



DIS Case Number: 13-0373-EL-CRS

Section A: Application Information

A-1. Provider type:

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

A-2. Applicant's legal name and contact information.

Legal Name: SmartEnergy Holdings, LLC

Country: United States

Phone: 2127797000 **Extension (if applicable):**

Street: 400 Madison Avenue, Suite 9A

Website (if any): www.smartenergy.com

City: New York

Province/State: NY

Postal Code: 10017

A-3. Names and contact information under which the applicant will do business in Ohio

Provide the names and contact information the business entity will use for business in Ohio. This does not have to be an Ohio address and may be the same contact information given in A-2.

Name	Type	Address	Active?	Proof
SmartEnergy Holdings, LLC	Official Name	400 Madison Ave, Suite 9A New York, NY 10017	No	File

A-4. Names under which the applicant does business in North America

Provide all business names the applicant uses in North America, including the names provided in A-2 and A-3.

Name	Type	Address	Active?	Proof
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A-5. Contact person for regulatory matters

Ann Marie Toss
400 Madison Ave Suite 9A



Public Utilities Commission

New York, NY 10017

US

atoss@smartenergy.com

2127795843

A-6. Contact person for PUCO Staff use in investigating consumer complaints

Ann Marie Toss

400 Madison Ave Suite 9A

New York, NY 10017

US

atoss@smartenergy.com

2127795843

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

Phone: 8004434440

**Extension (if
applicable):**

Country: United States

Fax:

Extension (if applicable):

Street: 106 Maplewood Drive

Email: customer.care@smartenergy.com

City: Hazleton

Province/State: PA

Postal Code: 18202

A-8. Applicant's federal employer identification number

45-4166532

A-9. Applicant's form of ownership

Form of ownership: Limited Liability Company (LLC)

A-10. Identify current or proposed service areas

Identify each service area in which the applicant is currently providing service or intends to provide service and identify each customer class that the applicant is currently serving or intends to serve.

Service area selection

AEP Ohio

DP&L

Duke Energy Ohio

FirstEnergy - Cleveland Electric Illuminating

FirstEnergy - Ohio Edison
FirstEnergy - Toledo Edison

Class of customer selection

Commercial
Industrial
Mercantile
Residential

A-11. Start date

Indicate the approximate start date the applicant began/will begin offering services: 03-13-2013

A-12. Principal officers, directors, and partners

Please provide all contacts that should be listed as an officer, director or partner.

Name	Email	Title	Address
Katty Hinojosa			400 Madison Ave suite 9A NY, NY 10017 US
Ann Marie Toss	atoss@smartenergy.com	Chief Compliance Officer	400 Madison Ave Suite 9A New York, NY 10017 US
Sandy Tseng	accounts.payable@smartenergy.com		400 Madison Avenue New York, NY 10017 US
Dan Kern	regulatory@smartenergy.com	COO	400 Madison Ave suite 9A NY, NY 10017 US

A-13. Company history

SmartEnergy Holdings, LLC was formed originally in January of 2012 as Nationwide Energy, LLC, under the laws of the State of Delaware as a Domestic Limited Liability. Several months after its formation in, 2012, the company changed its name to SmartEnergy Holdings, LLC. The company's principal business interest is operating as a Competitive Retail Electric and Natural Gas Service (CRES and CRNGS) to residential, commercial and industrial customers.

A-14. Secretary of State

Secretary of State Link: <https://businesssearch.ohiosos.gov?=businessDetails/2168433>

Section B: Applicant Managerial Capability and Experience**B-1. Jurisdiction of operations**

List all jurisdictions in which the applicant or any affiliated interest of the applicant is certified, licensed, registered or otherwise authorized to provide retail natural gas service or retail/wholesale electric service as of the date of filing the application..

Jurisdiction of Operation: State

NY

RI

NH

DC

DE

IL

MA

MD

NJ

PA

TX

ME

OH

B-2. Experience and plans

Describe the applicant's experience in providing the service(s) for which it is applying (e.g., number and type of customers served, utility service areas, amount of load, etc.). Include the 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 Sections 4928.10 and/or 4929.22 of the Ohio Revised Code.

Application Experience and Plan Description: SmartEnergy uses the internet and mailings to contact and enroll customers. Customer enrollment is conducted under the auspices of Commission rules Section 4901:1-21-06

Billing is typically conducted via the existing utility bill. This is performed using Electronic Data Interchange [EDI] supported by a 3rd party contractor, Hansen Technologies. In circumstances where an overdue amount is written off by the utility, we invoice the customer directly.

SmartEnergy's customer inquiries and complaints are handled first through a toll free number: 800-443-4440 option 2, 9am to 6pm EST, Monday through Friday. This covers billing inquiries,



general questions, complaints and service transfer issues. SmartEnergy records all sales and customer service calls for quality assurance purposes. Calls are regularly screened by managers; salespeople and agents are subject to sanctions including termination for failure to comply with protocols and scripts.

B-3. Disclosure of liabilities and investigations

For the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant, describe all existing, pending or past rulings, judgments, findings, contingent liabilities, revocation of authority, regulatory investigations, judicial actions, or other formal or informal notices of violations, or any other matter related to competitive services in Ohio or equivalent services in another jurisdiction..

File Attached

B-4. Disclosure of consumer protection violations

Has the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years?

No

B-5. Disclosure of certification, denial, curtailment, suspension or revocation

Has the applicant, affiliate, or a predecessor of the applicant had any certification, license, or application to provide retail natural gas or retail/wholesale electric service denied, curtailed, suspended, revoked, or cancelled or been terminated or suspended from any of Ohio's Natural Gas or Electric Utility's Choice programs within the past two years?

No

B-6. Environmental disclosures

Provide a detailed description of how the applicant intends to determine its generation resource mix and environmental characteristics, including air emissions and radioactive waste.



Include the annual projection methodology and the proposed approach to compiling the quarterly actual environmental disclosure data. See 4901:1-21-09 of the Ohio Administrative Code for additional details of this requirement.

PJM disclosure option chosen

Section C: Applicant Financial Capability and Experience

C-1. Financial reporting

Provide a current link to the most recent Form 10-K filed with the Securities and Exchange Commission (SEC) or upload the form. If the applicant does not have a Form 10-K, submit the parent company's Form 10-K. If neither the applicant nor its parent is required to file Form 10-K, state that the applicant is not required to make such filings with the SEC and provide an explanation as to why it is not required.

Does not apply

C-2. Financial statements

Provide copies of the applicant's two most recent years of audited financial statements, including a 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, provide 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 bank account numbers redacted**.

If the applicant is unable to meet the requirement for two years of financial statements, the Staff reviewer may request additional financial information.

Preferred to file this information confidentially

C-3. Forecasted financial statements

Provide two years of forecasted income statements **based solely on the applicant's anticipated business activities in the state of Ohio**.

Include the following information with the forecast: a list of assumptions used to generate the forecast; a statement indicating that the forecast is based solely on Ohio business activities



only; and the name, address, email address, and telephone number of the preparer of the forecast.

The forecast may be in one of two acceptable formats: 1) an annual format that includes the current year and the two years succeeding the current year; or 2) a monthly format showing 24 consecutive months following the month of filing this application broken down into two 12-month periods with totals for revenues, expenses, and projected net incomes for both periods. Please show revenues, expenses, and net income (revenues minus total expenses) that is expected to be earned and incurred in **business activities only in the state of Ohio** for those periods.

If the applicant is filing for both an electric certificate and a natural gas certificate, please provide a separate and distinct forecast for revenues and expenses representing Ohio electric business activities in the application for the electric certificate and another forecast representing Ohio natural gas business activities in the application for the natural gas certificate.

Preferred to file confidentially

C-4. Credit rating

Provide a credit opinion disclosing the applicant's credit rating as reported by at least one of the following ratings agencies: Moody's Investors Service, Standard & Poor's Financial Services, Fitch Ratings or the National Association of Insurance Commissioners. If the applicant does not have its own credit ratings, substitute the credit ratings of a parent or an affiliate organization and submit 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 'Not Rated'.

This does not apply

C-5. Credit report

Provide a copy of the applicant's credit report from Experian, Equifax, TransUnion, Dun and Bradstreet or a similar credit reporting organization. If the applicant is a newly formed entity with no credit report, then provide a personal credit report for the principal owner of the entity seeking certification. At a minimum, the credit report must show summary information and an overall credit score. **Bank/credit account numbers and highly sensitive identification information must be redacted.** If the applicant provides an acceptable credit rating(s) in response to C-4, then the applicant may select 'This does not apply' and provide a response in the box below stating that a credit rating(s) was provided in response to C-4.



Preferred to file this information confidentially

C-6. Bankruptcy information

Within the previous 24 months, have any of the following filed for reorganization, protection from creditors or any other form of bankruptcy?

- Applicant
- Parent company of the applicant
- Affiliate company that guarantees the financial obligations of the applicant
- Any owner or officer of the applicant

No

C-7. Merger information

Is the applicant currently involved in any dissolution, merger or acquisition activity, or otherwise participated in such activities within the previous 24 months?

No

C-8. Corporate structure

Provide a graphical depiction of the applicant's corporate structure. Do not provide an internal organizational chart. The graphical depiction should include all parent holding companies, subsidiaries and affiliates as well as 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 the applicant may respond by stating that it is a stand-alone entity with no affiliate or subsidiary companies.

File(s) attached

C-9. Financial arrangements

Provide copies of the applicant's financial arrangements to satisfy collateral requirements to conduct retail electric/natural gas business activities (e.g., parental guarantees, letters of credit, contractual arrangements, etc., as described below).

Renewal applicants may provide a current statement from an Ohio local distribution utility (LDU) that shows that the applicant meets the LDU's collateral requirements. The statement or letter must be on the utility's letterhead and dated within a 30-day period of the date the applicant files its renewal application.

First-time applicants or applicants whose certificate has expired must meet the requirements of C-9 in one of the following ways:

1. The applicant itself states that it is investment grade rated by Moody's Investors Service, Standard & Poor's Financial Services, or Fitch Ratings and provides evidence of rating from the rating agencies. If you provided a credit rating in C-4, reference the credit rating in the statement.
2. The applicant's parent company is investment grade rated (by Moody's, Standard & Poor's, or Fitch) and guarantees the financial obligations of the applicant to the LDU(s). Provide a copy of the most recent credit opinion from Moody's, Standard & Poor's or Fitch.
3. The applicant's parent company 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 parent company's financials and a copy of the parental guarantee must be included in the application if the applicant is relying on this option.
4. The applicant can provide evidence of posting a letter of credit with the LDU(s) listed as the beneficiary, in an amount sufficient to satisfy the collateral requirements of the LDU(s).

Preferred to file confidentially

Section D: Applicant Technical Capacity

D-1. Operations

Power Marketers/Generators: Describe the operational nature of the applicant's business, specifying whether operations will 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.

Operations Description: SmartEnergy is a retail electric supplier authorized to do business in 14 states. SmartEnergy purchases energy supply and delivers it via the PJM pool to utilities who ultimately deliver it to SmartEnergy's residential retail customers. SmartEnergy buys all



ancillary services directly from the PJM ISO, and in most cases pays utilities a Network Interchange Transmission Service [NITS] charge to make low voltage delivery to the end use customer.

Separately, SmartEnergy contracts to purchase renewable energy credits [RECs]. SmartEnergy maintains a compliance account with PJM-EIS to track this obligation and record purchases and transfers of certificates.

D-2. Operations Expertise & Key Technical Personnel

Given the operational nature of the applicant's business, provide evidence of the applicant's experience and technical expertise in performing such operations. Include the names, titles, e-mail addresses, and background of key personnel involved in the operations of the applicant's business.

File(s) attached

D-3. FERC Power Marketer and License Number

Provide a statement disclosing the applicants FERC Power Marketer License Number (Power Marketers Only).

13-0779-000



Public Utilities
Commission

Application Attachments



Exhibit C-8
Corporate structure.



400 Madison Avenue, New York, NY 10017

tel 212 779 7000 fax 212 779 3061

SmartEnergy Holdings LLC's sole affiliate is SmartDirect, SRL which provides administrative services to SmartEnergy Holdings LLC.



Exhibit D-2

Operations expertise and key technical personnel.



400 Madison Avenue, New York, NY 10017

tel 212 779 7000 fax 212 779 3061

Operations Expertise

The founders and executive team of the company have significant experience with the marketing and provision of operations in the energy business. The company's Chief Executive Officer is the former CEO of an advertising agency that served over 50 of the fortune 500 companies, and acquired 2 million customers annually in both regulated and deregulated industries. The company's Chief Marketing Officer is the former Senior VP of Sales and Marketing for MX Energy, a CRS that had 500,000 customers nationwide. Her background includes marketing, compliance work, and customer care. The company's Chief Operating Officer was the COO of Credit Suisse Energy Trading and Marketing. His background includes a comprehensive mix of risk management, forecasting, and operations spread over a 17 year career in the regulated and deregulated energy markets. SmartEnergy's EDI transactions are managed by Hansen Technologies. Among other services, Hansen Technologies provides back office support for account assignments, payments, customer enrollments, tracking current and historical usage, and remittance advice to SmartEnergy.

SmartEnergy's customer support services are provided under the direction of Lloyd Spencer the company's COO and Gina Goldberg the company's CMO. Mr. Spencer is a highly accomplished operations manager with over 17 years of operations management experience including serving as Director for Credit Suisse, a leading wholesale energy trading company. Ms. Goldberg has considerable customer care experience including the management of a customer care department that served 500,000 retail customers. Key Support functions for SmartEnergy, including accounting, finance and information technology, are provided by SmartEnergy's experienced staff. SmartEnergy's accounting and finance functions are supervised by its Chief Operating Officer Mr. Spencer who holds an MS in Accounting from Stanford University. Mr. Spencer is a Chartered Financial Analyst (CFA). He will work with the company's Directors of Finance and Accounting who hold an MBA as well as an MBA/CPA respectively.



400 Madison Avenue, New York, NY 10017

tel 212 779 7000 fax 212 779 3061

Key Technical Personnel

Name: Daniel Kern
Position: CEO
Business Address: 400 Madison Avenue, Suite 9A.
New York, NY 10017
Business Phone: (212) 779-7000
Email: daniel.kern@smartenergy.com

Name: Jackie Kern
Position: CMO
Business Address: 400 Madison Avenue, Suite 9A.
New York, NY 10017
Business Phone: (212) 779-3000
Email: processes@smartenergy.com

Name: Lloyd Spencer
Position: Chief Operating Officer
Business Address: 400 Madison Avenue, Suite
9A. New York, NY 10017
Business Phone: (212) 779-5841
Email: Lloyd.Spencer@smartenergy.com

Company: Hansen Technologies
Name: Amanda Grube
Position: Client Operations Manager
Business Address: Independence Square
10361 Linn Station Road
Louisville, KY 40223
Business Phone: 484-235-5873
Email: amanda.grube@hansencx.com

Company: Powwr
Name: Stephanie Puntel
Address: 75 Glen Rd. Suite 200
Sandy Hook, CT 06482
Phone: 203-913-9683
Email: spuntel@escoadvisors.com

Dan Kern

400 Madison Avenue, Suite 9 A.
New York, New York

Summary

I'm currently serving as CEO to SmartEnergy Holdings (smartenergy.com), a retail energy startup that sells electricity in deregulated energy markets. I'm also co-founder of Main Street Direct, a full-service direct response ad agency. We provide customer acquisition and retention marketing services for companies both large and small. Our client roster includes over 50 Fortune 500 companies.

Experience

SmartEnergy CEO	New York, NY	2012 - Present
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SmartEnergy is an independent energy supplier committed to providing customers with low-cost, reliable electricity, and excellent customer service. In addition to offering fixed rates, SmartEnergy provides 100% renewable energy from sources like wind, solar, and hydro generators, making us a cleaner energy option. The company was founded in 2013 and is financed by Shell Energy North America.

Responsibilities include:

- Communicating, on behalf of the company, with shareholders, government entities, and the public
- Leading the development of the company's short- and long-term strategy
- Creating and implementing the company's vision and mission
- Evaluating the work of other executive leaders within the company
- Maintaining awareness of the competitive market landscape, expansion opportunities, industry developments, etc.
- Ensuring that the company maintains regulatory compliance and social responsibility wherever we do business
- Assessing risks to the company and ensuring they are monitored and minimized
- Setting strategic goals and making sure they are measurable and describable

Main Street Direct Managing Director	New York, NY	1991 - Present
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Russ Berrie & Company, Inc. Director of Marketing	New York, NY	1985-1992
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Education

The Ohio State University	BSBA, Accounting & Marketing	1984
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Jackie Kern

400 Madison Ave, Suite 9 A.
New York, New York

Summary

I'm currently serving as CMO to SmartEnergy Holdings (smartenergy.com), a retail energy provider that sells electricity in deregulated energy markets. I'm also co-founder of Main Street Direct, a full-service direct response ad agency. We provide customer acquisition and retention marketing services for companies both large and small. Our client roster includes over 50 Fortune 500 companies.

Experience

SmartEnergy CMO

New York, NY

2012 - Present

SmartEnergy is an independent energy supplier committed to providing customers with low-cost, reliable electricity, and excellent customer service. In addition to offering fixed rates, SmartEnergy provides 100% renewable energy from sources like wind, solar, and hydro generators, making us a cleaner energy option. The company was founded in 2013 and is financed by Shell Energy North America.

Responsibilities include:

- Oversee all customer acquisition efforts
- Work with design, finance and operations to develop overall consumer marketing strategy
- Develop and evaluate key performance metrics
- Provide strategic guidance, insight and knowledge about market trends and competition
- Evaluating the work of other executive leaders within the company
- Ensure that the company maintains regulatory compliance and social responsibility wherever we do business

Main Street Direct Managing Director

New York, NY

1991 - Present

Cooper Rand, Inc. Director of Sales

New York, NY

1985-1991

Education

The Ohio State University

BSBA, Marketing

1985

Lloyd B. Spencer

New York NY 10017

(212) 779-5841

Lloyd.Spencer@smartenergy.com

Operations and risk management executive with extensive energy and financial markets experience. Comfortable in large corporate settings and start-up ventures; experience managing large teams and performing detailed analysis of operations. Seeking an opportunity to bring change to an organization – to take it to the next level of operational efficiency and financial performance.

PROFESSIONAL EXPERIENCE

2013 – present COO & CFO, SmartEnergy, New York.

Build and scale retail energy supply start-up from 0 to 90,000 accounts and \$70m in sales

- Regulatory
 - Manage all federal and state licensing and regulatory communications including FERC, ISOs, states
 - File with utilities to set up EDI connectivity and process enrollments
 - Maintain licensing and deposit requirements through periodic reporting to EIA, ISOs and states
- Finance
 - Responsible for all financial planning, including building a financial model of business to define capital requirements and growth trajectory
 - Negotiate and manage secured financing and trading arrangement
 - Manage company's liquidity requirements including G&A, state tax payments, REC purchases, utilizing revolving / working capital line of credit facility
 - Direct communications with auditors, including annual audit and monthly reporting cycle
- Risk & Position Management
 - Forecast customer usage and track position in each of 30+ utility zones based on customer type, historical usage patterns and forecast weather
 - Buy supply to hedge forward sales obligation
 - Buy Renewable Energy Certificates to meet each state's renewable portfolio standard
 - Structure and procure weather derivative hedges for summer/winter risk management
- Pricing
 - Develop cost models to account for energy, capacity, transmission, ancillaries, RECs, taxes and losses for each utility zone in ISO-NE, NYISO, PJM, MISO & ERCOT
 - Manage pricing of fixed and variable products in each zone for Residential and Small Commercial offers
 - Determine adjustments to pricing to maintain budgeted margin and profitability
- Technology
 - Build database architecture and ETL processes to support marketing, finance, billing and operations
 - Project manage web development and deployment rollout
- Billing & EDI
 - Manage all 3rd party vendor relationships including EDI/Billing & TPV vendor outsourcing contract
 - Negotiate vendor contracts & pricing; monitor vendor performance and recommend changes in operations or contract terminations where necessary
 - Create and manage enrollment flows: identify failed enrollments for re-processing
 - Designed real time credit scoring model for enrollments to trigger customer deposit requirements
 - Manage billing vendor operations: monitor for missed or erroneous billing
 - Set up credit card and check payment processing

2009 – 2013 Founder, Kahu Advisors – financial services – commodity trading

Credit Suisse, New York: Migration and consolidation of trading system instance from NY to London.

Deutsche Bank, London/Sydney: Implement trade capture and risk measurement for new Australian energy commodities desk

Lloyd B. Spencer

2004 – 2008 Director, Credit Suisse, New York, NY. COO of Credit Suisse Energy business from inception

- Joined as first team member to create and build new energy trading business for the firm
- Established and managed energy specific memberships: FERC, ISOs, ICE, exchanges (including reporting)
- Budgeting, accruals, headcount management, expense management and allocations, cost containment, data provider discussions, email surveillance, compliance, mandatory training, desk moves, etc.
- CFO / risk manager for desk, calculation and hedging of interest rate exposures across 25 commodity trading books.
- Coordination of strategic vendor selection process; front office lead on systems configuration and integration
- Led monthly front office – back office meetings to identify and prioritize operational issues and IT development across whole front to back organization
- Developed process for middle office for trade fixes, daily flash PnL, currency exposure management, IR hedging
- Managed vendor relationships: software, data providers, outsourced real time desk
- Led implementation of physical trading for power and gas

2000 – 2004 Manager, PricewaterhouseCoopers Financial Risk Management, New York, NY.

- Broad range of valuation, structuring and process related projects with over 20 different energy & financial clients, covering market, credit and operational risks.
- Responsible for approximately \$1.2m in annual revenues. Managed up to 8 staff and 3 concurrent projects.
- Complete process and controls review of several physical-based energy commodity traders
- Review of FAS 133 treatment of commodity derivatives portfolios
- Purchaser due diligence of energy trading company

ARTICLES

-
- *Commodity Risk Management In Energy Project Finance*, Managing Energy Price Risk (3rd Edition, March 2004)
 - *Energy Market Participants: The Risks of being a Jack-of-All-Trades* Public Utilities Fortnightly (Jun 1, 2003)
 - *The Risk that Wasn't Hedged: So What's Your Gamma Position?* Public Utilities Fortnightly (Oct 1, 2001)
 - *Derivatives In Energy Project Finance*, Managing Energy Price Risk (2nd Edition, Sept 1999)
 - *Oil's well that ends well*, Risk Magazine, June 1999
 - *The value of power*, Energy & Power Risk Magazine, May 1997

EDUCATION & CERTIFICATIONS

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- **Stanford University Graduate School of Engineering**, California. Master of Science in Operations Research with Distinction
 - **Auckland University**, Auckland, New Zealand. Bachelor of Science and Bachelor of Commerce in Statistics and Finance
 - **Chartered Financial Analyst** Charter holder
 - **Global Association of Risk Professionals**: Financial Risk Manager

APPLICATIONS

VB .NET, Matlab, R, Python, Openlink, Excel, C#, SQL, SSIS, Tableau

PERSONAL INTERESTS

Sailing, Skiing, Real Estate Investment

POWWR

Powwr is a division of Cognitive Energy, a leader in retail energy supply managed software solutions and consulting services. Cognitive Energy was formed by a group of energy industry professionals all of whom have either owned or held top executive positions at successful retail energy supply companies.

With over 50 years of combined experience in the energy field, management quickly realized that by leveraging their knowledge and experience they could help ESCOs avoid the time consuming and costly mistakes associated with the industry.

The company's core focus is in providing operation critical applications that allow ESCOs to reduce overhead while increasing efficiency, improving margins and profitability. In addition to our software solutions; Risk Management and Demand Forecasting (DFS), Customer Relationship Management (CRM), Broker Relationship Management (BRM), Cognitive Energy also offers several industry specific consulting services.

Stephanie Puntel: Senior Analyst

Ms. Stephanie Puntel serves as a Senior Analyst of Strategic Energy Services for POWWR. She has over 6 years of experience in the deregulated energy market specializing in risk management, scheduling and position management. She started her career in the energy industry at Verde Energy in 2013 where she held numerous positions including Pricing Manager and Energy Operations Manager. As a Senior Analyst at POWWR, she works closely with clients on forecast accuracy, recommendations on position management and overall risk management. Stephanie has an M.B.A and BS in Finance from Sacred Heart University.

Hansen Software Development EDI Integration

Hansen Technologies Bio: With over 40 years' experience, Hansen Technologies is a leading global provider of billing software, transaction management, and customer care technologies for utilities, telcos and pay-TV. We continue to be at the forefront in providing the support of what is a rapidly accelerating transformation of energy markets around the globe. This transformation places demands on all participants in the market. Energy Retailers are required to provide their customers with a level of feature, function and flexibility unforeseen a decade ago and Hansen continues to provide products, solutions and consultancy to guide and assist our clients. Hansen has embraced these industry changes and continues to extend our products through development, acquisition, and integration with our expanding global partners. We also actively participate in various industry and regulatory groups to monitor and help shape the market changes. With our software servicing customers in over 80 countries, we are uniquely placed to leverage our global experience from some of the most advanced energy markets in the world for the benefit of our clients. Our approach to the market is one of flexibility and partnership to provide the innovation that extends the capabilities and mutual interests of Hansen and our clients.

Amanda Grube

Amanda Grube has over 10 years' experience working in finance and the technology industry. In her current role as Regional Financial Controller for Hansen Technologies, she oversees the day to day financial operations for Hansen's business lines in the US and Latin America. She joined Hansen Technologies through their acquisition of PPLSolutions, LLC in 2016, having been with PPLSolutions since 2008. She is a proud alumna of Penn State University, graduating in 2007 with a B.S in Business Administration concentrating in Finance and is currently enrolled in the University of Delaware's MBA program.



Exhibit B-3

Disclosure of liabilities and investigations

Exhibit B-3 will be electronically filed in Case No. 20-2000-XX-XXX as a Confidential Electronically Filed Document.

The public disclosure of SmartEnergy's information as disclosed in response to the questions and provided in the exhibits referenced above would create an extreme hardship for SmartEnergy because it would give an unfair advantage to the company's competitors and would likely result in substantial economic damages to SmartEnergy Holdings, LLC.

Competitive Retail Electric Service Affidavit

County of New York

State of New York

Stephen Kern Affiant, being duly sworn/affirmed, hereby states that:

1. The information provided within the certification or certification renewal application and supporting information is complete, true, and accurate to the best knowledge of affiant, and that it will amend its application while it is pending if any substantial changes occur regarding the information provided.
2. The applicant will timely file an annual report of its intrastate gross receipts, gross earnings, and sales of kilowatt-hours of electricity pursuant to Sections [4905.10\(A\)](#), [4911.18\(A\)](#), and [4928.06\(F\)](#), Ohio Revised Code.
3. The applicant will timely pay any assessment made pursuant to Sections [4905.10](#), [4911.18](#), and [4928.06\(F\)](#), Ohio Revised Code.
4. The applicant will comply with all applicable rules and orders adopted by the Public Utilities Commission of Ohio pursuant to [Title 49](#), Ohio Revised Code.
5. The applicant 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 will fully comply with Section [4928.09](#), Ohio Revised Code regarding consent to the jurisdiction of Ohio Courts and the service of process.
7. The applicant will comply with all state and/or federal rules and regulations concerning consumer protection, the environment, and advertising/promotions.
8. The applicant 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 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, 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.
11. The Applicant will inform the Public Utilities Commission of Ohio of any material change to the information supplied in the application within 30 days of such material change, including any change in contact person for regulatory purposes or contact person for Staff use in investigating consumer complaints.

12. The facts set forth above are true and accurate 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.

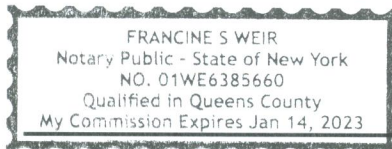
13. Affiant further sayeth naught.

[Signature]
Signature of Affiant & Title

Sworn and subscribed before me this 8 day of Feb, 2021
Month Year

[Signature]
Signature of official administering oath

Francine S. Weir, Notary Public
Print Name and Title



My commission expires on 01/14/2023

This foregoing document was electronically filed with the Public Utilities

Commission of Ohio Docketing Information System on

2/8/2021 5:24:12 PM

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Case No(s). 13-0373-EL-CRS

Summary: In the Matter of the Application of SmartEnergy Holdings LLC