

Ohio | Public Utilities Commission

OFFICIAL PUBLIC UTILITIES Case Number	Version
16-332	May 2016

RENEWAL APPLICATION FOR ELECTRIC AGGREGATORS/POWER BROKERS

Please print or type all required information. Identify all attachments with an exhibit label and title (Example: Exhibit C-10 Corporate Structure). 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. RENEWAL INFORMATION

A-1 Applicant intends to be certified as: (check all that apply)

☒ Power Broker ☐ Aggregator

A-2 Applicant's legal name, address, telephone number, PUCO certificate number, and web site address

Legal Name Utility Answers, LLC
 Address 695 Route 46 W, Suite 408, Fairfield, NJ 07004
 PUCO Certificate # and Date Certified 16-1056E (1) March 14, 2016
 Telephone # (862) 210-8770 Web site address (if any) www.utilityanswers.com

A-3 List name, address, telephone number and web site address under which Applicant will do business in Ohio

Legal Name Utility Answers LLC
 Address 695 Route 46 W, Suite 408, Fairfield, NJ 07004
 Telephone # (862) 210-8770 Web site address (if any) www.utilityanswers.com

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

Utility Answers, LLC
Utility Answer, LLC

A-5 Contact person for regulatory or emergency matters

Name Paul Shagawat
 Title Managing Partner
 Business address 695 Route 46 W, Suite 408, Fairfield, NJ 07004
 Telephone # (862) 210-8770 Fax # 877-335-7306
 E-mail address compliance@transparentedge.com

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 fe Date Processed 1/25/18

RECEIVED-DOCKETING DIV.
 2018 JAN 25 AM 11:40
 PUCO

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

Name Paul Shagawat
Title Managing Partner
Business address 695 Route 46 W, Suite 408, Fairfield, NJ 07004
Telephone # (862) 210-8770 Fax # 877-335-7306
E-mail address compliance@transparentedge.com

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

Customer Service address 695 Route 46 W, Suite 408, Fairfield, NJ 07004
Toll-free Telephone # _____ Fax # _____
E-mail address compliance@transparentedge.com

A-8 Applicant's federal employer identification number # 47-3406861

A-9 Applicant's form of ownership (check one)

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

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

A-10 Exhibit A-10 "Principal Officers, Directors & Partners" provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.

Please see attached

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 "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-4 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-4 "Disclosure of Consumer Protection Violations"** detailing such violation(s) and providing all relevant documents.

B-5 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-5 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation"** detailing such action(s) and providing all relevant documents.

C. 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. (This is generally only applicable to publicly traded companies who publish annual reports.)

C-2 **Exhibit C-2 "SEC Filings,"** provide the most recent 10-K/8-K Filings with the SEC. If the applicant does not have such filings, it may submit those of its parent company. An applicant may submit a current link to the filings or provide them in paper form. 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. If the applicant does not have a balance sheet, income statement, and cash flow statement, the applicant may provide a copy of its two most recent years of tax returns (with social security numbers and account numbers redacted).

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.).

Renewal applicants can fulfill the requirements of Exhibit C-4 by providing a current statement from an Ohio local distribution utility (LDU) that shows that the applicant meets the LDU’s collateral requirements.

First time applicants or applicants whose certificate has expired as well as renewal applicants can meet the requirement by one of the following methods:

1. The applicant itself stating that it is investment grade rated by Moody’s, Standard & Poor’s or Fitch and provide evidence of rating from the rating agencies.
2. Have a parent company or third party that is investment grade rated by Moody’s, Standard & Poor’s or Fitch guarantee the financial obligations of the applicant to the LDU(s).
3. Have a parent company or third party that is not investment grade rated by Moody’s, Standard & Poor’s or Fitch but has substantial financial wherewithal in the opinion of the Staff reviewer to guarantee the financial obligations of the applicant to the LDU(s). The guarantor company’s financials must be included in the application if the applicant is relying on this option.
4. Posting a Letter of Credit with the LDU(s) as the beneficiary.

If the applicant is not taking title to the electricity or natural gas, enter "N/A" in Exhibit C-4. An N/A response is only applicable for applicants seeking to be certified as an aggregator or broker.

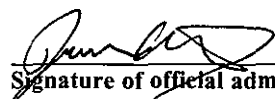
- C-5 **Exhibit C-5 "Forecasted Financial Statements,"** provide two years of forecasted income statements for the applicant's **ELECTRIC related business activities in the state of Ohio Only**, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer. The forecasts should be in an annualized format for the two years succeeding the Application year.
- 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, Fitch IBCA, Moody's Investors Service, Standard & Poor's, 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 an 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. If an applicant or its parent does not have such a credit rating, enter "N/A" in Exhibit C-6.
- 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. An applicant that provides an investment grade credit rating for Exhibit C-6 may enter "N/A" for Exhibit C-7.
- 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 two most recent years preceding the application.
- C-10 **Exhibit C - 10 "Corporate Structure,"** provide a description of the applicant's corporate structure, not an internal organizational chart, 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 in North America. If the applicant is a stand-alone entity, then no graphical depiction is required and applicant may respond by stating that they are a stand-alone entity with no affiliate or subsidiary companies.



Paul Shagawat - Managing Partner

Signature of Applicant & Title

Sworn and subscribed before me this 2nd day of January, 2018
Month Year



Signature of official administering oath

JAMILUDDIN AHMED
NOTARY PUBLIC OF NEW JERSEY
Print Name and Title
ID # 60035094
My Commission Expires 3/24/2021

My commission expires on _____

AFFIDAVIT

State of New Jersey :

Fairfield ss.
(Town)

County of Essex :

Paul Shagawat, Affiant, being duly sworn/affirmed according to law, deposes and says that:

He/She is the Managing Partner (Office of Affiant) of Utility Answers, LLC (Name of Applicant);

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 renewal 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 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.
8. 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.
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 renewal 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.

Paul Shagawat - Managing Partner
Signature of Affiant & Title

Sworn and subscribed before me this 2nd day of January, 2018
Month Year


Signature of official administering oath

JAMILUDDIN AHMED
NOTARY PUBLIC OF NEW JERSEY
ID # 60035094
My Commission Expires 3/24/2021

My commission expires on _____

Exhibit A-10 “Principal Officers, Directors & Partners”

For

Utility Answers, LLC

Exhibit A-10 "Principal Officers, Directors & Partners"- provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.

Paul Shagawat
336 Big Piece Road
Fairfield, NJ 07004
862-210-8770

Dustin Scarpa
440 N Wabash Ave, Apt. 705
Chicago, IL 60611
862-210-8770

Jeffrey Farber
2922 Larkin Street
San Francisco, CA 94109
862-210-8770

B. APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

For

Utility Answers, LLC

B. APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

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.

Ohio, Pennsylvania, New Jersey, Maryland, Washington DC, Massachusetts, Illinois, Maine, New York, Connecticut, Texas

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.

The Partners of the firm have a combined 20+ years of experience in energy procurement. Mr. Shagawat & Mr. Scarpa are currently Managing Partners of a procurement firm focused in commercial/ industrial/ municipal clients where they use software services to provide high end consulting to these clients. Mr. Farber previously ran a similar type of procurement firm in NJ before he began focusing on the software and engineering of the firm.

The plan is to focus on large residential aggregation to gain a considerable amount of initial clients. This initial round of procurement will result in organic marketing which will be coupled with extensive marketing efforts aimed at residential users (television ads, radio ads, etc).

B-3 Exhibit B-3 "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.

There are no existing or previous judgments, contingent liabilities, revocation of authority, regulatory investigations, or any other matter that could adversely impact UA's financial or operational status or ability to provide the services that we are certified.

C. FINANCIAL CAPABILITY AND EXPERIENCE

For

Utility Answers, LLC

C. FINANCIAL CAPABILITY AND EXPERIENCE

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. (This is generally only applicable to publicly traded companies who publish annual reports.)

Utility Answers is not a publicly traded company and therefore does not produce annual reports to shareholders.

C-2 Exhibit C-2 "SEC Filings," - provide the most recent 10-K/8-K Filings with the SEC. If

the applicant does not have such filings, it may submit those of its parent company. An applicant may submit a current link to the filings or provide them in paper form. 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.

Applicant is not required to file with the SEC as it is not a public company.

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. If the applicant does not have a balance sheet, income statement, and cash flow statement, the applicant may provide a copy of its two most recent years of tax returns (with social security numbers and account numbers redacted).

Please see attached.

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Applicants who do not take title to the electricity or gas are not required to submit documentation in connection with Exhibit C-4.

C-5 Exhibit C-5 "Forecasted Financial Statements," - provide two years of forecasted income statements for the applicant's ELECTRIC related business activities in the state of Ohio Only, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer. The forecasts should be in an annualized format for the two years succeeding the Application year.

Please see attached.

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, Fitch IBCA, Moody's Investors Service, Standard & Poor's, 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 an 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. If an applicant or its parent does not have such a credit rating, enter "N/A" in Exhibit C-6.

N/A

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. An applicant that provides an investment grade credit rating for Exhibit C-6 may enter "N/A" for Exhibit C-7.

Please see attached.

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.

N/A

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

N/A

C-10 Exhibit C - 10 "Corporate Structure,"- provide a description of the applicant's corporate structure, not an internal organizational chart, 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 in North America. If the applicant is a stand-alone entity, then no graphical depiction is required, and applicant may respond by stating that they are a stand-alone entity with no affiliate or subsidiary companies.

Utility Answers, LLC is a stand-alone entity with no affiliate or subsidiary companies.

C-3 Exhibit C-3 “Financial Statements,”

OF

Utility Answers, LLC

U.S. Return of Partnership Income

OMB No. 1545-0123

2016

For calendar year 2016, or tax year beginning _____, ending _____

A Principal business activity Software Development	Type or Print	Name of partnership Utility Answers, LLC	D Employer identification number 47-3406861
B Principal product or service Software		Number, street, and room or suite no. If a P.O. box, see the instructions. 1679 S Dupont Highway Suite 100	E Date business started 03/13/2015
C Business code number 812990		City or town, state or province, country, and ZIP or foreign postal code Dover DE 19901	F Total assets \$ 499,619.

G Check applicable boxes: (1) Initial return (2) Final return (3) Name change (4) ☒ Address change (5) Amended return
 (6) Technical termination - also check (1) or (2)

H Check accounting method: (1) Cash (2) ☒ Accrual (3) Other (specify) _____

I Number of Schedules K-1. Attach one for each person who was a partner at any time during the tax year **4**

J Check if Schedules C and M-3 are attached _____

Caution. Include only trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Income	1 a Gross receipts or sales	1a		
	b Returns and allowances	1b		
	c Balance. Subtract line 1b from line 1a			1c
	2 Cost of goods sold (attach Form 1125-A)			2
	3 Gross profit. Subtract line 2 from line 1c			3
	4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)			4
	5 Net farm profit (loss) (attach Schedule F (Form 1040))			5
	6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6
7 Other income (loss) (attach statement)			7	
8 Total income (loss). Combine lines 3 through 7			8	
Deductions (see the instructions for limitations)	9 Salaries and wages (other than to partners) (less employment credits)			9 113,750.
	10 Guaranteed payments to partners			10 4,975.
	11 Repairs and maintenance			11
	12 Bad debts			12
	13 Rent			13 6,018.
	14 Taxes and licenses		See Statement 1	14 12,970.
	15 Interest			15
	16 a Depreciation (if required, attach Form 4562)	16a		
	b Less depreciation reported on Form 1125-A and elsewhere on return	16b		16c
	17 Depletion (Do not deduct oil and gas depletion.)			17
	18 Retirement plans, etc.			18
	19 Employee benefit programs			19
	20 Other deductions (attach statement)		See Statement 2	20 9,198.
	21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20			21 146,911.
22 Ordinary business income (loss). Subtract line 21 from line 8			22 -146,911.	

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member manager) is based on all information of which preparer has any knowledge.			May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of general partner or limited liability company member manager _____			Date _____	
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	Richard V. Miseo				P00127895
	Firm's name RMG CPA, LLC	Firm's EIN 47-4779055			
	Firm's address 299 Cherry Hill Road Suite 203 Parsippany, NJ 07054			Phone no. 973-712-5000	

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **1065** (2016)

Schedule B Other Information

1 What type of entity is filing this return? Check the applicable box:				Yes	No
a Domestic general partnership	b Domestic limited partnership				
c <input checked="" type="checkbox"/> Domestic limited liability company	d Domestic limited liability partnership				
e Foreign partnership	f Other				
2 At any time during the tax year, was any partner in the partnership a disregarded entity, a partnership (including an entity treated as a partnership), a trust, an S corporation, an estate (other than an estate of a deceased partner), or a nominee or similar person?				X	
3 At the end of the tax year:					
a Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization, or any foreign government own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If "Yes," attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership					X
b Did any individual or estate own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If "Yes," attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership					X
4 At the end of the tax year, did the partnership:					
a Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (iv) below					X
(i) Name of Corporation		(ii) Employer Identification Number (if any)	(iii) Country of Incorporation	(iv) Percentage Owned in Voting Stock	
b Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (v) below					X
(i) Name of Entity		(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Maximum Percentage Owned in Profit, Loss, or Capital
5 Did the partnership file Form 8893, Election of Partnership Level Tax Treatment, or an election statement under section 6231(a)(1)(B)(ii) for partnership-level tax treatment, that is in effect for this tax year? See Form 8893 for more details				X	No
6 Does the partnership satisfy all four of the following conditions?					
a The partnership's total receipts for the tax year were less than \$250,000.					
b The partnership's total assets at the end of the tax year were less than \$ 1 million.					
c Schedules K-1 are filed with the return and furnished to the partners on or before the due date (including extensions) for the partnership return.					
d The partnership is not filing and is not required to file Schedule M-3				X	
If "Yes," the partnership is not required to complete Schedules L, M-1, and M-2; Item F on page 1 of Form 1065; or Item L on Schedule K-1.					
7 Is this partnership a publicly traded partnership as defined in section 469(k)(2)?					X
8 During the tax year, did the partnership have any debt that was cancelled, was forgiven, or had the terms modified so as to reduce the principal amount of the debt?					X
9 Has this partnership filed, or is it required to file, Form 8918, Material Advisor Disclosure Statement, to provide information on any reportable transaction?					X
10 At any time during calendar year 2016, did the partnership have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? See the instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country.					X

Schedule B Other Information (continued)

	Yes	No
11 At any time during the tax year, did the partnership receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If "Yes," the partnership may have to file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts. See instructions		X
12a Is the partnership making, or had it previously made (and not revoked), a section 754 election? See instructions for details regarding a section 754 election.		X
b Did the partnership make for this tax year an optional basis adjustment under section 743(b) or 734(b)? If "Yes," attach a statement showing the computation and allocation of the basis adjustment. See instructions		X
c Is the partnership required to adjust the basis of partnership assets under section 743(b) or 734(b) because of a substantial built-in loss (as defined under section 743(d)) or substantial basis reduction (as defined under section 734(d))? If "Yes," attach a statement showing the computation and allocation of the basis adjustment. See instructions		X
13 Check this box if, during the current or prior tax year, the partnership distributed any property received in a like-kind exchange or contributed such property to another entity (other than disregarded entities wholly owned by the partnership throughout the tax year) <input type="checkbox"/>		
14 At any time during the tax year, did the partnership distribute to any partner a tenancy-in-common or other undivided interest in partnership property?		X
15 If the partnership is required to file Form 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, enter the number of Forms 8858 attached. See instructions <input type="checkbox"/>		
16 Does the partnership have any foreign partners? If "Yes," enter the number of Forms 8805, Foreign Partner's Information Statement of Section 1446 Withholding Tax, filed for this partnership. <input type="checkbox"/>		X
17 Enter the number of Forms 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships, attached to this return. <input type="checkbox"/>		
18a Did you make any payments in 2016 that would require you to file Form(s) 1099? See instructions	X	
b If "Yes," did you or will you file required Form(s) 1099?	X	
19 Enter the number of Form(s) 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations, attached to this return. <input type="checkbox"/>		
20 Enter the number of partners that are foreign governments under section 892. <input type="checkbox"/>		
21 During the partnership's tax year, did the partnership make any payments that would require it to file Form 1042 and 1042-S under chapter 3 (sections 1441 through 1464) or chapter 4 (sections 1471 through 1474)?		X
22 Was the partnership a specified domestic entity required to file Form 8938 for the tax year (See the Instructions for Form 8938)?		X

Designation of Tax Matters Partner (see instructions)

Enter below the general partner or member-manager designated as the tax matters partner (TMP) for the tax year of this return:

Name of designated TMP Paul Shagawat	Identifying number of TMP 152-78-9817
If the TMP is an entity, name of TMP representative <input type="checkbox"/>	Phone number of TMP <input type="checkbox"/>
Address of designated TMP 336 Big Piece Road	
Fairfield, NJ 07004	

Form **1065** (2016)

Schedule K Partners' Distributive Share Items		Total amount	
Income (Loss)	1 Ordinary business income (loss) (page 1, line 22)	1	-146,911.
	2 Net rental real estate income (loss) (attach Form 8825)	2	
	3a Other gross rental income (loss)	3a	
	b Expenses from other rental activities (attach statement)	3b	
	c Other net rental income (loss). Subtract line 3b from line 3a	3c	
	4 Guaranteed payments	4	4,975.
	5 Interest income See Statement 3	5	955.
	6 Dividends: a Ordinary dividends	6a	
	b Qualified dividends	6b	
	7 Royalties	7	
	8 Net short-term capital gain (loss) (attach Schedule D (Form 1065))	8	
9a Net long-term capital gain (loss) (attach Schedule D (Form 1065))	9a		
b Collectibles (28%) gain (loss)	9b		
c Unrecaptured section 1250 gain (attach statement)	9c		
10 Net section 1231 gain (loss) (attach Form 4797)	10		
11 Other income (loss) (see instructions) Type ▶	11		
Deductions	12 Section 179 deduction (attach Form 4562)	12	
	13a Contributions	13a	
	b Investment interest expense	13b	
	c Section 59(e)(2) expenditures: (1) Type ▶ (2) Amount ▶	13c(2)	
d Other deductions (see instructions) Type ▶	13d		
Self-Employment	14a Net earnings (loss) from self-employment	14a	-141,936.
	b Gross farming or fishing income	14b	
	c Gross nonfarm income	14c	
Credits	15a Low-income housing credit (section 42(j)(5))	15a	
	b Low-income housing credit (other)	15b	
	c Qualified rehabilitation expenditures (rental real estate) (attach Form 3468, if applicable)	15c	
	d Other rental real estate credits (see instructions) Type ▶	15d	
	e Other rental credits (see instructions) Type ▶	15e	
	f Other credits (see instructions) Type ▶	15f	
Foreign Transactions	16a Name of country or U.S. possession ▶		
	b Gross income from all sources	16b	
	c Gross income sourced at partner level	16c	
	Foreign gross income sourced at partnership level		
	d Passive category ▶ e General category ▶ f Other ▶	16f	
	Deductions allocated and apportioned at partner level		
	g Interest expense ▶ h Other ▶	16h	
	Deductions allocated and apportioned at partnership level to foreign source income		
	i Passive category ▶ j General category ▶ k Other ▶	16k	
	l Total foreign taxes (check one): Paid <input type="checkbox"/> Accrued <input type="checkbox"/>	16l	
m Reduction in taxes available for credit (attach statement)	16m		
n Other foreign tax information (attach statement)			
Alternative Minimum Tax (AMT) Items	17a Post-1986 depreciation adjustment	17a	
	b Adjusted gain or loss	17b	
	c Depletion (other than oil and gas)	17c	
	d Oil, gas, and geothermal properties - gross income	17d	
	e Oil, gas, and geothermal properties - deductions	17e	
	f Other AMT items (attach statement)	17f	
Other Information	18a Tax-exempt interest income	18a	
	b Other tax-exempt income	18b	
	c Nondeductible expenses See Statement 4	18c	162.
	19a Distributions of cash and marketable securities	19a	
	b Distributions of other property	19b	
	20a Investment income	20a	955.
b Investment expenses	20b		
c Other items and amounts (attach statement)			

Analysis of Net Income (Loss)

1 Net income (loss). Combine Schedule K, lines 1 through 11. From the result, subtract the sum of Schedule K, lines 12 through 13d, and 16l						1	-140,981.
2 Analysis by partner type:	(i) Corporate	(ii) Individual (active)	(iii) Individual (passive)	(iv) Partnership	(v) Exempt Organization	(vi) Nominee/Other	
a General partners							
b Limited partners		-126,385.		-14,596.			

Schedule L Balance Sheets per Books

Assets	Beginning of tax year		End of tax year	
	(a)	(b)	(c)	(d)
1 Cash		590,491.		380,853.
2a Trade notes and accounts receivable				
b Less allowance for bad debts				
3 Inventories				
4 U.S. government obligations				
5 Tax-exempt securities				
6 Other current assets (attach statement)	Statement 5	1,150.		1,150.
7a Loans to partners (or persons related to partners)				
b Mortgage and real estate loans				
8 Other investments (attach statement)				
9a Buildings and other depreciable assets				
b Less accumulated depreciation				
10a Depletable assets				
b Less accumulated depletion				
11 Land (net of any amortization)				
12a Intangible assets (amortizable only)				
b Less accumulated amortization				
13 Other assets (attach statement)	Statement 6	56,896.		117,616.
14 Total assets		648,537.		499,619.
Liabilities and Capital				
15 Accounts payable		3,320.		520.
16 Mortgages, notes, bonds payable in less than 1 year				
17 Other current liabilities (attach statement)				
18 All nonrecourse loans				
19a Loans from partners (or persons related to partners)				
b Mortgages, notes, bonds payable in 1 year or more				
20 Other liabilities (attach statement)				
21 Partners' capital accounts		645,217.		499,099.
22 Total liabilities and capital		648,537.		499,619.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return

Note. The partnership may be required to file Schedule M-3 (see instructions).

1 Net income (loss) per books	-146,118.	6 Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize):	
2 Income included on Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10, and 11, not recorded on books this year (itemize):		a Tax-exempt interest \$	
3 Guaranteed payments (other than health insurance)	4,975.	7 Deductions included on Schedule K, lines 1 through 13d, and 16l, not charged against book income this year (itemize):	
4 Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 16l (itemize):		a Depreciation \$	
a Depreciation \$		8 Add lines 6 and 7	
b Travel and entertainment \$ 162.	162.	9 Income (loss) (Analysis of Net Income (Loss), line 1). Subtract line 8 from line 5	-140,981.
5 Add lines 1 through 4	-140,981.		

Schedule M-2 Analysis of Partners' Capital Accounts

1 Balance at beginning of year	645,217.	6 Distributions: a Cash	
2 Capital contributed: a Cash		b Property	
b Property		7 Other decreases (itemize):	
3 Net income (loss) per books	-146,118.	8 Add lines 6 and 7	
4 Other increases (itemize):		9 Balance at end of year. Subtract line 8 from line 5	499,099.
5 Add lines 1 through 4	499,099.		

Worksheet for Figuring Net Earnings (Loss) From Self-Employment

Name of partnership Utility Answers, LLC		Employer identification number 47-3406861	
1 a Ordinary income (loss) (Schedule K, line 1)	1a	-146,911.	
b Net income (loss) from CERTAIN rental real estate activities	1b		
c Net income (loss) from other rental activities (Schedule K, line 3c)	1c		
d Net loss from Form 4797, Part II, line 17, included on line 1a above. Enter as a positive amount	1d		
e Other additions	1e		
f Combine lines 1a through 1e	1f	-146,911.	
2 a Net gain from Form 4797, Part II, line 17, included on line 1a above	2a		
b Other subtractions	2b		
c Add lines 2a and 2b	2c		
3 a Subtract line 2c from line 1f. If line 1f is a loss, increase the loss on line 1f by the amount on line 2c	3a	-146,911.	
b Part of line 3a allocated to limited partners, estates, trusts, corporations, exempt organizations, and IRAs	3b		
c Subtract line 3b from line 3a	3c		-146,911.
4 a Guaranteed payments to partners (Schedule K, line 4) derived from a trade or business as defined in section 1402(c)	4a	4,975.	
b Part of line 4a allocated to individual limited partners for other than services and to estates, trusts, corporations, exempt organizations, and IRAs	4b		
c Subtract line 4b from line 4a	4c		4,975.
5 Net earnings (loss) from self-employment. Combine lines 3c and 4c. Enter here and on Schedule K, line 14a	5		-141,936.

Form 1065	Tax Expense	Statement 1
Description		Amount
Licenses and Permits		2,106.
Payroll Taxes		10,864.
Total to Form 1065, Line 14		12,970.

Form 1065	Other Deductions	Statement 2
Description		Amount
Advertising		2,712.
Computer		2,312.
Data Processing Fees		347.
Legal and Professional Fees		1,000.
Meals and Entertainment		163.
Office		122.
Telephone		203.
Travel		1,339.
Utilities		1,000.
Total to Form 1065, Line 20		9,198.

Schedule K	Interest Income	Statement 3
Description	U.S. Bonds	Other
Interest Income		955.
Total to Schedule K, Line 5		955.

Schedule K	Nondeductible Expense	Statement 4
Description		Amount
Excluded meals and entertainment expenses		162.
Total to Schedule K, Line 18c		162.

Schedule L	Other Current Assets	Statement 5
Description	Beginning of Tax Year	End of Tax Year
Security Deposits	1,150.	1,150.
Total to Schedule L, Line 6	1,150.	1,150.

Schedule L	Other Assets	Statement 6
Description	Beginning of Tax Year	End of Tax Year
Software Development	56,896.	117,616.
Total to Schedule L, Line 13	56,896.	117,616.

Form 1065

Partners' Capital Account Summary

Statement 7

Partner Number	Beginning Capital	Capital Contributed	Schedule M-2 Lns 3, 4 & 7	With- drawals	Ending Capital
1	-16,436.		-43,835.		-60,271.
2	-16,433.		-43,836.		-60,269.
3	-16,436.		-43,835.		-60,271.
4	694,522.		-14,612.		679,910.
Total	645,217.		-146,118.		499,099.

C-5 Exhibit C-5 “Forecasted Financial Statements,”

For

Utility Answers, LLC

Utility Answers, LLC**FORCASTED STATEMENT OF CASH RECEIPTS AND DISBURSMENTS PROJECTIONS FOR THE TWO YEARS
ENDED DECEMBER 31, 2019**

	2018	2019
FORECASTED REVENUES (Note 1)	\$175,000.00	\$350,000.00
COST OF SALES (Note 2)	\$ 17,500.00	\$ 35,000.00
GROSS PROFIT	\$157,500.00	\$315,000.00
GENERAL AND ADMINISTRATIVE EXPENSES (Note 3)		
Payments - Owners (Note 4)	\$ 15,000.00	\$ 30,000.00
Salaries	\$ 75,000.00	\$ 82,500.00
Accounting	\$ 750.00	\$ 750.00
Advertising	\$ 4,500.00	\$ 15,000.00
Travel expenses	\$ 1,379.18	\$ 220.74
Phones	\$ 100.00	\$ 100.00
Rent	\$ 1,500.00	\$ 1,850.00
Offfice Expenses	\$ 171.20	\$ -
Graphics and UI/UX Services	\$ 2,712.25	\$ -
Insurance	\$ 3,000.00	\$ 4,000.00
Computer Hosting	\$ 2,160.83	\$ 2,208.92
Legal	\$ 1,000.00	\$ 1,000.00
License and Fees	\$ 3,525.00	\$ 7,500.00
Meals and Entertainment	\$ -	\$ -
Postage	\$ 117.00	\$ 345.00
Computers Hardware	\$ 1,500.00	\$ 1,500.00
Server/Network	\$ 1,200.00	\$ 1,200.00
Software	\$ 8,500.00	\$ 9,000.00
Total Gen/Admin Expenses	\$152,644.33	\$235,761.99
FORCASTED NET INCOME	\$ 4,855.68	\$ 79,238.01

PREPARER

Paul Shagawat
695 US 46, Ste 408, Fairfield, NJ 07004
info@utilityanswer.com
(862) 210-8770

Exhibit C-6 “Credit Rating”

Of

Utility Answers, LLC

**Credit Rating of Parent or affiliate organization,
“Premiere Marketing, LLC dba Transparent Energy”**

Premiere Marketing Llc DUNS: 07-935-4276

DUNS: 07-935-4276

References

Summary

C. CreditSign.

Update Company Info

Summary: •

Company Info

Update Company Info

75 Jura Rd Ste 203
Farmingdale, NY 11735
Phone: (516) 217-3770
URL:

CBA's:
PREMIUM ENERGY ACTIONS

URL:

Upgrade to CreditBuilder™ Today

Help build your D&B[®] score, and ratings
and hence make your company a giant to your
industry and competitors.

Speak with a Credit Advisor to learn more
1-800-700-2733

Scores and Ratings

Score / Rating / Changed	Status	Last Date
PAYDEX	Good	05/31/2018
Delinquency Predictor Class	Fair	05/04/2018
Financial Stress Class	Fair	05/31/2018
Supplier Evaluation Rating	Fair	04/25/2018
D&B Rating	Fair	08/14/2018
D&B Viability Rating	Good	

2025-01-01 10:00:00

Alerts

1. [Click Here](#)

Configure Alerts

Inquiries

You have received 2 new inquiries.

Inquiries are the number of individual product(s) purchased by a customer(s) on a D&B D-U-N-S® Number in a rolling one-year (365 days) time period. Although the specific name of the inquiring customer(s) is not available, your product may allow you to see the inquiring customer's industry.

Upgrade to View

Special Events

You have received 2 new special events.

Special events display information on your company such as bankruptcies, suits, liens, mergers, acquisitions or changes in ownership that may impact your relationship with other firms or lending institutions.

Upgrade to View



C-7 Exhibit C-7 “Credit Report,”

OF

Utility Answers, LLC



CreditScoreSM Report

as of: 01/05/18 10:01 ET

Utility Answers, LLC

Address: 75 Lane Rd Ste 203
Fairfield, NJ 07004-1000
United States
Phone: 201-694-4079
Experian BIN: 407196409
Agent: Registered Agent Solutions, Inc.
Agent Address: 836 Park Ave
Baltimore, MD

Key Personnel: Member: Jeffrey L Farber
Member: Scarpa Dustin
Member: Shagawat Paul
Business Type: Corporation
Experian File Established: November 2015
Experian Years on File: 3 Years
Years in Business: More than 3 Years
Filing Data Provided by: Delaware
Date of Incorporation: 01/06/2016

Payment Tradelines: 1
UCC Filings: 0

This location does not yet have an estimated Days Beyond Terms (DBT), or a Payment Trend Indicator. This is often the result of too few Payment Tradelines.

Lowest 6 Month Balance: \$157
Highest 6 Month Balance: \$1,297
Current Total Account Balance: \$0
Highest Credit Amount Extended: \$0

✓ **Businesses Scoring Worse:** 91%
✓ **Bankruptcies:** 0
✓ **Liens:** 0
✓ **Judgments Filed:** 0
✓ **Collections:** 0

Credit Summary

Experian Business Credit Score: 92

High
Risk



Low
Risk

The objective of the Experian Business Credit Score is to predict payment behavior. High Risk means that there is a significant probability of delinquent payment. Low Risk means that there is a good probability of on-time payment.

Key Score Factors:

- Number of recently active commercial accounts.
- Length of time on experian's file.

Recommended Action: Low Risk

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Verification Certificate

For

Utility Answers, LLC

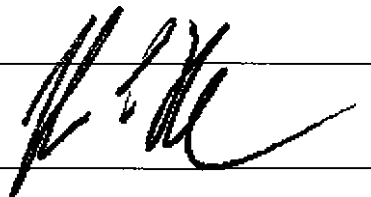


VERIFICATION CERTIFICATE

This is to certify that Bond No. B30004291 issued by the member company of
Aegis Security Insurance Company subscribing this certificate, dated 1/10/2018
in the amount of \$15,000.00
on behalf of STEPHEN B TILTON, as principal,
and in favor of South Carolina Residential Builders Commission, as Obligee,
covers an indefinite term which began on 1/10/2018, and ends with the cancellation of
said bond; that said bond is now in full force and effect until cancelled.

1/10/2018

Surety Representative;

By:  (seal)

John T Page, Attorney in Fact
Aegis Security Insurance Company