

FILE

00-1936-EL-CRS

ORIGINAL



The Public Utilities Commission of Ohio

PUCO USE ONLY		
Date Received	Case Number	Version
	-EL-CRS	August 2004

(59)

Renewal

CERTIFICATION 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 A-13 Company History). All attachments should bear the legal name of the Applicant. Applicants should file completed applications and all related correspondence with the Public Utilities Commission of Ohio, Docketing Division; 180 East Broad Street, Columbus, Ohio 43215-3793.

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

A. APPLICANT INFORMATION

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

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

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

Legal Name Direct Energy Services, LLC
 Address 12 Greenway Plaza, Suite 250 Houston, TX 77046
 Telephone # (713) 877-3500 Web site address (if any) www.directenergy.com

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

Legal Name Direct Energy Services, LLC
 Address 3050 Plainfield Road, Dayton OH 45432
 Telephone # (937) 660-7094 Web site address (if any) www.directenergy.com

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

Direct Energy Services, LLC

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This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business.
 Technician JA Date Processed NOV 02 2012

A-5 Contact person for regulatory or emergency mattersName Teresa RingenbachTitle Sr. Manager, Gov't. & Regulatory AffairsBusiness address 9605 El Camino Lane, Plain City, OH 43064Telephone # (614) 504-5544

Fax # _____

E-mail address (if any) teresa.ringenbach@directenergy.com**A-6 Contact person for Commission Staff use in investigating customer complaints**Name Ronald AcreeTitle Customer Solutions ManagerBusiness address 6502 S. Yale Avenue, Tulsa OK 74136Telephone # (918) 493-9652

Fax # _____

E-mail address (if any) ronald.acree@directenergy.com**A-7 Applicant's address and toll-free number for customer service and complaints**Customer Service address 12 Greenway Plaza, Suite 250 Houston, TX 77046Toll-free Telephone # (888) 734-0741

Fax # _____

E-mail address (if any) csdirectenergy@directenergy.com**A-8 Applicant's federal employer identification number # 20-1340064****A-9 Applicant's form of ownership (check one)**☐ Sole Proprietorship☐ Partnership☐ Limited Liability Partnership (LLP)☐ Limited Liability Company (LLC)☐ Corporation☐ Other _____**A-10 (Check all that apply) Identify each electric distribution utility certified territory in which the applicant intends to provide service, including identification of each customer class that the applicant intends to serve, for example, residential, small commercial, mercantile commercial, and industrial. (A mercantile customer, as defined in (A) (19) of Section 4928.01 of the Revised Code, is a commercial customer who consumes more than 700,000 kWh/year or is part of a national account in one or more states).****☐ First Energy**☐ Ohio Edison☐ Toledo Edison☐ Cleveland Electric Illuminating☐ Cincinnati Gas & Electric☐ Monongahela Power☐ American Electric Power☐ Ohio Power☐ Residential☐ Residential☐ Residential☐ Residential☐ Residential☐ Residential☐ Residential☐ Commercial☐ Commercial☐ Commercial☐ Commercial☐ Commercial☐ Commercial☐ Commercial☐ Mercantile☐ Mercantile☐ Mercantile☐ Mercantile☐ Mercantile☐ Mercantile☐ Mercantile☐ Industrial☐ Industrial☐ Industrial☐ Industrial☐ Industrial☐ Industrial☐ Industrial

<input checked="" type="checkbox"/> Columbus Southern Power	<input type="checkbox"/> Residential	<input type="checkbox"/> Commercial	<input type="checkbox"/> Mercantile	<input type="checkbox"/> Industrial
<input checked="" type="checkbox"/> Dayton Power and Light	<input type="checkbox"/> Residential	<input type="checkbox"/> Commercial	<input type="checkbox"/> Mercantile	<input type="checkbox"/> Industrial

A-11 Provide the approximate start date that the applicant proposes to begin delivering services

DES, LLC has been active since late 2002.

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- A-12** **Exhibit A-12 "Principal Officers, Directors & Partners"** provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.
- A-13** **Exhibit A-13 "Corporate Structure,"** provide a description of the applicant's corporate structure, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale electricity or natural gas to customers in North America.
- A-14** **Exhibit A-14 "Company History,"** provide a concise description of the applicant's company history and principal business interests.
- A-15** **Exhibit A-15 "Articles of Incorporation and Bylaws,"** if applicable provide the articles of incorporation filed with the state or jurisdiction in which the applicant is incorporated and any amendments thereto.
- A-16** **Exhibit A-16 "Secretary of State,"** provide evidence that the applicant has registered with the Ohio Secretary of the State.

B. APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- B-1** **Exhibit B-1 "Jurisdictions of Operation,"** provide a list of all jurisdictions in which the applicant or any affiliated interest of the applicant is, at the date of filing the application, certified, licensed, registered, or otherwise authorized to provide retail or wholesale electric services.
- B-2** **Exhibit B-2 "Experience & Plans,"** provide a description of the applicant's experience and plan for contracting with customers, providing contracted services, providing billing statements, and responding to customer inquiries and complaints in accordance with Commission rules adopted pursuant to Section 4928.10 of the Revised Code.

B-3 **Exhibit B-3 "Summary of Experience,"** provide a concise summary of the applicant's experience in providing the service(s) it is seeking to be certified to provide (e.g. number and types of customers served, utility service areas, amount of load, etc.).

B-4 **Exhibit B-4 "Environmental Disclosure,"** provide a detailed description of how the applicant intends to determine its (a) generation resource mix, and (b) environmental characteristics, including air emissions and radioactive waste. This information shall include sufficient discussion so as to detail both the annual projection methodology and the proposed approach to compiling the quarterly actual environmental disclosure data. Additional details on this requirement may be obtained by referring to 4901:1-21-09.

B-5 **Exhibit B-5 "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-6 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-6 "Disclosure of Consumer Protection Violations"** detailing such violation(s) and providing all relevant documents.

B-7 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-7 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation"** detailing such action(s) and providing all relevant documents.

C. APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

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

- C-2** **Exhibit C-2 "SEC Filings,"** provide the most recent 10-K/8-K Filings with the SEC. If applicant does not have such filings, it may submit those of its parent company. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 that the applicant is not required to file with the SEC and why.
- C-3** **Exhibit C-3 "Financial Statements,"** provide copies of the applicant's two most recent years of audited financial statements (balance sheet, income statement, and cash flow statement). If audited financial statements are not available, provide officer certified financial statements. If the applicant has not been in business long enough to satisfy this requirement, it shall file audited or officer certified financial statements covering the life of the business.
- C-4** **Exhibit C-4 "Financial Arrangements,"** provide copies of the applicant's financial arrangements to conduct CRES as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.,).
- C-5** **Exhibit C-5 "Forecasted Financial Statements,"** provide two years of forecasted financial statements (balance sheet, income statement, and cash flow statement) for the applicant's CRES operation, along with a list of assumptions, and the name, address, e-mail address, and telephone number of the preparer.
- C-6** **Exhibit C-6 "Credit Rating,"** provide a statement disclosing the applicant's credit rating as reported by two of the following organizations: Duff & Phelps, Dun and Bradstreet Information Services, Fitch IBCA, Moody's Investors Service, Standard & Poors, or a similar organization. In instances where an applicant does not have its own credit ratings, it may substitute the credit ratings of a parent or affiliate organization, provided the applicant submits a statement signed by a principal officer of the applicant's parent or affiliate organization that guarantees the obligations of the applicant.
- C-7** **Exhibit C-7 "Credit Report,"** provide a copy of the applicant's credit report from Experian, Dun and Bradstreet or a similar organization.
- C-8** **Exhibit C-8 "Bankruptcy Information,"** provide a list and description of any reorganizations, protection from creditors or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or within the two most recent years preceding the application.

**Exhibit A-12
Officers and Directors**

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

Date 10/29/12

Current Appointments

Board Positions

Name	Position	Address
Clark, Maura	Director	L
Murray, Steven	Director	H

Officers

Name	Position	Address
Dohrwardt, Bray	Vice-President & Secretary	H
Tran, Son	Assistant Secretary	H
Asthana, Manu	Senior Vice-President	H
Murray, Steven	President, Direct Energy Residential	H
Clark, Maura	President, Direct Energy Business	L
Williamson, John	Vice-President, Finance Direct Energy Business	L
Dobson, Paul	Senior Vice-President, Pricing, Operations, and IS	L

Legend for Addresses:

L = 1001 Liberty Avenue
Suite 1200
Pittsburgh, PA 15222

H = 12 Greenway Plaza
Suite 250
Houston, TX 77046

Exhibit A-13
Corporate Structure

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

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Exhibit A-15
Corporate Structure

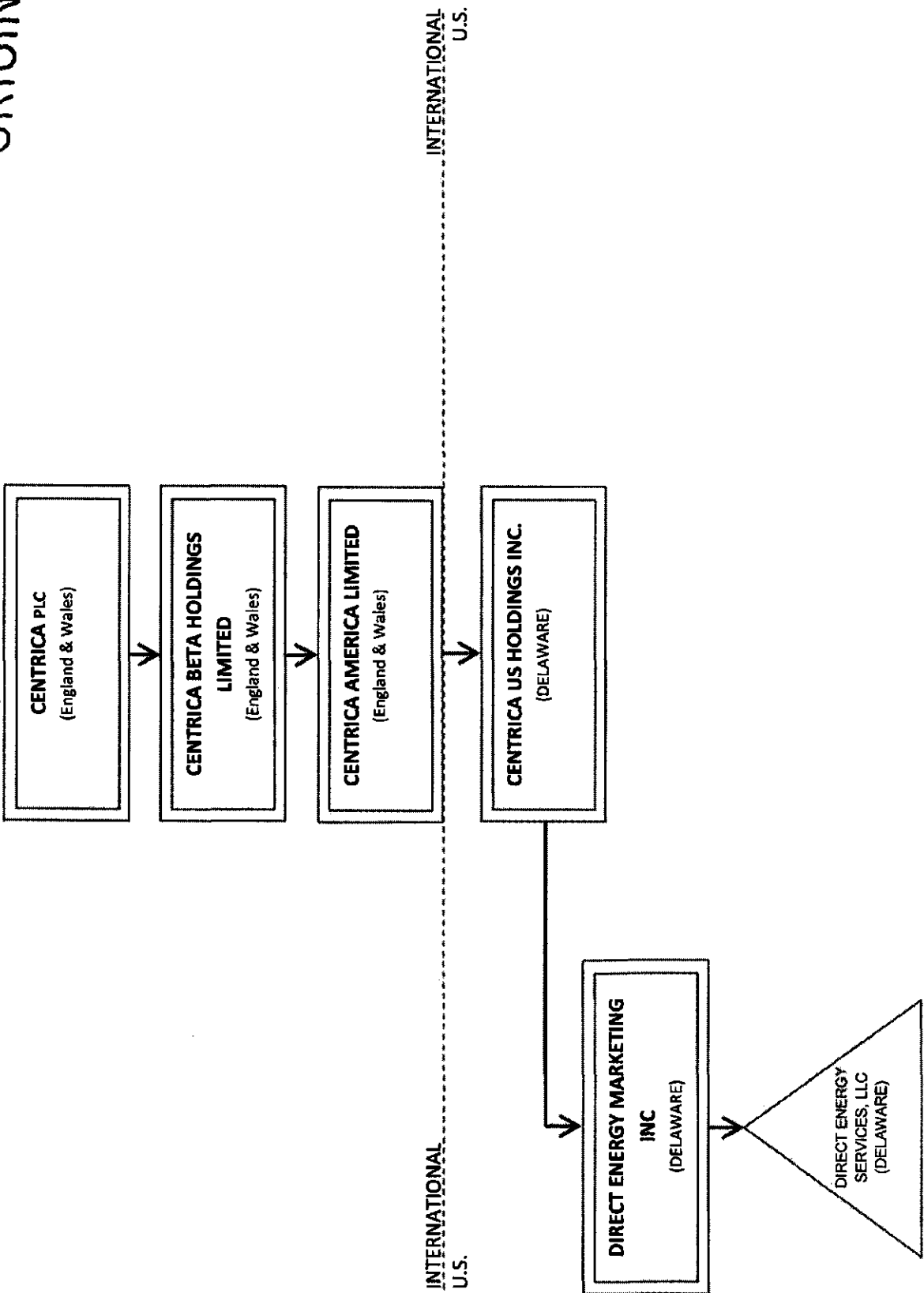


Exhibit A-14
Company History

Background

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

Direct Energy Services, formerly known as Energy America, LLC, first entered Ohio in late 2002 and has executed a number of campaigns since in the Duke Energy Ohio service territory. Other Ohio electric territories we plan to implement marketing campaigns in the near future are the First Energy utilities (Ohio Edison, Toledo Edison, and Cleveland Electric Illuminating), American Electric Power utilities (Ohio Power and Columbus Southern Power), and Dayton Power and Light. Direct Energy Services plans to continue customer acquisitions and retention efforts as part of Direct Energy's business model. Upon enrollment by the customer, Direct Energy Services mails a confirmation letter detailing the terms and conditions of the contract as part of its "Welcome Kit" to new customers.

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Exhibit A-15
Articles of Incorporation and Bylaws

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

Direct Energy Services, LLC

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Exhibit A-16
Secretary of State

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

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DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
06/30/2004	200418201596	REGISTRATION OF FOREIGN LIMITED LIABILITY CO (LFA)	126.00	100.00	.00	.00	.00

Receipt

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

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

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, J. Kenneth Blackwell

1473703

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

DIRECT ENERGY SERVICES, LLC

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

Document(s)

REGISTRATION OF FOREIGN LIMITED LIABILITY CO

Document No(s):

200418201596

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

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

J. Kenneth Blackwell
Ohio Secretary of State

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Complete the information in this section if box (2) is checked.

The address to which interested persons may direct requests for copies of any operating agreement and any bylaws of this limited liability company is

Brandon Parout
(Name)
25 Sheppard Avenue W., Suite 1700
(Street) NOTE: P.O. Box Addresses are NOT acceptable.
Toronto Ontario M2N 6S6
(City) (State) (Zip Code)

The name under which the foreign limited liability company desires to transact business in Ohio is

Direct Energy Services, LLC

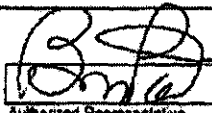
The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is

C.T. Corporation System
(Name)
1300 East 9th Street
(Street) NOTE: P.O. Box Addresses are NOT acceptable.
Cleveland Ohio 44114
(City) (State) (Zip Code)

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the OHIO SECRETARY OF STATE if:

- the agent cannot be found, or
- the limited liability company fails to designate another agent when required to do so, or
- the limited liability company's registration to do business in Ohio expires or is cancelled.

REQUIRED
 Must be authenticated (signed)
 by an authorized representative
 (See Instructions)


 Authorized Representative
Brandon Parout - ASSISTANT SECRETARY
 Print Name

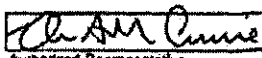

 Authorized Representative
GORDON A. M. CURRIE
 Print Name

Exhibit B-1
Jurisdiction of Operation

Currently, Direct Energy Services is providing retail electric service in the Duke Energy of Ohio service territory. In June 2004, Direct Energy Services completed the registration of name transfer from Energy America LLC, which had initiated competitive retail electric supply services in the State of Ohio in late 2002. Further, Direct Energy Services completed the registration in the other states of: Connecticut, Michigan, Maryland, Massachusetts, New York, New Jersey, Pennsylvania, and Rhode Island in 2004. The District of Columbia and Maine were registered under Direct Energy Services, LLC the following year. Currently, the eleven states where service is being provided to residential and small commercial end use customers are: Connecticut, Delaware, Illinois, Maine, Massachusetts, Maryland, New Jersey, New York, Pennsylvania, Ohio, and Rhode Island.

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Exhibit B-2
Experience & Plans

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

Direct Energy Services, formerly known as Energy America, LLC, first entered the Duke Energy Ohio CHOICE program as a marketer in the fourth quarter of 2002 and has executed a number of campaigns since in the Duke Energy Ohio service territory. Other Ohio electric territories we plan to implement marketing campaigns in the near future are the First Energy utilities (Ohio Edison, Toledo Edison, and Cleveland Electric Illuminating), American Electric Power utilities (Ohio Power and Columbus Southern Power), and Dayton Power and Light. Direct Energy Services plans to continue customer acquisitions and retention efforts as part of Direct Energy's business model. Upon enrollment by the customer, Direct Energy Services mails a confirmation letter detailing the terms and conditions of the contract as part of its "Welcome Kit" to new customers.

Regarding customer inquiries and complaints:

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

Exhibit B-3
Summary of Experience

Direct Energy Services, formerly known as Energy America, has provided electric services to Ohio customers since December 2002. Direct Energy Services has marketed and acquired customers in Duke Energy Ohio service territory. Direct Energy Services approximately serves 29,000 customers, as of August 31, 2012, in this Ohio service territory. The most current volume supplied for the current customer base was 46,000 MWh as of August 31, 2012.

Exhibit B-4
Environmental Disclosure Label

Based on Ohio's Administrative Code 4901:1-21-09, Direct Energy Services, LLC acknowledges, is familiar with the current regulations, and has integrated the requirements internally with the required distribution mailings to our customers five times throughout the year. Direct Energy Services, LLC is dependent on PUCO in providing regional generation resource mix percentages and are unable to provide actual resource mix percentages since we do not own generation assets in Ohio. Attached is the latest EDL that was submitted to our customers in September.

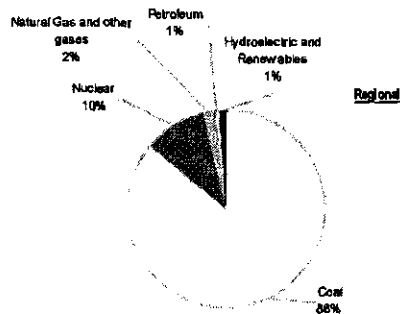
Environmental Disclosure Information

Direct Energy Services, LLC

Projected Data for the 2012 Calendar Year

GENERATION RESOURCE MIX

A comparison between the sources of generation projected to be used to generate this product and the historic regional average supply mix.



Actual

Unknown Purchased Resources
100%

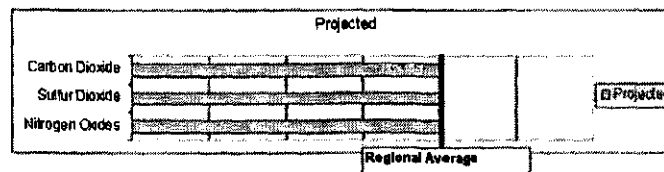
ENVIRONMENTAL CHARACTERISTICS

A description of the characteristics associated with each possible generation resource.

Biomass Power	Air Emissions and Solid Waste
Coal Power	Air Emissions and Solid Waste
Hydro Power	Wildlife Impacts
Natural Gas Power	Air Emissions and Solid Waste
Nuclear Power	Radioactive Waste
Oil Power	Air Emissions and Solid Waste
Other Sources	Unknown Impacts
Solar Power	No Significant Impacts
Unknown Purchased Resources	Unknown Impacts
Wind Power	Wildlife Impacts

AIR EMISSIONS

A comparison between the air emissions related to this product and the regional average air emissions.



RADIOACTIVE WASTE

Radioactive waste associated with the product.

Type:	Quantity:
High-Level Radioactive Waste	Lbs./1,000 kWh
Low-Level Radioactive Waste	Ft ³ /1,000 kWh

With in-depth analysis, the environmental characteristics of any form of electric generation will reveal benefits as well as costs. For further information, contact Direct Energy Services at www.directenergy.com or by phone at 1-888-566-9988.

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Exhibit B-5
Disclosure of Liabilities and Investigations

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

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

Energy America: Georgia

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

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

On January 6, 2004, the Georgia Public Service Commission approved a Stipulation between Energy America and the staff of Georgia Public Service Commission to resolve a matter arising out of the Energy America's inadvertent failure to timely pay its provider of mailbox services (docket number 9557-U). Consistent with applicable rules, Energy America had maintained a mailbox, as among other things, the primary mailing address for certain payments, including Low Income Home Energy Assistance Program ("LIHEAP") payments, and other correspondence from Energy America's customers in the State. As a result of Energy America's inadvertent failure to pay the vendor, payments sent to Energy America

at the mailbox address were not forwarded to Energy America resulting in the disconnection of service to several customers. In resolution of these issues, Energy America agreed to reinstate the accounts of all affected customers and made a voluntary contribution to the LIHEAP fund.

Energy America: Michigan

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

Direct Energy, LP: Texas

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

Direct Energy, LP: Texas

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

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

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

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

Direct Energy, LP: Texas

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

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

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

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

On December 14, 2007, the Commission issued a Final Order approving a revised Settlement Agreement between Commission Staff and Direct Energy, in which Direct Energy agreed to: 1) provide notice to all affected customers that they are no longer subject to a term commitment and may choose another service plan or provider without being charged a cancellation fee; 2) provide refunds of early

cancellation penalties that may have been levied; and 3) expend \$695,000 to fund the development and presentation of an education program regarding the retail electric market in the Electric Reliability Council of Texas targeted to small commercial customers in lieu of paying an administrative penalty.

Direct Energy, LP: Texas

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

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

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

Direct Energy Business, LLC: California ISO

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

Direct Energy Marketing Limited: Alberta, Canada

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

On April 23, 2009, Direct Energy Marketing Limited ("DEML") executed a Consent Undertaking with the Director of the Fair Trading Act of Alberta. Through this Undertaking, the Director informed DEML

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

Direct Energy Marketing Limited: Ontario, Canada

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

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

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

Direct Energy Marketing Limited: Ontario, Canada

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

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

CPL Retail Energy, LP: Texas

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

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

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

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

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

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

First Choice Power Special Purpose, LP: Texas

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

Direct Energy Marketing Limited: Ontario, Canada

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

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

CPL Retail Energy, LP: Texas

CPL Retail Energy, LP entered into a settlement agreement in 2011 with Staff of the Public Utility Commission of Texas (Commission) in Docket No. 39285. This agreement resolves and concludes an investigation of CPL Retail Energy related to the Commission's substantive rules relating to consumer

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protection. The investigation was initiated as part of a compliance audit program applicable to all retail electric providers as instituted by the Commission. As part of the settlement, CPL Retail Energy agreed to pay an administrative penalty of \$18,000 for alleged violations committed by the company."

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

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

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

Exhibit C-1
Annual Reports

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

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

And

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

Direct Energy Services, LLC

Exhibit C-2
SEC Filings

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

centrica

Annual Report and Accounts 2010

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Financials

Summary Financial Statements

Summary Group Income Statement

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

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	1,216	726	1,942	1,144	(288)	856
	Pence					Pence
Earnings per ordinary share						
From continuing and discontinued operations:						
Basic	37.6					16.5
Diluted	37.3					16.4
From continuing operations:						
Basic	36.4					12.7
Diluted	36.1					12.6
Interim dividend paid per ordinary share	3.84					3.66
Final dividend proposed per ordinary share	10.46					9.14
	£000					£000
Directors' emoluments	8,394					7,184

Summary Group Balance Sheet

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

Summary Group Statement of Changes in Equity

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

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Amounts arising on consolidation	-	948
Repurchase of non-controlling interests ⁽¹⁾	-	(201)
Disposal of Segebel S.A.	-	(589)
Liquidation of subsidiaries	(70)	-
Dividends paid by subsidiaries	-	(11)
Dividends	(668)	(635)
Taxation	20	12
Exchange adjustments	3	(12)
31 December	5,819	4,265

Summary Group Cash Flow Statement

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

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

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

Sam Laidlaw
Chief Executive

Nick Luff
Group Finance Director

FINANCIAL STATEMENTS

SUMMARY FINANCIAL STATEMENTS

SUMMARY GROUP INCOME STATEMENT

Year ended 31 December	2011			2010		
	Business performance £m	Exceptional items and certain re-measurements £m	Results for the year £m	Business performance £m	Exceptional items and certain re-measurements £m	Results for the year £m
Group revenue	22,824	–	22,824	22,423	–	22,423
Cost of sales before exceptional items and certain re-measurements	(17,959)	–	(17,959)	(17,595)	–	(17,595)
Exceptional items	–	(221)	(221)	–	(102)	(102)
Re-measurement of energy contracts	–	(437)	(437)	–	1,177	1,177
Gross profit	4,865	(658)	4,207	4,828	1,075	5,903
Operating costs before exceptional items	(2,750)	–	(2,750)	(2,641)	–	(2,641)
Exceptional items	–	(110)	(110)	–	(181)	(181)
Share of profits/(losses) in joint ventures and associates, net of interest and taxation	93	(26)	67	7	(14)	(7)
Group operating profit	2,208	(794)	1,414	2,194	880	3,074
Net interest expense	(146)	–	(146)	(265)	–	(265)
Profit from continuing operations before taxation	2,062	(794)	1,268	1,929	880	2,809
Taxation on profit from continuing operations	(810)	(16)	(826)	(708)	(221)	(929)
Profit from continuing operations after taxation	1,252	(810)	442	1,221	659	1,880
Profit/(loss) from discontinued operations	13	22	35	(8)	67	59
(Loss)/profit on disposal of discontinued operations	–	(58)	(58)	3	–	3
Profit for the year	1,265	(844)	421	1,216	726	1,942
Attributable to:						
Equity holders of the parent	1,265	(844)	421	1,209	726	1,935
Non-controlling interests	–	–	–	7	–	7
	1,265	(844)	421	1,216	726	1,942
Earnings per ordinary share			Pence			Pence
From continuing and discontinued operations:						
Basic			8.2			37.6
Diluted			8.1			37.3
From continuing operations:						
Basic			8.6			36.4
Diluted			8.5			36.1
Interim dividend paid per ordinary share			4.29			3.84

Final dividend proposed per ordinary share	11.11	10.46
	£000	£000
Directors' emoluments	5,945	8,394

SUMMARY GROUP BALANCE SHEET

31 December	2011 £m	2010 £m
Non-current assets	13,973	13,269
Current assets	5,596	5,551
Current liabilities	(6,270)	(5,268)
Net current assets	(874)	283
Non-current liabilities	(7,699)	(7,820)
Net assets of disposal groups classified as held for sale	–	87
Net assets	5,600	5,819
Shareholders' equity	5,600	5,819

SUMMARY GROUP STATEMENT OF CHANGES IN EQUITY

	2011 £m	2010 £m
1 January	5,819	4,255
Profit for the year	421	1,942
Other comprehensive income	81	268
	6,321	6,465
Employee share schemes	57	69
Purchase of non-controlling interest	(7)	–
Liquidation of subsidiaries	–	(70)
Dividends	(782)	(668)
Taxation	(8)	20
Exchange adjustments	(1)	3
31 December	5,600	5,819

SUMMARY GROUP CASH FLOW STATEMENT

31 December	2011 £m	2010 (restated) (i) £m
Cash generated from continuing operations	3,229	3,190
Net interest, taxation and other operating cash flows	(892)	(762)
Net cash flow from operating activities	2,337	2,428
Net cash flow from investing activities	(1,400)	(1,584)
Net cash flow from financing activities	(907)	(1,677)
Net increase/(decrease) in cash and cash equivalents	30	(833)
Cash and cash equivalents at 1 January	461	1,285
Effect of foreign exchange rate changes	(2)	(1)
Cash and cash equivalents at 31 December	479	451

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

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

Sam Laidlaw Nick Luff

Sam Laidlaw
Chief Executive

Nick Luff
Group Finance Director

Direct Energy Services, LLC

Exhibit C-4
Financial Arrangements

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Public Version - Redacted

Exhibit C-5
Forecasted Financial Statements

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Public Version - Redacted

Exhibit C-6
Credit Rating

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

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

MOODY'S

INVESTORS SERVICE

Credit Opinion: Centrica plc

Global Credit Research - 12 Aug 2011

Windsor, United Kingdom

Ratings

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

Contacts

Analyst	Phone
Neil Griffiths-Lambeth/London	44.20.7772.5454
Helen Francis/London	
Monica Meril/London	

Key Indicators

Centrica plc[1]

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

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

Note: For definitions of Moody's most common ratio terms please see the accompanying [User's Guide](#).

Opinion

Company Profile

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

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

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

Rating Rationale

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

DETAILED RATING CONSIDERATIONS

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

FACTOR 1: MARKET ASSESSMENT, SCALE AND COMPETITIVE POSITION

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

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

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

FACTOR 2: CASH FLOW PREDICTABILITY OF BUSINESS MODEL

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

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

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

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

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

FACTOR 3: FINANCIAL POLICY

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

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

FACTOR 4: FINANCIAL STRENGTH METRICS

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

Liquidity

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

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

Rating Outlook

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

What Could Change the Rating - Up

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

What Could Change the Rating - Down

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

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

Rating Factors

Centrica plc

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

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

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Direct Energy Services, LLC

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Exhibit C-7
Credit Report

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



Decide with Confidence

European Comprehensive Report

ORIGINAL

Report viewed
Subscriber Number

06 Jun 2012
263-786383

Identification & Summary

CENTRICA PLC

Risk Evaluation

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

Legal Events

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

Associations

Parent Company	No
Number of Principals	14

Financial Summary

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

Identification

Trading Style Centrica Energy Group.

Main Trading Address
MILLSTREAM
MAIDENHEAD RD
WINDSOR
BERKSHIRE
SL4 5GD
UNITED KINGDOM

Telephone Number 01753-494000

Fax Number 01753-494001

D-U-N-S® Number 77-855-7603

VAT Number GB 684 9667 62

Registered Number 3033854

Web Address www.centrica.com

Registered Address Millstream, Maidenhead Rd, Windsor
Berkshire SL4 5GD
UNITED KINGDOM

Line of Business (SIC) GAS & OTHER SERVICES COMBINED (4932)
CRUDE PETROLEUM & NATURAL GAS EXTRACTION (1311)
MANUFACTURED GAS PRODUCTION/DISTRIBUTION (4925)

D&B Risk Assessment

RISK OF BUSINESS FAILURE: MINIMUM

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

D&B Maximum Credit £46,667,000

Maximum amount on monthly open credit terms.

Direct Energy Services, LLC

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Exhibit C-8
Bankruptcy Information

Direct Energy Services, LLC has had no reorganizations, protection from creditors or any other form of bankruptcy filings. The same is true of the Officers of Direct Energy Services, LLC, referenced on Exhibit A-12.

Direct Energy Services, LLC

Exhibit C-8
Bankruptcy Information

ORIGINAL

Direct Energy Services, LLC has had no reorganizations, protection from creditors or any other form of bankruptcy filings. The same is true of the Officers of Direct Energy Services, LLC, referenced on Exhibit A-12.

Direct Energy Services, LLC

Exhibit C-9
Merger Information

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

FILE

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3



VECTREN
Source

Vectren Source
One Vectren Square
Evansville, Indiana 47708

January 26, 2012

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

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

02-11068-GA-CRS

Dear Ms. McCauley,

PUCO

2012 JAN 30 AM 9:32

RECEIVED-BOOKING DIV

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

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

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

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

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

Sincerely,

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

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business.
Technician ye Date Processed JAN 30 2012

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ATTACHMENT A – Material Changes to CRES Application

New Corporate Officers and Directors

Director

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

Officers

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

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

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

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ATTACHMENT B – Service List

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

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

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

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

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Exhibit D-1
Operations

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

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Exhibit D-2
Operations Expertise

Direct Energy owns and operates three power generation plants in the state of Texas, with a total capability of over 1200 megawatts (MW) – that's enough electricity to power nearly a million average Texas homes. We employ approximately 70 people in our power plants. We also own all of the electrical output of multiple wind farms in Texas under various power purchase agreements.

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

For Midstream & Trading, the Senior Vice President is Manu Asthana, who has experience in energy trading. Prior to joining the organization, he was Senior Vice President of Luminant Energy.

Exhibit D-3
Key Technical Personnel

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

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

Darin Holst, Senior Direct, Power Trading – Canada and US West Power
Darin.holst@directenergy.com
(403) 776-2111

Darin and the Power North team have over 30+ years of electricity trading experience for markets across Canada and down the US West coast.

Steve Dalicandro, Head of Northeast Power
Steve.Dalicandro@directenergy.com
(713) 877-5828

Steve has 18 years of commodity trading experience, including 12 in electricity markets. Steve has managed electricity and gas desks throughout his energy trading career. The Northeast Power Desk provides an array of products from wholesale electricity to full requirements power in PJM, MISO, Nepoch, and NYISO.

Jeff Boling, Head of Northeast Power Origination
Jeff.boling@directenergy.com
(713) 877-4020

Jeff has worked in the power and gas industry for more than 20 years working for Amoco, BP and Direct Energy. Jeff leads the power origination team in finding opportunities in PJM, ISO-NE, and New York.

David Hindman, Head of ERCOT Desk
David.hindman@directenergy.com
(713) 877-3544

David has eight years of wholesale market experience in ERCOT and leads an experienced team. The ERCOT Desk is active in electricity, hourly shape, nodal basis and ancillary services. In addition, as an operator of power generation and provider of energy supply to retail electricity providers (REPs), his team provides energy management services to help customers optimize their power generation assets as well as purchases and hedging.

Exhibit D-4
FERCE Power Marketer License Number

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Federal Regulatory Body	License / Holder	Name / Type	Docket No.	Effective Date (MBR Granted)
FERC	Direct Energy Services, LLC	MBR Tariff	ER11-1846-000	20-Oct-06

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

D. APPLICANT 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 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.
- 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)

Charles C. Sr. Mng. Compliance
Signature of Applicant and Title

Sworn and subscribed before me this 31st day of October, 2012
Month Year

Joseph M. Clark
Signature of official administering oath

Joseph M. Clark
Print Name and Title

My commission expires on



JOSEPH M. CLARK, Attorney At Law.
NOTARY PUBLIC - STATE OF OHIO
My commission has no expiration date
Sec. 147.03 R.C.

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AFFIDAVIT

State of Ohio :

_____, ss.
(Town)

County of Franklin :

Christina Crable, Affiant, being duly sworn/affirmed according to law, deposes and says that:

He/She is the Sr. Manager, Compliance (Office of Affiant) of Direct Energy Services, LLC (Name of Applicant);

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

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

ORIGINAL

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

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

Chris Cee, Sr. Mng. Compliance
Signature of Affiant & Title

Sworn and subscribed before me this 31st day of October, 2012
Month Year

Joseph M. Clark
Signature of official administering oath

Joseph M. Clark
Printed Name and Title

My commission expires on _____



JOSEPH M. CLARK, Attorney At Law
NOTARY PUBLIC - STATE OF OHIO
My commission has no expiration date
Sec. 147.03 R.C.