice of violation in 2011 as a result of the PUCT (TX) compliance audit program.

Energy America: Georgia

In July 2000, Energy America was a respondent in a proceeding before the Georgia Public Service Commission, docket number 12126-U. The proceeding resolved claims that Energy America had enrolled door-to-door customers without appropriate authorizations. Energy America did not admit to any acts which violated any Georgia laws or regulations. However, Energy America did agree to a stipulation implementing certain measures including establishing energy fund to assist low income and elderly customers and paying costs and expenses to the Georgia PSC.

In July 2003, Energy America was a respondent in a proceeding before the Georgia Public Services Commission, docket number 16602-U. The proceeding resolved claims that Energy America had enrolled customers without the appropriate authorizations. Energy America did not admit to any acts which violated any Georgia laws or regulations. Pursuant to a stipulation, Energy America agreed to credit the accounts of complaining customers and to contribute to Georgia's Low-Income Heating Assistance Program.

On January 6, 2004, the Georgia Public Service Commission approved a Stipulation between Energy America and the staff of Georgia Public Service Commission to resolve a matter arising out of the Energy America's inadvertent failure to timely pay its provider of mailbox services (docket number 9557-U). Consistent with applicable rules, Energy America had maintained a mailbox, as among other things, the primary mailing address for certain payments, including Low Income Home Energy Assistance Program ("LIHEAP") payments, and other correspondence from Energy America's customers in the State. As a result of Energy America's inadvertent failure to pay the vendor, payments sent to Energy America at the mailbox address were not forwarded to Energy America resulting in the disconnection of service to several customers. In resolution of these issues, Energy America agreed to reinstate the accounts of all affected customers and made a voluntary contribution to the LIHEAP fund.

Energy America: Michigan

In July 2002, Energy America entered into an Assurance of Voluntary Compliance with the Michigan Attorney General's office to resolve alleged violations of the Michigan Consumer Protection Act. The assurance expired in August 2004 as Energy America had met all substantive terms of the Assurance. In the Assurance Energy America agreed to de-enroll any consumers that alleged they did not authorize the company to enroll them for natural gas service unless Energy America could establish by clear and convincing evidence the consumers allegations were invalid, to not make any false or misleading representations to consumers, to comply with written or verbal requests by consumers to stop soliciting them and to verify future consumer enrollments through taped third party verification or by sending confirmation letters. Energy America did not admit to any acts which violated any Michigan laws or regulations. As part of the Assurance, Energy America paid costs and expenses to the Michigan Attorney General's office.

Direct Energy, LP: Texas

On December 10, 2002, the Public Utility Commission of Texas ("PUCT") issued Notices of Violation ("NOVs") to 25 different Retail Electric Providers ("REPs") who missed the requisite 21-day timeframe for responding to customer complaints forwarded by the PUCT. In addition, there were a number of alleged violations for failing to provide sufficient documentation related to a complaint. Many of these cases were resolved through settlement agreements, which were subsequently approved by the PUCT. Republic Power, LP (d/b/a/ Energy America), now operating under the certificated name, Direct Energy, LP, received two NOVs and worked with PUCT Staff to reach a settlement in both cases. The settlements, which included recommended administrative penalties totaling $25,650, were filed on Aug. 18, 2003; however, the settlements were never placed on the PUCT's agenda for final orders. On March 9, 2007, and after first advising Direct Energy of the PUCT's plans to close out the cases, the PUCT Staff filed proposed final orders, which were subsequently approved by the PUCT on March 29, 2007.

Direct Energy, LP: Texas

On December 22, 2003, Republic Power (d/b/a Energy America) entered into a Stipulation and Settlement Agreement with the Public Utility Commission of Texas ("PUCT"), docket number 28306, to resolve certain technical violations of the Texas Commission's rules relating to the selection or changes of retail electric providers ("REP"). A Notice of Violation ("NOV") issued by the PUCT had alleged that (i) a pre-checked box on the Company's internet customer enrollment form failed to properly "provide a statement with a box that must be checked by the customer to indicate that the customer has read and agrees to select the REP to provide electric service and the time and date of the customer's enrollment"; (ii) the Company's "Term of Service" document did not contain a required "Electricity Facts Label"; and that (iii) the enrollment package e-mailed by the company to new customers enrolled via the internet failed to include a document entitled "Your Rights As A Customer." Republic Power acknowledged its technical violation of the checkbox requirement and, in fact, had corrected the technical violation prior to the NOV. No customer complaints were received by the PUCT regarding the violation.

The Stipulation and Settlement Agreement also addressed certain complaints that arose out of Republic Power's telemarketing efforts, as conducted by several third party telemarketing firms. It was learned that in violation of Republic Power's instructions, the telemarketing firms had switched certain customers without obtaining proper approval or without making certain required disclosures required by PUCT rules. Republic Power addressed this situation by suspending telemarketing activities, terminating relationships with these vendors, and implementing a number of controls and compliance measures before resuming telemarketing activities. Pursuant to the Stipulation and Settlement Agreement, in consideration of an administrative penalty of $750,000, all matters that were the subject of the NOV and customer switching related complaints the occurred on or before August 31, 2003 were deemed fully

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resolved. As part of the settlement, the PUCT staff and Republic Power acknowledged that customer confusion about the restructured retail electric market may have been a contributing factor to the lodging of some customer complaints. The parties pledged to work together cooperatively to identify and expeditiously resolve any further problems.

These violations were technical and inadvertent in nature or the result of actions of third parties. Applicant resolved these issues in a responsible and reasonable manner and worked cooperatively with regulators to prevent their re-occurrence.

Direct Energy, LP: Texas

On August 24, 2007, Direct Energy and the Staff of the Public Utility Commission of Texas ("PUCT" or "Commission") filed a Settlement Agreement and Report to the Commission (Docket No. 34671) to resolve a matter related to differing interpretations of the existing PUCT rules for renewal of electric service with respect to small commercial customers. Direct Energy's renewal practice for small commercial customers was to send renewal notices to its customers whose contracts were about to expire. The notices offered to renew the contracts for another 24-month term, and would be effective if the customer did not take action by a specific, disclosed date. The notices included the appropriate disclosures of the renewal product's terms, including notice of an early cancellation fee. Each small commercial customer was also provided the opportunity to contact the Company to decline the renewal offer without penalty. This renewals approach allowed Direct Energy's customers to continue receiving service with the Company on a product comparable to their existing contract without taking any further action. Direct Energy believes that this approach provided a valuable and desirable service to customers and that this renewals practice is not prohibited by the PUCT's rules.

After investigating Direct Energy's renewal practices, the PUCT Staff concluded that Direct Energy and Staff interpreted the existing rules related to renewals differently and that Direct Energy's interpretation was incorrect. Specifically, the PUCT Staff believes that renewing customers for a time period greater than 31 days requires the customer's affirmative consent; however, it was explicitly noted in the Settlement Agreement that:

- Direct Energy and the PUCT Staff interpreted the PUCT rules "differently, and although Staff contends that the Company's interpretation of this rule was incorrect, Staff found no evidence of any willful or negligent violation."
- "Direct Energy fully cooperated with Staff's investigation."
- "After being notified of Staff's concerns regarding Direct Energy's contract renewal practices, the Company voluntarily modified its contract renewal practices to address the issues raised by Staff."

Direct Energy strongly believes that it correctly interpreted and adhered to the renewal rules in the Texas market and that its customers thought so as well. Approximately 5,200 small commercial customer renewals occurred during the period covered by the PUCT's investigation – of these, 25% elected to exercise their option to select another supplier; the other 75% remained with Direct Energy. It is important to note that the PUCT received only 3 customer complaints, with 2 of those arriving after publicity surrounding a settlement by another provider on the same issue.

On December 14, 2007, the Commission issued a Final Order approving a revised Settlement Agreement between Commission Staff and Direct Energy, in which Direct Energy agreed to: 1) provide notice to all affected customers that they are no longer subject to a term commitment and may choose another service plan or provider without being charged a cancellation fee; 2) provide refunds of early cancellation penalties that may have been levied; and 3) expend $695,000 to fund the development and presentation of an education program regarding the retail electric market in the Electric Reliability Council of Texas targeted to small commercial customers in lieu of paying an administrative penalty.

Direct Energy, LP: Texas

Prior to April 2009, Direct Energy, LP failed to render monthly bills to some of its Texas customers in accordance with PUCT rules as a result of the transition of its previous billing system to a more robust customer information and billing system. In response to the delayed billings, Direct Energy self-reported the issue to Commission Staff and worked to keep Staff informed of its progress to resolve the issue and work with impacted customers.

Commission Staff initiated an investigation in the matter and informed Direct Energy of same. Direct Energy fully cooperated with the investigation. Direct Energy developed and instituted corrective action plans related to its billing system, which are designed to ensure that the billing system renders timely bills. In addition, Direct Energy prepared its call center to be responsive to customer needs; set up a special toll-free phone number dedicated to answering customer questions and working with customers on deferred payment plans; conducted an outreach program to contact affected customers to advise them of the issue and to assure them that Direct Energy would work with them on extended payment arrangements once the customers received their bills; and set letters to impacted customers with a gift card.

On June 19, 2009, Direct Energy and Commission Staff filed an Agreement resolving the violation. On August 14, 2009, the PUCT issued a Final Order approving the Settlement Agreement, in which Direct Energy agreed pay an administrative penalty of $200,000 for the violations of PUCT rules regarding customer billing. The agreement stipulated that Direct Energy complied with PUCT rules relating to bill payments and adjustments while resolving the issues presented, and that those actions ameliorated the impact on the small percentage of Direct Energy's customers who were impacted by the transition complications. In addition, the agreement acknowledged Direct Energy's efforts to conform to the Customer Protection Rules in good faith, and that there was no evidence of Direct Energy's willful violation of those rules, and that Direct Energy worked aggressively to resolve the problem and manage customer impacts.

Direct Energy Business, LLC: California ISO

On August 22, 2008, the California ISO ("CAISO") issued a $93,364 penalty against Strategic Energy, LLC (n/k/a Direct Energy Business, LLC) in connection with a failure by our contracting partner San Diego Gas & Electric to adequately report load meter data for the April 27 – May 28, 2007 trading days. Strategic Energy quickly realized this error and promptly self-reported it to the CAISO; however, pursuant to the CAISO's tariff, which is approved by the FERC, a penalty is mandatory. Strategic Energy has worked with its Wholesale Compliance team to develop procedures to prevent future occurrences of this nature.

Direct Energy Marketing Limited: Alberta, Canada

One of Direct Energy's Canadian affiliates is Direct Energy Marketing Limited, which operates a business unit in Alberta called Direct Energy Regulated Services (DERS). DERS is a regulated retail provider of natural gas and electricity. As such DERS is often involved in regulatory proceedings in the natural course of operating a regulated business. In addition, DERS is also subject to regular regulatory investigations and audits as required by Alberta legislation. None of these investigations or audits has resulted in any negative findings against DERS or its affiliates.

On April 23, 2009, Direct Energy Marketing Limited ("DEML") executed a Consent Undertaking with the Director of the Fair Trading Act of Alberta. Through this Undertaking, the Director informed DEML that he has reason to believe that between April 7, 2007 and January 19, 2009, some of DEML's sales agents engaged in sales presentations that did not clearly distinguish between Direct Energy Marketing Limited as a competitive retailer and Direct Energy Regulated Services as its registered business unit. The Director asserted that he had reason to believe that these acts or practices may have constituted breaches of Section 6(4)(a) of the Fair Trading Act and Section 19(2)(d) of the Energy Marketing Regulation. On September 30, 2009, Direct Energy implemented an action plan that addressed the Director's concerns. While DEML was not fined, DEML did pay the Director, $5000.00, an amount that represents a portion of the costs associated with investigating the matter.

Direct Energy Marketing Limited: Ontario, Canada

Direct Energy's Canadian affiliate, Direct Energy Marketing Limited, also operates as a retail energy supplier business in Ontario, doing business as Direct Energy. On June 19, 2003 the Ontario Energy Board ("OEB") issued a Notice of Administrative Penalty ("Notice") against Direct Energy ("DE"). The Notice was based on a finding that in 21 instances customer contracts had been forged and that, as a consequence, DE had breached its retailer licenses by requesting a customer enrollment without the customer's written authorization to do so. A penalty totaling CDN$157,500 ($7,500 per instance) was imposed. Those incidents were addressed as follows:

- Offending sales agents were terminated on confirmation of the allegations and reported to the local police and OEB.
- All affected DE customer were notified, their contracts cancelled and they were reimbursed for any energy charges they incurred.
- All other customers enrolled by the offending sales agent were notified and given the opportunity to cancel their contracts and were fully reimbursed

In addition, strong internal controls were put in place to help prevent future instance.

Direct Energy Marketing Limited: Ontario, Canada

On April 23, 2009, the Ontario Energy Board ("OEB") issued a Notice of Administrative Penalty ("Notice") against Direct Energy Marketing Limited ("DE"). The Notice was based on a finding that a DE door-to-door agent was found to have made a false, misleading or deceptive statement to a consumer. The OEB determined that DE contravened section 88.4(2) of the Act, in that it engaged in an unfair practice as defined in section 2 of Ontario Regulation 200/02. The OEB also determined that DE contravened section 2.1 of the Code of Conduct for Gas Marketers.

The OEB made an Order on May 5, 2009, under subsection 112.5 of the *Ontario Energy Board Act, 1998* (the "Act") requiring Direct Energy Marketing Limited ("DE") to pay an administrative penalty in the amount of $15,000 for contravening an enforceable provision of the Act and the Code of Conduct for Gas Marketers.

CPL Retail Energy, LP: Texas

CPL Retail Energy, LP entered into a settlement agreement in 2011 with Staff of the Public Utility Commission of Texas (Commission) in Docket No. 39285. This agreement resolves and concludes an investigation of CPL Retail Energy related to the Commission's substantive rules relating to consumer protection. The investigation was initiated as part of a compliance audit program applicable to all retail electric providers as instituted by the Commission. As part of the settlement, CPL Retail Energy agreed to pay an administrative penalty of $18,000 for alleged violations committed by the company."

Gateway Energy Services Corporation (formerly known as ECONnergy Energy Company, Inc.): New York

ECONnergy Energy Company was found by the New York State Consumer Protection Board to be in violation of the New York No Call Registry based on calls allegedly made by an independent marketing firm. This matter was appealed and settled on December 2, 2003 with ECONnergy being fined approximately $10,000.

On April 19, 2002, the Office of the Attorney General of the State of New York filed a lawsuit against ECONnergy Energy Company, Inc. ("ECONnergy") , alleging that ECONnergy violated various consumer protection laws. This matter was settled on December 6, 2002 when both parties executed a "Stipulation of Resolution" of the informal complaint made against ECONnergy Energy Company. As part of the settlement, ECONnergy was ordered to pay $25,000 and abide by certain monitoring requirements. These monitoring requirements included the implementation of a Comprehensive Statewide Quality Assurance Program, monthly marketing reports to be sent for a period of six months, and closer monitoring of the uniforms and identification of door to door representatives.

Gateway Energy Services Corporation d/b/a Gateway Power Services: Texas

Gateway Energy Services Corp. d/b/a Gateway Power Services (Gateway) entered into a settlement agreement in 2011 with Staff of the Public Utility Commission of Texas (Commission). This agreement resolves and concludes an investigation of Gateway related to the Commission's substantive rules relating to consumer protection. The investigation was initiated as part of a compliance audit program applicable to all retail electric provides as instituted by the Commission. As part of the settlement, Gateway agreed to pay an administrative penalty of $17,000 for alleged violations committed by the company.

First Choice Power Special Purpose, LP: Texas

First Choice Power Special Purpose, LP ("First Choice") entered into a settlement agreement in 2010 with Staff of the Public Utility Commission of Texas (Commission). This agreement resolves and concludes an investigation of First Choice related to the Commission's substantive rules relating to consumer protection. The investigation was initiated as part of a compliance audit program applicable to all retail electric provides as instituted by the Commission. As part of the settlement, First Choice agreed to pay an administrative penalty of $16,500 for alleged violations committed by the company.

Direct Energy Marketing Limited: Ontario, Canada

On April 23, 2009, the Ontario Energy Board ("OEB") issued a Notice of Administrative Penalty ("Notice") against Direct Energy Marketing Limited ("DE"). The Notice was based on a finding that a DE door-to-door agent was found to have made a false, misleading or deceptive statement to a consumer. The OEB determined that DE contravened section 88.4(2) of the Act, in that it engaged in an unfair practice as defined in section 2 of Ontario Regulation 200/02. The OEB also determined that DE contravened section 2.1 of the Code of Conduct for Gas Marketers.

The OEB made an Order on May 5, 2009, under subsection 112.5 of the *Ontario Energy Board Act, 1998* (the "Act") requiring Direct Energy Marketing Limited ("DE") to pay an administrative penalty in the amount of $15,000 for contravening an enforceable provision of the Act and the Code of Conduct for Gas Marketers.

CPL Retail Energy, LP: Texas

CPL Retail Energy, LP entered into a settlement agreement in 2011 with Staff of the Public Utility Commission of Texas (Commission) in Docket No. 39285. This agreement resolves and concludes an investigation of CPL Retail Energy related to the Commission's substantive rules relating to consumer protection. The investigation was initiated as part of a compliance audit program applicable to all retail electric providers as instituted by the Commission. As part of the settlement, CPL Retail Energy agreed to pay an administrative penalty of $18,000 for alleged violations committed by the company."

Gateway Energy Services Corporation (formerly known as ECONnergy Energy Company, Inc.): New York

ECONnergy Energy Company was found by the New York State Consumer Protection Board to be in violation of the New York No Call Registry based on calls allegedly made by an independent marketing firm. This matter was appealed and settled on December 2, 2003 with ECONnergy being fined approximately $10,000.

On April 19, 2002, the Office of the Attorney General of the State of New York filed a lawsuit against ECONnergy Energy Company, Inc. ("ECONnergy") , alleging that ECONnergy violated various consumer protection laws. This matter was settled on December 6, 2002 when both parties executed a "Stipulation of Resolution" of the informal complaint made against ECONnergy Energy Company. As part of the settlement, ECONnergy was ordered to pay $25,000 and abide by certain monitoring requirements. These monitoring requirements included the implementation of a Comprehensive Statewide Quality Assurance Program, monthly marketing reports to be sent for a period of six months, and closer monitoring of the uniforms and identification of door to door representatives.

Exhibit B-5
Disclosure of Consumer Protection Violations

Not Applicable.

Exhibit B-6
Disclosure of Certification Denial, Curtailment, Suspension, or Revocation

Not Applicable.

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Exhibit C-1
Annual Reports

The Annual Reports of Centrica plc can be accessed at the following web pages:

2010 - http://www.centrica.com/files/reports/2010ar/files/pdf/centrica_annual_report_2010.pdf

And

2011 - http://www.centrica.com/files/reports/2011ar/files/pdf/centrica_annual_report_2011.pdf.

Exhibit C-2
SEC Filings

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Direct Energy Services, LLC is an indirect wholly owned subsidiary of Centrica plc. Centrica plc is headquartered in Winsor, UK. As a foreign entity, Centrica is not subject to SEC jurisdiction, and thus does not have SEC filings.

Exhibit C-3
Financial Statements

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Please see attached Centrica plc financial statements for 2010 and 2011.

centrica
Annual Report and Accounts 2010

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Financials

Summary Financial Statements

Summary Group Income Statement

	2010			2009		
Year ended 31 December	**Business performance £m**	**Exceptional items and certain re-measurements £m**	**Results for the year £m**	Business performance £m	Exceptional items and certain re-measurements £m	Results for the year £m
Continuing operations						
Group revenue	**22,423**	**–**	**22,423**	21,963	–	21,963
Cost of sales before exceptional items and certain re-measurements	**(17,595)**	**–**	**(17,595)**	(17,663)	–	(17,663)
Exceptional items	**–**	**(102)**	**(102)**	–	(393)	(393)
Re-measurement of energy contracts	**–**	**1,177**	**1,177**	–	(62)	(62)
Gross profit	**4,828**	**1,075**	**5,903**	4,300	(455)	3,845
Operating costs before exceptional items	**(2,641)**	**–**	**(2,641)**	(2,496)	–	(2,496)
Exceptional items	**–**	**(181)**	**(181)**	–	(175)	(175)
Share of profits in joint ventures and associates, net of interest and taxation	**7**	**(14)**	**(7)**	10	(9)	1
Group operating profit	**2,194**	**880**	**3,074**	1,814	(639)	1,175
Net interest expense	**(265)**	**–**	**(265)**	(179)	–	(179)
Profit/(loss) from continuing operations before taxation	**1,929**	**880**	**2,809**	1,635	(639)	996
Taxation on profit from continuing operations	**(708)**	**(221)**	**(929)**	(531)	185	(346)
Profit/(loss) from continuing operations after taxation	**1,221**	**659**	**1,880**	1,104	(454)	650
Profit/(loss) from discontinued operations	**(8)**	**67**	**59**	40	(131)	(91)
Gain on disposal of discontinued operations	**3**	**–**	**3**	–	297	297
Profit/(loss) for the year	**1,216**	**726**	**1,942**	1,144	(288)	856
Attributable to:						
Equity holders of the parent	**1,209**	**726**	**1,935**	1,094	(250)	844
Non-controlling interests	**7**	**–**	**7**	50	(38)	12

	1,216	726	1,942	1,144	(288)	856

	Pence	Pence
Earnings per ordinary share		
From continuing and discontinued operations:		
Basic	**37.6**	16.5
Diluted	**37.3**	16.4
From continuing operations:		
Basic	**36.4**	12.7
Diluted	**36.1**	12.6
Interim dividend paid per ordinary share	**3.84**	3.66
Final dividend proposed per ordinary share	**10.46**	9.14
	£000	**£000**
Directors' emoluments	**8,394**	7,184

Summary Group Balance Sheet

31 December	2010 £m	2009 £m
Non-current assets	**13,269**	12,472
Current assets	**5,551**	6,492
Current liabilities	**(5,268)**	(6,162)
Net current assets	**283**	330
Non-current liabilities	**(7,820)**	(8,675)
Net assets of disposal groups classified as held for sale	**87**	128
Net assets	**5,819**	4,255
Shareholders' equity	**5,819**	4,192
Non-controlling interests in equity	**–**	63
Total non-controlling interests and shareholders' equity	**5,819**	4,255

Summary Group Statement of Changes in Equity

Year ended 31 December	2010 £m	2009 £m
1 January	**4,255**	4,372
Profit for the year	**1,942**	856
Other comprehensive income/(loss)	**268**	(546)
	6,465	4,682
Employee share schemes	**69**	63

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Amounts arising on consolidation	–	946
Repurchase of non-controlling interests[i]	–	(201)
Disposal of Segebel S.A.	–	(589)
Liquidation of subsidiaries	**(70)**	–
Dividends paid by subsidiaries	–	(11)
Dividends	**(668)**	(635)
Taxation	**20**	12
Exchange adjustments	**3**	(12)
31 December	**5,819**	4,255

Summary Group Cash Flow Statement

Year ended 31 December	**2010 £m**	2009 £m
Cash generated from continuing operations	**3,445**	3,082
Net interest, taxation and other operating cash flows	**(762)**	(435)
Net cash flow from operating activities	**2,683**	2,647
Net cash flow from investing activities	**(1,839)**	(4,520)
Net cash flow from financing activities	**(1,677)**	304
Net decrease in cash and cash equivalents	**(833)**	(1,569)
Cash and cash equivalents at 1 January	**1,285**	2,904
Effect of foreign exchange rate changes	**(1)**	(50)
Cash and cash equivalents at 31 December	**451**	1,285

i. On 14 May 2010, GF Two Limited (formerly Goldfish Holdings Limited) and its subsidiary, GF One Limited (formerly Goldfish Bank Limited), both non-trading entities were put into liquidation.

The Summary Financial Statements were approved and authorised for issue by the Board of Directors on 24 February 2011 and were signed below on its behalf by:

Sam Laidlaw
Chief Executive

Nick Luff
Group Finance Director

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FINANCIAL STATEMENTS

SUMMARY FINANCIAL STATEMENTS

SUMMARY GROUP INCOME STATEMENT

	2011			2010		
Year ended 31 December	Business performance £m	Exceptional items and certain re-measurements £m	Results for the year £m	Business performance £m	Exceptional items and certain re-measurements £m	Results for the year £m
Group revenue	**22,824**	**–**	**22,824**	22,423	–	22,423
Cost of sales before exceptional items and certain re-measurements	**(17,959)**	**–**	**(17,959)**	(17,595)	–	(17,595)
Exceptional items	**–**	**(221)**	**(221)**	–	(102)	(102)
Re-measurement of energy contracts	**–**	**(437)**	**(437)**	–	1,177	1,177
Gross profit	**4,865**	**(658)**	**4,207**	4,828	1,075	5,903
Operating costs before exceptional items	**(2,750)**	**–**	**(2,750)**	(2,641)	–	(2,641)
Exceptional items	**–**	**(110)**	**(110)**	–	(181)	(181)
Share of profits/(losses) in joint ventures and associates, net of interest and taxation	**93**	**(26)**	**67**	7	(14)	(7)
Group operating profit	**2,208**	**(794)**	**1,414**	2,194	880	3,074
Net interest expense	**(146)**	**–**	**(146)**	(265)	–	(265)
Profit from continuing operations before taxation	**2,062**	**(794)**	**1,268**	1,929	880	2,809
Taxation on profit from continuing operations	**(810)**	**(16)**	**(826)**	(708)	(221)	(929)
Profit from continuing operations after taxation	**1,252**	**(810)**	**442**	1,221	659	1,880
Profit/(loss) from discontinued operations	**13**	**22**	**35**	(8)	67	59
(Loss)/profit on disposal of discontinued operations	**–**	**(56)**	**(56)**	3	–	3
Profit for the year	**1,265**	**(844)**	**421**	1,216	726	1,942
Attributable to:						
Equity holders of the parent	**1,265**	**(844)**	**421**	1,209	726	1,935
Non-controlling interests	**–**	**–**	**–**	7	–	7
	1,265	**(844)**	**421**	1,216	726	1,942
Earnings per ordinary share			**Pence**			Pence
From continuing and discontinued operations:						
Basic			**8.2**			37.6
Diluted			**8.1**			37.3
From continuing operations:						
Basic			**8.6**			36.4
Diluted			**8.5**			36.1
Interim dividend paid per ordinary share			**4.29**			3.84

Final dividend proposed per ordinary share	**11.11**	9.46
	£000	£000
Directors' emoluments	**5,945**	8,394

SUMMARY GROUP BALANCE SHEET

31 December	2011 £m	2010 £m
Non-current assets	**13,973**	13,269
Current assets	**5,596**	5,551
Current liabilities	**(6,270)**	(5,268)
Net current assets	**(674)**	283
Non-current liabilities	**(7,699)**	(7,820)
Net assets of disposal groups classified as held for sale	**–**	87
Net assets	**5,600**	5,819
Shareholders' equity	**5,600**	5,819

SUMMARY GROUP STATEMENT OF CHANGES IN EQUITY

	2011 £m	2010 £m
1 January	**5,819**	4,255
Profit for the year	**421**	1,942
Other comprehensive income	**81**	268
	6,321	6,465
Employee share schemes	**57**	69
Purchase of non-controlling interest	**(7)**	–
Liquidation of subsidiaries	**–**	(70)
Dividends	**(762)**	(668)
Taxation	**(8)**	20
Exchange adjustments	**(1)**	3
31 December	**5,600**	5,819

SUMMARY GROUP CASH FLOW STATEMENT

31 December	2011 £m	2010 (restated) (i) £m
Cash generated from continuing operations	**3,229**	3,190
Net interest, taxation and other operating cash flows	**(892)**	(762)
Net cash flow from operating activities	**2,337**	2,428
Net cash flow from investing activities	**(1,400)**	(1,584)
Net cash flow from financing activities	**(907)**	(1,677)
Net increase/(decrease) in cash and cash equivalents	**30**	(833)
Cash and cash equivalents at 1 January	**451**	1,285
Effect of foreign exchange rate changes	**(2)**	(1)
Cash and cash equivalents at 31 December	**479**	451

i. The 2010 comparatives have been restated for a change in presentation of emissions certificate/allowance cash flows.

The Summary Financial Statements were approved and authorised for issue by the Board of Directors on 23 February 2012 and were signed below on its behalf

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Sam Laidlaw Nick Luff

Nick Luff
Group Finance Director

Sam Laidlaw
Chief Executive

Exhibit C-4
Financial Arrangements

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Public Version - Redacted

Exhibit C-5
Forecasted Financial Statements

Public Version - Redacted

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Exhibit C-6
Credit Rating

Please see attached for Direct Energy Services, LLC parent company Centrica, plc's Credit Rating from Moody's Investor Service.

Please note that no Direct Energy company (including Direct Energy Services, LLC) maintains a credit rating. All Direct Energy companies (including Direct Energy Services, LLC) rely on the credit rating of the parent company, Centrica, plc.

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MOODY'S
INVESTORS SERVICE

Credit Opinion: Centrica plc

Global Credit Research - 12 Aug 2011

Windsor, United Kingdom

Ratings

Category	Moody's Rating
Outlook	Stable
Issuer Rating	A3
Sr Unsec Bank Credit Facility	A3
Senior Unsecured	A3
Commercial Paper	P-2
Other Short Term	(P)P-2

Contacts

Analyst	Phone
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Helen Francis/London	
Monica Merli/London	

Key Indicators

Centrica plc[1]

	12/31/2010	12/31/2009	12/31/2008	12/31/2007	12/31/2006
(CFO Pre-W/C + Interest) / Interest Expense	8.1x	7.2x	7.7x	9.2x	6.1x
(CFO Pre-W/C) / Net Debt	50.4%	43.9%	84.8%	126.6%	54.3%
RCF / Net Debt	37.4%	31.1%	58.5%	100.1%	38.9%
FCF / Net Debt	18.4%	21.8%	-47.0%	71.4%	-16.8%

[1] Standard adjustments in accordance with "Rating Methodology: Moody's Approach to Global Standard Adjustments in the Analysis of Financial Statements for Non-Financial Corporations, Part 1, Part 2 and Part 3." In addition, Moody's adjusts for one-time items.

Note: For definitions of Moody's most common ratio terms please see the accompanying User's Guide.

Opinion

Company Profile

Centrica was demerged from British Gas in 1997. It is the UK's dominant energy supplier providing, mostly under the "British Gas" brand, both gas and electricity to 16.1 million residential customers and one million small- to medium-size businesses, as well as energy-related services (such as central heating and boiler maintenance) to 8.7 million residential customers. This activity accounted in the first half of 2011 for approximately 41% of the group's adjusted operating profit.

In the first half of 2011, Centrica satisfied around 36% and 65% of its total UK gas and electricity supply

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requirements, respectively, from its own energy sources, including notably its Morecambe Bay gas field and power generation capacity of 7.1 GW (including its 20% share of British Energy's output). The UK upstream business represented, in the first half of 2011, 42% of the company's adjusted operating profit. Other activities in the UK include gas storage (through the Rough facility) accounting for 3% of the group's adjusted operating profit in the first half of 2011. Finally, Centrica has developed via its subsidiary Direct Energy and successive acquisitions its customer-focused strategy in North America, which represented 14% of its total adjusted operating profit in the first half of 2011.

Rating Rationale

Centrica's rating reflects (i) a well established position in UK energy supply but also the competitive nature of that market; (ii) a balanced generation portfolio with a mix of gas and nuclear capacity and the hedge provided by the supply business; (iii) the company's moderate scale compared to some of its European peers; (iv) a significant ongoing capital investment programme; (v) a history of opportunistic M&A activity; and (vi) the historic strength of the group's financial metrics.

DETAILED RATING CONSIDERATIONS

The following key factors influence Centrica's rating under Moody's methodology for Unregulated Utilities and Power Companies, published in August 2009.

FACTOR 1: MARKET ASSESSMENT, SCALE AND COMPETITIVE POSITION

Compared to its pan-European peers, Centrica remains a regional player, albeit sizeable. Its asset base has grown markedly in the past three years to close to GBP19 billion as at 30 June 2011, placing the group in the single-A rating category for the "Size and Scale" sub-factor.

Given that Centrica earns the vast majority of its profits in the UK, the group is exposed to any potential deterioration in conditions in its domestic market. With currently six major players, the liberalised UK gas and electricity supply market is one of the most competitive in Europe as a result of the ability of customers to switch supplier quickly and easily. However, UK companies are free to set tariffs without (so far) major political or regulatory hindrance; therefore, they are ultimately able to pass on - over time - wholesale gas and electricity prices to their business and residential customers. In this regard, we note that Ofgem (the regulator for the gas and electricity markets in Great Britain) announced in June that it was to press ahead with a review having found that action is needed to make energy retail markets work more effectively in the interests of consumers.

Centrica's ability to withstand competitive pressure and ultimately defend its market share is mainly determined by (i) its pricing decisions and those of its competitors, which have so far been disciplined; (ii) the level of competitiveness of its cost base - mostly driven by commodity prices - which in turn stems from its level of vertical integration, which we discuss below; and (iii) its levels of service. Of the six leading electricity suppliers to residential customers, British Gas has the largest market share (estimated at around 25%), although this is not materially greater than the shares of its closest competitors. However, as a result of Centrica's dominant position in UK gas supply and especially in the residential sector where it holds an estimated 42% market share, Moody's scores the group Baa for the "Competitive Position and Market Structure" sub-factor.

FACTOR 2: CASH FLOW PREDICTABILITY OF BUSINESS MODEL

The large gas-fired component of Centrica's power generation fleet (in excess of the market average) is partly balanced by the position it gained in nuclear generation market through its acquisition in 2009 of a 20% interest in British Energy. Combined with a lower carbon intensity relative to its UK peers, its fuel mix positions Centrica in the Baa rating category for the "Fuel Strategy and Mix" sub-factor.

Centrica has historically been short on own-power generation. However, as a result of the completion of the Langage CCGT and the investment in British Energy, its power generation fleet now allows the group to fully cover the electricity needs of its residential customers in the UK. Moody's views the vertical hedge of Centrica's power supply obligations provided by its physical and contractual positions as a risk mitigant, as the negative impact of higher wholesale power prices on supply margins is mitigated by the incremental cash flows generated by the group's power plants. Conversely, the impact of weaker wholesale power prices is offset by lower procurement costs for its electricity customers and potentially lower fuel costs for Centrica's gas-fired generation capacity. Centrica's upstream gas operations also provide a natural fuel hedge, whereby the negative impact of rising gas prices on

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supply margins and the challenge to pass these on to customers in the form of tariff increases is mitigated by the additional earnings generated by gas production activities. Moody's notes that Centrica's vertical gas integration is relatively unique in the UK market and, combined with its vertical power integration, positions the group in the single-A rating category for the associated sub-factor.

In line with its growth strategy for the upstream business, Centrica continues to project material capital expenditure (capex) plans. In particular, Centrica has the option to further develop its portfolio of gas assets following the acquisition of Venture and also has investment opportunities in offshore wind and gas storage. Total group capex for the full-year 2011 is projected at around GBP1.3 billion (excluding acquisitions), of which 46% and 27% dedicated to UK upstream gas and upstream power, respectively. Such volume of investment carries important execution risk and therefore maps Centrica, like most of its European peers, to the single-B rating category for the sub-factor relative to capital requirements. In addition, Centrica has the opportunity, through its stake in British Energy, to invest in new nuclear build projects in partnership with EDF. Moody's notes that such a participation could result in a re-assessment of the group's business risk profile given the construction risk associated with new nuclear generation capacity.

All of Centrica's cash flows are derived from competitive markets. Whilst energy services represent a relatively stable income stream for the group (operating profit from UK residential services was GBP111 million in the first half of 2011, equivalent to 9% of the group, and has consistently been around 10% of the group's total), the North American operations are relatively riskier than the domestic UK business due to greater competition, in Moody's view. In addition, Direct Energy has a short generation position although it is targeting an increase in this position as part of its strategic priorities. All in all, the group maps to the Baa rating category for the sub-factor "Contribution from Low/High-risk Businesses".

FACTOR 3: FINANCIAL POLICY

Moody's scores Centrica in the Baa rating category for this factor given its history of share buy-backs and opportunistic M&A strategy, which has resulted in a number of sizeable transactions, notably the GBP2.3 billion British Energy investment and the GBP1.3 billion acquisition of Venture. Whilst such transactions were aimed at de-risking the business and were funded prudently - e.g. through a GBP2.2 billion rights issue in 2008 and the disposal of a majority shareholding in SPE to EDF for GBP1.2 billion, Moody's believes that Centrica is likely to continue to pursue external growth opportunities should they arise. In particular, management has stated its intention to increase its level of vertical integration in North America, where it targets a 35%-40% upstream cover of its supply business (vs.15%-20% today).

Moody's therefore expects Centrica to continue to undertake small bolt-on acquisitions but cautions that further material debt-financed transactions could fall outside the parameters underpinning the current ratings and outlook.

FACTOR 4: FINANCIAL STRENGTH METRICS

Centrica recorded in the six months ended 30 June 2011 a small (1%) increase in net debt as adjusted earnings fell 24%, with operating profit in the UK downstream residential energy business less than half the (unusually high) levels seen in the first half of 2010 and the profitability of the company's gas storage activities significantly reduced. This was only partly offset by higher returns from upstream activities due to higher commodity prices although the change in the mix of profits, together with the increase in the UK supplementary charge payable in respect of profits from oil and gas production in the UK and UK Continental Shelf, led to a higher tax rate. Centrica expects to deliver year on year earnings growth for 2011 as a whole but with a shift from downstream to upstream and with increases at the operating profit level being largely offset by higher taxes. The current A3 / P-2 ratings are based on Moody's expectation that, taking into account its current business risk profile and financial policy, as discussed above, Centrica will maintain its ratio of retained cash flow (RCF) to net debt in the mid-twenties or higher.

Liquidity

Centrica's liquidity profile is strong, underpinned by (i) GBP2.7 billion of committed bi-lateral banking facilities most of which don't mature until July 2016; and (ii) GBP439 million of cash and cash equivalents on balance sheet at the end of June 2011. All bi-lateral agreements have no financial covenants and a non-recurring material adverse change (MAC) clause applicable only at the time of signing of these agreements which, given that the agreements have been signed, does not impair the strength of the facilities. In addition, Moody's takes comfort from the group's policy to maintain sufficient cash and undrawn facilities to allow the group to survive 12 months under a stress tested scenario.

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The combination of Centrica's cash flows and stand-by facilities allows it to cover comfortably its capex (approximately GBP1.3 billion earmarked for 2011, excluding acquisitions), dividends and refinancing needs (short-term debt was GBP78 million at 30 June 2011) over the next 12 months. In addition, the group faces limited refinancing risk as its next debt maturity (other than the bi-lateral bank facilities) is not before November 2012, when a GBP285 million bond matures.

Rating Outlook

The stable outlook is based on Moody's expectation that Centrica will maintain its ratio of RCF to net debt in the mid-twenties or higher.

What Could Change the Rating - Up

Given Centrica's ambitious growth strategy, which may entail M&A activity, its ratings are unlikely to see upward pressure.

What Could Change the Rating - Down

- A large debt-funded acquisition with little near-term earnings, or a sustained deterioration of the company's residential retail margins, resulting either way in financial metrics falling outside the parameters supporting current ratings, as discussed above.

- Inability to replace cash flows from depleting upstream production would, over the long-term, exert downward pressure on the ratings.

Rating Factors

Centrica plc

Unregulated Utilities	Aaa	Aa	A	Baa	Ba	B	Caa
Factor 1: Market Assessment, Scale & Competitive Position (25%)							
a) Size and Scale			X				
b) Competitive Position and Market Structure				X			
Factor 2: Cash Flow Predictability of Business Model (25%)							
a) Fuel Strategy and Mix				X			
b) Degree of Integration and Hedging Strategy			X				
c) Capital Requirements and Operational Performance						X	
d) Contribution from Low/High Risk Businesses				X			
Factor 3: Financial Policy (10%)							
a) Financial Policy				X			
Factor 4: Financial Strength Metrics (40%) [1][2]							
a) (CFO Pre-W/C + Interest) / Interest Expense (3 year Avg)			7.7x				
b) (CFO Pre-W/C) / Net Debt (3 year Avg)		53.2%					
c) RCF / Net Debt (3 year Avg)		38.1%					
d) FCF / Net Debt (3 year Avg)				9.4%			
Rating:							
a) Indicated Rating from Grid				Baa1			
b) Actual Rating Assigned			A3				

[1] Standard adjustments in accordance with "Rating Methodology: Moody's Approach to Global Standard Adjustments in the Analysis of Financial Statements for Non-Financial Corporations, Part 1, Part 2 and Part 3." In addition, Moody's adjusts for one-time items. [2] As of December 31,2010; Source: Moody's Financial MetricsTM

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Exhibit C-7
Credit Report

Please see attached for Direct Energy Services, LLC parent company Centrica, plc's Credit Report from Dun and Bradstreet.

Identification & Summary

CENTRICA PLC

Risk Evaluation

D&B Rating	5A 1
D&B Risk Indicator	2 3 4 -
D&B Failure Score	100
D&B Delinquency Score	10
Days Beyond Terms	14
D&B Maximum Credit	£46,667,000

Legal Events

Number of Court Judgments	11
Value of all Court Judgments	£ 21,567
Number of Mortgages and Charges	7

Associations

Parent Company	No
Number of Principals	14

Financial Summary

Latest Accounts Date	31 Dec 2011
Tangible Net Worth	£1,861,000,000
Turnover	£22,824,000,000

Identification

Trading Style	Centrica Energy Group.
Main Trading Address	MILLSTREAM MAIDENHEAD RD WINDSOR BERKSHIRE SL4 5GD UNITED KINGDOM
Telephone Number	01753-494000
Fax Number	01753-494001
D-U-N-S® Number	77-855-7603
VAT Number	GB 684 9667 62
Registered Number	3033654
Web Address	www.centrica.com
Registered Address	Millstream, Maidenhead Rd, Windsor Berkshire SL4 5GD UNITED KINGDOM
Line of Business (SIC)	GAS & OTHER SERVICES COMBINED (4932) CRUDE PETROLEUM & NATURAL GAS EXTRACTION (1311) MANUFACTURED GAS PRODUCTION/DISTRIBUTION (4925)

D&B Risk Assessment

RISK OF BUSINESS FAILURE: MINIMUM

D&B Rating	5A 1	
Financial Strength	5A	(based on tangible net worth) £ 1,861,000,000
Risk Indicator	1	Represents a minimum risk of business failure.

D&B Maximum Credit £46,667,000

Maximum amount on monthly open credit terms.

Exhibit C-8
Bankruptcy Information

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Direct Energy Services, LLC has had no reorganizations, protection from creditors or any other form of bankruptcy filings. The same is true of the Officers of Direct Energy Services, LLC, referenced on Exhibit A-10.

Exhibit C-9
Merger Information

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Please see attached and also refer to Case Record numbers 02-1668-GA-CRS and 11-1078-EL-CRS filed 1/30/2012 at 9:50:53 am as notice of material change as it relates to the ownership of Vectren Retail, LLC dba Vectren Source filed by C. Crable for merger information.

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VECTREN Source

Vectren Source
One Vectren Square
Evansville, Indiana 47708

January 26, 2012

Ms. Betty McCauley, Secretary
Public Utilities Commission of Ohio
180 East Broad Street, 11th Floor
Columbus, Ohio 43215-3793

RE: Case No. 11-1078-EL-CRS, Notice of Material Change
02-1668-GA-CRS

Dear Ms. McCauley,

In accordance with Ohio Administrative Code Section 4901:1-24-10(A), Vectren Retail, LLC d/b/a Vectren Source hereby provides notice of a material change as it relates to the ownership of Vectren Retail, LLC and the status of Vectren Retail, LLC's market-based rate ("MBR") authority.

On December 31, 2011, Direct Energy Services, LLC ("Direct Energy") acquired the LLC membership interests of Vectren Retail, LLC. Vectren Retail, LLC currently has no retail electricity customers and therefore no Ohio retail electric customers will be affected.

Vectren Retail, LLC now has several new personnel related to its currently-approved Competitive Retail Electric Supply ("CRES") license that need updated and those updates are provided in Attachment A.

Finally, on December 28, 2011, the Federal Energy Regulatory Commission ("FERC") approved a Vectren Retail, LLC filing to cancel its MBR authority and FERC tariff. This request was necessary to facilitate the closing of this transaction in the desired timeframe. Vectren Retail, LLC will keep staff informed as well as make any required filings once any decisions are made as it relates to this CRES license going forward.

Please do not hesitate to contact me if you have any questions.

Sincerely,

Christina Crable

Christina Crable, Manager, Retail Compliance
(614) 754-7103 or Christina.crable@directenergy.com
cc: Service List (Attachment B)

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ATTACHMENT A – Material Changes to CRES Application

New Corporate Officers and Directors

Director

Steven Murray
12 Greenway Plaza
Suite 250
Houston, TX 77046
713-877-3501
713-877-3781 (fax)
Steven.murray@directenergy.com

Officers

President - Steven Murray
12 Greenway Plaza
Suite 250
Houston, TX 77046
713-877-3501
713-877-3781 (fax)
Steven.murray@directenergy.com

Vice-President; Secretary – Cory Byzewski
1001 Liberty Avenue
Suite 1200
Pittsburgh, PA 15222
412-667-5382
412-667-6102 (fax)
Cory.byzewski@directenergy.com

Vice-President, Finance – Georganne Hodges
12 Greenway Plaza
Suite 250
Houston, TX 77046
713-877-3524
713-877-3554 (fax)
Georganne.hodges@directenergy.com

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ATTACHMENT B – Service List

Amy B. Spiller
Deputy General Counsel
Duke Energy Business Services
139 E. Fourth Street, 1303-Main
Cincinnati, Ohio 45202

Matthew J. Satterwhite
American Electric Power Service Corporation
1 Riverside Plaza, 29th Floor
Columbus, Ohio 43215

Judi L. Sobecki
The Dayton Power and Light Company
1065 Woodman Drive
Dayton, Ohio 45432

Wendy E. Stark
FirstEnergy Corp., Legal Department
76 South Main Street, 15th Floor
Akron, Ohio 44308

Exhibit D-1
Operations

Direct Energy Services, LLC, part of the Direct Energy family, has operational backing with one of DE's affiliates in Direct Energy Upstream & Trading. To maximize our efficiency in providing high quality services to our customers, we have integrated all the key components in-house for natural gas. This includes the complete supply cycle of contracting the natural gas purchases for retail sales, nomination and scheduling of retail natural gas for delivery, and other components for producing, storing and supplying of natural gas. Energy America, LLC, who is the wholesale trading affiliate of Direct Energy, LP, for US trading, has the contractual relationships with outside parties and partners to provide energy supply to end use customers.

Exhibit D-2
Operations Expertise

Direct Energy Upstream & Trading serves as Direct Energy's oil and gas development and production business in North America. Based in Alberta, Canada, we operate over 4600 wells. The three main field sites are in Medicine Hat, Stettler and Wildcat Hills with the main office residing in Calgary. We have approximately 240 industry experts, and we expect to produce enough natural gas to supply approximately 420,000 homes. Our plants produce 170mmcfe (million cubic feet equivalent) per day with annual volume of 59 Bcfe (billion cubic feet equivalent).

President of Direct Energy Upstream & Trading is Badar Khan, who has over 20 years of experience in the industry leading the organization. Prior to his current role, Badar was the Managing Director of British Gas Business, a 2,500 person UK division of the company, supplying electricity, gas and energy services to over a million businesses, from 2007-2009. Badar oversaw a period of rapid growth in BGB including a number of acquisitions, expansion into energy services, customer service improvements, and a tripling in profitability.

His team for natural gas is led by Wes Morningstar, who is Senior Vice President, for Upstream Gas. He has over 22 years experience in the oil and gas industry, including exploration and development, exploitation, geology and capital investment strategy. For Midstream & Trading, the Senior Vice President is Manu Asthana, who has experience in energy trading. Prior to joining the organization, he was Senior Vice President of Luminant Energy.

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Exhibit D-3
Key Technical Personnel

Badar Khan, President – Direct Energy Upstream & Trading
Badar.khan@directenergy.com
(713) 877-3910

Wes Morningstar, Senior Vice President – Direct Energy Upstream Gas
Wes.morningstar@directenergy.com
(403) 776-2223

Manu Asthana, Senior Vice President – Direct Energy Midstream & Trading
Manu.asthana@directenergy.com
(713) 877-3642

Murray Henderson, Head of Canadian Gas Trading
Murray.henderson@directenergy.com
(403) 776-2425

Murray has had significant experience trading natural gas at various locations in North America. Most recently, he was at Louis Dreyfus Energy Canada as VP Trading Natural Gas and prior to that was at Citadel Investment Group in Chicago where he was Director of Natural Gas.

Jeff Frenza, Head Gulf Coast Gas
Jeff.frenza@directenergy.com
(713) 877-3872

Jeff has 17 years experience in commodity trading, working on the Southeast, Northeast, Texas, and NYMEX desks throughout his career. Previous to Direct Energy, Jeff worked for Nextera Energy, BP Energy, Reliant Resources and Mirant.

Robert Stalford, Head of Options Trading & US Gas
Robert.stalford@directenergy.com
(713) 877-3878

Rob has 15 years experience of options trading and has run gas, electricity and crude options desks throughout his energy trading career. Rob operates his desk with a customer focus providing solutions for internal and external customers needing locational pricing flexibility.

Bob Kultgen, Head of NYMEX and Weather Trading
Bob.kultgen@directenergy.com
(713) 877-5873

Bob has 25 years trading experience, having traded crude oil and natural gas from their inception in 1986 and 1990, respectively. He spent 15 years with Boone Pickens as an accountant and a trader, working for oil and gas producers, hedge funds, and utilities including Mesa Petroleum, BP Capital, Union Pacific Fuels, TXU, Fortis Energy Trading, and Optim Energy.