Ohio | Public Utilities Commission

Original CRS Case Number	Version
00 - 1717-EL-CRS	May 2016

RENEWAL APPLICATION FOR RETAIL GENERATION PROVIDERS AND POWER MARKETERS

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 renewed as: (check all that apply)

☐ Retail Generation Provider
☑ Power Marketer
☑ Power Broker
☐ Aggregator

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

Legal Name **Constellation NewEnergy, Inc.**
Address **1310 Point Street, Baltimore, MD 21231**
PUCO Certificate # and Date Certified **00-003E(9) dated November 30, 2016**
Telephone # **(844) 636-3749** Web site address (if any) **www.constellation.com**

A-3 List name, address, telephone number and we b site address under which Applicant does business in Ohio

Legal Name **Constellation NewEnergy, Inc.**
Address **355 E. Campus View Blvd, Suite #150, Columbus, OH 43235**
Telephone # **(614) 844-4304** Web site address (if any) **www.constellation.com**

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

Constellation NewEnergy, Inc.

A-5 Contact person for regulatory or emergency matters

Name Lael Campbell
Title Vice President, State Government Affairs
Business address 101 Constitution Ave., NW, Washington, DC 20001
Telephone # (202) 637-0350 Fax #
E-mail address lael.campbell@constellation.com

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

Name Kari Cramer
Title Manager, Escalated Customer Service
Business address 1221 Lamar Street, Suite 750, Houston, TX 77010
Telephone # (713) 652-5541 Fax # (888) 383-4942
E-mail address choicecompliance@constellation.c

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

Customer Service address 1221 Lamar Street, Suite 750, Houston, TX 77010
Toll-free Telephone # (877) 997-9995 Fax #
E-mail address questions@constellation.com

A-8 Applicant's federal employer identification number # 95-4714890

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

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

B. 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.

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 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 **<u>Exhibit C-5 "Forecasted Financial Statements,"</u>** 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 **<u>Exhibit C-6 "Credit Rating,"</u>** 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 **<u>Exhibit C-7 "Credit Report,"</u>** 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 **<u>Exhibit C-8 "Bankruptcy Information,"</u>** 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 **<u>Exhibit C-9 "Merger Information,"</u>** provide a statement describing any dissolution or merger or acquisition of the applicant within the two most recent years preceding the application.

C-10 **<u>Exhibit C-10 "Corporate Structure,"</u>** 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.

D. TECHNICAL CAPABILITY

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

D-1 **Exhibit D-1 "Operations"** provide a written description of the operational nature of the applicant's business. Please include whether the applicant's operations include the generation of power for retail sales, the scheduling of retail power for transmission and delivery, the provision of retail ancillary services as well as other services used to arrange for the purchase and delivery of electricity to retail customers.

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

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

D-4 **Exhibit D-4 "FERC Power Marketer License Number,"** provide a statement disclosing the applicant's FERC Power Marketer License number. (Power Marketers only)

[signature]
Signature of Applicant and Title

Sworn and subscribed before me this 18 **day of** October, 2018
Month **Year**

Helena Bernson
Signature of official administering oath

Helena Bernson, Admin Coordinator
Print Name and Title

My commission expires on 8/10/21

HELENA BERNSON
My Commission Expires 08-10-2021
NOTARY PUBLIC
ANNE ARUNDEL COUNTY, MD

AFFIDAVIT

State of Maryland :

Baltimore ss.
(Town)

County of Baltimore City

Bryan Wright, Affiant, being duly sworn/affirmed according to law, deposes and says that:

He/She is the Chief Financial Officer (Office of Affiant) of Constellation NewEnergy, Inc. (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 comply with all state and/or federal rules and regulations concerning consumer protection, the environment, and advertising/promotions.

7. 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.

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 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.

Signature of Affiant & Title

Sworn and subscribed before me this 18 day of October, 2018
Month Year

Helena Bernson
Signature of official administering oath

Helena Bernson, Admin Coordinator
Print Name and Title

My commission expires on 8/10/21

HELENA BERNSON
My Commission Expires 08-10-2021
NOTARY PUBLIC
ANNE ARUNDEL COUNTY, MD

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.

Directors:

Mark Huston
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Baltimore, MD 21231
410-470-2846
Mark.huston@exeloncorp.com

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David Ellsworth
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410-470-3991
David.ellsworth@exeloncorp.com

Officers:

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Carter Culver
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Tamla Olivier
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B-1 **<u>Exhibit B-1 "Jurisdictions of Operation,"</u>** 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.

Constellation NewEnergy, Inc. ("CNE") is a FERC licensed power marketer with the authority to participate in wholesale electric power markets throughout the U.S. Additionally, CNE or one of its affiliates is registered to provide retail electric service in California, Connecticut, Delaware, District of Columbia, Illinois, Maine, Maryland, Massachusetts, Michigan, New Hampshire, New Jersey, New York, Ohio, Oregon, Pennsylvania, Rhode Island, Texas and Virginia.

B-2 **<u>Exhibit B-2 "Experience & Plans,"</u>** 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.

Constellation NewEnergy, Inc., an indirect subsidiary of Exelon Corporation, is a leading competitive supplier of electricity and energy related services to commercial, industrial, public sector, government, institutional, and residential customers throughout North America. Constellation NewEnergy, Inc. operates in all competitive energy markets throughout the United States and Canada, providing products that enable customers to effectively manage and control energy costs. Constellation NewEnergy Inc.'s regional expertise coupled with its North American presence provides customers with customized energy products and services while leveraging the assets of one of the strongest integrated energy companies in North America. Constellation NewEnergy, Inc., based in Baltimore, Maryland, serves more than 2 million residential, commercial, industrial, and government customers.

Since January 1, 2001, Constellation NewEnergy, Inc. has provided reliable electricity delivery, billing and customer support in Ohio. Constellation NewEnergy, Inc. will continue to meet the requirements as defined in Section 4928.10 of the Ohio Revised Code as well as all applicable CRES rules with regard to contracting customers, invoicing and billing statements, and responding to customer inquiries and complaints.

B-3 <u>Exhibit B-3 "Disclosure of Liabilities and Investigations,"</u> provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocations of authority, regulatory investigations, or any other matter that could adversely impact the applicant's financial or operational status or ability to provide the services it is seeking to be certified to provide.

The following two proceedings do not adversely impact Constellation NewEnergy, Inc.'s financial or operational status or ability to provide the services it currently provides or seeks to provide customers.

In August 2010, Constellation NewEnergy, Inc. ("Constellation") discovered and self-reported to the California Independent System Operator ("CAISO") a number of instances where it had inadvertently submitted incomplete Settlement Quality Meter Data ("SQMD") to the CAISO during the period of June 1 – July 17, 2011. On May 8, 2012, CAISO issued a letter of findings and conclusions indicating that Constellation's 2010 inaccurate meter data submissions constituted a violation of Tariff Section 37.5.2 and imposing a penalty of $281,831.84. On June 11, 2012, Exelon (on behalf of Constellation) filed a request for waiver with the Federal Energy Regulatory Commission ("FERC") to allow a reduction of the penalty to $42,000, consistent with the currently-effective tariff section 37.11.1. (After Constellation had allegedly violated the tariff provision, FERC had authorized a revision of the tariff to lower the potential penalties for inaccurate meter data submissions.) CAISO did not oppose the request and credited CNE the full amount of the penalty pending FERC's decision. On October 26, 2012 FERC granted the request and allowed a reduction of the penalty from $281,831.84 to $42,000.

The California Public Utilities Commission ("CPUC") adopted a Settlement Order on March 10, 2011 in which Constellation NewEnergy, Inc. ("CNE") agreed to make a one-time payment of $300,000 regarding failure to have sufficient Resource Adequacy contracts in place for a particular month. This stemmed from confusion during the first month utilizing a new CPUC reporting system for suppliers, in which the spreadsheet calculated the total value of all RA contracts throughout the year, making it appear to CNE that it had fulfilled its compliance obligation, when certain contracts only applied to later months. Upon notification, CNE immediately sought out and entered into additional bi-lateral contracts for the deficient amount, sending a corrected/updated database and notifying the CPUC within the time frame specified in the notice.

B-4 **<u>Exhibit B-4 "Disclosure of Consumer Protection Violations"</u>** disclose whether the applicant, a predecessor of the applicant, or any principal officer of the applicant has been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws 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 **Exhibit B-5 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation"** disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail or wholesale electric 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-1 **<u>Exhibit C-1 "Annual Reports,"</u>** provide the two most recent Annual Reports to Shareholders. If applicant does not have annual reports, the applicant should provide similar information 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.)

Constellation NewEnergy, Inc. does not issue Annual Reports as a stand-alone company. Annual Reports of Constellation NewEnergy, Inc.'s ultimate parent, Exelon Corporation, can be viewed at the following weblink: http://www.exeloncorp.com/investor-relations/reports-and-sec-filings

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 whether the applicant is not required to file with the SEC and why.

Constellation NewEnergy, Inc. does not file 8-Ks or 10-Ks as a stand-alone company. Constellation NewEnergy, Inc.'s ultimate parent, Exelon Corporation, makes those filings with the SEC. Exelon Corporation's most recent SEC Form 10-K is dated February 9, 2018. Exelon Corporation's most recent 8-K filing is dated September 24, 2018. All Exelon Corporation's SEC filings can be found at the following weblink: http://www.exeloncorp.com/investor-relations/reports-and-sec-filings

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 cost 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).

Constellation NewEnergy, Inc. does not maintain individual audited financial statements. The annual reports for Exelon Corporation contain the audited financial statements for all Exelon companies on a consolidated basis. Exelon Corporation's Annual Reports can be viewed at the following weblink: http://www.exeloncorp.com/investor-relations/reports-and-sec-filings

C-4 **<u>Exhibit C-4 "Financial Arrangements,"</u>** 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.,).

Constellation NewEnergy, Inc. ("CNE")'s operations in Ohio are to be internally funded. Our parent company, Exelon Generation Company will provide financial guarantees, letters of credit and/or cash as necessary to support these operations with respect to specific business activities. CNE provides a letter signed by the Chief Financial Officer of Exelon Generation Company guaranteeing the obligations of CNE. **(Attachment B).**

Constellation.
An Exelon Company

October 18, 2018

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

Dear Sir or Madam:

Reference is made to the requirement under Exhibit C-6 Credit Rating for the PUCO Renewal Certification Application for Retail Generation Providers and Power Marketers. Pursuant to Exhibit C-6, I am submitting this verification of ownership and financial wherewithal.

Constellation NewEnergy, Inc. ("CNE") is a wholly owned indirect subsidiary of Exelon Generation Company, LLC ("Exelon"), a Pennsylvania company in good standing. Exelon's current senior unsecured debt rating is Baa2 (Moody's) and BBB (S&P).

Exelon will continue to maintain all appropriate credit facilities as necessary to support CNE's business in Ohio.

Sincerely,

Bryan P. Wright

Bryan Wright
Chief Financial Officer
Exelon Generation Company, LLC

C-5 **<u>Exhibit C-5 "Forecasted Financial Statements,"</u>** 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.

This Exhibit contains confidential and propriety information. This information has been submitted under seal and request for confidential treatment.

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 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.

Constellation NewEnergy, Inc. does not have a credit rating. Credit ratings for Exelon Generation Company, LLC from Moody's and S&P are attached. **(Attachment A).** CNE provides a letter signed by the Chief Financial Officer of Exelon Generation Company guaranteeing the obligations of CES. (**Attachment B**).

S&P Global
Ratings

RatingsDirect®

Summary:
Exelon Generation Co. LLC

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Summary:

Exelon Generation Co. LLC

Business Risk: SATISFACTORY

Vulnerable — Excellent

Financial Risk: INTERMEDIATE

Highly leveraged — Minimal

Anchor	Modifiers	Group/Gov't
bbb	bbb	bbb

Issuer Credit Rating
BBB/Positive/A-2

Rationale

Business Risk	Financial Risk
• Base-load generation at Exelon Generation Co. LLC (ExGen) is subject to considerable energy margin variability, reflecting low natural gas prices, the growing availability of renewable power, demand, and changes in weather. • Because of its higher fixed-cost structure and its nuclear plants, margins in the past three years have been narrower than those of its peers. • Regulators are now more sympathetic to the distressed nature of nuclear power production and have approved zero emission credit (ZEC) revenues in New Jersey, New York, and Illinois. • ExGen's ability to influence market design has become, in our view, a successful part of its business strategy.	• The company has a proactive hedging strategy, and cash flow from wholesale generation is significantly hedged over the next two years. • We estimate that about 92% of expected output will be hedged in 2018, falling to around 65% of output in 2019. • Free operating cash flow (FOCF) is sufficient to help cut about $2 billion in debt by 2020 along with another $1 billion in debt at parent Exelon Corp. • We expect that adjusted FOCF to debt will remain positive in the next few years despite lower gas prices.

Outlook

The positive outlook on our ExGen issuer ratings mirror those on parent Exelon because of ExGen's core status to Exelon. That status implies that the ratings on ExGen are supported by and linked to Exelon. While the issuer rating on ExGen is predicated on Exelon maintaining adjusted funds from operations (FFO) to debt at more than 19%, in order for ExGen to maintain a 'bbb' stand-alone credit profile (SACP), we expect it to maintain adjusted FFO to debt of at least 35%. ExGen's FFO to debt was about 32% in 2017, but we that expect ZEC revenues and lower leverage will improve the figure to about 37% in 2018.

Downside scenario

We would affirm the ratings on ExGen and revise the outlook to stable if Exelon's adjusted consolidated FFO to debt fell to less than 19%. We could also take a negative rating action if Exelon's management of regulatory risk weakens or if its regulated utilities and ZECs do not consistently account for about 75% of its consolidated EBITDA. Moreover, gross margins could come under pressure if power prices continue to decline because of weak natural gas prices or lower market heat rates.

We would lower the SACP of ExGen if its adjusted FFO to debt were consistently below 33%. We believe ExGen's SACP could come under pressure from depressed capacity prices, as higher than expected natural gas production encourages incremental gas-fired generation entry. We also see the prospects of a lower SACP if widening reserve margins cause implied forward market heat rates to decline or if energy margins decline as more renewable power sources come online. Given that power prices are still under pressure and forward EBITDA is backdated, these remain possibilities if ExGen does not reduce its debt. However, we expect ExGen to shed about $2 billion of net debt through 2019. A change in ExGen's SACP, however, will still not result in an immediate change in its issuer ratings if Exelon's growing utility segment can sustain the group's credit profile.

Upside scenario

An upgrade could occur over the next four quarters if Exelon's lower-risk regulated utilities and ZECs consistently account for about 75% of its consolidated EBITDA, resulting in consolidated parent adjusted FFO to debt levels of more than 19% on a sustained basis. We would expect to raise the SACP of ExGen if its adjusted FFO to debt is consistently 38% or more. Such a scenario could stem from an improved economy, higher electricity prices, and/or a robust increase in the rate base of Exelon's regulated utility subsidiaries. Energy price reforms that strengthened the PJM capacity market could also contribute to better credit quality.

Our Base-Case Scenario

Assumptions	Key Metrics

Assumptions

- Henry Hub gas prices are $3.00 per million Btu (mmBtu) through 2020; PJM Interconnection West hub power prices are between $30 and $34 per megawatt hour (MWh) through 2020; Northern Illinois hub hovers around $27/MWh through 2020.
- Nuclear capacity factors are consistently at about 93%-94% through 2020, similar to historical years.
- Three Mile Island Nuclear and Oyster Creek facilities close as expected in 2019.
- Only current hedges are assumed.
- Total ExGen generation of about 200 terawatt hours (TWh) through 2019, falling to about 190 TWh in 2020.
- We have assumed ZEC revenues in Illinois and New York, but not in New Jersey.

Key Metrics

	2018E	2019E
FFO/debt (%)	37-40	41-43
Debt/EBITDA (x)	2-3	2-3
FOCF to Debt (%)	14-16	22-24

*E—Estimate. FFO—Funds from operations. FOCF—Free operating cash flow.

Company Description

Exelon Generation Co. LLC is one of the largest merchant power generators in the U.S. and among the largest power service providers in the county, with more than 40 gigawatts (GW) of owned generation capacity, and over 155 TWh of retail load. As such, the company enjoys significant regional diversity, participating in the Pennsylvania-Jersey-Maryland (PJM) Interconnection in the Mid-Atlantic, New England, and Texas markets, as well as the Midwest.

Business Risk: Satisfactory

ExGen's unregulated operations constitute about 40% of the consolidated enterprise in terms of cash flow and capital spending. We expect that to decline to 30% by 2021 due to an increase in regulated growth and weaker cash flows from unregulated businesses. Over the past 24 months, ExGen's SACP has been influenced by depressed energy and capacity markets, and the absence of pricing signals that adequately compensate base-load generation. Compared with its peers, ExGen's cash flow is more sensitive to commodity prices because about 70% of its generation, including purchased power, is nuclear. Unlike gas-fired assets, which have a lower cost structure, nuclear plants face narrowing margins because of lower market heat rates and weak energy prices. Specifically, ExGen's business risk profile is influenced by the following factors.

- The proliferation of renewable energy assets, which dispatch to the grid during low demand period, forces base-load generation to back down and often generates negative price signals. The proliferation of renewable energy displaces base-load generation during low demand periods and often causes negative power prices. Renewables energy can also erode scarcity pricing periods, which are essential for base-load assets like nuclear to earn a reasonable return.

- Low gas prices affect marginal costs of production, hurting price-taking base-load generation the most. Declining fuel prices also affect capacity prices negatively if energy margin offsets are high.
- Energy efficiency and behind-the-meter distributed generation slows or reduces demand growth, widening reserve margins and negatively influencing market heat rates, which affect power prices.

We consider ExGen's ability to influence market design as an inherent part of its business strategy and an area in which the company has been successful. As a consequence of commodity price decline and renewable penetration, an increasing number of ExGen's nuclear plants have reported negative cash flow as a consequence of low commodity prices and the more available renewable energy. Even as cash flows weakened, however, the company has successfully argued for statutory relief for its beleaguered units, citing environmental, fuel diversity, and reliability concerns. Regulators are also now more sensitive to the nuclear industry's distress and have approved ZEC revenues for ExGen's nuclear plants in Illinois, New York and most recently in New Jersey (Clinton, Quad Cities, Fitzpatrick, Ginna, Nine-Mile Point and Salem). By our estimates, the Illinois and New York ZEC's will boost ExGen's revenues by about $550 million in 2018.

Legal action to challenge these ZEC revenues, however, could still be successful. This remains a key variable that could hurt credit quality. However, favorable district court rulings in New York and Illinois appear to us to increase likelihood of an eventual approval. Moreover, we expect the focus on nuclear support to quiet down for now after the latest success in New Jersey. We do not think any developments are likely in Pennsylvania until next year where ExGen owns 4.5 GW of production.

ExGen generates a significant portion of earnings from its retail operations. Through retail and wholesale channels, ExGen provided nearly 210 TWh of load in 2017, or nearly 5% of total U.S. power demand. We expect a similar level in 2018, although this could be lower after 2019 when some nuclear plants close down. In an environment where wholesale generation is under constant onslaught, it's imperative for merchant companies to find a home for their self-generation. ExGen has increasingly done so using its retail power business. Even as residential retail contracts are typically only 18 to 24 months long, while commercial customers usually sign on two-and-one-half years, retail business has have become vital to the stability and predictability of cash flows, recontracting risks notwithstanding. Exelon has expanded its retail business and improved its load-to-generation mix to the point where the total retail and wholesale load served has grown by about 8% in the past three years.

In most locations, ExGen has adequate intermediate and peaking capacity for managing load-shaping risks. However, we believe the company will still need to buy and sell generation in the market to manage its portfolio needs, which exposes it to considerable commodity risk. Moreover, ExGen has a significant open position in the Midwest to merchant markets, though a somewhat tighter position in the Mid-Atlantic and New England, where it risks finding itself short when loads and power prices are high.

We estimate current hedged levels of expected generation at about 93%, 65%, and 35%, for 2018, 2019, and 2020, respectively. These hedges mitigate near-term exposure to commodity markets and demonstrate the significant value of ExGen's hedging program. The 2018 mark-to-market values of hedges is about $1.6 billion. Even though these hedges insulate ExGen, they also show the sensitivity of ExGen's margins to the prospect of continued shale gas production. The merchant generation margins at ExGen could decrease as higher-priced hedges expire, which is evident in the drop in wholesale hedged gross margins. Still, retail provides potential for further growth. We believe retail contributions can mitigate the wholesale decline, given the potential for cost savings, growth in retail volumes, and acquisitions.

Financial Risk: Intermediate

Given that base-load generation is price-taking by nature, we expect ExGen's adjusted FFO to debt to remain volatile relative to its peers. For instance, we estimate gross margins in 2019 will be lower by about $350 million for every $5 per megawatt hour (round-the-clock) decline in power prices, and nearly $400 million lower for every $1 per million Btu decline in 2019 natural gas prices. However, the full impact of this is muted by Exelon's ratable hedging strategy.

Because of the decline in commodity prices, we expect ExGen's stand-alone adjusted FFO to debt ratio to hover near 40% in 2018, which we view as high for its 'bbb' SACP. Even as the company's cash flows are more volatile than those of its peers because of the larger proportion of base-load generation and significant fixed costs, natural gas prices must consistently stay below the current assumed level of $3.00 per million Btu before ExGen's adjusted FFO to debt falls below 20%. While these stress ratio levels are low, they exhibit the low variable cost and highly depreciated nature of its nuclear plants.

We expect 2019 financial ratios to improve, however, because ExGen will see the full benefit of ZEC revenues, a cash flow benefit from the closure of the Three-Mile Island reactor, and the use of renewable joint venture (JV) proceeds for debt reduction.

We view ExGen's primary credit driver in coming years as its ability to maintain cash flows in 2020 and beyond. Given advancing renewable proliferation and distributed generation/energy efficiency gains, we are concerned that power prices in the outer forward curve could cause a significant decline in ExGen's earnings. As a result, we expect the company's long-term plan to incorporate significant deleveraging through the next three years. The company has indicated to us that it is targeting an adjusted debt to EBITDA of less than 3.0x and adjusted FFO to debt of more than 35%. By our estimates, achieving these targets would mean reducing debt by about $2.0 billion through 2020. We think cash flow over the next three years (assuming ZEC revenues are approved) would allow this level of debt reduction. We expect FFO to debt levels to improve in 2018 and 2019 as the company reduces capital spending and moves decisively to deleverage. We expect the company to have minimal growth-oriented capital spending.

Despite lower gas prices, we expect FOCF to debt to remain positive in the next few years, and that ExGen will cut $2 billion of debt by 2020, and another $1 billion at the parent.

Liquidity:Adequate

Because we view ExGen as a core subsidiary, its liquidity profile is governed by that of its parent, and our short-term rating on Exelon is 'A-2'. We assess its liquidity as adequate.

We expect Exelon to cover its liquidity needs for the next 12 months even if EBITDA declines by 10%, and that liquidity sources will exceed uses by more than 1.1x. Under our stress scenario, We don't anticipate that Exelon would require access to the capital markets to meet its liquidity needs under our distress scenario. The company benefits from stable cash flow, the ability to absorb high impact but low probability events with limited need for refinancing, sound bank relationships, solid standing in credit markets, and generally prudent risk management.

As of June 30, 2018, parent Exelon Corp had a consolidated credit facility of $9.45 billion (comprising BGE - $600 million, ComEd - $1 billion, PECO - $600 million, ExGen - $5.845 billion, PEPCO - $300 million, DPL - $300 million, ACE - $300 million and Exelon Corp - $600 million). At end of the second quarter of 2018, Exelon had about $1.25 billion of commercial paper outstanding.

While ExGen's liquidity assessment is linked to Exelon's, on a standalone basis ExGen's liquidity is strong and we assess the short-term rating at 'A-2'. Ironically, declining power prices help liquidity because cash is being posted to ExGen as it settles its forward hedges.

Over the next 12 months, we expect liquidity sources at ExGen to exceed by about 2.5x, and that sources would exceed uses even if EBITDA declines by 30%. While there are no significant debt maturities before 2020, ExGen has sufficient revolver availability under its $5.3 billion revolver (excluding a $525 million bilateral facility) to meet debt repayment obligations.

Principal Liquidity Sources

- FFO of approximately $4 billion;
- Revolver and bilaterals availability of approximately $4.4 billion; and
- Estimated cash balances of about $600 million.

Principal Liquidity Uses

- Long-term debt repayment of about $400 million;
- Capital expenditures of about $2 billion, and
- Working capital charges of about approximately $100 million; and
- Dividend to parent of $950 million.

Ratings Score Snapshot

Issuer Credit Rating

BBB/Positive/A-2

Business risk: Satisfactory

- **Country risk:** Very low
- **Industry risk:** Moderately high
- **Competitive position:** Satisfactory

Financial risk: Intermediate

- **Cash flow/Leverage:** Intermediate

Anchor: bbb

Modifiers

- **Diversification/Portfolio effect:** Neutral
- **Capital structure:** Neutral
- **Financial policy:** Neutral
- **Liquidity:** Adequate
- **Management and governance:** Strong
- **Comparable rating analysis:** Neutral

Stand-alone credit profile : bbb

- **Group credit profile:** bbb
- **Entity status within group:** Core

Related Criteria

- Criteria - Corporates - General: Reflecting Subordination Risk In Corporate Issue Ratings, March 28, 2018
- General Criteria: Methodology For Linking Long-Term And Short-Term Ratings, April 7, 2017
- Criteria - Corporates - General: Methodology And Assumptions: Liquidity Descriptors For Global Corporate Issuers, Dec. 16, 2014
- Criteria - Corporates - Industrials: Key Credit Factors For The Unregulated Power And Gas Industry, March 28, 2014
- Criteria - Corporates - General: Corporate Methodology: Ratios And Adjustments, Nov. 19, 2013
- Criteria - Corporates - General: Corporate Methodology, Nov. 19, 2013
- Criteria - Corporates - Utilities: Key Credit Factors For The Regulated Utilities Industry, Nov. 19, 2013
- General Criteria: Methodology: Industry Risk, Nov. 19, 2013
- General Criteria: Group Rating Methodology, Nov. 19, 2013
- General Criteria: Country Risk Assessment Methodology And Assumptions, Nov. 19, 2013
- Criteria - Corporates - Utilities: Collateral Coverage And Issue Notching Rules For '1+' And '1' Recovery Ratings On Senior Bonds Secured By Utility Real Property, Feb. 14, 2013
- General Criteria: Methodology: Management And Governance Credit Factors For Corporate Entities And Insurers, Nov. 13, 2012
- General Criteria: Use Of CreditWatch And Outlooks, Sept. 14, 2009
- Criteria - Insurance - General: Hybrid Capital Handbook: September 2008 Edition, Sept. 15, 2008

Business And Financial Risk Matrix

	Financial Risk Profile					
Business Risk Profile	Minimal	Modest	**Intermediate**	Significant	Aggressive	Highly leveraged
Excellent	aaa/aa+	aa	a+/a	a-	bbb	bbb-/bb+
Strong	aa/aa-	a+/a	a-/bbb+	bbb	bb+	bb
Satisfactory	a/a-	bbb+	**bbb/bbb-**	bbb-/bb+	bb	b+
Fair	bbb/bbb-	bbb-	bb+	bb	bb-	b
Weak	bb+	bb+	bb	bb-	b+	b/b-
Vulnerable	bb-	bb-	bb-/b+	b+	b	b-

MOODY'S
INVESTORS SERVICE

CREDIT OPINION
19 June 2018

Update

Rate this Research

RATINGS

Exelon Generation Company, LLC

Domicile	Chicago, ILLINOIS, United States
Long Term Rating	Baa2
Type	LT Issuer Rating
Outlook	Stable

Please see the ratings section at the end of this report for more information. The ratings and outlook shown reflect information as of the publication date.

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Exelon Generation Company, LLC

Update to credit analysis

Summary

Exelon Generation Company, LLC's (ExGen, Baa2 stable) credit profile reflects that of a large independent power producer with moderate financial leverage. The company's principal asset base is a large fleet of nuclear power plants (15 of them) that are heavily exposed to wholesale market power prices.

The wholesale power market has been difficult for coal and nuclear plants in the past few years in the US because of the competition from gas-fired power plants. Shale development has made gas cheap and abundant, allowing gas plants to produce power at a much lower cost than in the past. ExGen's larger multi-unit nuclear plants have nevertheless remained competitive because they have a low operating cost. The company has five smaller single-unit nuclear plants that are not competitive but three of them will remain profitable because they will receive zero emission subsidies. Two of the smaller plants that do not receive subsidies are scheduled to close in 2018 and 2019.

ExGen's ratio of cash flow to debt was weak for its credit profile in 2016 and 2017 but we see improvement in 2018 and 2019 due to a combination of cost reductions, an increase in nuclear generation subsidies and lower tax payments. Potential market reform currently being proposed by the grid operator, PJM Interconnection, LLC (PJM, Aa2, stable), could provide further upside to cash flows.

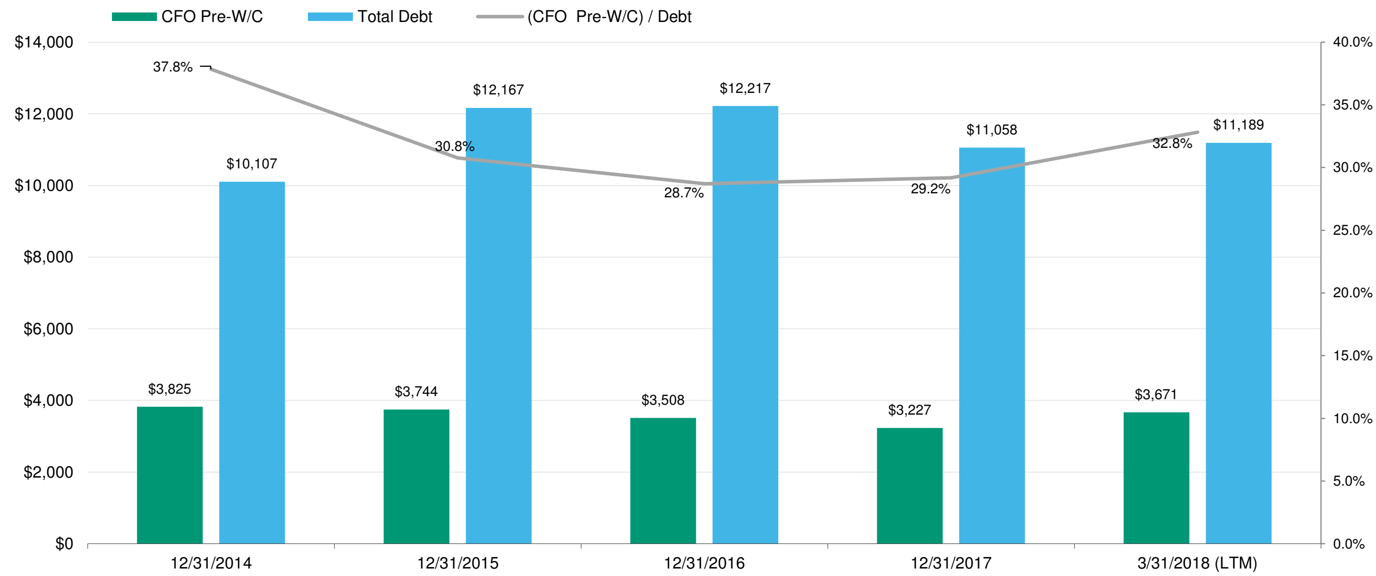
ExGen's parent, Exelon Corporation (Exelon, Baa2 stable), views ExGen as an integral part of its business and has repeatedly declared its commitment to support and maintain ExGen's investment grade rating. However, ExGen's ratings reflect its stand-alone credit profile with no uplift related to parent support. In addition, Exelon will continue to rely on ExGen for upstream dividend payments over the next few years to meet its holding company interest expense and shareholder dividend requirements.

THIS REPORT WAS REPUBLISHED ON 20 JUNE 2018 WITH UPDATES TO EXHIBIT 6 TO REFLECT NUCLEAR PLANT CAPACITY

Exhibit 1

Historical CFO Pre-W/C, Total Debt and CFO Pre-W/C to Debt

($MM)



Source: Moody's Financial Metrics[TM]

Credit strengths

» Most of its capacity is cost competitive and is in favorable locations

» Improving cash flow outlook with cost cuts, nuclear subsidy and lower tax payments

» Strong complementary retail operation

Credit challenges

» Low energy prices due to competition from natural gas generation

» Cash flow to debt metrics were low in 2016 and 2017

» Nuclear generation concentration risk

Rating outlook

ExGen's rating outlook is stable. Despite the challenging market environment, we project ExGen's cash flow to debt metrics to improve enough for us to maintain the rating thanks to cost controls, state subsidies, and tax reform.

Factors that could lead to an upgrade

ExGen's ratings could improve if leverage is substantially reduced, to the point where CFO Pre-WC to debt increases to above the 40% range for a sustained period, or the low 30% range when accounting for nuclear fuel as a cash expense.

Factors that could lead to a downgrade

Failure to maintain CFO Pre-WC to debt in the low 30% range, or low 20% range on a nuclear fuel adjusted basis, could result in downward pressure on the rating.

Given its concentration in nuclear generation, implementation of industrywide safety or operational mandates could negatively affect ExGen's ratings.

Key indicators

Exhibit 2

Exelon Generation Company, LLC Indicators [1]

	12/31/2014	12/31/2015	12/31/2016	12/31/2017	3/31/2018(LTM)
(CFO Pre-W/C + Interest) / Interest	9.1x	8.2x	7.1x	6.5x	7.3x
(CFO Pre-W/C) / Debt	37.8%	30.8%	28.7%	29.2%	32.8%
RCF / Debt	22.9%	15.3%	24.5%	24.3%	26.1%

[1] All ratios are based on 'Adjusted' financial data and incorporate Moody's Global Standard Adjustments for Non-Financial Corporations.

Source: Moody's Financial Metrics™

Business Profile

ExGen is one of the largest independent power producers in the US with approximately 35 Gigwatts (GW) of generating capacity. ExGen also owns one of the largest national retail energy supply businesses, serving over 2.0 million customers with about 210 terawatt-hours (TWh) of electric load.

Nuclear assets

The company's asset base is dominated by nuclear power plants. ExGen owns 20.3 GW of nuclear capacity directly and benefits from the cash flows of another 2 GW. The 2 GW indirect ownership is associated with its Constellation Energy Nuclear Group subsidiary (CENG.) CENG owns three nuclear power plants: 576 MW Ginna, 1,776 MW Calvert Cliffs and 1,675 MW of Nine Mile Point (88% ownership interest). Even though Electricite de France (EDF, A3 stable) technically owns 49.99% of CENG, ExGen consolidates from 100% of the cash flows produced by CENG. As a result, we analyze ExGen as if it owns 100% of CENG.

About 80% of ExGen's nuclear capacity is located in the PJM market, while New York and MISO contribute 15% and 5%, respectively. ExGen has two nuclear plants that are scheduled for retirement in PJM – the 625 MW Oyster Creek in the EMAAC zone will retire at in October 2018 and the 837 MW Three Mile Island is scheduled to retire on September 30, 2019.

Exhibit 3

ExGen's Nuclear Capacity by ISO

	PJM	NYISO	MISO	All ISOs
Existing capacity	18,161	3,094	1,069	22,324
To be retired	1,462	-	-	1,462
Net of retirement	16,699	3,094	1,069	20,862
% of total	80%	15%	5%	100%

Source: Company Filings

Fossil Assets

The company has ownership in about 9.5 GW of gas and oil capacity. This amount includes the 1,265 MW Handley plant that was under ExGen Texas Power, LLC's (EGTP, rating withdrawn) ownership but excludes the rest of EGTP plants. EGTP is an ExGen subsidiary currently in bankruptcy and it has been deconsolidated from ExGen's financials. EGTP's assets were liquidated, however, ExGen has reacquired the Handley plant from EGTP for $62 million. The Chapter 11 bankruptcy proceedings were finalized on April 17, 2018, resulting in the ownership of EGTP assets (other than the Handley Generating Station) being transferred to EGTP's lenders.

Exhibit 4
ExGen Gas and Oil Capacity (includes Handley but excludes other ETGP assets)

Market	CCGT	CCGT comment	Non CCGT fossil	Non CCGT comment	Total fossil
ERCOT	2,152	Wolf Hollow II and Colorado Bend II	1,265	Handley retained from EGTP	3,417
ISO-NE	1,417	Mystic 8&9	774	includes 575 MW Mystic 7	2,191
Alabama	753	Hillabee	-		753
Alberta, CAN	-		105	Grande Prairie CT	105
Total Non PJM	4,322		2,144		6,466
PJM - ComEd	-		296	Chicago Energy CT	296
PJM - EMAAC	-		1,604		1,604
PJM - SWMAAC	-		834		834
PJM - MAAC	-		268		268
Total PJM	-		3,002		3,002
Total	**4,322**		**5,146**		**9,468**

Source: Company Filings

Renewable Assets

ExGen has ownership in about 1.5 GW of wind and solar projects and they are primarily held under its ExGen Renewables IV, LLC subsidiary. ExGen Renewables IV has a senior secured bank loan rating of Ba2 with a stable outlook.

ExGen owns 572 MW of the Conowingo run-of-river hydro facility in Maryland and the 1,070 MW Muddy Run pumped storage hydro facility in Pennsylvania. These two hydro facilities do not fall under ExGen Renewables IV.

Capital Structure

At the end of the first quarter of 2018, ExGen has a total of $11.2 billion of consolidated debt, adjusted according to Moody's methodology. Moody's adjustment includes a $1.4 billion underfunded pension liability and $604 million of operating lease and PPA adjustments.

ExGen considers about $6.8 billion of its debt to be recourse debt and $2.2 billion to be non-recourse debt. Almost all the non-recourse debt is related to its renewable portfolio and held under its ExGen Renew IV subsidiary.

ExGen Renew IV itself has about $850 million of debt (in the form of a Term Loan B). ExGen Renew IV receives direct cash flows from Antelope Valley Solar Ranch (AVSR), SolGen (a portfolio of distributed generation solar projects), Albany Green Project (biomass in Georgia) and 51% of cash flows from ExGen Renewables Partners, LLC. ExGen Renewables Partners is an intermediary holding company that owns Continental Wind, Renewable Power Generation (RPG) and some independent projects.

Antelope Valley Solar Ranch (AVSR) has about $530 million of project debt, Continental Wind, $512 million, Renewable Power Generation (RPG), $127 million and Sol Gen, $147 million.

In its first quarter 2018 earnings presentation, Exelon forecast that its 2018 year-end recourse debt balance will be $6.75 billion and non-recourse debt will be $2 billion. It also expects a recourse EBITDA of $2.85 billion and a non-recourse EBITDA of $275 million.

Detailed credit considerations

Nuclear Generation Assets in a Challenging Low Gas Price Environment

ExGen is the dominant nuclear operator in the competitive generation sector in the US, accounting for about 50% of the market share in merchant nuclear generating capacity. The company owns 15 nuclear power plants with a total of 22.3 GW of generating capacity, giving them a significant amount of scale and diversity. ExGen also has a reputation as a competent nuclear operator with a proven track record of operating nuclear power plants safely and efficiently.

Despite its operational excellence, ExGen's nuclear fleet is under pressure due to competition from new high-efficiency gas units. These gas units are also known as CCGTs because they use combined cycle gas turbine technology to achieve high fuel efficiency for power generation. In the current gas price environment, CCGTs have a very favorable fuel cost profile because of the level of gas prices, which are very low by historical standards, and their high fuel efficiency, which is about 30% better than a typical coal or nuclear plant that uses steam turbine technology.

On a relative basis, ExGen's larger, multi-unit, nuclear plants have a similar cash cost of production compared to CCGTs. However, the large nuclear plants are considered somewhat less competitive because they have to run base load while the gas units can avoid running during off-peak hours when spot prices fall below their variable cost.

Nuclear Fleet in Favorable Location

Most of ExGen's nuclear fleet (80%) is located in the PJM market. PJM is considered a favorable market for generators from a credit perspective because PJM, along with ISO-NE, are designed with a three-year forward capacity market, which provides significant cash flow stability and visibility for generators.

Furthermore, most of ExGen's nuclear facilities are located within premium capacity zones of PJM, such as ComEd and EMAAC, where capacity prices have cleared above the system wide price. In the most recent auction, which is for 2021/2022 delivery, capacity prices in ComEd and EMAAC cleared at $196/MW-day and $166/MW-day, respectively, while the system wide price was significantly lower, at $140/MW-day. Despite the favorable pricing, a good portion of ExGen's nuclear capacity (> 5 GW) failed to clear in the last auction (see table below).

Exhibit 5

A significant portion of ExGen's capacity did not clear 2021/2021 PJM auction

	Nuclear			Non Nuclear		
Market	**Cleared MW**	**Installed MW ***	**Cleared/ installed MW**	**Cleared**	**Installed MW**	**% Cleared**
PJM - ComEd	5,175	10,296	50%	-	296	0%
PJM - EMAAC	3,925	4,627	85%	2,100	3,246	65%
PJM - SWMAAC	850	888	96%	850	834	102%
PJM - MAAC				225	268	84%
Total PJM	***9,950***	***15,811***	***63%***	***3,175***	***4,644***	***68%***

* Net of planned retirement and assumes 50% CENG ownership.
Source: PJM, Company Filings

ZEC Payments Important For Single Unit Nuclear Facilities

ExGen has five smaller, single-unit nuclear plants that are economic challenged. They include the 625 MW Oyster Creek, 837 MW Three Mile Island, 1,069 MW Clinton, 842 MW FitzPatrick, and 576 MW Ginna. The 1,870 MW Quad Cities, which ExGen has 75% ownership interest, is also under economic distress even though it is considered to be a large nuclear plant.

Oyster Creek and Three Mile Island are scheduled to retire in 2018 and 2019. Clinton, Quad Cities, Fitzpatrick and Ginna will continue to operate and remain profitable because of financial support from zero emission credits (ZECs). Zero emission credits are a form of subsidy for nuclear power plants to compensate them for their zero emission attributes in the context of climate change concerns.

New York and Illinois have agreed to provide a total combined annual subsidy of roughly $525 million. We estimate that ExGen's cash flow to debt ratio is about 200 basis points higher compared to the early retirement case, due to the ZECs from New York and Illinois. New York and Illinois' ZEC programs are under legal challenges from fossil generators. We view the risk of a successful legal challenge to be low because both New York and Illinois District Courts have dismissed the cases. The plaintiffs have appealed the cases to the 2nd and 7th Circuit Courts, respectively.

New Jersey also passed a zero emission subsidy program in May 2018. New Jersey ZECs should provide meaningful cash flows for ExGen's 42.59% ownership interest in the 2,364 MW Salem nuclear plant.

Exhibit 6

List of ExGen's Nuclear Power Plants

Power Plant	State	No. of units	Plant Capacity (MW)	Owned capacity (MW)	Owned capacity with 100% CENG (MW)	Location	Comment
Illinois							
Braidwood	IL	2	2,381	2,381	2,381	PJM - ComEd	
LaSalle	IL	2	2,320	2,320	2,320	PJM - ComEd	
Byron	IL	2	2,347	2,347	2,347	PJM - ComEd	
Dresden	IL	2	1,845	1,845	1,845	PJM - ComEd	
Quad Cities	IL	2	1,871	1,403	1,403	PJM - ComEd	Receving IL ZES
Clinton	IL	1	1,069	1,069	1,069	MISO - Zone 4	Receving IL ZES
Total Illinois			**11,833**	**11,365**	**11,365**		
Pennsylvania							
Peach Bottom	PA	2	2,606	1,303	1,303	PJM - EMAAC - PECO	
Limerick	PA	2	2,317	2,317	2,317	PJM - EMAAC - PECO	
Three Mile Island	PA	1	837	837	837	PJM - MAAC - MetEd	Scheduled to close in 2019
Total Pennsylvania			**5,760**	**4,457**	**4,457**		
New York							
Nine Mile Point [1]	NY	2	3,812	838	1,676	NYISO	Receving NY ZECs
R.E. Ginna [1]	NY	1	1,152	288	576	NYISO	Receving NY ZECs
FitzPatrick	NY	1	842	842	842	NYISO	Receving NY ZECs
Total New York			**5,805**	**1,968**	**3,094**		
New Jersey							
Salem	NJ	2	2,364	1,007	1,007	PJM - EMAAC - PSEG	NJ ZECs safety net
Oyster Creek	NJ	1	2,386	625	625	PJM - EMAAC - JCPL	Scheduled to close in 2019
Total New Jersey			**4,750**	**1,632**	**1,632**		
Maryland							
Calvert Cliffs [1]	MD	2	1,776	888	1,776	PJM - SWMAAC	
Total Maryland			**1,776**	**888**	**1,776**		
Total				***20,310***	***22,324***		

[1] Under CENG ownership

Source: Exelon Q4 2017 10-K

PJM's Market Reform is a Credit Positive

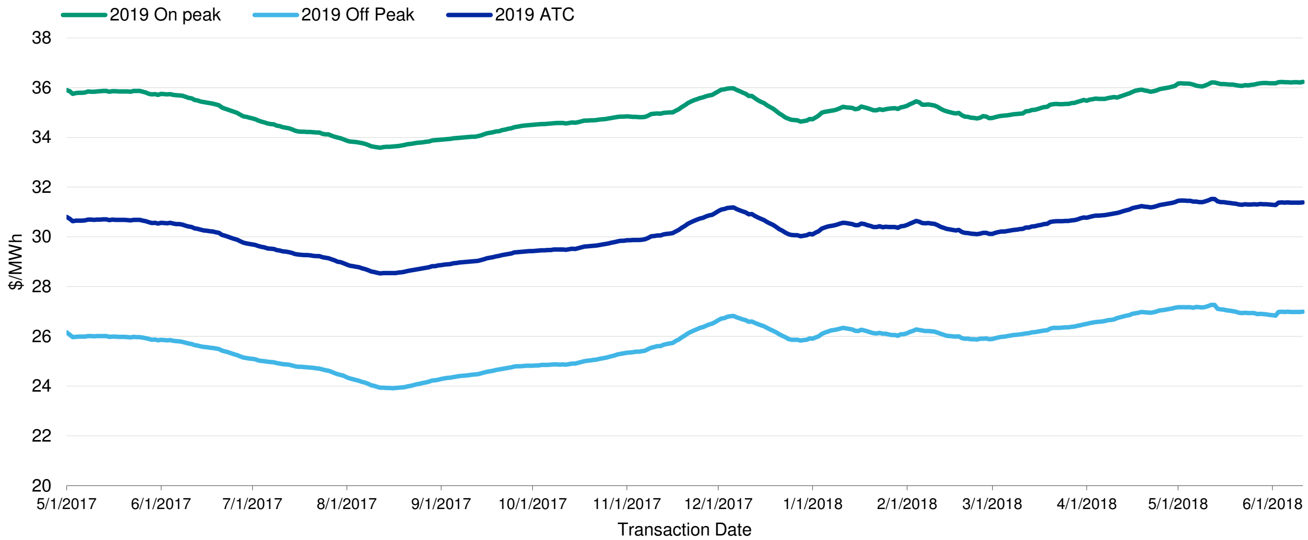
PJM has proposed new bidding rules for inflexible generation in the energy market. The new rule for the bidding rule of inflexible generation units, which likely would take effect in 2019, could raise spot market prices and bolster generators' cash flows. The size of the gain has the potential to be fairly significant: according to PJM's simulation, spot energy prices may increase by $3.50 per megawatt-hour, which would translate into an additional $500 million pretax cash flow for ExGen, assuming no hedging.

The rule change involves a market microstructure for how inflexible generating units are bid into the spot market for power trading. A generation unit is deemed inflexible if it has to run at a certain minimum load because of technical or economic reasons. Based on existing rules, these inflexible units are prohibited from setting prices when quantities are below their minimum utilization rates because they risk driving up market prices owing to the cost of their inflexibility. However, under the new rule, inflexible units are recognized as part of market dynamics and are free to set the market price even if they drive up prices.

Although this reform has the potential to benefit generators greatly, we are circumspect on the actual upside, especially for the period beyond 2021. The power market is extremely complex and subject to many volatile commodity and operational factors. The upside that PJM modeled is based on a theoretical scenario. Additionally, current forward prices have not improved significantly in the past year. This leads us to conclude that the forward market has not priced in a $3.50 per megawatt-hour price uplift as PJM has suggested.

PJM has also proposed the capacity market reform to limit the effects of subsidized generation, such as the nuclear plants that are currently receiving ZECs. PJM has presented two options to FERC – MOPR-Ex and Capacity Repricing. Both of these options will bolster capacity prices but under the MOPR-Ex proposal, subsidized plants are unlikely to receive any capacity payments. ExGen currently has one plant – Quad Cities – that is receiving ZECs and cleared the latest PJM capacity market auction.

Exhibit 7
2019 Delivery Prices for PJM West
20-Day Rolling Average



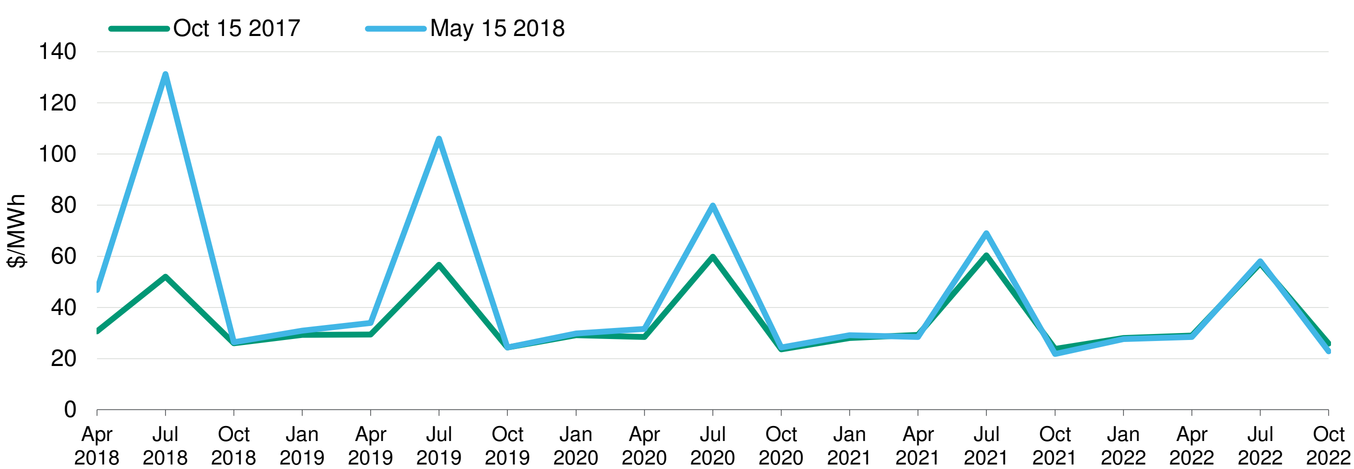
Source: SPGMI

ERCOT Market Tightens in 2018

After years of oversupply and rock-bottom prices, the ERCOT market has suddenly found itself in a tight supply-demand position. This is in large part due to Vistra's decision to retire 4.2 GW of its uneconomic coal-based generating capacity in early 2018. However, the sustainability of the currently high prices is uncertain because of the potential for new entrants, especially starting in 2020, which could drive down prices again.

The ERCOT forward market is in strong backwardation (i.e., there is a declining forward curve.) The figure below compares the forward prices as of October 15, 2017 and May 15, 2018. Forward on-peak prices for the third quarter of 2018 and 2019 shot up to $131/MWh and $106/MWh by May 15, 2018, from $52/MWh and $56/MWh on October 15, 2017. The price improvement, however, tails off quickly in 2020 and 2021. By 2022, the improvement has completely gone away. The steep backwardation of the forward curve suggests that the market believes that eager developers will again build more new capacity than the market needs in a couple of years.

Exhibit 8
ERCOT on-peak forward prices



Source: SPGMI

In the ERCOT market, ExGen owns the 1,265 MW Handley steam gas plant and two recently built plants – 1,088 MW Colorado Bend Energy Center II in the Houston zone and 1,064 MW Wolf Hollow II in the North zone of the ERCOT market. These two recently built plants are some of the most advanced gas plants available on the market, with both high fuel efficiency and dispatch flexibility.

Renewable Portfolio Will Contribute Minimal Cash Flows

ExGen consolidated its renewable holdings under ExGen Renewables IV in 2017 and put in place an $850 million term loan B credit facility at this entity. Even though ExGen's renewable portfolio contains high-quality assets with long-term cash flows, we expect ExGen to receive little or no dividend distributions from ExGen Renewables IV over the next few years because of the stringent cash sweep requirements of the term loan B facility.

Plant in New England Appears to be in Distress

ExGen owns the 2,000 MW Mystic plant (unit 7, 8, and 9) in Massachusetts. This plant appears to be economically challenged because the company filed a deactivation notice with ISO-NE in March of 2018 that it intends to retire this facility on June 1, 2022 due to economic reasons. Even though Mystic 8 and 9 will likely continue to run under reliability-must-run contracts or agreements that have similar effects due to ISO-NE's concerns surrounding grid reliability, we do not think this plant will provide a significant amount of cash flows going forward.

Retail Operation Provides Significant Value

ExGen's retail operation enhances ExGen's business model because of the significant synergistic value associated with matching generation with retail load, both in terms of collateral savings and enhanced ability to hedge basis and variable load risk. More importantly, it allows ExGen to take advantage of its large generation asset base and, in our estimate, earn an additional $1/MWh to $1.5/MWh of free cash flow. Assuming a retail volume of 210 TWh, the retail operation would provide between $210 million and $315 million of free cash flows.

Cash Flow Leverage Projected to Improve

For the past two years, ExGen's cash flow leverage, as measured by CFO Pre-WC to debt, has been relatively weak for its credit profile, 28.7% in 2016 and 29.2% in 2017. We expect ExGen's CFO Pre-WC to debt to improve to the mid-30% range in 2018 and 2019, due to a combination of nuclear subsidies, operating cost reductions and lower tax payments. We estimate that the tax reform will enhance ExGen cash flows by about $200 million to $300 million per year.

Our standard CFO Pre-WC to debt calculation reflects the GAAP accounting treatment for nuclear fuel, which is capitalized and then depreciated over time. To ensure comparability with other generators who do not capitalize their fuel cost, we also calculate ExGen's nuclear fuel cost as if they are a cash expense. Using this approach, ExGen CFO Pre-WC to debt would be lowered to 19.2% in 2016 and 19.3% in 2017. Our CFO Pre-WC to debt projection would be in the mid-20% range in 2018 and 2019.

If we deconsolidate ExGen's non-recourse entities, ExGen's cash flow leverage improves significantly. The CFO Pre-WC to debt ratio (net of nuclear fuel) would improve by 300 basis points in 2017. We note that our standard financial adjustments currently do not deconsolidate non-recourse entities from our cash flow leverage calculations. However, given that ExGen is unlikely to receive any dividends from its non-recourse entities for the next few years and its history of abandoning non-performing projects, we consider ExGen's deconsolidated metrics to be a meaningful input in our credit evaluation process.

Exhibit 9

Deconsolidation improves CFO Pre-WC to Debt by 300 bps

Consolidated Calculation		
	2017	**% debt**
CFO PreWC	3,227	29%
Nuclear fuel	1,096	10%
CFO PreWC net of nuclear fuel	2,131	19%
Total Debt	***11,058***	

Recourse Only Calculation		
	2017	**% debt**
CFO PreWC	3,043	35%
Nuclear fuel	1,096	13%
CFO PreWC net of nuclear fuel	1,947	22%
Total recourse debt	***8,758***	

Source: Moody's Investors Service

Liquidity analysis

ExGen has a heavy need for liquidity due to being a large volume user of commodity forwards and futures for its hedging strategy. Based on modeled results, we believe that the company has adequately demonstrated that it has sufficient liquidity to handle severe credit and market events.

The company's main source of liquidity is $5.8 billion of revolving credit facilities and bilateral credit facilities. The revolving credit facility expires in May 2022. Under the terms of the revolver, ExGen must maintain an interest coverage ratio of 3x. At the end of the first quarter of 2018, ExGen was in compliance with this financial covenant with an interest coverage of 13x, as reported in its latest 10-Q. The credit facilities do not contain a material adverse change clause as a pre-condition for drawings. As of 31 March 2018, ExGen also had cash holdings of $610 million as another source of liquidity.

ExGen's liquidity demands are mostly from trade collateral. Most of the $1.45 billion usage under the credit facilities as of 31 March 2018 was to issue letters of credit to support trade collateral. ExGen also had about $165 million of commercial paper outstanding at the end of March 2018.

ExGen has $600 million of senior unsecured notes due in 2019 and $2.55 billion due in 2020 (including $550 million of CENG notes.) ExGen's capital expenditure program also creates a significant demand for liquidity. According to Exelon's projection at year end 2017, forecast capital expenditure (base plus committed growth) for ExGen is expected to be about $2.1 billion in 2018. We, however, expect that the company will be able to fund these capital expenditures using cash flow from operations.

Rating methodology and scorecard factors

Exhibit 10

Rating Factors				
Exelon Generation Company, LLC				
Unregulated Utilities and Unregulated Power Companies Industry Grid [1][2]	Current LTM 3/31/2018		Moody's 12-18 Month Forward View As of Date Published [3]	
Factor 1 : Scale (10%)	**Measure**	**Score**	**Measure**	**Score**
a) Scale (USD Billion)	A	A	A	A
Factor 2 : Business Profile (40%)				
a) Market Diversification	Baa	Baa	Baa	Baa
b) Hedging and Integration Impact on Cash Flow Predictability	Baa	Baa	Baa	Baa
c) Market Framework & Positioning	Baa	Baa	Baa	Baa
d) Capital Requirements and Operational Performance	Baa	Baa	Baa	Baa
Factor 3 : Financial Policy (10%)				
a) Financial Policy	A	A	A	A
Factor 4 : Leverage and Coverage (40%)				
a) (CFO Pre-W/C + Interest) / Interest (3 Year Avg)	7.5x	Baa	7.5x - 8x	Baa
b) (CFO Pre-W/C) / Debt (3 Year Avg)	29.5%	Baa	30% - 35%	Baa
c) RCF / Debt (3 Year Avg)	23.3%	Baa	24% - 29%	A
Rating:				
a) Indicated Rating from Grid		Baa1		Baa1
b) Actual Rating Assigned		Baa2		Baa2

[1] All ratios are based on 'Adjusted' financial data and incorporate Moody's Global Standard Adjustments for Non-Financial Corporations.
[2] As of 3/31/2018 (LTM)
[3] This represents Moody's forward view; not the view of the issuer; and unless noted in the text, does not incorporate significant acquisitions and divestitures.
Source: Moody's Financial Metrics[TM]

Ratings

Exhibit 11

Category	Moody's Rating
EXELON GENERATION COMPANY, LLC	
Outlook	Stable
Issuer Rating	Baa2
Sr Unsec Bank Credit Facility	Baa2
Senior Unsecured	Baa2
Commercial Paper	P-2
PARENT: EXELON CORPORATION	
Outlook	Stable
Issuer Rating	Baa2
Sr Unsec Bank Credit Facility	Baa2
Senior Unsecured	Baa2
Jr Subordinate	Baa3
Commercial Paper	P-2

Source: Moody's Investors Service

Appendix

Exhibit 12

Peer Comparison [1]

	Exelon Generation Company, LLC Baa2 Stable			PSEG Power LLC Baa1 Stable			Calpine Corporation Ba3 Negative			Vistra Energy Corp. Ba2 Positive		NRG Energy, Inc. Ba3 Positive		
(in US millions)	FYE Dec-16	FYE Dec-17	LTM Mar-18	FYE Dec-16	FYE Dec-17	LTM Mar-18	FYE Dec-16	FYE Dec-17	LTM Mar-18	FYE Dec-17	LTM Mar-18	FYE Dec-16	FYE Dec-17	LTM Mar-18
Revenue	17,751	18,466	19,100	4,023	3,930	4,064	6,716	8,752	8,480	5,430	4,838	10,512	10,629	10,668
CFO Pre-W/C	3,508	3,227	3,671	1,323	1,294	1,300	1,179	856	488	1,208	998	2,148	1,584	1,949
Total Debt	12,217	11,058	11,189	2,625	2,913	2,654	12,461	11,705	11,982	4,860	4,848	17,958	17,623	17,573
(CFO Pre-W/C + Interest) / Interest Exp	7.1x	6.5x	7.3x	10.2x	10.6x	11.4x	2.8x	2.3x	1.8x	6.0x	5.2x	3.2x	2.7x	3.2x
(CFO Pre-W/C) / Debt	28.7%	29.2%	32.8%	50.4%	44.4%	49.0%	9.5%	7.3%	4.1%	24.9%	20.6%	12.0%	9.0%	11.1%
(CFO Pre-W/C - Dividends) / Debt	21.2%	23.2%	26.7%	40.9%	32.4%	42.4%	9.4%	7.2%	4.0%	24.9%	20.6%	11.5%	8.8%	10.9%
Debt / Book Capitalization	38.8%	36.1%	36.4%	24.9%	28.6%	26.0%	78.9%	79.2%	83.0%	43.3%	44.4%	80.8%	90.6%	89.2%

[1] All figures & ratios calculated using Moody's estimates & standard adjustments. FYE = Financial Year-End. LTM = Last Twelve Months. RUR* = Ratings under Review, where UPG = for upgrade and DNG = for downgrade.

Source: Moody's Financial Metrics™

REPORT NUMBER 1115497

CLIENT SERVICES

Americas	1-212-553-1653
Asia Pacific	852-3551-3077
Japan	81-3-5408-4100
EMEA	44-20-7772-5454

MOODY'S
INVESTORS SERVICE

C-7 **<u>Exhibit C-7 “Credit Report,”</u>** provide a copy of the applicant’s credit report from Experion, 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.

See response to Exhibit C-6 and credit reports in Attachment A.

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 two most recent years preceding the application.

Constellation NewEnergy, Inc. nor any of its subsidiaries have filed for any form of bankruptcy protection, including reorganization or protection from creditors, in the current year or two most recent previous years.

C-9 **<u>Exhibit C-9 "Merger Information,"</u>** provides a statement describing any dissolution or merger or acquisition of the applicant within the two most recent years preceding the application.

On September 1, 2016, Constellation NewEnergy, Inc. acquired the assets of Consolidated Edison Solutions, Inc. ("ConEd"). ConEd is still a separate unaffiliated entity.

On September 1, 2017, Constellation Energy Services, Inc. merged with and into Constellation NewEnergy, Inc. with Constellation NewEnergy, Inc. being the surviving entity.

C-10 **<u>Exhibit C10 "Corporate Structure"</u>** 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-along, entity, then no graphical depiction is required and applicant may respond by stating that they are a stand-along entity with no affiliate of subsidiary companies.

Constellation NewEnergy, Inc. is a wholly owned direct subsidiary Constellation Energy Resources, LLC, which is a wholly owned direct subsidiary of Exelon Generation Company, LLC which is a wholly owned direct subsidiary of Exelon Corporation ("Exelon"). We have also included a graphical depiction **(Attachment C).**

Regulated electricity or natural gas utility affiliates:
Atlantic City Electric (New Jersey)
Baltimore Gas & Electric Company (Maryland)
Commonwealth Edison (Illinois)
Delmarva Power (Delaware and Maryland)
PECO Energy Company (Pennsylvania)
Pepco (District of Columbia, Maryland)

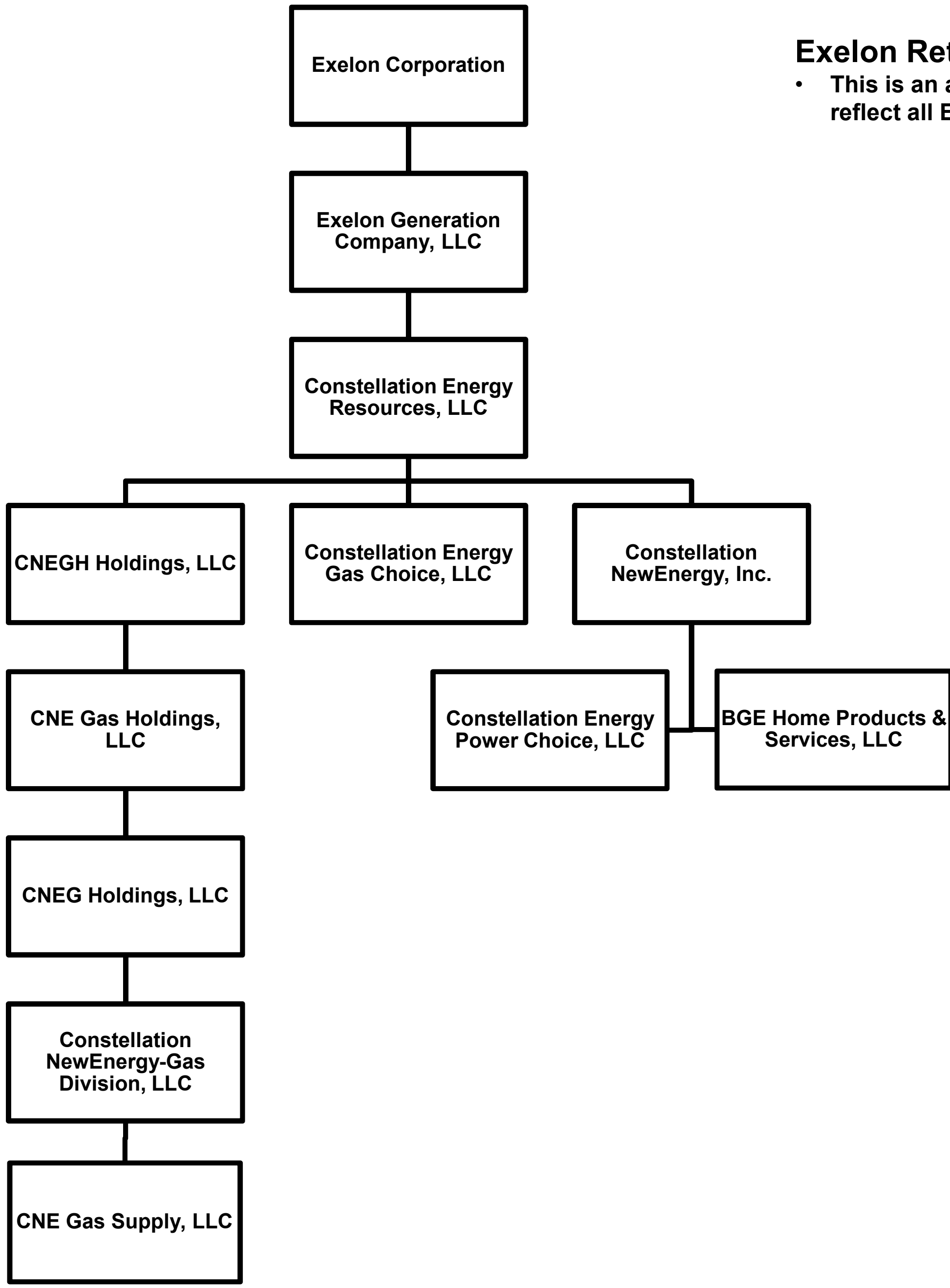
Affiliates other than a regulated electricity or natural gas utility engaged in the retail or wholesale supply of electricity or natural gas:

BGE Home Products and Services, LLC
Constellation Energy Commodities Group Maine LLC
Constellation Energy Gas Choice, LLC
Constellation Energy Power Choice, LLC
Constellation NewEnergy – Gas Division, LLC
Constellation NewEnergy Canada, Inc.
Exelon Generation Company, LLC

Attachment C

Exelon Retail Energy Entities

- This is an abbreviated chart and does not reflect all Exelon subsidiaries.



D-1 **Exhibit D-1 "Operations"** provide a written description of the operational nature of the applicant's business. Please include whether the applicant's operations include the generation of power for retail sales, the scheduling of retail power for transmission and delivery, the provision of retail ancillary services as well as other services used to arrange for the purchase and delivery of electricity to retail customers.

Constellation NewEnergy, Inc. ("CNE") provides electricity commodity service to residential, commercial and industrial end-use customers through Ohio's electric choice programs. Currently, CNE may purchase electricity from an affiliated company or purchase supply through the open market on short and long term contracts with power providers. CNE provides all components necessary for the delivery of electricity to the end user, including transmission and ancillary services.

CNE has offices throughout the country, including an office in Columbus, Ohio. CNE relies primarily upon its affiliate, Exelon Generation Company, LLC, which has a dedicated supply, trading, and scheduling group located in Baltimore, Maryland to support the local retail offices across the country. This group consists of traders, schedulers, accountants, credit analysts and legal assistance. This group is responsible for forecasting, scheduling, credit, and trading. A 24-hour desk began operation in September 1999, and since then Constellation NewEnergy has been accessible to counterparties 24 hours a day, 365 days a year.

CNE handles procurement of supply by combining short and long term purchases, hedges, and hourly trades. Schedulers work closely with traders who in turn work closely with supply originators to efficiently deliver electricity supply in the most cost effective manner to our customers.

D-2 **<u>Exhibit D-2 “Operations Expertise,”</u>** given the operational nature of the applicant’s business, provide evidence of the applicant’s experience and technical expertise in performing such operations.

Since the inception of Constellation NewEnergy, Inc.’s (“CNE”) predecessor in April 1995, CNE has become the leading competitive electricity supplier serving commercial, industrial, and governmental customers in all open and active restructured markets throughout North America. Furthermore, CNE has been an advocate for and an early participant in the opening of most newly restructured markets throughout North America. This participation typically starts with regulatory initiatives 12 to 24 months before a market fully opens.

And with this regulatory process also comes the staffing of a local CNE office. By regionally placing offices throughout the country, CNE’s teams are able to develop and initiate the operational functions specific to the respective local electric distribution companies.

CNE’s regional offices are fully operational prior to the first sale of competitive electricity. This approach has allowed customers to realize meaningful savings, accurate billing and reporting and knowledgeable customer service from the start.

Exhibit D-3 describes in more detail the experience of some of our key personnel.

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

Mark Huston – Senior VP, Exelon Corporation, Head of Retail, Constellation
Mark.Huston@constellation.com / 410-470-2846

A 30-year veteran of the energy utility industry, Mr. Huston oversees Constellation's industry leading retail energy business and is responsible for marketing, sales, operations, fulfillment and product development of energy solutions in support of commercial, industrial and residential customers.

Mr. Huston has overseen the development of Constellation's retail business into a national leader offering customers a range of solutions to manage energy related costs over time. He has been a leader in the retail business since 2006 and led a series of acquisitions which became the foundation for Constellation's retail business including AES NewEnergy, Alliance Energy Services, Kaztex Energy Management, Blackhawk Energy Services, StarTex Power, MXenergy, ONEOK Energy Marketing, Integrys Energy Services, and ConEdison Solutions.

Mr. Huston's prior leadership positions at Constellation include: Co-President of Customer Supply overseeing competitive retail and wholesale businesses; VP of Electric Transmission & Distribution for BGE overseeing the design, engineering, construction and operations for the utility's electric system; VP Corporate Strategy & Development overseeing strategy and acquisitions. Huston began his Constellation career as a summer student/scholarship recipient in 1981 and worked as a co-operative engineering student until joining the company full time in 1986.

Huston received a bachelor's degree in mechanical engineering under the co-operative education program from the University of Maryland, College Park and a master's degree in applied management from the University of Maryland, University College.

John Domagalski – Director, Market Analytics
John.domagalski@constellation.com / 312-961-4032

Mr. Domagalski has been with Constellation since 2004. In his current role, he identifies, evaluates and develops products and markets that have the potential to profitably grow the business. Previously, he was responsible for all activities related to pricing and product policies within Constellation's Great Lakes and Mid-Atlantic regions. His responsibilities included the timely and accurate production of pricing proposals in connection with sales activities, and the development of pricing policies applicable across all products, services, and market segments.

Mr. Domagalski's scope of experience encompasses working as a strategy consultant advising companies on building profitable businesses and most recently as a business leader managing a team and organization through the transition to a competitive retail electric service market. Prior to joining Constellation, Mr. Domagalski was a strategy consultant for more than ten years with large international firms (Ernst & Young, PricewaterhouseCoopers and IBM). In particular, he worked with several incumbents and new entrants on the development of multi-product, multi-channel utility retailing businesses. Additionally, Mr. Domagalski took a sabbatical from PwC with Ofgem (the UK energy regulator) in 2003 to consider a range of issues relating to the consolidation of the UK retail energy supply market.

Mr. Domagalski has written widely on the topic of competitive trends in the utility industry as well as has spoken at conferences in the US and Europe. He is a graduate of the Kellogg School of Management's joint executive MBA program with the WHU - Otto Beisheim School of Management in Germany and received a B.S. from De Paul University *magna cum laude* in Finance.

Mary Ann Smith – Manager Power Scheduling
Mary.smith2@constellation.com / 614-439-7057

Ms. Smith joined CCG in February 2004. On behalf of Constellation, Ms. Smith currently manages the group that schedules power in PJM, NYISO, NEPOOL, IMO and MISO. She also schedules those regions when needed. She reserves yearly, monthly, and daily transmission in OASIS and creates schedule tags in OATI.

Ms. Smith has extensive experience in the electricity industry. She has more than 11 years of experience in electric market operations and more than twelve years of experience in power scheduling.

Ms. Smith holds an A.S. in Electronics Engineering Technology and studied Business at The Ohio State University.

Alison Quigg- Manager, Sales Support, Great Lakes
Alison.quigg@constellation.com / 734-761-2270

Alison joined Constellation through the Integrys merger. She is currently the Manager of Sales Support for the Great Lakes Region. In this role she is responsible for the sales support team, including the set-up of deals along with renewals within a certain size range. She is also the team lead for system transformation; including making sure information is relayed down to all team members. Alison works together with cross functional teams to standardize and implement best practices and confirm the team has a full understanding of the various functional areas that support customers and impact the customer's experience. Alison ensures direct reports are focused on those processes that will maintain and increase throughput and accuracy as it relates to prospecting activities.

Alison joined IES in June 2000. Alison started as a pricing analyst for Michigan. She continued on the pricing desk and added Ohio and the New England region (CT, MA, ME, NH and RI). She then moved to the Regional Pricing Leader in 2006 for both the Great Lakes and New England regions, which earned her Regional Operational Leader (ROL) for New England in 2009. As the ROL, Alison developed an expert level of understanding of the LDC's, ISO's, as well as the accountability of timeliness and accuracy of invoicing for that region. In 2012, Alison moved into the Account Management department where she provides direction and support to ensure contracts and confirmations are accurately prepared along with getting all needed information into our systems for both pricing and billing. In this position she is responsible for the development, coaching and motivation of the Account Management Pre Deal Team.

In addition to the above mentioned responsibilities, Ms. Quigg played a dual role this past year coordinating the transfer of IES customer care items to the care team in Houston. Alison demonstrates a sound knowledge of details contained within customer proposals or contracts, understand the products and services offered by the company and supports day to day processes and activities in assigned markets with an emphasis on meeting and exceeding customer and Sales expectations. Alison holds a Bachelor of Business Administration.

Amy Klaviter – Senior Analyst, Legal Compliance
Amy.Klaviter@constellation.com / 312-681-1855

Ms. Klaviter began her career at Peoples Energy Services in July 1999 as an Account Analyst with Gas Nominations learning the tariffs and balancing pools. After a short time as an Account Analyst, Ms. Klaviter moved to the Gas Billing team working on reconciling account balances, daily billing activities, implementing a new system, addressing customers' issues and streamlining processes. In late 2001, Ms. Klaviter accepted the role of Electric Billing Specialist. Her primary responsibilities included daily billing activities, reconciling account balances and publishing monthly unbilled lists. She also assisted in training new employees on the electric market. Ms. Klaviter accepted the role of Market Analyst in 2004. Her focus was on completing all compliance filings in IL, MI, OH and NY, researching any requirements for new market entry and completing new market registrations. During that time, she became very familiar with the intricacies of each of the markets, specifically their rules and requirements. Upon the merger with WPS Energy Services to create Integrys Energy Services in 2007, Ms. Klaviter became a Regulatory Compliance Analyst that expanded the area of filings and requirements to the entire Integrys footprint and included completing registration for new markets. In 2015, Ms. Klaviter became a Legal Compliance Analyst as the Integrys business was acquired by Exelon. Ms. Klaviter oversees all retail electric filings. In 2018, Ms. Klaviter took over the retail natural gas flings in addition to the electric filings and became a Senior Analyst. Ms. Klaviter received her Bachelors degree in Finance from Butler University.

D-4 **<u>Exhibit D-4 “FERC Power Marketer License Number”</u>** provide a statement disclosing the applicant’s FERC Power Marketer License number. (Power Marketers only)

Constellation NewEnergy, Inc.’s FERC Power Marketer License Number is ER901-507-001.