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**Frost
Brown Todd** LLC
ATTORNEYS

Frank J. Reed, Jr.

Member

614.559.7213 (t)

614.464.1737 (f)

freed@fbtlaw.com

September 11, 2014

Via Messenger Delivery

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

14-1597-EL-AGG

RE: Application for Competitive Retail Electricity Services Provider - Broker / Aggregator Certificate

EnerNOC, Inc.'s Motion to Extend Certificate 10-228E

EnerNOC, Inc.'s Motion for Protective Order and Memorandum in Support

Public Utilities Commission of Ohio:

Pursuant to Rule 4901:1-24-04 of the Ohio Administrative Code, EnerNOC, Inc., respectfully submits this application for certification with the Public Utilities Commission of Ohio ("Commission") as a Competitive Retail Electricity Services Provider - Broker / Aggregator. EnerNOC was issued Certificate number 10-228E pursuant to Case Number 10-842-EL-AGG on July 17, 2010, but the current registration renewal period has lapsed. EnerNOC is also filing a Motion to Extend Certificate 10-228E to continue its energy procurement operations in Ohio uninterrupted during the pendency of this application.

Pursuant to Rule 4901-1-24, Ohio Administrative Code (O.A.C.), EnerNOC also submits herein a Motion for Protective Order and Memorandum of Support. EnerNOC respectfully requests that the Commission designate as confidential and protect from public disclosure the attached Exhibit C-5 to its Application. The information in this document is sensitive, proprietary information that is not known to the public and would provide EnerNOC's competitor's with a competitive advantage over EnerNOC.

Accordingly, consistent with PUCO Rule 4901-1-24 and the Company's filing, enclosed please find the following:

- One original notarized Application for Competitive Retail Electricity Services Provider - Broker / Aggregator Certificate, signed by a principle officer, including all exhibits, affidavits and other relevant attachments;
- Three copies of Application for Certification and related materials;
- Two unredacted copies of Exhibits with Exh. C-5 marked "CONFIDENTIAL";
- EnerNOC, Inc.'s Motion to Extend Certification; and
- EnerNOC, Inc.'s Motion for Protective Order and Memorandum in Support.

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 MS Date Processed SEP 11 2014

Public Utilities Commission of Ohio
Docketing Division
September 11, 2014
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Please contact me if the Commission requires any additional information.

Sincerely,



Frank J. Reed, Jr.

0000000.0001541 4837-5517-4942v1

FILE



The Public Utilities Commission of Ohio

PUCO USE ONLY		
Date Received	Case Number	Version
	12-1597-EL-AGG	August 2004

CERTIFICATION APPLICATION FOR AGGREGATORS/POWER BROKERS

Please print or type all required information. Identify all attachments with an exhibit label and title (Example: Exhibit A-5 Experience). 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; 180 East Broad Street, Columbus, Ohio 43215-3793.

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

A. APPLICANT INFORMATION

A-1 Applicant's legal name, address, telephone number and web site address

Legal Name EnerNOC, Inc.
 Address One Marina Park Drive, Suite 400, Boston, MA 02210
 Telephone # (617) 224-9900 Web site address (if any) enemoc.com

A-2 List name, address, telephone number and web site address under which Applicant will do business in Ohio

Legal Name EnerNOC, Inc.
 Address One Marina Park Drive, Suite 400, Boston, MA 02210
 Telephone # (617) 224-9900 Web site address (if any) enemoc.com

A-3 List all names under which the applicant does business in North America

See Exhibit A-12 for a list of EnerNOC's subsidiaries.

A-4 Contact person for regulatory or emergency matters

Name Thomas R. Birmingham
 Title Director of Regulatory Compliance

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Business address One Marina Park Drive, Suite 400, Boston, MA 02210
Telephone # (617) 692-2446 Fax # (617) 224-9910
E-mail address (if any) tbirmingham@enemoc.com

A-5 Contact person for Commission Staff use in investigating customer complaints

Name Thomas R. Birmingham
Title Director of Regulatory Compliance
Business address One Marina Park Drive, Suite 400, Boston, MA 02210
Telephone # (617) 692-2446 Fax # (617) 224-9910
E-mail address (if any) tbirmingham@enemoc.com

A-6 Applicant's address and toll-free number for customer service and complaints

Customer Service address One Marina Park Drive, Suite 400, Boston, MA 02210
Toll-free Telephone # (888) 363-7662 Fax # (617) 224-9910
E-mail address (if any) support@enemoc.com

A-7 Applicant's federal employer identification number # 870698303

A-8 Applicant's form of ownership (check one)

- | | |
|--|--|
| <input type="checkbox"/> Sole Proprietorship | <input type="checkbox"/> Partnership |
| <input type="checkbox"/> Limited Liability Partnership (LLP) | <input type="checkbox"/> Limited Liability Company (LLC) |
| <input type="checkbox"/> Corporation | <input type="checkbox"/> Other _____ |

A-9 (Check all that apply) Identify each electric distribution utility certified territory in which the applicant intends to provide service, including identification of each customer class that the applicant intends to serve, for example, residential, small commercial, mercantile commercial, and industrial. (A mercantile customer, as defined in (A) (19) of Section 4928.01 of the Revised Code, is a commercial customer who consumes more than 700,000 kWh/year or is part of a national account in one or more states).

- | | | | | |
|---|--------------------------------------|--|--|--|
| <input checked="" type="checkbox"/> First Energy | | | | |
| <input checked="" type="checkbox"/> Ohio Edison | <input type="checkbox"/> Residential | <input checked="" type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |
| <input checked="" type="checkbox"/> Toledo Edison | <input type="checkbox"/> Residential | <input checked="" type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |
| <input checked="" type="checkbox"/> Cleveland Electric Illuminating | <input type="checkbox"/> Residential | <input checked="" type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |
| <input checked="" type="checkbox"/> Duke Energy | <input type="checkbox"/> Residential | <input checked="" type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |
| <input checked="" type="checkbox"/> Monongahela Power | <input type="checkbox"/> Residential | <input checked="" type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |
| <input checked="" type="checkbox"/> American Electric Power | | | | |
| <input checked="" type="checkbox"/> Ohio Power | <input type="checkbox"/> Residential | <input checked="" type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |
| <input checked="" type="checkbox"/> Columbus Southern Power | <input type="checkbox"/> Residential | <input checked="" type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |
| <input checked="" type="checkbox"/> Dayton Power and Light | <input type="checkbox"/> Residential | <input checked="" type="checkbox"/> Commercial | <input checked="" type="checkbox"/> Mercantile | <input checked="" type="checkbox"/> Industrial |

- A-10** Provide the approximate start date that the applicant proposes to begin delivering services
EnerNOC will continue to operate under the motion to extend certificate # 10-228E (2)
which was filed in conjunction with the current application.

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- A-11** **Exhibit A-11 "Principal Officers, Directors & Partners"** provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.
- A-12** **Exhibit A-12 "Corporate Structure,"** 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 electricity or natural gas to customers and companies that aggregate customers in North America.
- A-13** **Exhibit A-13 "Company History,"** provide a concise description of the applicant's company history and principal business interests.
- A-14** **Exhibit A-14 "Articles of Incorporation and Bylaws,"** if applicable, provide the articles of incorporation filed with the state or jurisdiction in which the Applicant is incorporated and any amendments thereto.
- A-15** **Exhibit A-15 "Secretary of State,"** provide evidence that the applicant has registered with the Ohio Secretary of the State.

B. APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- B-1** **Exhibit B-1 "Jurisdictions of Operation,"** provide a 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 or wholesale electric services including aggregation services.
- B-2** **Exhibit B-2 "Experience & Plans,"** provide a 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 4928.10 of the Revised Code.

B-3 **Exhibit B-3 "Summary of Experience,"** provide a concise summary of the applicant's experience in providing aggregation service(s) including contracting with customers to combine electric load and representing customers in the purchase of retail electric services. (e.g. number and types of customers served, utility service areas, amount of load, etc.).

B-4 **Exhibit B-4 "Disclosure of Liabilities and Investigations,"** provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocation of authority, regulatory investigations, or any other matter that could adversely impact the applicant's financial or operational status or ability to provide the services it is seeking to be certified to provide.

B-5 Disclose whether the applicant, a predecessor of the applicant, or any principal officer of the applicant have ever been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years.

☐ No ☐ Yes

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

B-6 Disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail or wholesale electric service including aggregation service denied, curtailed, suspended, revoked, or cancelled within the past two years.

☐ No ☐ Yes

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

C. APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE

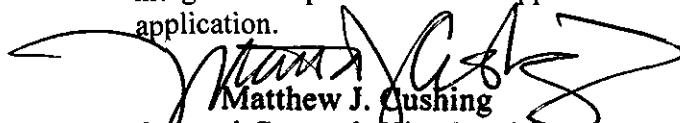
PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

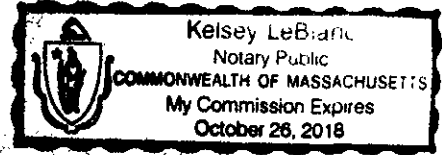
C-1 **Exhibit C-1 "Annual Reports,"** provide the two most recent Annual Reports to Shareholders. If applicant does not have annual reports, the applicant should provide similar information in Exhibit C-1 or indicate that Exhibit C-1 is not applicable and why.

C-2 **Exhibit C-2 "SEC Filings,"** 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 that the applicant is not required to file with the SEC and why.

- C-3 Exhibit C-3 “Financial Statements,”** 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 Exhibit C-4 “Financial Arrangements,”** provide copies of the applicant's financial arrangements to conduct CRES as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.,).
- C-5 Exhibit C-5 “Forecasted Financial Statements,”** provide two years of forecasted financial statements (balance sheet, income statement, and cash flow statement) for the applicant’s CRES operation, along with a list of assumptions, and the name, address, e-mail address, and telephone number of the preparer.
- C-6 Exhibit C-6 “Credit Rating,”** provide a statement disclosing the applicant’s 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 credit report from Experian, 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 within the two most recent years preceding the application.

C-9 Exhibit C-9 "Merger Information," provide a statement describing any dissolution or merger or acquisition of the applicant within the five most recent years preceding the application.


Matthew J. Cushing
General Counsel, Vice President
Signature of Applicant & Title



Sworn and subscribed before me this 9th day of September 2014
Month Year


Signature of official administering oath

Kelsey LeBlanc, E.A.
Print Name and Title

My commission expires on 10-26-2018

AFFIDAVIT

State of Massachusetts:

Boston ss.
(Town)

County of Suffolk:

Matthew Cushing, Affiant, being duly sworn/affirmed according to law, deposes and says that:

He/She is the General Counsel (Office of Affiant) of ENRNOC, Inc. (Name of Applicant);
Vice President

That he/she is authorized to and does make this affidavit for said Applicant,

1. The Applicant herein, attests under penalty of false statement that all statements made in the application for certification are true and complete and that it will amend its application while the application is pending if any substantial changes occur regarding the information provided in the application.
2. The Applicant herein, attests it will timely file an annual report with the Public Utilities Commission of Ohio of its intrastate gross receipts, gross earnings, and sales of kilowatt-hours of electricity pursuant to Division (A) of Section 4905.10, Division (A) of Section 4911.18, and Division (F) of Section 4928.06 of the Revised Code.
3. The Applicant herein, attests that it will timely pay any assessments made pursuant to Sections 4905.10, 4911.18, or Division F of Section 4928.06 of the Revised Code.
4. The Applicant herein, attests that it will comply with all Public Utilities Commission of Ohio rules or orders as adopted pursuant to Chapter 4928 of the Revised Code.
5. The Applicant herein, attests that it will cooperate fully with the Public Utilities Commission of Ohio, and its Staff on any utility matter including the investigation of any consumer complaint regarding any service offered or provided by the Applicant.
6. The Applicant herein, attests that it will fully comply with Section 4928.09 of the Revised Code regarding consent to the jurisdiction of Ohio Courts and the service of process.
7. The Applicant herein, attests that it will comply with all state and/or federal rules and regulations concerning consumer protection, the environment, and advertising/promotions.
8. The Applicant herein, attests that it will use its best efforts to verify that any entity with whom it has a contractual relationship to purchase power is in compliance with all applicable licensing requirements of the Federal Energy Regulatory Commission and the Public Utilities Commission of Ohio.
9. The Applicant herein, attests that it will cooperate fully with the Public Utilities Commission of Ohio, the electric distribution companies, the regional transmission entities, and other electric suppliers in the event of an emergency condition that may jeopardize the safety and reliability of the electric service in accordance with the emergency plans and other procedures as may be determined appropriate by the Commission.
10. If applicable to the service(s) the Applicant will provide, the Applicant herein, attests that it will adhere to the reliability standards of (1) the North American Electric Reliability Council (NERC), (2) the appropriate regional reliability council(s), and (3) the Public Utilities Commission of Ohio. (Only applicable if pertains to the services the Applicant is offering)

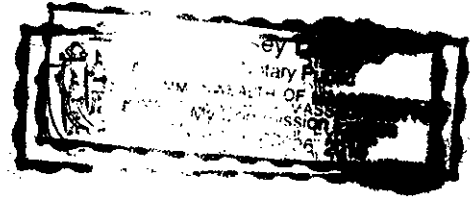
11. The Applicant herein, attests that it will inform the Commission of any material change to the information supplied in the application within 30 days of such material change, including any change in contact person for regulatory purposes or contact person for Staff use in investigating customer complaints.

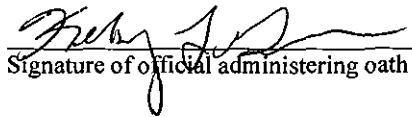
That the facts above set forth are true and correct to the best of his/her knowledge, information, and belief and that he/she expects said Applicant to be able to prove the same at any hearing hereof.


Signature of Affiant & Title
Matthew J. Cushing

General Counsel, Vice President

Sworn and subscribed before me this 9th day of September 2014
Month Year




Signature of official administering oath

Felicity Blang, E.A.
Print Name and Title

My commission expires on 10-26-2018

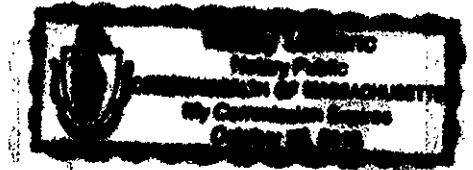


Exhibit A-11: Principal Officers and Partners

Timothy Healy, Chief Executive Officer

One Marina Park Drive, Suite 400
Boston, MA 02210
(617) 224-9900

David Brewster, President

One Marina Park Drive, Suite 400
Boston, MA 02210
(617) 224-9900

Neil Moses, Chief Operating Officer

One Marina Park Drive, Suite 400
Boston, MA 02210
(617) 224-9900

Gregg Dixon, Senior Vice President of Sales & Marketing

One Marina Park Drive, Suite 400
Boston, MA 02210
(617) 224-9900

Matthew Cushing, General Counsel & Vice President

One Marina Park Drive, Suite 400
Boston, MA 02210
(617) 224-9900

Jim Baum – Board of Directors

One Marina Park Drive, Suite 400
Boston, MA 02210
(617) 224-9900

Arthur W. Coviello, Jr. – Board of Directors

One Marina Park Drive, Suite 400
Boston, MA 02210
(617) 224-9900

Richard Dieter – Board of Directors

One Marina Park Drive, Suite 400
Boston, MA 02210
(617) 224-9900

TJ Glauthier – Board of Directors

One Marina Park Drive, Suite 400

Boston, MA 02210

(617) 224-9900

Peter Gyenes – Board of Directors

One Marina Park Drive, Suite 400

Boston, MA 02210

(617) 224-9900

Exhibit A-12: Corporate Structure

The following table depicts EnerNOC's corporate structure.

Subsidiaries of EnerNOC, Inc.	
Entity	Jurisdiction of Organization
Celerity Energy Partners San Diego LLC	California
Cogent Energy, Inc.	California
EnerNOC Ltd.	Ontario
ENOC Securities Corporation	Massachusetts
EnerNOC UK Limited	England and Wales
Mdenergy, LLC	Connecticut
Pinpoint Power DR LLC	Massachusetts
South River Consulting, LLC	Maryland
Global Energy Partners, Inc.	California
M2M Communications Corporation	Idaho
EnerNOC Australia Pty Ltd	Australia
DMT Energy Pty Ltd	Australia
Energy Response Holdings Pty Ltd	Australia
EnerNOC Pty Ltd	Australia
EnerNOC New Zealand Limited	New Zealand
High Street Corporation Pty Ltd	Australia
EnerNOC GmbH	Munich, Germany
Entelios AG	Munich, Germany
EnerNOC Ireland Limited	Dublin, Ireland
Activation Energy Limited	Dublin, Ireland
Activation Energy DSU Limited	Dublin, Ireland
EnerNOC Korea Limited	Seoul, South Korea
Universal Load Control Company Limited	Seoul, South Korea

Celerity Energy Partners San Diego LLC exports power to the electric power grid and is thus subject to direct regulation by FERC and its regulations related to the sale of wholesale power at market based rates. No other North American EnerNOC subsidiary supplies retail or wholesale electricity. Neither EnerNOC nor its subsidiaries aggregate customers in North America.

Exhibit A-13: Company History

EnerNOC was founded as a New Hampshire Limited Liability Company (LLC) in December 2001 and subsequently incorporated as a Delaware corporation in June 2003. EnerNOC is a leading provider of energy intelligence software (EIS). EnerNOC's EIS solutions for enterprises include applications that help organizations buy energy better, manage utility bills, optimize energy consumption, participate in demand response, and manage peak demand. EnerNOC's EIS solutions for utilities, grid operators and energy retailers include EnerNOC Demand Resource™, a turnkey demand response resource with firm capacity commitment, and EnerNOC Demand Manager™, a software-as-a-service (SaaS) application that provides utilities and retailers with underlying technology to manage their demand response programs.

EnerNOC is engaged in providing consulting services to commercial, industrial, and institutional customers to help them select the most appropriate electricity purchasing strategy for their organization. In addition, EnerNOC provides its customers with a variety of data analysis, utility bill information, carbon accounting, and energy efficiency services. Customers may contract with EnerNOC solely for electricity procurement services or for EnerNOC's full suite of energy management services.

Exhibit A-14: Articles of Incorporation and Bylaws

See EnerNOC's Articles of Incorporation and Bylaws attached.

Exhibit A-14: Articles of Incorporation and Bylaws

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "ENERNOC, INC.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF MAY, A.D. 2007, AT 9:37 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3666677 8100

070605034



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5698554

DATE: 05-23-07

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

OF

ENERNOC, INC.

(Pursuant to Sections 242 and 245 of the
General Corporation Law of the State of Delaware)

EnerNOC, Inc., a Delaware corporation, hereby certifies as follows:

FIRST: The name of the corporation is EnerNOC, Inc. (the "Corporation").

SECOND: The name and address of the Corporation's registered agent in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, City of Wilmington, County of New Castle.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity or carry on any business for which corporations may be organized under the Delaware General Corporation Law or any successor statute.

FOURTH:

A. Designation and Number of Shares.

The total number of shares of all classes of stock which the Corporation shall have the authority to issue is 55,000,000 shares, consisting of 50,000,000 shares of common stock, par value \$0.001 per share (the "Common Stock") and 5,000,000 shares of Preferred Stock, par value \$0.001 per share (the "Preferred Stock").

B. Preferred Stock

1. Shares of Preferred Stock may be issued in one or more series at such time or times and for such consideration as the Board of Directors may determine.

2. Authority is hereby expressly granted to the Board of Directors to fix from time to time, by resolution or resolutions providing for the establishment and/or issuance of any series of Preferred Stock, the designation and number of the shares of such series and the powers, preferences and rights of such series, and the qualifications, limitations or restrictions thereof, to the fullest extent such authority may be conferred upon the Board of Directors under the Delaware General Corporation Law.

The number of authorized shares of Common Stock or Preferred Stock may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of the holders of a majority of the voting power of all of the then-outstanding shares of capital stock of the Corporation entitled to vote thereon, without a vote of the holders of the

Preferred Stock, or of any series thereof, unless a vote of any such holders is required pursuant to the terms of any Preferred Stock designation.

C. Common Stock.

The holders of the Common Stock are entitled to one vote for each share held; provided, however, that, except as otherwise required by law, holders of Common Stock shall not be entitled to vote on any amendment to this Restated Certificate of Incorporation (including any certificate of designation relating to Preferred Stock) that relates solely to the terms of one or more outstanding series of Preferred Stock if the holders of such affected series are entitled, either separately or together as a class with the holders of one or more other such series, to vote thereon by law or pursuant to this Restated Certificate of Incorporation (including any certificate of designation relating to Preferred Stock).

FIFTH: The following provisions are inserted for the management of the business and the conduct of the affairs of the Corporation, and for further definition, limitation and regulation of the powers of the Corporation and of its directors and stockholders:

A. The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. In addition to the powers and authority expressly conferred upon them by statute or by this Restated Certificate of Incorporation or the Bylaws of the Corporation as in effect from time to time, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation.

B. The directors of the Corporation need not be elected by written ballot unless the Bylaws so provide.

C. Subject to the rights of the holders of any series of Preferred Stock then outstanding, any action required or permitted to be taken by the stockholders of the Corporation may be effected only at a duly called annual or special meeting of stockholders of the Corporation and not by written consent.

D. Special meetings of the stockholders may only be called by the Board of Directors acting pursuant to a resolution adopted by a majority of the Whole Board. For the purposes of this Restated Certificate of Incorporation, the term "Whole Board" shall mean the total number of authorized directors whether or not there exist any vacancies in previously authorized directorships.

SIXTH:

A. Subject to the rights of the holders of shares of any series of Preferred Stock then outstanding to elect additional directors under specified circumstances, the number of directors shall be fixed from time to time exclusively by the Board of Directors pursuant to a resolution adopted by a majority of the Whole Board.

B. The directors, other than those who may be elected by the holders of shares of any series of Preferred Stock under specified circumstances, shall be divided into three classes, with the term of office of the first class to expire at the first annual meeting of stockholders following the initial classification of directors, the term of office of the second class to expire at the second annual meeting of stockholders following the initial classification of directors, and the term of office of the third class to expire at the third annual meeting of stockholders following the initial classification of directors. At each annual meeting of stockholders, directors elected to succeed those directors whose terms expire, other than directors elected by the holders of any series of Preferred Stock under specified circumstances, shall be elected for a term of office to expire at the third succeeding annual meeting of stockholders after their election and until their successors are duly elected and qualified. The Board of Directors is authorized to assign members of the Board already in office to such classes as it may determine at the time the classification of the Board of Directors pursuant to this Restated Certificate of Incorporation becomes effective.

C. Subject to the rights of the holders of any series of Preferred Stock then outstanding, newly created directorships resulting from any increase in the authorized number of directors or any vacancies in the Board of Directors resulting from death, resignation, retirement, disqualification, removal from office or other cause shall, unless otherwise required by law or by resolution of the Board of Directors, be filled only by a majority vote of the directors then in office even though less than a quorum, or by a sole remaining director, and not by stockholders, and directors so chosen shall serve for a term expiring at the annual meeting of stockholders at which the term of office of the class to which they have been chosen expires or until such director's successor shall have been duly elected and qualified. No decrease in the authorized number of directors shall shorten the term of any incumbent director.

D. Advance notice of stockholder nominations for the election of directors and of business to be brought by stockholders before any meeting of the stockholders of the Corporation shall be given in the manner provided in the Bylaws of the Corporation.

E. Subject to the rights of the holders of any series of Preferred Stock then outstanding, any director, or the entire Board of Directors, may be removed from office at any time only for cause and only by the affirmative vote of the holders of at least seventy-five percent (75%) of the voting power of all of the then-outstanding shares of capital stock of the Corporation entitled to vote at an election of the directors, voting together as a single class.

SEVENTH: The Board of Directors is expressly empowered to adopt, amend or repeal Bylaws of the Corporation. Any adoption, amendment or repeal of the Bylaws of the Corporation by the Board of Directors shall require the approval of a majority of the Whole Board. The stockholders shall also have power to adopt, amend or repeal the Bylaws of the Corporation; provided, that in addition to any vote of the holders of any class or series of stock of the Corporation required by law or by this Restated Certificate of Incorporation, the affirmative vote of the holders of at least seventy-five percent (75%) of the voting power of all of the then outstanding shares of the capital stock of the Corporation entitled to vote generally in the election of directors, voting together as a single class, shall be required for the stockholders to adopt, amend or repeal any provision of the Bylaws of the Corporation.

EIGHTH:

A. Each person who was or is made a party or is threatened to be made a party to or is otherwise involved (including, without limitation, as a witness) in any action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director or an officer of the Corporation or is or was serving at the request of the Corporation as a director, officer, or trustee of another corporation, or of a partnership, joint venture, trust or other enterprise, including service with respect to an employee benefit plan (hereinafter an "Indemnitee"), whether the basis of such proceeding is alleged action in an official capacity as a director, officer or trustee or in any other capacity while serving as a director, officer or trustee, shall be indemnified and held harmless by the Corporation to the fullest extent permitted by the Delaware General Corporation Law, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than such law permitted the Corporation to provide prior to such amendment), against all expense, liability and loss (including attorneys' fees, judgments, fines, ERISA excise taxes or penalties and amounts paid in settlement) reasonably incurred or suffered by such Indemnitee in connection therewith; provided, however, that, except as provided in Paragraph C of this Article EIGHTH with respect to proceedings to enforce rights to indemnification or as otherwise required by law, the Corporation shall not be required to indemnify or advance expenses to any such Indemnitee in connection with a proceeding (or part thereof) initiated by such Indemnitee unless such proceeding (or part thereof) was authorized by the Board of Directors of the Corporation.

B. In addition to the right to indemnification conferred in Paragraph A of this Article EIGHTH, an Indemnitee shall also have the right to be paid by the Corporation the expenses (including attorney's fees) incurred in defending any such proceeding in advance of its final disposition; provided, however, that, if the Delaware General Corporation Law requires, an advancement of expenses incurred by an Indemnitee in his capacity as a director or officer (and not in any other capacity in which service was or is rendered by such Indemnitee, including, without limitation, service to an employee benefit plan) shall be made only upon delivery to the Corporation of an undertaking, by or on behalf of such Indemnitee, to repay all amounts so advanced if it shall ultimately be determined by final judicial decision from which there is no further right to appeal that such Indemnitee is not entitled to be indemnified for such expenses under this Paragraph B or otherwise.

C. If a claim under Paragraph A or B of this Article EIGHTH is not paid in full by the Corporation within sixty (60) days after a written claim has been received by the Corporation, except in the case of a claim for an advancement of expenses, in which case the applicable period shall be twenty (20) days, the Indemnitee may at any time thereafter bring suit against the Corporation to recover the unpaid amount of the claim. If successful in whole or in part in any such suit, or in a suit brought by the Corporation to recover an advancement of expenses pursuant to the terms of an undertaking, the Indemnitee shall also be entitled to be paid the expenses of prosecuting or defending such suit. In (i) any suit brought by the Indemnitee to enforce a right to indemnification hereunder (but not in a suit brought by the Indemnitee to enforce a right to an advancement of expenses) it shall be a defense that, and (ii) in any suit brought by the Corporation to recover an advancement of expenses pursuant to the terms of an undertaking, the Corporation

shall be entitled to recover such expenses upon a final adjudication that, the Indemnatee has not met any applicable standard for indemnification set forth in the Delaware General Corporation Law. Neither the failure of the Corporation (including its directors who are not parties to such action, a committee of such directors, independent legal counsel, or its stockholders) to have made a determination prior to the commencement of such suit that indemnification of the Indemnatee is proper in the circumstances because the Indemnatee has met the applicable standard of conduct set forth in the Delaware General Corporation Law, nor an actual determination by the Corporation (including its directors who are not parties to such action, a committee of such directors, independent legal counsel, or its stockholders) that the Indemnatee has not met such applicable standard of conduct, shall create a presumption that the Indemnatee has not met the applicable standard of conduct or, in the case of such a suit brought by the Indemnatee, be a defense to such suit. In any suit brought by the Indemnatee to enforce a right to indemnification or to an advancement of expenses hereunder, or brought by the Corporation to recover an advancement of expenses pursuant to the terms of an undertaking, the burden of proving that the Indemnatee is not entitled to be indemnified, or to such advancement of expenses, under this Article EIGHTH or otherwise shall be on the Corporation.

D. The rights to indemnification and to the advancement of expenses conferred in this Article EIGHTH shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, the Corporation's Certificate of Incorporation as amended from time to time, the Corporation's Bylaws, any agreement, any vote of stockholders or disinterested directors or otherwise.

E. The Corporation may maintain insurance, at its expense, to protect itself and any director, officer, employee or agent of the Corporation or another corporation, partnership, joint venture, trust or other enterprise against any expense, liability or loss, whether or not the Corporation would have the power to indemnify such person against such expense, liability or loss under the Delaware General Corporation Law.

F. The Corporation may, to the extent authorized from time to time by the Board of Directors, grant rights to indemnification and to the advancement of expenses to any employee or agent of the Corporation to the fullest extent of the provisions of this Article EIGHTH with respect to the indemnification and advancement of expenses of directors and officers of the Corporation.

G. The rights conferred upon Indemnitees in this Article EIGHTH shall be contract rights and such rights shall continue as to an Indemnatee who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the Indemnatee's heirs, executors and administrators. Any amendment, alteration or repeal of this Article EIGHTH that adversely affects any right of an Indemnatee or its successors shall be prospective only and shall not limit or eliminate any such right with respect to any proceeding involving any occurrence or alleged occurrence of any action or omission to act that took place prior to any such amendment, alteration or repeal.

NINTH: No director shall be personally liable to the Corporation or its stockholders for any monetary damages for breaches of fiduciary duty as a director; provided that this provision shall not eliminate or limit the liability of a director, to the extent that such liability is imposed by applicable law, (i) for any breach of the director's duty of loyalty to the Corporation or its

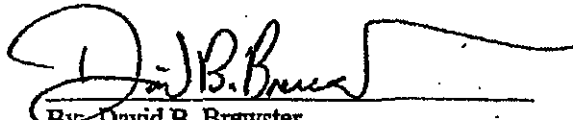
stockholders; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) under Section 174 or successor provisions of the Delaware General Corporation Law; or (iv) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this provision shall apply to or have any effect on the liability or alleged liability of any director for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal. If the Delaware General Corporation Law is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Delaware General Corporation Law, as so amended. All references in this Article NINTH to a director shall also be deemed to refer to any such director acting in his or her capacity as a Continuing Director (as defined in Article ELEVENTH).

TENTH: The Corporation reserves the right to amend or repeal any provision contained in this Restated Certificate of Incorporation in the manner prescribed by the Delaware General Corporation Law and all rights conferred upon stockholders are granted subject to this reservation; provided that in addition to the vote of the holders of any class or series of stock of the Corporation required by law or by this Restated Certificate of Incorporation, the affirmative vote of the holders of shares of voting stock of the Corporation representing at least seventy-five percent (75%) of the voting power of all of the then outstanding shares of the capital stock of the Corporation entitled to vote generally in the election of directors, voting together as a single class, shall be required to amend, alter or repeal, or adopt any provision inconsistent with, Articles FIFTH, SIXTH, SEVENTH, EIGHTH, NINTH, this Article TENTH and Article ELEVENTH of this Restated Certificate of Incorporation.

ELEVENTH: The Board of Directors is expressly authorized to cause the Corporation to issue rights pursuant to Section 157 of the Delaware General Corporation Law and, in that connection, to enter into any agreements necessary or convenient for such issuance, and to enter into other agreements necessary and convenient to the conduct of the business of the Corporation. Any such agreement may include provisions limiting, in certain circumstances, the ability of the Board of Directors of the Corporation to redeem the securities issued pursuant thereto or to take other action thereunder or in connection therewith unless there is a specified number or percentage of Continuing Directors then in office. Pursuant to Section 141(a) of the Delaware General Corporation Law, the Continuing Directors shall have the power and authority to make all decisions and determinations, and exercise or perform such other acts, that any such agreement provides that such Continuing Directors shall make, exercise or perform. For purposes of this Article ELEVENTH and any such agreement, the term, "Continuing Directors," shall mean (1) those directors who were members of the Board of Directors of the Corporation at the time the Corporation entered into such agreement and any director who subsequently becomes a member of the Board of Directors, if such director's nomination for election to the Board of Directors is recommended or approved by the majority vote of the Continuing Directors then in office or (2) such members of the Board of Directors designated in, or in the manner provided in, such agreement as Continuing Directors.

IN WITNESS WHEREOF, this Restated Certificate of Incorporation, which restates and integrates and further amends the provisions of the Restated Certificate of Incorporation of this Corporation, and which has been duly adopted in accordance with Sections 242 and 245 of the Delaware General Corporation Law, has been executed by its duly authorized President this 23rd day of May, 2007.

ENERNOC, INC.

A handwritten signature in black ink, appearing to read "David B. Brewster", is written over a horizontal line.

By: David B. Brewster

Its: President, Chief Operating Officer
Treasurer

ACTIVE 4010226v.2

PUCO CRES Broker Application Exhibits

Exhibit A-15: Secretary of State

See the Foreign Corporation Certification and Certificate of Good Standing attached.

Exhibit A-15: Secretary of State

UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show ENERNOC, INC., a Delaware corporation, having qualified to do business within the State of Ohio on April 20, 2010 under License No. 1930159 is currently in GOOD STANDING upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 11th day of August, A.D. 2014.*

A handwritten signature in black ink that reads "Jon Husted".

Ohio Secretary of State

Validation Number: 201422301317

Exhibit B-1: Jurisdictions of Operation

EnerNOC offers consulting and procurement services throughout the US and Canada anywhere the utility tariffs permit transport by third party natural gas marketers or where there are customer choice programs for natural gas supply. EnerNOC has obtained licenses in jurisdictions requiring licensure, but offers service anywhere in North America where our customers have a need for our services.

EnerNOC Energy Procurement Services Licensure*		
State	Electric	Natural Gas
Connecticut	X	N/A
Delaware	X	N/A
District of Columbia	X	N/A
Illinois	X	N/A
Maine	X	N/A
Maryland	X	X
Massachusetts	X	X
New Hampshire	X	X
New Jersey	X	N/A
Ohio	X	X
Oregon	X	N/A
Pennsylvania	X	N/A
Rhode Island	X	X
Texas	X	N/A

* X indicates license, certification, or registration is held. N/A indicates registration is not required.

Exhibit B-2: Experience and Plans

EnerNOC is engaged in providing consulting services to commercial, industrial, and institutional customers to help them select the most appropriate natural gas and electricity purchasing strategy for their organization. In addition, EnerNOC provides its customers with a variety of data analysis, utility bill information, demand response, carbon accounting, and energy efficiency services. Customers may contract with EnerNOC solely for energy procurement services or for EnerNOC's full suite of energy management services. EnerNOC's response to Section B-2 of this application will be specific to EnerNOC's contract for energy procurement services.

EnerNOC's current energy consulting contract is the product of approximately ten years of experience in deregulated energy markets, through acquired companies Mdenenergy and South River Consulting. The contract clearly states EnerNOC's Scope of Work for the customer, EnerNOC fees, and required notice, procedures, and fees associated with early termination. *EnerNOC assigns each customer an account manager who is responsible for delivering services to the customer in accordance with the customer's contract.* All customers will have full communication access to their EnerNOC account manager as well as EnerNOC's toll free 1-800 number if they need to speak with a manager regarding a complaint. All dually executed contracts are entered into EnerNOC's Customer Relationship Management (CRM) system where key pieces of information are entered to allow EnerNOC's accounting group to accurately bill customers. EnerNOC may bill customers' retainer or consulting fees on a monthly, quarterly, or annual basis. A fraction of EnerNOC's customers request that EnerNOC's consulting fees are loaded into the bids of competitive energy suppliers. In these situations, EnerNOC's fees are spelled out clearly in the EnerNOC contract in a \$/kWh or \$/Dth basis and EnerNOC relies on the competitive retail energy supplier to provide billing to the customer and remittances to EnerNOC of the EnerNOC fee.

EnerNOC maintains internal controls regarding all customer complaints which are elevated to management. EnerNOC makes commercially reasonable efforts to address all customer complaints and disputes within the framework of contracts that are in place between EnerNOC and the customer.

Exhibit B-3: Summary of Experience

EnerNOC currently provides energy procurement services to approximately 550 commercial, industrial, institutional, and governmental customers. At present, EnerNOC's energy procurement customer base is generally concentrated in ISO-NE, NYISO, and eastern PJM EnerNOC. EnerNOC has approximately 140,000 megawatts of annual electricity load under management, with approximately 34,000 megawatts under management in Ohio.

EnerNOC, through the acquisitions of Mdenenergy LLC and South River Consulting, has personnel with experience in deregulated energy markets going back to 1998.

Exhibit B-4: Disclosure of Liabilities and Investigations

EnerNOC, Inc. is subject to legal proceedings, claims and litigation arising in the ordinary course of business. We do not expect the ultimate costs to resolve these matters to have a material adverse effect on our consolidated financial condition, results of operations or cash flows.

As part of the Federal Energy Regulatory Commission's ("FERC") Docket No. IN13-6-000, EnerNOC was the subject of two investigations by FERC, the first of which addressed unintentional meter data errors associated with a small number of our demand response sites in the ISO-NE market, and the second of which addressed the failure by our wholly-owned subsidiary, Celerity Energy Partners San Diego, LLC, or Celerity, to make two FERC filings in a timely manner in 2010. The investigations by FERC did not have a material adverse effect on our business, financial condition or operations results, and all compliance actions have been fully implemented.

As part of FERC Docket No. NP13-25-000 and ERCOT Investigation #2012100006, EnerNOC was the subject two investigations by the Texas Reliability Entity ("TRE") and the Public Utility Commission of Texas ("PUCT"), respectively. These investigations covered similar issues related to EnerNOC's failure to comply with certain reliability and event dispatch requirements in 2011. These investigations did not have a material adverse effect on our business, financial condition or operations results, and all compliance actions have been fully implemented.

Exhibits C-1, C-2, and C-3: Annual Reports, SEC Filings, and Financial Statements

In response to Sections C-1, C-2, and C-3, please see EnerNOC's 2012 and 2013 Annual Reports available on EnerNOC's website at this address: <http://investor.enernoc.com/annual-proxy.cfm>

Exhibit C-4: Financial Arrangements

EnerNOC does not take title to electricity supply and therefore, Section C-4 is not required.

Exhibit C-5: Forecast Financial Statements

REDACTED VERSION

Exhibit C-5: Forecasted Financial Statements

[REDACTED]

[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

[REDACTED]

Exhibit C-6: Credit Rating

EnerNOC is not rated by any debt rating agency.

Exhibit C-7: Credit Report

See attached Dun & Bradstreet Credit Report.

Exhibit C-7: Credit Report



Decide with Confidence

Credit eValuator Plus Report

EnerNOC, Inc.

1 Marina Prk Dr Ste 400
Boston, MA 2110
Phone: 617 224-9900
D-U-N-S Number: 13-716-1548

Report as of : August 13, 2014 **



Need more in-depth information and analysis?

Upgrade to the Comprehensive Insight Plus Report and receive the credit for the amount of your evaluator purchase

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Credit Information

Payment Trend

**Included with this Credit eValuator Report are continuous tracking of key business changes and free Alert messages in the View My Reports/Alerts page. You can also choose to receive e-mail notifications of the important changes. IMPORTANT NOTE: You will not receive e-mail alerts if you have opted out of receiving communications from D&B.

Risk Summary



Lower Risk

Higher Risk



Unchanged

Risk of Late Payment

Risk of late payment is based on the following prioritized factors in addition to other information in D&B's files:

- No factors available

Indications of slowness can be the result of disputes over merchandise, skipped invoices, etc.

Payment Performance Trend

The payment performance trend for this company is Unchanged. The most recent payment information in D&B's files is:

- Payments currently: 15 days beyond terms.
- Payments 3 months ago: 16 days beyond terms.
- Industry average: 2 days beyond terms.

*Note: Payments to suppliers are averaged weighted by dollar amounts.

Credit Limit Recommendation

Recommendation **AUG 13**
Date: **2014**

Risk category for this business: **LOW**

D&B's Recommendations:

HIGH MODERATE LOW

Conservative
Credit Limit: **\$400,000**

Aggressive
Credit Limit: **\$400,000**

Risk is assessed using D&B's scoring methodology and is one factor used to create the recommended limits. See [Help](#) for details.

Company Profile

Chief Executive:
Type of business:
Years in business:
Annual Sales:
Employees total:

Timothy G Healy, Chb-Ceo
Corporation
13
\$383,460,000
716

Line of business:
Management Consulting
Services

Legal Filings and Other Important Information

Bankruptcies: None
Judgments: None
Liens: None
Suits: None

Negative Payment Experiences: None
Payments Placed for Collection: None

SPECIAL EVENT : 08/12/14

STOCK/BOND ISSUANCE/REDEMPTION/REPURCHASE: According to published reports, EnerNOC, Inc. announced that its Board of Directors has authorized the repurchase of up to \$50 million of the Company's common stock over the next twelve months. The stock repurchase program may be suspended or discontinued at any time. The common stock repurchase program will remain in effect through August 8, 2015 unless terminated earlier by the Board of Directors.

STOCK/BOND ISSUANCE/REDEMPTION/REPURCHASE: According to published reports, EnerNOC, Inc announced its intention to offer, subject to market and other conditions, \$130 million principal amount of convertible senior notes due in 2019 in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended. In addition, the Company expects to grant the initial purchasers for the offering an option to purchase up to an additional \$20 million principal amount of notes from the Company to cover over-allotments, if any.

**Included with this Payment Trend Report are continuous tracking of key business changes and free Alert messages in the View My Reports/Alerts page. You can also choose to receive e-mail notifications of the important changes. IMPORTANT NOTE: You will not receive e-mail alerts if you have opted out of receiving communications from D&B.

② Summary

ENERNOC, INC.
1 Marina Prk Dr Ste 400
Boston, MA 02110

D-U-N-S Number: 13-716-1548

Primary Industry SIC: 8742

This is a **headquarters** location.
Branch(es) or division(s) exist.

Description: Management of electricity utilization and consumption

PAYMENT ACTIVITY:

Total Payment Experiences in D&B's File:	58
Payments Within Terms: (not dollar weighted)	78%
Total Placed For Collection:	0
Average Highest Credit:	\$37,160
Largest High Credit:	\$900,000
Highest Now Owing:	\$600,000
Highest Past Due:	\$7,500

Indications of slowness can be the result of dispute over merchandise, skipped invoices, etc. Accounts are sometimes placed for collection even though the existence or amount of the debt is disputed.

② PAYDEX Scores - This Business

3- and 12- Month

Shows the D&B PAYDEX scores as calculated on the most recent 3 months and 12 months of payment experiences.

The D&B PAYDEX is a unique, dollar weighted indicator of payment performance based on up to 58 payment experiences as reported to D&B by trade references. A detailed explanation of how to read and interpret PAYDEX scores can be found at the end of this report.

Jump to: [How to Read the PAYDEX Score](#)

ENERNOC, INC. DUNS 13-716-1548

3-Month D&B PAYDEX: **77**

When weighted by dollar amount, payments to suppliers average 5 days beyond terms.



Based on payments collected over last 3 months.

12-Month D&B PAYDEX: **70**

When weighted by dollar amount, payments to suppliers average 15 days beyond terms.



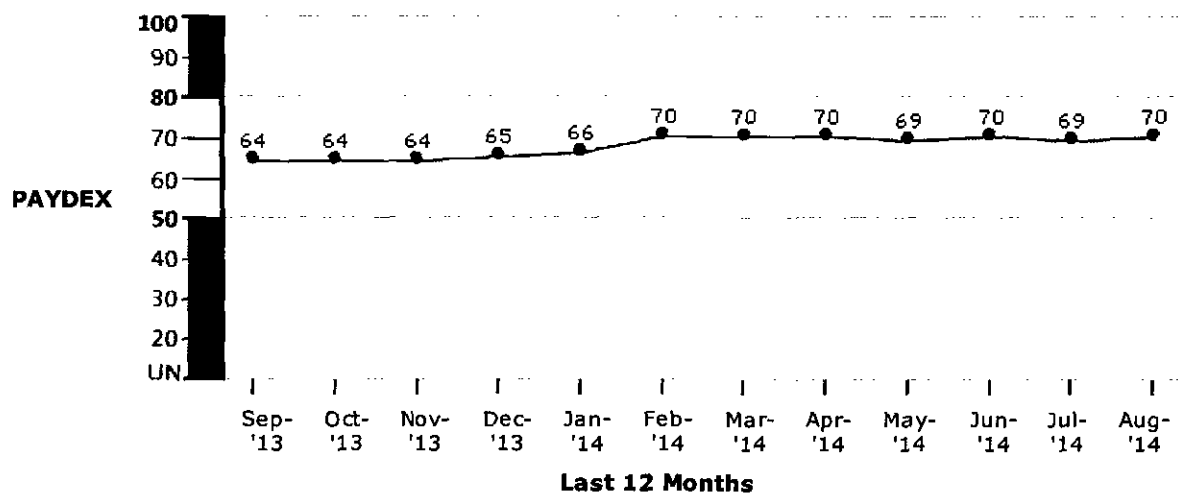
Based on payments collected over last 12 months.

② PAYDEX Yearly Trend - This Business

12 Months

Shows the trend in D&B PAYDEX scoring over the past 12 months.

ENERNOC, INC. DUNS 13-716-1548



Based on payments collected over the last 12 months.

- Current PAYDEX for this Business is 70, or equal to 15 days beyond terms
- The 12-month high is **70**, or equal to 15 days beyond terms
- The 12-month low is **64**, or equal to 19 days beyond terms

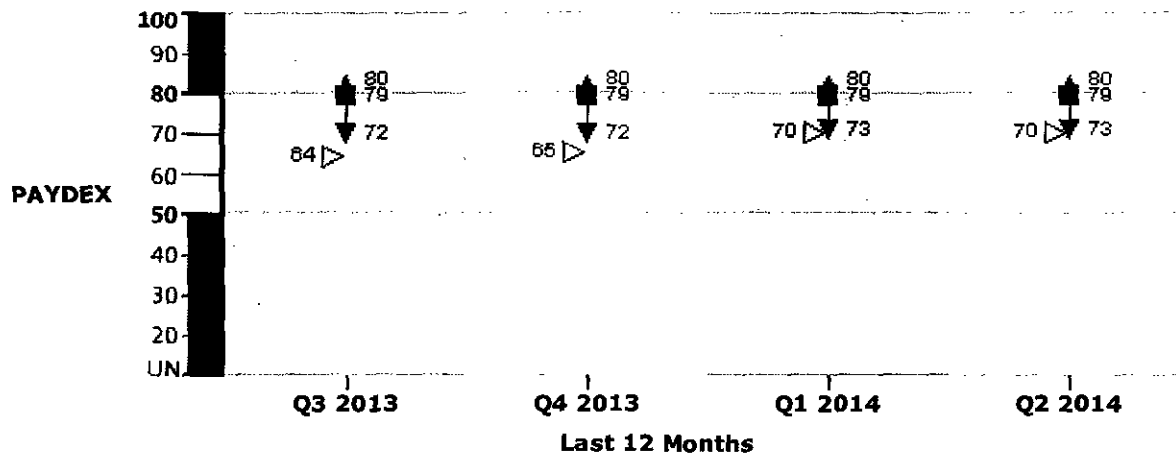
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② PAYDEX Score Comparison - Business to Primary Industry

4 Quarters

Shows PAYDEX scores of this Business compared to the Primary Industry from each of the last four quarters. The Primary Industry is Management of electricity utilization and consumption, based on SIC code 8742.

ENERNOC, INC. DUNS 13-716-1548



Based on payments collected over the last 4 quarters.

Score Comparison Key:

- ▷ This Business
- ▲ Industry upper quartile
- Industry median
- ▼ Industry lower quartile

- Current **PAYDEX** for this Business is **70**, or equal to 15 days beyond terms
- The present industry **median score** is **79**, or equal to 2 days beyond terms.
- Industry upper quartile represents the performance of the payers in the 75th percentile
- Industry lower quartile represents the performance of the payers in the 25th percentile

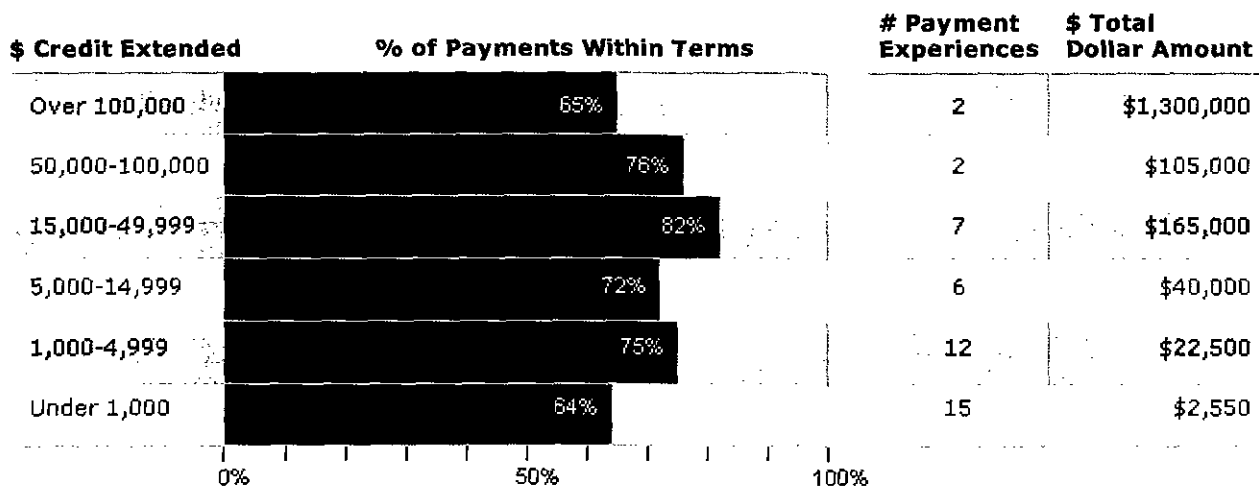
[Back to Top](#)

② Business Payment Habit by Amount of Credit Extended

12 Months

For all payment experiences within a given amount of credit extended, shows the percent that this Business paid within terms. Provides number of experiences used to calculate the percentage, and the total dollar value of the credit extended.

ENERNOC, INC. DUNS 13-716-1548



Based on payments collected over the last 12 months.

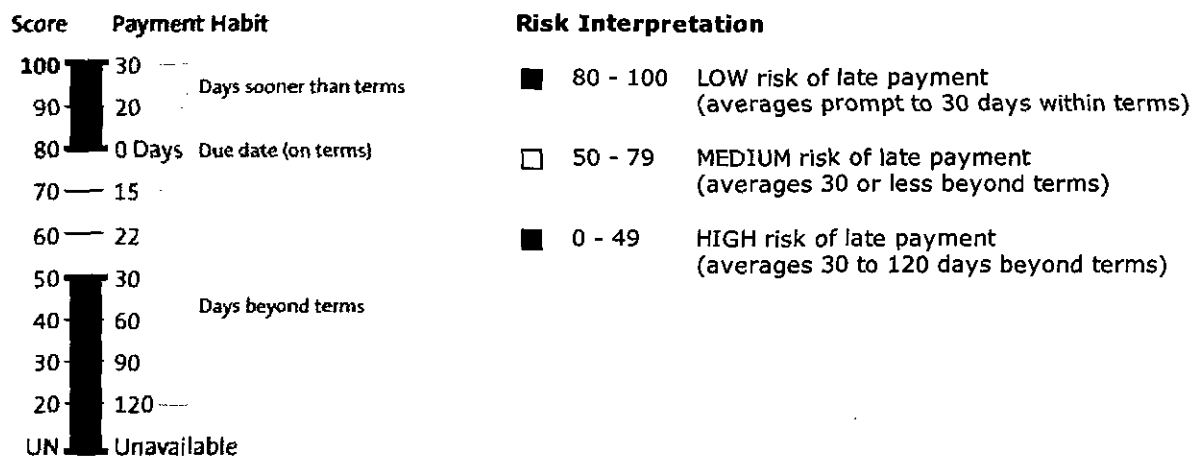
Payment experiences reflect how bills are met in relation to the terms granted. In some instances, payment beyond terms can be the result of disputes over merchandise, skipped invoices, etc.

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How to Read the D&B PAYDEX Score

Use this key to help you interpret the D&B PAYDEX Score and meaning.

The D&B PAYDEX is a unique, dollar weighted indicator of a business' payment performance based on the total number of payment experiences in D&B's file.



Need more in-depth information and analysis? Upgrade to the Comprehensive Insight Plus Report and receive the credit for the amount of your evaluator purchase

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Exhibits C-8 and C-9: Bankruptcy Information and Merger Information

EnerNOC has never had a bankruptcy event or been subject to any merger or dissolution activity.