

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.*

Attached are the Audited Consolidated Financial Statements as at and for the Year Ended December 31, 2013 and the Period from Inception on September 7, 2012 to December 31, 2012 of Crius Energy Trust, Applicant's parent entity.



CRIUS ENERGY TRUST

AUDITED CONSOLIDATED FINANCIAL STATEMENTS

AS AT AND FOR THE YEAR ENDED DECEMBER 31, 2013 AND THE PERIOD
FROM INCEPTION ON SEPTEMBER 7, 2012 TO DECEMBER 31, 2012

CRIUS ENERGY TRUST

CONSOLIDATED FINANCIAL STATEMENTS

**As at and for the year ended December 31, 2013 and the period from inception on September 7,
2012 to December 31, 2012**

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Independent Auditor's Report

Directors of Crius Energy Administrator Inc., as administrator of Crius Energy Trust

We have audited the accompanying consolidated financial statements of Crius Energy Trust (the "Trust"), which comprise the consolidated statements of financial position as at December 31, 2013 and 2012, and the consolidated statements of comprehensive income, statements of changes in equity and statements of cash flows for the year ended December 31, 2013 and the period from inception on September 7, 2012 to December 31, 2012, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, as issued by the International Accounting Standards Board and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards and auditing standards generally accepted in the United States. Those standards require that we comply with ethical requirements and plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of Crius Energy Trust as at December 31, 2013 and 2012, and its financial performance and its cash flows for the year ended December 31, 2013 and the period from inception on September 7, 2012 to December 31, 2012, in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Ernst + Young LLP

Hartford, Connecticut
March 25, 2014

CRIUS ENERGY TRUST

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(in thousands of U.S. dollars)

	Notes	As at December 31, 2013	As at December 31, 2012
ASSETS			
Current			
Cash and cash equivalents		\$15,343	\$30,301
Restricted cash and cash equivalents		—	65
Collateral deposits		743	984
Accounts receivable	8	75,564	56,197
Income tax receivable		2,918	4,864
Other current financial assets	13	20,345	241
Other current assets		1,909	1,105
		116,822	93,757
Non-current			
Property and equipment	9	2,685	953
Intangible assets	10	81,175	116,945
Other non-current assets		16	175
Goodwill	12	180,866	235,150
		\$381,564	\$446,980
LIABILITIES AND UNITHOLDERS' EQUITY			
Current			
Trade and other payables		\$75,454	\$49,718
Credit facility	11	6,500	—
Distribution payable	15	773	1,327
Other current financial liabilities	13	—	2,610
		82,727	53,655
Non-current			
Deferred tax liabilities	14	27,776	41,462
Other non-current liabilities	13	1,744	1,519
Unit-based compensation	18	228	—
Non-controlling interest	13	138,234	258,611
		250,709	355,247
Unitholders' Equity			
Trust capital	15	90,402	90,300
Accumulated earnings		51,430	2,760
Accumulated distributions	15	(10,977)	(1,327)
Total Unitholders' Equity		130,855	91,733
		\$381,564	\$446,980
Commitments	23		

See accompanying notes to the consolidated financial statements.

CRIUS ENERGY TRUST

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(in thousands of U.S. dollars)

		Year ended December 31, 2013	Period from inception on September 7, 2012 to December 31, 2012
	Notes		
Revenue		\$507,072	\$56,260
Cost of sales		403,724	44,416
Gross margin		103,348	11,844
Expenses			
Selling expenses		27,959	3,396
General and administrative expenses		43,242	4,960
Unit-based compensation		330	—
Depreciation and amortization	9, 10	38,353	5,170
Operating loss		(6,536)	(1,682)
Other (expenses) income			
Finance costs		(6,021)	(746)
Goodwill impairment		(60,515)	—
Distributions to non-controlling interest		(31,168)	—
Change in fair value of derivative instruments	13	22,094	(2,386)
Change in fair value of non-controlling interest	13	120,377	4,469
Income (loss) before income taxes		38,231	(345)
Benefit from income taxes	14	(10,439)	(3,105)
Net income and comprehensive income		\$48,670	\$2,760

See accompanying notes to the consolidated financial statements.

CRIUS ENERGY TRUST

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the year ended December 31, 2013 and the period from

inception on September 7, 2012 to December 31, 2012

(in thousands of U.S. dollars, except unit amounts)

	Notes	Number of Trust Units	Trust Capital	Accumulated Earnings	Accumulated Cash Distributions	Total
Issued on initial organization – Sept 7, 2012.....	15	1	\$0	\$0	\$0	\$0
Repurchase of initial Trust units.....	15	(1)	—	—	—	—
Issuance of Trust units.....	15	10,000,000	99,612	—	—	99,612
Trust unit issuance costs.....	15	—	(11,587)	—	—	(11,587)
Distribution to unitholders.....	15	—	—	—	(1,327)	(1,327)
Tax benefit related to stock options.....		—	2,275	—	—	2,275
Net income and comprehensive income.....		—	—	2,760	—	2,760
Balance at December 31, 2012.....		10,000,000	\$90,300	\$2,760	\$(1,327)	\$91,733
Issuance of Trust units.....	15,18	14,924	102	—	—	102
Distribution to unitholders.....	15	—	—	—	(9,650)	(9,650)
Net income and comprehensive income.....		—	—	48,670	—	48,670
Balance at December 31, 2013.....		10,014,924	\$90,402	\$51,430	\$(10,977)	\$130,855

See accompanying notes to the consolidated financial statements.

CRIUS ENERGY TRUST

CONSOLIDATED STATEMENTS OF CASH FLOWS

(in thousands of U.S. dollars)

		Year ended December 31,	Period from inception on September 7, 2012 to December 31,
	Notes	2013	2012
Net inflow (outflow) of cash related to the following activities			
Operating Activities			
Net income and comprehensive income		\$48,670	\$2,760
Add net income items related to financing activities:			
Finance costs		6,021	746
Distributions to non-controlling interest		31,168	—
Add (deduct) items not affecting cash			
Depreciation of property and equipment	9	441	42
Goodwill impairment	12	60,515	—
Amortization of intangible assets	10	37,863	5,128
Change in fair value of derivative instruments	13	(22,094)	2,386
Change in fair value of non-controlling interest	13	(120,377)	(4,469)
Unit-based compensation	18	330	—
Bad debt expense		5,067	64
Non-cash interest		(302)	(31)
Loss on disposal of assets		49	—
Provision for income taxes	14	(12,143)	(3,354)
		<u>35,208</u>	<u>3,272</u>
Net change in operating assets and liabilities	17	(8,933)	(12,379)
		<u>26,275</u>	<u>(9,107)</u>
Investing Activities			
Acquisition of Crius Energy, LLC, net of cash acquired	7	—	(47,877)
Purchase of intangible assets	10	(2,142)	(18)
Purchase of property and equipment	9	(844)	(71)
		<u>(2,986)</u>	<u>(47,966)</u>
Financing Activities			
Proceeds from issuance of Trust units	15	—	99,612
Trust units issue costs	15	—	(11,587)
Credit facility advances	11	20,000	—
Credit facility repayments	11	(13,500)	—
Finance costs		(5,513)	(651)
Distributions to non-controlling interest		(29,029)	—
Distributions to unitholders		(10,205)	—
		<u>(38,247)</u>	<u>87,374</u>
Net cash (outflow) inflow		(14,958)	30,301
Cash and cash equivalents, beginning of period		30,301	—
Cash and cash equivalents, end of period		<u>\$15,343</u>	<u>\$30,301</u>
Supplemental cash flow information			
Interest paid		\$5,513	\$651
Income taxes paid		\$327	\$1,579

See accompanying notes to the consolidated financial statements.

CRIUS ENERGY TRUST

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

AS AT AND FOR THE YEAR ENDED DECEMBER 31, 2013 AND THE PERIOD FROM INCEPTION ON
SEPTEMBER 7, 2012 TO DECEMBER 31, 2012
(in thousands of U.S. dollars, unless otherwise stated)

1. NATURE AND ORGANIZATION

Crius Energy Trust (the "Trust") is an unincorporated, open-ended limited purpose trust established under the laws of the Province of Ontario on September 7, 2012. The Trust has been established to provide investors with a distribution-producing investment through its acquisition (the "Acquisition") of an approximate 26.8% ownership interest in Crius Energy, LLC, a Delaware limited liability company, by its indirect wholly-owned subsidiary, Crius Energy Corporation, concurrently with the sale by the Trust of 10,000,000 trust units of the Trust at a price of C\$10.00 per Unit pursuant to an initial public offering (the "Offering") that closed on November 13, 2012. There was no other activity in the Trust from inception on September 7, 2012 until the initial public offering was completed on November 13, 2012.

The Trust is administered by Crius Energy Administrator ("the Administrator"), pursuant to the Administration Agreement dated September 7, 2012 between Computershare Trust Company, as Trustee of the Trust and the Administrator. The Board of Directors of the Administrator therefore performs the majority of the oversight and governance role for the Trust and has been consolidated.

The Trust is domiciled at: 3400, One First Canadian Place, P.O. Box 130, 100 King Street West, Toronto, Ontario, Canada M5X 1A4

The following is a summary of the entities directly or indirectly wholly owned by the Trust:

- Crius Energy Holdings Inc., was incorporated under the *Business Corporations Act* (Ontario) on October 23, 2012. The Trust is the sole shareholder of Crius Energy Holdings Inc. Crius Energy Holdings Inc. was incorporated for the purpose of forming, acquiring and holding all of the issued and outstanding shares in, Crius Energy Corporation.
- Crius Energy Corporation was incorporated under the Delaware General Corporation Law on October 26, 2012. Crius Energy Corporation was incorporated for the purpose of acquiring a controlling 26.8% interest in Crius Energy LLC.
- Crius Energy Commercial Trust was established as an unincorporated open-ended limited purpose trust under the laws of the Province of Ontario on November 7, 2012. Crius Energy Commercial Trust was established for the purpose of acquiring and holding debt of the Trust's other subsidiary, Crius Energy Corporation, following the closing of the Offering of trust units of the Trust.

The following are the operating subsidiaries that the Trust, through its indirect wholly owned subsidiary Crius Energy Corporation, holds a 26.8% ownership interest in: Crius Energy, LLC, Crius Energy Management, LLC, Regional Energy Holdings, Inc., Viridian Energy, LLC, Viridian Energy PA, LLC, Viridian Energy NY, LLC, Cincinnati Bell Energy LLC, FairPoint Energy LLC, Viridian Network LLC, FTR Energy Services LLC, Public Power, LLC (a CT entity), Public Power LLC (a PA entity), Public Power Energy, LLC, Public Power & Utility of NY, Inc., Public Power & Utility of New Jersey, Inc. and Public Power & Utility of Maryland, Inc.

2. OPERATIONS

The Trust's business primarily involves the sale of electricity and natural gas to residential and commercial customers under variable-priced and fixed-price contracts. The Trust, through its subsidiaries, markets electricity and natural gas, and derives its gross margin from the difference between the price at which it sells the commodities to its customers and the price at which it purchases the associated volumes from its supplier. The Trust, through its subsidiaries, commenced marketing solar products in September 2013.

Through its licensed operating subsidiaries, the Trust provides: (i) retail electricity to its customers in the Connecticut, Delaware, District of Columbia, Illinois, Massachusetts, Maine, Maryland, New Hampshire, New Jersey, New York, Ohio, Rhode Island and Pennsylvania markets; (ii) retail natural gas to its customers in the District of Columbia, Indiana, Maryland, New Jersey, New York, Ohio, Pennsylvania and Virginia markets; and (iii) markets solar energy products, beginning in September, 2013, in the Connecticut, Delaware, Maryland, Massachusetts, New Jersey and New York markets. In addition to the states in which it currently operates, its subsidiaries are also licensed, certified, or otherwise qualified by applicable state agencies to supply retail natural gas/electricity/solar energy products and services in California.

3. BASIS OF PRESENTATION

Basis of presentation

The Trust prepares its consolidated financial statements in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB").

The consolidated financial statements are presented in U.S. dollars, the functional currency of the Trust and all subsidiaries, and all values are rounded to the nearest thousands. The consolidated financial statements are prepared on a going concern basis under the historical cost convention except for the accounting for the acquisition and for certain financial assets and liabilities which are stated at fair value (Notes 5 and 13).

These consolidated financial statements have been prepared for the year ended December 31, 2013 with comparative data, as applicable, for the period from inception on September 7, 2012 to December 31, 2012. The opening balance sheet of the Trust on September 7, 2012 consisted of cash of C\$10.00 and one trust unit with the issue price of C\$10.00 and there was no other activity until the initial public offering was completed on November 13, 2012.

Principles of consolidation

The consolidated financial statements include the financial statements of the Trust and entities controlled by the Trust including subsidiaries as at December 31, 2013 and 2012, respectively, and include all the subsidiaries and entities over which the Trust has power to govern the financial and operating policies for and are consolidated from the date of acquisition and control, and continue to be consolidated until the date that such control ceases. All intercompany balances, income, expenses, and unrealized gains and losses resulting from intercompany transactions are eliminated on consolidation.

Reclassification

Certain reclassifications have been made in the consolidated statements of financial position and cash flows in 2012 to conform to the 2013 presentation.

4. SIGNIFICANT ACCOUNTING POLICIES

Cash and cash equivalents

Cash and cash equivalents consists of cash with financial institutions and includes highly liquid investments with original maturities of three months or less. At any time, cash in banks may exceed federally insured limits.

Restricted cash and cash equivalents

Restricted cash and cash equivalents are pledged as collateral for energy purchase and other obligations as required under the Trust's energy supplier agreement with Macquarie Energy LLC (Note 11).

Collateral deposits

Collateral deposits represent cash which is posted with State regulatory entities, independent system operators ("ISO"), local distribution companies ("LDCs"), or other counterparties as collateral for assurance bonds, required collateral in order to operate in certain markets, or for other financial assurance programs and are classified as current based on the duration and nature of the deposit requirements.

Accounts receivable

The Trust delivers electricity and natural gas to its customers through LDCs, many of which guarantee amounts due from customers for consumed electricity and natural gas. Accounts receivable primarily represents amounts due for electricity and natural gas consumed by customers net of an allowance for estimated amounts that will not be collected from customers.

Credit risk and allowance for doubtful accounts

The Trust primarily operates in LDC markets which have purchase of receivables ("POR") programs in place under which the LDCs assume the credit risk associated with the customer billings. Consequently, in these markets, the Trust's exposure to credit risk concentration is limited primarily to those LDCs that collect and remit receivables to the Trust. The Trust's customers are individually insignificant and geographically dispersed. The Trust regularly monitors the financial condition of each such LDC and currently believes that its susceptibility to an individually significant write-off as a result of concentrations of customer accounts receivable with those LDCs is remote.

In other markets, the Trust operates under either limited recourse POR or non-POR programs. In these markets, certain receivables are billed and collected by the Trust. The Trust bears the credit risk on these accounts and records an appropriate allowance for doubtful accounts to reflect any losses due to non-payment by customers. The Trust maintains an allowance for doubtful accounts, which represents management's estimates of losses inherent in the accounts receivable balance based on known troubled accounts, historical experience, account aging and other current available information. Based on the factors above, the Trust will write-off balances when it believes that amounts are no longer collectible and when we have exhausted all means to collect these receivables.

Property and equipment

Property and equipment are recognized at cost less accumulated depreciation and any accumulated impairment losses. Cost includes expenditures that are directly attributable to the acquisition of the asset, to bring the asset to a working condition for its intended use. The commencement date for capitalization of costs occurs when the Trust first incurs expenditures for the qualifying assets and undertakes the required activities to prepare the assets for their intended use.

Depreciation commences when the assets are available for use and is recognized on a straight-line basis to depreciate the cost of these assets to their estimated residual value over their estimated useful lives. Maintenance and repairs are charged to expense as incurred. When significant parts of an item included in fixed assets have different useful lives, they are accounted for as separate components of the asset and depreciated over their estimated useful life on a straight-line basis.

Estimated useful lives are as follows:

Asset category	Depreciation method	Useful life
Office furniture and equipment	Straight line	3-5 years
Computer hardware	Straight line	3 years
Leasehold improvements	Straight line	Shorter of the life of the lease or the life of the asset

Depreciation methods, useful lives and residual values are reviewed at each financial year end and are adjusted if appropriate.

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in operating results in the period the item is derecognized.

Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception date. The arrangement is assessed for whether fulfilment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Finance leases that transfer substantially all the risks and benefits incidental to ownership of the leased item to the Trust, are capitalized at the commencement of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Trust will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Goodwill

Goodwill is measured as the excess of the cost of the business combination over the net fair value of the identifiable assets acquired and liabilities assumed including non-controlling interest. Any negative difference is recognized as a gain directly in the consolidated statements of comprehensive income. If the fair values of the assets, liabilities and non-controlling interest can only be calculated on a provisional basis, the business combination is recognized using provisional values. Any adjustments resulting from the completion of the measurement process are recognized within twelve months of the date of acquisition.

Goodwill is considered to have an indefinite useful life and is not amortized, but rather will be tested annually for impairment. After initial recognition, goodwill is measured at cost, less any accumulated impairment losses.

Intangible assets

Intangible assets are initially recognized at fair value with subsequent additions measured at cost and are reflected net of any accumulated amortization and any accumulated impairment losses.

Intangible assets with finite useful lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible assets may be impaired. The amortization method and useful life of an intangible asset with a finite useful life is reviewed at least once annually. Changes in the expected life or pattern of consumption of future economic benefits are accounted for by changing the amortization period or method, as appropriate, and treated as a change in accounting estimate and recorded on a prospective basis. The amortization expense related to intangible assets with finite lives is recognized in the consolidated statements of comprehensive income in depreciation and amortization expense.

Intangible assets primarily consist of purchased customer relationships, a non-compete agreement, sales network, exclusive marketing relationships and computer related software.

Gains and losses arising from the de-recognition of intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognized in the consolidated statements of comprehensive income when the asset is de-recognized.

Asset category	Amortization method	Useful life
Customer relationships	Straight line	3 years
Non-compete agreement.....	Straight line	2 years
Sales network	Straight line	7 years
Exclusive marketing relationships.....	Straight line	3 years
Computer software	Straight line	3 years

Impairment of non-financial assets

At each statement of financial position date, the Trust reviews the carrying amounts of its finite life non-financial assets, including property and equipment and intangibles to determine whether there is any indication of impairment.

For the purposes of reviewing finite life non-financial assets for impairment, asset groups are reviewed at their lowest level for which identifiable cash inflows are largely independent of cash inflows of other assets or groups of assets. This grouping is referred to as a cash generating unit ("CGU"). If it is not possible to estimate the recoverable amount of an individual asset, the recoverable amount of the CGU to which the asset belongs is tested for impairment.

The recoverable amount of a CGU is the greater of its value in use and its fair value less costs to sell. An impairment loss is recognized if the carrying amount of a CGU exceeds its recoverable amount. Impairment losses are recognized in profit and loss in the period in which they occur. For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Trust estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss will only be reversed if there will be a change in the assumptions used to determine the asset's recoverable amount since the time the impairment loss was recognized. Where impairment subsequently reverses, the carrying amount of the asset is increased to the extent that the carrying value of the underlying asset does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment had been recognized. Impairment reversals are recognized in profit and loss in the period in which they occur.

Goodwill is tested for impairment annually as at December 31 and when circumstances indicate that the carrying value may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each CGU to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognized. Impairment losses relating to goodwill cannot be reversed in future periods.

Trust issuance costs

The Trust has included all costs incurred related to the initial public offering of the Trust in "trust unit issuance costs". Included in these costs are all cash costs related to the filing of the prospectus and the initial public offering of the units.

Provisions

Provisions are recognized to the extent that we determine it is probable that the Trust will be required to settle a present obligation (legal or constructive) and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Finance costs

Finance costs are primarily incurred on the Trust's supplier agreement and are expensed in the period in which they are incurred (Note 11).

Contingencies

A contingent liability is disclosed where the existence of an obligation will only be confirmed by future events, or where the amount of a present obligation cannot be measured reliably or will likely not result in an economic outflow. Contingent assets are only disclosed when the inflow of economic benefits is probable. When the economic benefit becomes virtually certain, the asset is no longer contingent and is recognized accordingly.

Unit-based compensation

The Trust has a Restricted Trust Unit Plan ("RTUP") and Phantom Unit Rights Plan ("PURP"), both as described in Note 18. The Trust uses the fair value method of valuing compensation expense associated with the RTUP and PURP. The units issued pursuant to the RTUP, the Restricted Trust Units ("RTUs"), and the PURP, the Phantom Unit Rights ("PURs"), are not considered equity settled unit-based compensation since the IAS 32 "puttable instrument exemption" does not extend to unit-based payments made by a Trust. Therefore, RTUs and PURs issued subject to the plans are treated similar to cash settled unit-based compensation arrangements, with the associated liability being fair-valued at the end of each reporting period and the corresponding change to fair value being recognized in the consolidated statements of comprehensive income. Compensation expense (recovery) is recognized over the vesting period of the RTU and PUR grants. The fair value of the RTUs or PURs is estimated and recorded based on the Trust unit price at the end of the period. If a cash payment or issuance of units is made to settle vested RTUs or PURs, the difference between the estimated liability and the actual settlement cost will be recognized in the consolidated statements of comprehensive income.

Income taxes

The Trust follows the liability method of accounting for income taxes. Under this method, deferred income taxes are recognized for the effect of any temporary difference between the carrying amount of an asset or liability reported in the consolidated financial statements and its respective tax basis, using substantively enacted income tax rates. Deferred income tax balances are adjusted to reflect changes in substantively enacted income tax rates expected to apply when assets are realized or liabilities are settled, with adjustments being recognized in the period in which the change occurs. Deferred income tax assets are recognized to the extent future recovery is probable. Deferred tax assets are reduced to the extent that it is no longer probable that sufficient taxable earnings will be available to allow all or part of the asset to be recovered. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Trust intends to settle on a net basis.

The Trust is a taxable entity under the *Income Tax Act* (Canada) ("Tax Act") and is currently taxable only on income that is not distributed or distributable to the unitholders. The Trust distributes all of its taxable income to its unitholders and expects to continue to distribute all of its taxable income to unitholders. The Trust will at no time be a specified investment flow-through entity ("SIFT") as defined in the Tax Act. Investment restrictions contained in the formation documents provide that the Trust and its subsidiaries will only invest in entities that qualify as a "portfolio investment entity" and will not hold any "non-portfolio property" or "taxable Canadian property", each as defined in the Tax Act. It also qualifies as a "mutual fund trust" within the meaning of the Tax Act and will not be subject to the limit on non-resident ownership in the Tax Act as it will not own any "taxable Canadian property" as defined in the Tax Act.

Energy sales

Revenue is recognized based on consumption. Sales of energy are billed based upon information received from the local utilities. The billing cycles for customers do not coincide with the accounting periods used for financial reporting purposes. Energy that has been consumed by a customer, but not yet billed to that customer, is estimated on an accrual basis and included in revenue during the period in which it was

consumed. Such estimates are refined in subsequent periods upon obtaining customer billing information from the utilities. Changes in these estimates are reflected in revenue in the period they are refined.

The Trust's operations are seasonal. Electricity consumption is typically highest during the summer months (July and August) due to cooling demand and winter months (January and February) due to heating demand. Natural gas consumption is typically highest during the months of November through March due to heating demand.

Fee revenue

Fee revenue primarily consists of sign-up fees and other monthly fees received from the Trust's independent contractor sales associates in the network marketing sales channel. The sign-up fees component of fee revenue is recognized on a straight-line basis over the one year term of the agreement with the individual contractor and the monthly fees are recognized on a monthly basis.

Cost of sales

Direct energy costs are recognized concurrently with the related energy sales. Direct energy costs include the commodity cost of purchased electricity or natural gas, costs associated with energy delivery, fees incurred from various energy related service providers, the cost of renewable energy certificates and fees and charges from ISOs and LDCs. The Trust estimates and accrues for these fees based on invoices, activity levels, preliminary settlements and other available information. Final determination and settlements of these charges may take several months following the month of delivery and are adjusted as information becomes available.

Collection of sales tax

Sales tax is added to customer bills in certain markets served by the Trust. Sales tax collected from customers on behalf of governmental entities is recorded on a net basis. Such amounts are excluded from the Trust's revenue and are recorded in trade and other payables on the consolidated statements of financial position until they are remitted to the appropriate governmental entities.

Financial instruments

Financial assets and liabilities are recognized when the Trust becomes a party to the contractual provisions of the financial instrument. Financial assets are derecognized when the contractual rights to receive cash flows from the financial asset expire, or if the Trust transfers the control or substantially all the risks and rewards of ownership of the financial asset to another party. Financial liabilities are derecognized when obligations under the contract expire, are discharged or cancelled.

Financial instruments are measured at fair value on initial recognition of the instrument. Measurement in subsequent periods depends on whether the financial instrument has been classified as "fair value through profit or loss," "loans and receivables," "available-for-sale," "held-to-maturity" or "financial liabilities measured at amortized cost."

Financial assets and financial liabilities classified as fair value through profit or loss are either classified as held for trading or financial liabilities measured at fair value with changes in those fair values recognized in profit or loss.

Financial assets classified as loans and receivables, financial assets and financial liabilities measured at amortized cost are measured at amortized cost using the effective interest method of amortization.

All derivative instruments are classified as held for trading.

The Trust's financial assets and financial liabilities are classified and measured as follows:

Asset/Liability	Classification	Measurement
Derivative contracts.....	Held for trading	Fair value through Profit and loss
Accounts receivable	Loans and receivables	Amortized cost
Collateral deposits	Loans and receivables	Amortized cost
Trade and other payables.....	Other financial liabilities	Amortized cost
Supplier payable	Other financial liabilities	Amortized cost
Non-controlling interest.....	Other financial liabilities	Fair value through Profit and loss
Other liabilities	Other financial liabilities	Amortized cost

The Trust has not classified any financial assets as available-for-sale or held to maturity.

Fair values are determined based on the quoted market values where available from active markets. If the financial asset is not traded in an active market, the Trust establishes the fair value through valuation techniques taking into account external market inputs where possible.

Gains and losses on fair value of derivative instruments are recognized in profit and loss in the period in which they are incurred.

Transaction costs are capitalized to the carrying amount of the instrument and amortized using the effective interest method, other than those related to financial instruments measured at fair value through profit and loss, which are expensed as incurred.

Impairment of financial instruments

Financial assets, other than those classified as fair value through profit or loss, are assessed for indicators of impairment at each period end. Financial assets are impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

Objective evidence of impairment could include the following:

- Significant financial difficulty of the issuer or counterparty;
- Default or delinquency in interest or principal payments; or
- It has become probable that the borrower will enter bankruptcy or financial reorganization.

For financial assets carried at amortized cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of the estimated future cash flows, discounted at the financial asset's original effective interest rate.

The carrying amount of all financial assets, excluding trade receivables, is directly reduced by the impairment loss. The carrying amount of trade receivables is reduced through the use of an allowance account. When a trade receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognized in Profit and loss.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease relates to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed through profit and loss. On the date of impairment reversal, the carrying amount of the financial asset cannot exceed its amortized cost had impairment not been recognized.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statements of financial position if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

Comprehensive income

The Trust is required to report comprehensive income and its components in the consolidated financial statements. The Trust has no items impacting other comprehensive income and, accordingly, the Trust's net income equals comprehensive income.

New standards and accounting policies adopted

The accounting policies adopted in the preparation of these consolidated financial statements are consistent with those followed in the preparation of the Trust's prior year consolidated financial statements, except for the adoption of new standards and interpretations effective as of January 1, 2013. The Trust applied, for the first time, certain standards and amendments on January 1, 2013.

The IASB amended IFRS 7 *Financial Instruments: Disclosure* which clarifies the requirements for the offsetting of financial assets and liabilities. IFRS 7 has been applied as of January 1, 2013. IFRS 7 requires additional disclosures in the Trust's consolidated financial statements, which were incorporated in the Financial Instrument Note 13.

The IASB issued IFRS 13 *Fair Value Measurement* as a single source of guidance for all fair value measurements required by IFRS to reduce the complexity and improve consistency across its application. The standard provides a definition of fair value and guidance on how to measure fair value as well as a requirement for enhanced disclosures. IFRS 13 has been adopted as of January 1, 2013. The adoption of IFRS 13 has not materially impacted the fair value measurements included in the consolidated financial statements, however, has required additional disclosures, which have been incorporated in the Financial Instruments Note 13.

The IASB issued IFRS 10 *Consolidated Financial Statements* to replace IAS 27 Consolidated and Separate Financial Statements and SIC 12 Consolidation – Special Purpose Entities. The new consolidation standard changes the definition of control so that the same criteria apply to all entities, both operating and special purpose entities, to determine control. The revised definition focuses on the need to have both power over the investee to direct relevant activities and exposure to variable returns before control is present. The standard has been adopted as of January 1, 2013. IFRS 10 had no impact on the Trust's consolidated financial statements upon adoption as the current consolidation method adheres to this standard.

The IASB issued IFRS 11 *Joint Arrangements* to replace IAS 31 Interests in Joint Ventures. The new standard defines two types of arrangements: Joint Operations and Joint Ventures. Focus is on the rights and obligations of the parties to the joint arrangement, thereby requiring parties to recognize the individual assets and liabilities to which they have rights or for which they are responsible, even if the joint arrangement operates in a separate legal entity. IFRS 11 has been adopted as of January 1, 2013. IFRS 11 had no impact on the Trust's consolidated financial statements upon adoption as the Trust and subsidiaries are not parties to any joint arrangements.

The IASB issued IFRS 12 *Disclosure of Interests in Other Entities* to create a comprehensive disclosure standard to address the requirements for subsidiaries, joint arrangements and associates and the reporting entity's involvement with other entities. It also includes the requirements for unconsolidated structured entities (i.e. special purpose entities). The standard has been adopted as of January 1, 2013. IFRS 12 had no impact on the Trust's consolidated financial statements.

IAS 19 *Employee Benefits* amendments, issued in June 2011, changed the accounting for defined benefit plans and termination benefits. This standard requires that the changes in defined benefit obligations are recognized as they occur, eliminating the corridor approach and accelerating the recognition of past service costs. The changes in defined benefit obligation and plan assets are to be disaggregated into three

components: service costs, net interest on the net defined benefit liabilities (assets) and remeasurements of the net defined benefit liabilities (assets). This standard is to be applied for accounting periods beginning on or after January 1, 2013. The adoption of the amendments to IAS 19 did not have an impact on the Trust's consolidated financial statements.

IAS 36 *Impairment of Assets* was amended by the IASB in May 2013. The amendments require the disclosure of the recoverable amount of impaired assets when an impairment loss has been recognized or reversed during the period and additional disclosures about the measurement of the recoverable amount of impaired assets when the recoverable amount is based on fair value less costs of disposal, including the discount rate when a present value technique is used to measure the recoverable amount. The amendments to IAS 36 are effective for annual periods beginning on or after January 1, 2014, however, the Trust has early adopted this amendment during 2013 (Note 12).

Several other new amendments and annual improvements including IFRIC Interpretation 20, Amendments to IFRS 1 and Annual Improvements to IFRS 2009 - 2011 Cycle apply for the first time in 2013; however, they do not impact the consolidated financial statements of the Trust.

5. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of these consolidated financial statements requires the use of judgments, estimates and assumptions to be made in applying accounting policies that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities, at the date of the consolidated financial statements, and the reported income and expenses during the reporting period.

Judgment is commonly used in determining whether a balance or transaction should be recognized in the consolidated financial statements and estimates and assumptions are more commonly used in determining the measurement of recognized transactions and balances. However, judgment and estimates are often interrelated. As the basis for its judgments, management uses estimates and related assumptions which are based on previous experience and various commercial, economic and other factors that are considered reasonable under the circumstances. These estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised. Actual outcomes may differ from these estimates under different assumptions and conditions.

Judgments, made by management in the application of IFRS that have a significant impact on the consolidated financial statements relate to the following:

Revenue recognition

Accounts receivable includes an unbilled receivables component, representing the amount of energy consumed by customers as at the end of the period but not yet billed. Unbilled receivables are estimated by the Trust based on the number of units of energy consumed but not yet billed, based on estimates using usage data available, multiplied by the current customer average sales price per unit.

Allowance for doubtful accounts

The Trust reviews its accounts receivables at each reporting date to assess whether an allowance needs to be provided to reflect estimated amounts that will not be collected from customers. In particular, judgment by management is required in the estimation of the amount and timing of collectability of accounts receivable, based on financial conditions, the aging of the receivables, customer and industry concentrations, the current business environment and historical experience. These estimates are based on assumptions about a number of factors and actual results may differ, resulting in future changes to the allowance.

Fair value of financial instruments

Determining the fair value of derivative instruments requires judgment and is based on market prices or management's best estimates if there is no market and/or if the market is illiquid. Where the fair value of financial instruments recorded cannot be derived from active markets, they are determined using valuation

techniques including making internally generated adjustments to quoted prices in observable markets. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. The judgment includes consideration of inputs such as liquidity risk, credit risk and volatility of the underlying commodity price. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Impairment of non-financial assets

In assessing the recoverable amount of intangible assets or non-financial assets for potential impairment, the Company evaluates value in use and fair value less costs of disposal. In doing so, assumptions are made regarding the market capitalization of the Trust, recent market transactions or other market indicators, future cash flows, including the discount rate to be used to calculate the present value of those cash flows. These calculations require the use of estimates. If these estimates change in the future, the Trust may be required to record impairment charges related to intangible assets. The key assumptions used are further explained at Note 12.

Useful life of property and equipment and intangible assets

The amortization method and useful lives reflect the pattern in which management expects the asset's future economic benefits to be consumed by the Trust.

Acquisition accounting

Management uses judgment to determine whether an acquisition qualifies as an asset acquisition or a business combination by reviewing inputs, processes, and outputs within a transaction. All identifiable assets, liabilities and contingent liabilities acquired in a business combination are recognized at fair value on the date of acquisition. Estimates are used to calculate the fair value of these assets and liabilities as at the date of acquisition.

Classification of Trust units as equity

Trust units issued by the Trust give the holder the right to put the units back to the issuer in exchange for cash. IAS 32 *Financial Instruments: Presentation* establishes the general principle that an instrument which gives the holder the right to put the instrument back to the issuer for cash should be classified as a financial liability, unless such instrument has all of the features and meets the conditions of the IAS 32 "puttable instrument exemption". If these "puttable instrument exemption" criteria are met, the instrument is classified as equity. The Trust has examined the terms and conditions of its Trust Indenture and classifies its outstanding Trust units as equity because the Trust units meet the "puttable instrument exemption" criteria as there is no contractual obligation to distribute cash.

Consolidation of Entities in which the Trust has less than majority of ownership interest

The Trust has determined that it controls the operating subsidiaries through its indirect wholly owned subsidiary, Crius Energy Corporation, notwithstanding that its ownership interest is less than 50% of the voting interest. The factors the Trust considered in this determination include the relative size and dispersion of holdings by other shareholders, the Trust's right to a majority of Board Members and the sharing of key management positions between the entities.

6. FUTURE ACCOUNTING PRONOUNCEMENTS

Recent accounting pronouncements that are issued but not yet effective up to the date of issuance of the Trust's consolidated financial statements are listed below.

The IASB issued IFRS 9 *Financial Instruments: Classifications and Measurements* as the first step in its project to replace IAS 39 *Financial Instruments: Recognition and Measurement*. IFRS 9 retains but simplifies the mixed measurement model and establishes two primary measurement categories for financial assets: amortized cost and fair value. The basis of classification depends on an entity's business model and the contractual cash flows of the financial asset. Classification is made at the time the financial asset is

initially recognized, namely when the entity becomes a party to the contractual provisions of the instrument.

In November 2013, the IASB issued an amended version of IFRS 9 *Financial Instruments* which includes the new hedge accounting requirements and some related amendments to IAS 39 *Financial Instruments: Recognition and Measurement* and IFRS 7 *Financial Instruments: Disclosures*. IFRS 9 does not yet have a mandatory effective date. The Trust has not yet assessed the impact of the standard or determined whether it will adopt the standard early.

The IASB reissued IAS 27 *Separate Financial Statements* to reflect the change as the consolidation guidance has recently been included in IFRS 10. In addition, IAS 27 will now only prescribe the accounting and disclosure requirements for investments in subsidiaries, joint ventures and associates when the Trust prepares separate financial statements. IFRS 27 is effective for years beginning on or after April 1, 2013. These amendments will have no impact on the Trust's consolidated financial statements.

The IASB amended IAS 28 *Investments in Associates and Joint Ventures* as a consequence of the issue of IFRS 10, IFRS 11 and IFRS 12. IAS 28 has been amended and will further provide the accounting guidance for investments in associates and will set out the requirements for the application of the equity method when accounting for investments in associates and joint ventures. This standard will be applied by the Trust when there is joint control or significant influence over an investee. Significant influence is the power to participate in the financial and operating policy decisions of the investee but does not include control or joint control of those policy decisions. When it has been determined that the Trust has an interest in a joint venture, the Trust will recognize an investment and will account for it using the equity method in accordance with IAS 28. IAS 28 is effective for years beginning on or after April 1, 2013. IFRS 28 will have no impact on the Trust's consolidated financial statements on adoption as the Trust has no associates or joint ventures that are currently accounted for under the equity method.

Amendment to IAS 32 *Offsetting Financial Assets and Financial Liabilities* was issued in December 2011, and clarify the meaning of "currently has a legally enforceable right of set-off" and "simultaneous realization and settlement". These amendments are applicable for annual periods beginning on or after January 1, 2014. The Trust does not anticipate that the applications of these amendments will have a significant impact on the Trust's consolidated financial statements.

IAS 39 *Financial Instruments: Recognition and Measurement* was amended by the IASB in June 2013. The amendments clarify that novation of a derivative designated in a hedging relationship to a clearing counterparty as a consequence of laws or regulations or the introduction of laws or regulations does not terminate hedge accounting. The amendments to IAS 39 are effective for annual periods beginning on or after January 1, 2014. This amendment is not expected to have an impact on the Trust's consolidated financial statement.

IFRIC 21 *Levies* was amended by the IASB in June 2013. IFRIC 21 provides guidance on the accounting for levies within the scope of IAS 37, *Provisions, Contingent Liabilities and Contingent Assets*. The main features of IFRIC 21 are: (i) the obligating event that gives rise to a liability to pay a levy is the activity that triggers the payment of the levy, as identified by the legislation, and (ii) the liability to pay a levy is recognized progressively if the obligating event occurs over a period of time. IFRIC 21 is effective for annual periods beginning on or after January 1, 2014. This amendment is not expected to have an impact on the Trust's consolidated financial statements.

7. ACQUISITION

On November 13, 2012 concurrent with the initial public offering of the Trust, the Trust, through its indirectly owned subsidiary, Crius Energy Corporation, acquired a 26.8% interest in Crius Energy, LLC. This 26.8% interest represents a controlling interest in Crius Energy, LLC due to the governance arrangements. This acquisition was accounted for using the acquisition method of accounting. The purchase price represents the cash paid by Crius Energy Corporation to the non-controlling interest for the acquisition of their ownership interests in Crius Energy, LLC at the time of the acquisition. The purchase price was paid in full in cash on November 13, 2012 with a portion of the proceeds from the initial public offering of the Trust. The Trust allocated the purchase price of \$64,125 to the identifiable assets and liabilities based on their fair values at the date of acquisition. The assets and liabilities listed in the table

below were initially measured at their preliminary fair value on the date of the acquisition. The purchase price allocation was considered preliminary, and as a result, was adjusted during the twelve month period following the acquisition, in accordance with IFRS 3. The following table shows the preliminary allocation of fair value together with the adjustments and final fair value:

Net assets acquired:	Preliminary	Adjustments	Final
Cash and cash equivalents	\$16,248	—	\$16,248
Accounts receivable	48,472	(1,280)	47,192
Trade and other payables.....	(54,565)	(6,210)	(60,775)
Other net assets.....	3,345	—	3,345
Customer relationships.....	76,000	—	76,000
Sales network	19,300	—	19,300
Exclusive marketing partnerships.....	24,947	—	24,947
Non-compete agreements.....	1,469	—	1,469
Goodwill.....	235,150	6,231	241,381
Deferred tax liability, net.....	(43,161)	1,259	(41,902)
Non-controlling interest.....	(263,080)	—	(263,080)
Total purchase price	\$64,125	—	\$64,125

If the acquisition had occurred at the date of inception on September 7, 2012, the estimate of revenues from operations for the prior reporting period is \$124,443. The estimate of net income (loss) for the same period had the acquisition occurred at the date of inception is impracticable to calculate.

The goodwill includes benefits such as the value of assembled workforce and synergies which do not meet the criteria for recognition as intangible assets under IAS 38. Goodwill that is deductible for income tax purposes is \$24,556. The deferred tax liability is principally comprised of the tax effect of the amortization for tax purposes of the above-mentioned intangible assets acquired. Non-controlling interest represents the ownership in Crius Energy, LLC by the non-controlling unit holders and is classified as a liability. The fair value of the non-controlling interest is measured principally based on the publicly traded unit price of the Trust, with an adjustment for the profit interest units of Crius Energy, LLC that is calculated using an option pricing model. The fair value of Accounts receivable acquired was \$47,192, and the gross contractual accounts receivable was \$49,703.

8. ACCOUNTS RECEIVABLE

Accounts receivable consist of the following:

	As at December 31, 2013	As at December 31, 2012
Accounts receivable	\$80,548	\$56,261
Less: allowance for doubtful accounts.....	(4,984)	(64)
	\$75,564	\$56,197

9. PROPERTY AND EQUIPMENT

2013	Computer hardware	Office furniture and equipment	Leasehold improvements	Total
Cost				
Balance as at December 31, 2012.....	\$232	\$252	\$511	\$995
Additions.....	1,651	463	59	2,173
Balance as at December 31, 2013.....	<u>1,883</u>	<u>715</u>	<u>570</u>	<u>3,168</u>
Accumulated depreciation				
Balance as at December 31, 2012.....	(18)	(6)	(18)	(42)
Depreciation.....	(239)	(61)	(141)	(441)
Balance as at December 31, 2013.....	<u>(257)</u>	<u>(67)</u>	<u>(159)</u>	<u>(483)</u>
Net book value — December 31, 2013.....	<u>\$1,626</u>	<u>\$648</u>	<u>\$411</u>	<u>\$2,685</u>

Additions for 2013 consist predominantly of computer equipment and a new phone system.

Finance leases

The carrying value of property and equipment held under finance leases as at December 31, 2013 was \$1,329. Additions during the year include \$1,419 of property and equipment under finance leases. Leased assets are pledged as security for the related finance lease.

2012	Computer hardware	Office furniture and equipment	Leasehold improvements	Total
Cost				
Balance as at September 7, 2012.....	\$0	\$0	\$0	\$0
Additions.....	232	252	511	995
Balance as at December 31, 2012.....	<u>232</u>	<u>252</u>	<u>511</u>	<u>995</u>
Accumulated depreciation				
Balance as at September 7, 2012.....	—	—	—	—
Depreciation.....	(18)	(6)	(18)	(42)
Balance as at December 31, 2012.....	<u>(18)</u>	<u>(6)</u>	<u>(18)</u>	<u>(42)</u>
Net book value — December 31, 2012.....	<u>\$214</u>	<u>\$246</u>	<u>\$493</u>	<u>\$953</u>

Additions in 2012 include the effect of the Crius Energy, LLC acquisition (Note 7).

10. INTANGIBLE ASSETS

2013	Computer software	Customer relationships	Non-compete agreements	Sales network	Exclusive marketing relationships	Total
Cost						
Balance as at December 31, 2012.....	\$357	\$76,000	\$1,469	\$19,300	\$24,947	\$122,073
Additions.....	2,056	86	—	—	—	2,142
Disposals.....	(126)	—	—	—	—	(126)
Balance as at December 31, 2013.....	<u>2,287</u>	<u>76,086</u>	<u>1,469</u>	<u>19,300</u>	<u>24,947</u>	<u>124,089</u>
Accumulated amortization						
Balance as at December 31, 2012.....	(43)	(3,511)	(98)	(367)	(1,109)	(5,128)
Amortization.....	(226)	(25,829)	(734)	(2,758)	(8,316)	(37,863)
Disposals.....	77	—	—	—	—	77
Balance as at December 31, 2013.....	<u>(192)</u>	<u>(29,340)</u>	<u>(832)</u>	<u>(3,125)</u>	<u>(9,425)</u>	<u>(42,914)</u>
Net book value — December 31, 2013..	<u>\$2,095</u>	<u>\$46,746</u>	<u>\$637</u>	<u>\$16,175</u>	<u>\$15,522</u>	<u>\$81,175</u>

During 2013, the Trust, through a wholly-owned subsidiary, acquired approximately 1,200 residential and small commercial electric customer accounts in New Hampshire for a purchase price of \$86. This transaction was accounted for as an asset acquisition. These customer relationships will be amortized over their estimated useful life of seven years.

As at December 31, 2013, the remaining amortization period is less than 1 year to 6 years.

2012	Computer software	Customer relationships	Non-compete agreements	Sales network	Exclusive marketing relationships	Total
Cost						
Balance as at September 7, 2012.....	\$0	\$0	\$0	\$0	\$0	\$0
Additions	357	76,000	1,469	19,300	24,947	122,073
Balance as at December 31, 2012	<u>357</u>	<u>76,000</u>	<u>1,469</u>	<u>19,300</u>	<u>24,947</u>	<u>122,073</u>
Accumulated amortization						
Balance as at September 7, 2012.....	—	—	—	—	—	—
Amortization	(43)	(3,511)	(98)	(367)	(1,109)	(5,128)
Balance as at December 31, 2012	<u>(43)</u>	<u>(3,511)</u>	<u>(98)</u>	<u>(367)</u>	<u>(1,109)</u>	<u>(5,128)</u>
Net book value -- December 31, 2012 ..	<u>\$314</u>	<u>\$72,489</u>	<u>\$1,371</u>	<u>\$18,933</u>	<u>\$23,838</u>	<u>\$116,945</u>

Additions in the period include the effect of the Crius Energy, LLC acquisition (Note 7).

As at December 31, 2012, the remaining amortization period is 2 to 7 years.

11. FINANCING

Macquarie Energy Supplier Agreement

In September 2012, Crius Energy, LLC and its operating subsidiaries entered into several agreements (the "Supplier Agreement") with Macquarie Energy LLC ("Macquarie Energy") for the exclusive supply of the Trust's wholesale energy needs and commodity hedging requirements for a term ending in October 2017. Under the Supplier Agreement, Macquarie Energy assumes the responsibility for meeting all the credit and collateral requirements with each ISO, and the utilities serving the Trust's customers are directed to remit all customer payments into a designated restricted bank account, (the "Lockbox"), whereby the funds in that account are used to pay Macquarie Energy for the energy supplied and other fees and interest due under the Supplier Agreement. The trade payables are secured by funds pledged in the Lockbox, accounts receivable and all other assets of Crius Energy, LLC.

Macquarie Energy extends trade credit to buy wholesale energy supply, with all amounts due being payable in the month following delivery of the energy. The credit extended under the Supplier Agreement is limited to an overall exposure limit of \$200,000 subject to certain standard financial covenants, and limited to a calculated credit base based on restricted cash in the Lockbox, billed and unbilled receivables and natural gas inventory. Crius Energy, LLC incurs a volumetric fee based on the wholesale energy delivered, which is included in finance costs in the statements of comprehensive income.

The facility includes a working capital facility with a sub-limit of \$25,000 under which letters of credit and cash advances can be made based on the calculated credit base. Such letters of credit and cash advances under this line are subject to an annual interest rate of 5.5% plus LIBOR (0.1646% at December 31, 2013).

Under this Supplier Agreement, Macquarie Energy had extended trade credit totaling \$40,630 and \$28,115 as at December 31, 2013 and 2012, respectively. There were letters of credit issued totaling \$5,330 and \$4,318 as at December 31, 2013 and 2012, respectively, and cash advances drawn of \$6,500 and \$- under the working capital facility as at December 31, 2013 and 2012, respectively. During the year ended December 31, 2013, total energy purchases totaled \$382,521 and interest expense under the supplier agreement totaled \$5,577, whereas during the period from inception at September 7, 2012 to December 31, 2012, total energy purchases totaled \$42,554 and interest expense under the supplier agreement totaled \$61. The aggregate availability under the credit facility was \$12,187 and \$12,683 as at December 31, 2013 and 2012, respectively.

Subsequent to December 31, 2013 and effective on February 7, 2014, the Trust executed an amendment to the Supplier Agreement. With the execution of this agreement, the sub-limit of the working capital facility was increased to \$60,000, the unused portion of the overall exposure limit was decreased to \$150,000, the base fee of 5.5% plus LIBOR remains unchanged with an incremental interest rate of 1.25% applied to borrowings above a certain threshold and the term of the facility was extended to December 2019. In addition, a one-time payment in the amount of \$1,250 was made to Macquarie Energy and will be amortized over the life of the extended agreement. The Trust also issued Macquarie Energy 750,000 warrants to purchase Trust units with a strike price of C\$6.23 per unit and a term of five years, with the warrants being exercisable over a four-year schedule.

12. IMPAIRMENT TESTING OF GOODWILL

	As at December 31, 2013	As at December 31, 2012
Goodwill		
Goodwill at the beginning of period.....	\$235,150	\$—
Goodwill recognized related to acquisition of Crius Energy LLC....	6,231	235,150
Goodwill impairment	(60,515)	—
Goodwill at the end of period.....	\$180,866	\$235,150

Goodwill acquired through a business combination has been allocated to a single CGU, as the Trust operates under a single segment. The Trust performed its annual impairment test as at December 31, 2013. The Trust considered the relationship between its market capitalization and its carrying value, among other factors, when reviewing for indicators of impairment. As at December 31, 2013, the market capitalization of the Trust was below the carrying value of its equity, indicating that a potential impairment of goodwill exists. The recoverable amount as at December 31, 2013 has been determined based on a fair value less cost of disposal calculation using the market capitalization of the Trust units plus an estimated acquisition premium. The recoverable amount is classified a Level 2 in the FV hierarchy. As a result, a non-cash goodwill impairment charge of \$60,515 is recorded in the consolidated statements of comprehensive income. The principal sensitivity of the fair value less cost of disposal calculation is the Trust unit price. Further reductions in the Trust unit price may result in additional impairment of goodwill in subsequent reporting periods. The impairment charge will not impact our normal business operations nor will it affect liquidity, cash flows from operations or financial covenants under our credit facility.

13. FINANCIAL INSTRUMENTS

Fair value

Fair value is the estimated amount that the Trust would pay or receive to dispose of financial instruments in an arm's length transaction between knowledgeable, willing parties who are under no compulsion to act. Management has estimated the fair value of financial instruments using a method that employs market forward curves that are either directly sourced from third parties or are developed internally based on third party market data. These curves can be volatile thus leading to volatility in the mark to market with no impact to cash flows. To the extent the Trust has derivative instruments that are either not traded directly on an exchange or there is no published market data available, Management uses a valuation based on actual historical data on certain spreads to adjust forward published market prices to arrive at a forward curve. The fair value of the non-controlling interest is measured principally based on the publicly traded unit price of the Trust, with an adjustment for the profit interest units of Crius Energy, LLC that is calculated using an option pricing model. The fair value of the unit based compensation liability is measured by applying the publicly traded unit price of the Trust.

The Trust's activities expose it to a variety of market risks, principally from fluctuating commodity and currency prices. The Trust has established risk management policies and procedures designed to reduce the potentially adverse effects of price volatility on operating results and distributions. The Trust's risk management activities include the use of derivative instruments such as options, swaps and forward contracts. The Trust maintains commodity and currency price risk management strategies that use derivative instruments, within approved risk tolerances to minimize significant, unanticipated fluctuations in earnings or distributions caused by market price volatility.

The following table illustrates changes in fair value of derivative instruments related to financial instruments classified as held-for-trading and recorded in the consolidated statements of comprehensive income:

	Year ended December 31, 2013	Period from inception on September 7, 2012 to December 31, 2012
Foreign exchange options.....	\$(669)	\$(34)
Fixed-for-floating electricity swaps.....	20,750	(2,023)
Fixed-for-floating natural gas swaps	1,020	(329)
Physical natural gas forward contracts	(275)	—
Fixed-for-floating natural gas basis swaps	1,268	—
Change in fair value of derivative instruments.....	\$22,094	\$(2,386)

The following table summarizes the fair value of the financial assets and liabilities classified as held-for-trading and recorded in the consolidated statements of financial position as at December 31, 2013 and 2012:

	Other current financial assets		Other current financial liabilities	
	2013	2012	2013	2012
Foreign exchange options.....	\$191	\$241	\$0	\$0
Fixed-for-floating electricity swaps.....	18,488	—	—	(2,262)
Fixed-for-floating natural gas swaps	673	—	—	(348)
Physical natural gas forward contracts	(275)	—	—	—
Fixed-for-floating natural gas basis swaps	1,268	—	—	—
	\$20,345	\$241	\$0	\$(2,610)

The following table summarizes the fair value of the financial assets and liabilities classified as held-for-trading and recorded as at December 31, 2013 and 2012:

	Notional Volume	Total Remaining Volume	Maturity Date	Fixed Price	Fair Value	Notional Value
December 31, 2013						
Fixed-for-floating electricity swaps	1-35 MWh	1,402,719 MWh	1-24 months	\$22.70 to \$87.62	\$18,488	\$72,558
Fixed-for-floating natural gas swaps	2,800-263,000 Mmbtu	1,378,500 Mmbtu	1-11 months	\$3.62 to \$4.01	\$673	\$5,403
Physical natural gas forward contracts	8-11,254 Mmbtu	995,441 Mmbtu	1 month	\$3.30 to \$9.40	\$(275)	\$6,052
Fixed-for-floating natural gas basis swaps	5,000-153,000 Mmbtu	1,442,000 Mmbtu	1-3 months	\$(.11) to \$1.86	\$1,268	\$1,156
December 31, 2012						
Fixed-for-floating electricity swaps	1-139 MWh	937,016 MWh	1-18 months	\$31.10 to \$89.75	\$(2,262)	\$46,593
Fixed-for-floating natural gas swaps	10,000-140,000 Mmbtu	992,500 Mmbtu	1-3 months	\$3.37 to \$3.94	\$(348)	\$3,678

	Notional Value	Total Remaining Volume	Maturity Date	Fixed Price	Fair Value
December 31, 2013					
Foreign exchange options.....	US\$9,360 C\$10,011	US\$9,360 C\$10,011	1-12 months	C\$1.0695 per US\$1	US\$191
December 31, 2012					
Foreign exchange options.....	US\$12,307 C\$12,294	US\$12,307 C\$12,294	1-12 months	C\$0.999 per US\$1	US\$241

The following table summarizes the financial assets and liabilities that are subject to offsets and related arrangements and the effect of offsets and arrangements on the amounts recorded in the consolidated statements of financial position:

	Gross Assets	Gross Liabilities	Offset	Net Amount
December 31, 2013				
Commodity contracts	\$22,980	\$(2,826)	\$(2,826)	\$20,154
December 31, 2012				
Commodity contracts	\$3,230	\$(5,840)	\$3,230	\$(2,610)

Fair value ("FV") hierarchy

Level 1

The fair value measurements are classified as Level 1 in the FV hierarchy if the fair value is determined using quoted, unadjusted market prices.

Level 2

Fair value measurements that require inputs other than quoted prices in Level 1, either directly or indirectly, are classified as Level 2 in the FV hierarchy. This could include the use of statistical techniques to derive the FV curve from observable market prices. However, in order to be classified under Level 2, inputs must be substantially observable in the market. Derivative assets and liabilities included in Level 2 are valued using multiple prices quoted by market participants other than exchanges, industry pooling, volatility and other inputs that are derived principally from, or collaboratively by, observable market data.

Level 3

Fair value measurements that require unobservable market data or use statistical techniques to derive forward curves from observable market data and unobservable inputs, such as internally developed assumptions used in pricing an asset or a liability, for example, an estimate of cash flows used in internally developed present value of future cash flows are classified as Level 3 in the FV hierarchy. The Trust's policy is to recognize transfers in and out as at the end of the reporting period.

When the inputs used to measure fair value fall within more than one level of the hierarchy, the level within which the fair value measurement is categorized is based on the lowest level input that is significant to the fair value measure in its entirety.

During the year ended December 31, 2013 and the period from inception on September 7, 2012 to December 31, 2012 there were no transfers between levels.

The following table illustrates the classification of financial assets and liabilities in the FV hierarchy as at December 31, 2013:

<u>Recurring Measurements</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Financial assets				
Other current financial assets	\$—	\$17,645	\$2,700	\$20,345
Financial liabilities				
Unit-based compensation	\$(228)	\$—	\$—	\$(228)
Non-controlling interest.....	—	—	(138,234)	(138,234)

The following table illustrates the classification of financial assets and liabilities in the FV hierarchy as at December 31, 2012:

<u>Recurring Measurements</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Financial assets				
Other current financial assets	\$—	\$241	\$—	\$241
Financial liabilities				
Other current financial liabilities.....	\$—	\$(2,610)	\$—	\$(2,610)
Non-controlling interest.....	—	—	(258,611)	(258,611)

The following tables illustrate the changes in net fair value classified as Level 3 in the FV hierarchy:

	<u>As at December 31, 2013</u>	<u>As at December 31, 2012</u>
Non-controlling interest		
Liability at the beginning of period	\$258,611	\$263,080
Changes in fair value of non-controlling interest	(120,377)	(4,469)
Liability at the end of period	\$138,234	\$258,611
Other current financial assets		
Asset at the beginning of period	\$0	\$—
Purchases	2,700	—
Asset at the end of period	\$2,700	\$0

The above Other current financial assets classified as level 3 include certain structured financial electricity swaps.

Classification of financial assets and liabilities

As at December 31, 2013 and December 31, 2012, the carrying amounts of the financial assets and liabilities, except for derivative assets and liabilities, unit-based compensation liability and non-controlling interest, approximated their fair value due to the short-term nature of these items. The derivative assets and liabilities, unit-based compensation liability and non-controlling interest are recorded at fair value.

Management of risks arising from financial instruments

The risks associated with the Trust's financial instruments are as follows:

Market risk

Market risk is the potential loss that may be incurred as a result of changes in the market or fair value of a particular instrument or commodity. Components of market risk to which the Trust is exposed are discussed below.

Commodity price risk

The Trust is exposed to market risks associated with commodity prices and market volatility where estimated customer requirements do not match actual customer requirements. Management actively monitors these positions on a daily basis in accordance with its Risk Management Policy. This policy sets out a variety of limits, most importantly thresholds for open positions in the electricity and natural gas portfolios. The Trust's exposure to market risk is affected by a number of factors, including accuracy of estimation of customer commodity requirements, commodity prices, volatility and liquidity of markets. The Trust enters into derivative instruments in order to manage exposures to changes in commodity prices. The inability or failure of the Trust to manage and monitor the above market risks could have a material adverse effect on the operations and cash flow of the Trust.

The fair values of the Trust's financial instruments are significantly influenced by the variability of forward spot prices for electricity and natural gas. Period to period changes in forward spot prices could cause significant changes in the mark to market valuation ("MTM Valuation") of these contracts, as shown below:

Fixed-for-floating electricity swaps				
Percentage change in the forward spot price	Percent change in MTM Valuation		Dollar change in MTM Valuation	
	2013	2012	2013	2012
+/- 1%	+/- 4.92%	+/- 19.6%	+/- \$910	+/- \$443
+/- 5%	+/- 24.62%	+/- 98.0%	+/- \$4,552	+/- \$2,217
+/- 10%	+/- 49.25%	+/- 196.0%	+/- \$9,105	+/- \$4,433
Fixed-for-floating natural gas swaps				
Percentage change in the forward spot price	Percent change in MTM Valuation		Dollar change in MTM Valuation	
	2013	2012	2013	2012
+/- 1%	+/- 9.03%	+/- 7.7%	+/- \$61	+/- \$28
+/- 5%	+/- 45.17%	+/- 28.4%	+/- \$304	+/- \$101
+/- 10%	+/- 90.34%	+/- 54.2%	+/- \$608	+/- \$194
Physical natural gas forward contracts				
Percentage change in the forward spot price	Percent change in MTM Valuation		Dollar change in MTM Valuation	
	2013	2012	2013	2012
+/- 1%	+/- 21.00%	—	+/- \$58	—
+/- 5%	+/- 104.98%	—	+/- \$289	—
+/- 10%	+/- 209.96%	—	+/- \$578	—
Fixed-for-floating natural gas basis swaps				
Percentage change in the forward spot price	Percent change in MTM Valuation		Dollar change in MTM Valuation	
	2013	2012	2013	2012
+/- 1%	+/- 1.91%	—	+/- \$24	—
+/- 5%	+/- 9.56%	—	+/- \$121	—
+/- 10%	+/- 19.12%	—	+/- \$242	—

Interest rate risk

The Trust is exposed to interest rate risk on certain advances within the Supplier Agreement with Macquarie Energy. The Trust has letters of credit and cash advances outstanding of \$11,830 and \$4,318 as

at December 31, 2013 and 2012, respectively, under this facility, and therefore is exposed to interest rate risk. The Trust's current exposure to interest rate risk does not economically warrant the use of derivative instruments and the Trust does not currently believe that it is exposed to material interest rate risk. During the year ended December 31, 2013 and the period from inception on September 7, 2012 to December 31, 2012 the impact of a 1% increase (decrease) in the interest rate on these balances would have not had a material impact on Finance costs in the consolidated statements of comprehensive income.

Foreign currency risk

The Trust is exposed to currency rate risk in that its business operations are conducted in United States dollars, however, its distributions and publicly listed units are denominated in Canadian dollars. The Trust's policy is to mitigate its exposure to currency rate movements by entering into currency derivative hedging products including options. Period to period changes in forward spot prices could cause significant changes in the mark to market valuation ("MTM Valuation") of these contracts, as shown below:

Percentage change in the forward spot price	Percent change in MTM Valuation		Dollar change in MTM Valuation	
	2013	2012	2013	2012
+/- 1%	+ 31.9%/-26.4%	+ 36.2%/-29.5%	+ \$60/- \$51	+ \$87/- \$71
+/- 5%	+ 190.5%/-80.4%	+ 210.5%/-81.0%	+ \$364/- \$154	+ \$507/- \$195
+/- 10%	+ 418.5%/-94.8%	+ 453.6%/-93.9%	+ \$800/- \$181	+ \$1,093/- \$226

Credit risk

Credit risk is the risk that one party to a financial instrument fails to discharge an obligation and causes financial loss to another party. The Trust is exposed to credit risk in two specific areas: customer credit risk and counterparty credit risk.

Customer credit risk

The Trust is exposed to customer credit risk and, therefore, credit review and other processes have been implemented to perform credit evaluations of customers and manage customer default. Customer credit risk exposure represents the risk related to the Trust's accounts receivable from Delaware, District of Columbia, Massachusetts, Maine, Maryland, New Hampshire, certain Ohio markets and New Jersey. If a significant number of customers in these markets were to default on their payments, it could have a material adverse effect on the operations and cash flows of the Trust.

For the remaining markets, the local distribution companies ("LDCs") provide collection services and assume the risk of any bad debts owing from the Trust's customers for a fee. Management believes that the risk of the LDCs failing to deliver payment to the Trust is minimal. There is no assurance that the LDCs that provide these services will continue to do so in the future.

As at December 31, 2013, the customer credit risk exposure amount of \$8,720 (December 31, 2012 — \$6,301) and the accounts receivable aging for these markets are as follows:

Accounts Receivable at	Total	Current	30-59 days	Over 60 days
December 31, 2013.....	\$8,720	\$3,916	\$1,099	\$3,705
December 31, 2012.....	\$6,301	\$4,465	\$206	\$1,630

Changes in the allowance for doubtful accounts were as follows:

	December 31, 2013	December 31, 2012
Balance, beginning of year	\$64	\$—
Bad debt expense.....	5,067	64
Bad debts written off	(147)	—
Balance, end of year	<u>\$4,984</u>	<u>\$64</u>

Counterparty credit risk

Counterparty credit risk represents the loss that the Trust would incur if a counterparty fails to perform under its contractual obligations. This risk would manifest itself in the Trust replacing the contracted commodities or currencies at prevailing market rates, thus impacting the related financial results. Counterparty risk is limited to Macquarie Energy for all wholesale energy supply positions and other counterparties for currency derivatives. The failure of a counterparty to meet its contracted obligations could have a material adverse effect on the operations and cash flows of the Trust.

The maximum counterparty credit risk exposure amounted to \$20,345 and \$241 as at December 31, 2013 and 2012, respectively, representing the risk relating to its derivative financial assets.

Liquidity risk

Liquidity risk is the potential inability to meet financial obligations as they fall due. The Trust manages this risk by monitoring cash flow forecasts for the next twelve months to ensure adequate and efficient use of cash resources and credit facilities.

The following are the contractual maturities of the Trust's financial liabilities as at December 31, 2013:

	Carrying amount	Contractual cash flow	Less than 1 year	1 to 5 years	More than 5 years
Trade and other payables.....	\$75,118	\$75,118	\$75,118	—	—
Operating leases	—	1,485	588	897	—
Financing leases	1,329	1,329	336	993	—
Credit facility.....	6,500	6,500	6,500	—	—
Distribution payable	773	773	773	—	—
Other non-current liabilities.....	751	549	—	549	—
	\$84,471	\$85,754	\$83,315	\$2,439	\$0

The following are the contractual maturities of the Trust's financial liabilities as at December 31, 2012:

	Carrying amount	Contractual cash flow	Less than 1 year	1 to 5 years	More than 5 years
Trade and other payables.....	\$49,718	\$49,718	\$49,718	\$—	\$—
Operating leases	—	2,022	652	1,370	—
Distribution payable	1,327	1,327	1,327	—	—
Derivative instruments.....	2,610	2,610	2,610	—	—
Other non-current liabilities.....	1,519	1,070	—	1,070	—
	\$55,174	\$56,747	\$54,307	\$2,440	\$—

Supplier risk

The Trust purchases its energy delivered to its customers through contracts entered into with Macquarie Energy. The Trust has an exposure to supplier risk as the ability to continue to deliver energy to its customers is reliant upon the ongoing operations of this supplier and its contractual obligations.

14. INCOME TAXES

The major components of the provision for income taxes, which relates to the Trust's U.S. subsidiaries, for the year ended December 31, 2013 and the period from inception on September 7, 2012 to December 31, 2012 are:

	2013	2012
Current income tax:		
Current income tax charge.....	\$1,704	\$249
Deferred income tax:		
Origination and reversal of temporary differences	(12,143)	(3,354)
Benefit from income taxes.....	\$(10,439)	\$(3,105)

Reconciliation of the effective tax rate

The benefit from income taxes represents an effective tax rate different than the combined U.S. federal and state statutory tax rate as follows:

	Year ended December 31, 2013	Period from inception on September 7, 2012 to December 31, 2012
Income (loss) before income taxes	\$38,231	\$(345)
Federal income tax (at 34.0%).....	12,999	(117)
State income tax	(97)	(439)
<i>Impact of permanent differences</i>		
Change in fair value of non-controlling interest.....	(40,928)	(1,519)
Goodwill impairment	18,481	—
Other permanent items	(894)	(1,030)
Total benefit from income taxes.....	\$(10,439)	\$(3,105)

Other permanent items principally represent income of Crius Energy Corporation that is attributed directly to the non-controlling unitholders of Crius Energy, LLC. Under United States partnership taxation rules Crius Energy, LLC is not a taxable entity and its taxable income / (loss) flows through to its partners who are then taxed on their allocable share of the partnership income tax expense / (benefit).

Recognized deferred tax assets and liabilities

Recognized deferred tax assets and liabilities are attributed to the following:

	As at December 31,	
	2013	2012
Deferred tax assets:		
Change in fair value of derivative instruments.....	\$0	\$672
Allowance for doubtful accounts	2,758	337
Interest expense.....	235	342
Depreciation and amortization	—	649
Accrued renewable energy certificates.....	1,586	842
Accrued commissions	1,684	—
Net operating losses – federal and state	204	—
Goodwill	2,324	—
Other	875	13
Total deferred tax assets	9,666	2,855
Deferred tax liabilities:		
Intangibles.....	(31,485)	(44,213)
Goodwill	—	(99)
Change in fair value of derivative instruments.....	(5,863)	—
Depreciation and amortization	(94)	—
Other	—	(5)
Total deferred tax liabilities.....	(37,442)	(44,317)
Total net deferred tax liabilities.....	\$(27,776)	\$(41,462)

As at December 31, 2013 and December 31, 2012, the Trust has tax-effected federal net operating losses ("NOLs") of approximately \$169 and \$50, respectively, and state NOLs of approximately \$77 and \$19, respectively. The federal and the state NOLs will expire between 2032 and 2033.

Movement in deferred tax balances

	2013	2012
Opening balance	\$(41,462)	\$—
Deferred taxes acquired in a business combination	1,543	(44,816)
Tax income / (expense) during the period	12,143	3,354
Closing balance at December 31.....	\$(27,776)	\$(41,462)

15. TRUST CAPITAL

Initial public offering

On November 2, 2012, the Trust filed a final prospectus relating to the initial public offering of its Units. The closing date of this initial public offering was November 13, 2012 and the Trust received gross proceeds from the offering of \$99,612 and incurred issue costs of \$11,587.

On closing, through an indirectly wholly owned subsidiary, Crius Energy Corporation, the Trust purchased an approximate 26.8% ownership interest in Crius Energy, LLC (the "CE Interest") for \$88,025, with \$64,125 being paid to former non-controlling members of Crius Energy, LLC and with \$23,900 being retained for general corporate purposes and to fund future acquisitions.

Authorized

The beneficial interests in the Trust are represented and constituted by one class of units. An unlimited number of common voting trust units may be issued pursuant to the Trust Indenture. Each unit represents an equal, undivided beneficial interest in the net assets of the Trust, and all units rank equally and ratably with all other units. Each unit entitles the holder to one vote at all meetings of unitholders. Unitholders are entitled to receive non-cumulative distributions from the Trust if, as, and when declared by the Trust.

Trust units are redeemable at any time or from time to time on demand by the Unitholders thereof. Upon delivery to the Trust, the holder is entitled to receive a price per unit (the "Redemption Price") equal to the lesser of: (i) 90% of the volume-weighted average trading price of a unit during the last 10 consecutive trading days; and (ii) 100% of the volume-weighted average trading price of a unit on the redemption date. The aggregate Redemption Price payable by the Trust in respect of any units tendered for redemption during any month shall be satisfied by cheque drawn on a Canadian chartered bank or trust in lawful money of Canada payable to the Unitholders who exercised the right of redemption, on or before the end of the calendar month following the calendar month in which the units were tendered for redemption; provided that Unitholders shall not be entitled to receive cash upon the redemption of their Units if the total amount payable by the Trust in respect of such units and all other units tendered for redemption in the same month exceeds \$100,000. If a Unitholder is not entitled to receive cash upon the redemption of Units as a result of the limitations set forth in the immediately preceding paragraph, then the Redemption Price for each Unit tendered for redemption shall be equal to the fair market value of a Unit as determined by the Trustee, in its discretion, and shall, subject to all necessary regulatory approvals, be paid and satisfied by way of a distribution in specie of Trust Property, other than certain specified Trust assets as determined by the Trustee in its discretion. To the extent that the Trust does not hold Trust Property, other than the above mentioned specified Trust assets, having a sufficient amount outstanding to effect payment in full of the in specie Redemption Price, the Trust may affect such payment by issuing Redemption Notes, being unsecured subordinated promissory notes of the Trust. It is anticipated that the redemption right will not be the primary mechanism for Unitholders to dispose of their Units.

Trust Units Outstanding

	Number of Units	\$
Issuance on initial formation – September 7, 2012.....	1	\$—
Repurchase of initial Trust units.....	(1)	—
Trust units issued pursuant to public offering.....	10,000,000	99,612
Trust unit issuance costs.....	—	(11,587)
Tax benefit related to stock options.....	—	2,275
Balance at December 31, 2012.....	10,000,000	90,300
Issuance of Trust units.....	14,924	102
Balance at December 31, 2013.....	10,014,924	\$90,402

On November 13, 2012, as part of the initial public offering, 10 million units were issued at a price of C\$10.00 per unit, and with these funds, the Trust acquired a 26.8% membership interest in Crius Energy, LLC through an indirect wholly-owned subsidiary.

Distributions paid and proposed

For the year ended December 31, 2013, monthly distributions of C\$0.0833 per unit and during the period from inception on September 7, 2012 to December 31, 2012, a distribution of C\$0.1326 per unit were declared by the Trust. This amounted to \$9,650 and \$1,327, which was approved throughout the period by the Board of Directors of the Trust and all amounts were paid by January 15, 2014.

Declared dividends subsequent to year-end

On January 9, 2014, the Board of Directors of the Trust declared a distribution in the amount of C\$0.0833 per unit. The distribution was paid on February 17, 2014, to shareholders of record at the close of business on January 31, 2014.

On February 10, 2014, the Board of Directors of the Trust declared a distribution in the amount of C\$0.0583 per unit. The distribution was paid on March 17, 2014, to shareholders of record at the close of business on February 28, 2014.

On March 12, 2014, the Board of Directors of the Trust declared a distribution in the amount of C\$0.0583 per unit. The distribution will be paid on April 15, 2014, to shareholders of record at the close of business on March 31, 2014.

Offer to Purchase Crius Energy, LLC Units from Excess Cash

In each fiscal year commencing with the 2019 fiscal year, the Trust is required make an offer ("Liquidity Offer"), on or before the 90th day of such fiscal year, to purchase the maximum number of membership units of the non-controlling interest that may be purchased out of Excess Cash (as defined below), at a price per unit equal to the Liquidity Offer Purchase Price (as defined below). If, in any year, a Liquidity Offer is made by the Trust for all or a portion of the membership units held by the non-controlling interest and any non-controlling interest refuses to accept such Liquidity Offer with respect to any of the member's membership units that are subject to the Liquidity Offer (the "Non-Tendered Membership Units"), the Trust is not required to make a further Liquidity Offer for any of the member's Non-Tendered Membership Units in any subsequent year. For these purposes, "Excess Cash" means an amount, as of the end of the immediately preceding fiscal year of the Trust, determined by the Trust's board of directors, in its sole and absolute discretion, which is not required to be retained in order to permit the Trust to make distributions (including future distributions) at the then current level of distributions and which is in excess of any other reasonable reserves established by the Trust's board of directors for any proper purpose. The "Liquidity Offer Purchase Price" per membership unit means, in respect of a Liquidity Offer made in any fiscal year of the Trust, an amount equal to (i) five times the Trust's consolidated cash flow for the immediately preceding fiscal year, plus the Trust's cash and cash equivalents on a consolidated basis as of the end of such preceding fiscal year, minus the Trust's debt as of the end of such preceding fiscal year, divided by (ii) the number of outstanding membership units as of the date of such Liquidity Offer.

Right to Acquire Membership Units

If at any time Crius Energy Corporation and its affiliates hold more than 80% of the membership units in Crius Energy, LLC then outstanding, the Trust has the right, exercisable at its option, to purchase all, but not less than all, of the outstanding membership units held by persons other than Crius Energy Corporation and its affiliates, at a price per membership unit equal to the greater of (i) the fair market value of the membership unit, determined by the Trust's board of directors in good faith, and (ii) the highest price paid by Crius Energy Corporation or any of its affiliates for any membership unit purchased during the 90-day period preceding the date notice of the Trust's intention to exercise its right is mailed.

Offer to Purchase Membership Units Upon Trust Change of Control

Within 30 days following the occurrence of a Trust Change of Control (as defined below), the Trust or Crius Energy Corporation is required to make an offer to purchase all of the membership units of each non-controlling interest at a price per membership unit equal to the Change of Control Purchase Price (as defined below). For these purposes, a "Trust Change of Control" means the occurrence of any of the following: (i) the adoption by the Trust of a plan relating to the liquidation or dissolution of the Trust; (ii) the consummation of any transaction (including, without limitation, any merger, consolidation or amalgamation) the result of which is that any person becomes the beneficial owner, directly or indirectly, of more than 50% of the Units of the Trust; (iii) the first day on which a majority of the members of the board of directors of the Administrator are not continuing directors; or (iv) the first day on which the Trust does not own, directly or indirectly through other wholly-owned subsidiaries, all of the outstanding equity interests in Crius Energy Corporation.

The "Change of Control Purchase Price" per membership unit is equal to (i) 6.5 times the Trust's consolidated cash flow for the preceding fiscal year (subject to certain adjustments in the event the Trust has made a material acquisition or disposition during that period), plus the amount of the Trust's cash and cash equivalents on a consolidated basis as of the preceding fiscal quarter, minus the amount of debt as of the end of the preceding fiscal quarter, divided by (ii) the number of outstanding membership units; provided that if the non-controlling interests, in the aggregate, own less than 20% of the outstanding membership units, the Change of Control Purchase Price per membership unit shall be the fair market value of a membership unit as determined by the Trust's board of directors in good faith.

Non-controlling interest

Due to the redeemable nature of the non-controlling interest in Crius Energy, LLC arising from the Liquidity Offer and Trust Change of Control provisions outlined above, the non-controlling interest is classified as a Non-current liability on the consolidated statements of financial position. This non-

controlling interest is measured at fair value at the end of each period with the gain or loss being charged to profit or loss in the consolidated statement of comprehensive income.

16. INCOME PER UNIT

	For the year ended December 31, 2013	For the period from inception on September 7, 2012 to December 31, 2012
Net income and comprehensive income	\$48,670	\$2,760
Weighted average number of units outstanding	10,011,081	4,210,526
Basic income (loss) per unit	\$4.86	(\$0.66)
Net income and comprehensive income	\$48,670	\$2,760
Adjust for change in fair value of unit based compensation	(53)	—
Adjusted net income and comprehensive income	\$48,617	\$2,760
Weighted average number of units outstanding	10,011,081	4,210,526
Weighted average number of Restricted Trust Units outstanding	69,074	—
Diluted weighted average number of units outstanding	10,080,155	4,210,526
Diluted income (loss) per unit	\$4.82	\$ (0.66)⁽¹⁾

(1) Restricted Trust Units are anti-dilutive to loss per unit for the period from inception on September 7, 2012 to December 31, 2012.

Basic income per unit is calculated by dividing the net income and comprehensive income by the weighted average number of units outstanding during the year ended December 31, 2013 and the period from inception on September 7, 2012 to December 31, 2012, respectively.

17. CONSOLIDATED STATEMENT OF CASH FLOWS

The inflows (outflows) of net change in operating assets and liabilities, are as follows:

	December 31,	
	2013	2012
Accounts receivable	\$(24,434)	\$(7,789)
Restricted cash	65	(65)
Collateral deposits	241	518
Other current financial assets	(619)	1,092
Other current assets	(804)	162
Other non-current assets	158	—
Trade and other payables	15,519	(6,100)
Other non-current liabilities	(763)	1,390
Income tax receivable	1,704	(1,587)
	\$(8,933)	\$(12,379)

18. UNIT BASED COMPENSATION

Restricted Trust Unit Plan

Under the Trust's Restricted Trust Unit Plan ("RTUP"), restricted trust units ("RTUs") may be granted by the board of the Administrator, or an appointed committee thereof (the "RTUP Administrator") to directors, officers, employees or direct or indirect service providers ("Participants") of the Trust. The number of Units reserved for issuance pursuant to the redemption of RTUs granted under the RTUP and pursuant to all other security based compensation arrangements of the Trust shall, in the aggregate, not exceed 10% of the number of Units then issued and outstanding. If any RTUs are redeemed, the number of Units to which such redeemed RTUs relate shall be available for the purpose of granting additional RTUs under the RTUP. In addition, if any RTUs expire or terminate for any reason without having been redeemed, any unissued Units to which such RTUs relate shall be available for the purposes of granting additional RTUs under the RTUP. The vesting of RTUs is determined by the RTUP Administrator at the time of grant, provided that

no vesting conditions shall extend beyond December 20th of the third calendar year following the service year in respect of which the RTUs were granted. Unless otherwise provided in the applicable award agreement, all RTUs shall vest: (i) one-third on the first anniversary of the date of grant of such RTUs (the "Grant Date"); (ii) an additional one-third on the second anniversary of the Grant Date; and (iii) the final one-third on the third anniversary of the Grant Date.

At the determination of the RTUP Administrator, on a date on or before the date which is three calendar years following the end of the service year in respect of which the RTUs were granted (the "RTU Entitlement Date") the holder will receive, subject to applicable withholding taxes, for each RTU held either: (i) the cash equivalent of one Unit; or (ii) at the election of the Trust, one Unit, which may be issued from treasury or purchased by a designated broker on the TSX. The determination of the value of the cash equivalent of Units will be determined based upon the volume weighted average trading price of the Units on the TSX for the last five trading days prior to the date of calculation. Participant's RTU account will be credited with additional RTUs in respect of any distributions declared by the Trust on the Units that would have been paid to the Participant if the RTUs in the Participant's account were outstanding Units during the relevant period. A Participant shall not have the right or be entitled to exercise any voting rights, receive distributions or have or be entitled to any other rights as a unitholder of the Trust in respect of any RTUs.

During the year ended December 31, 2013, the Trust granted 14,924 RTUs for directors and 154,601 RTUs to certain members of senior management. The 14,924 RTUs vested immediately and were converted to units in April 2013. 84,637, 61,594 and 8,370 RTUs vest on January 1, 2016, August 19, 2016 and October 15, 2016 respectively, and are being expensed ratably over these periods. In addition, Participants are eligible to receive additional RTUs for distributions declared by the Trust that would have been paid to the Participants if they were in fact a unit holder. These RTUs will accrue to the account of the Participant and vest in the same manner as the related Participants RTUs. As at December 31, 2013, RTUs from distributions were 13,152. For the year ended December 31, 2013, unit based compensation of \$330 was included in the consolidated statements of comprehensive income.

The following schedule provides the continuity of the RTUs:

	<u>Number of RTUs</u>
As at December 31, 2012	—
RTUs issued	169,525
RTUs from distributions.....	13,152
RTUs converted to Units on April 5, 2013	(14,924)
As at December 31, 2013	<u>167,753</u>

Phantom Unit Plan

Crius Energy, LLC adopted a cash settled Phantom Unit Right Plan ("PURP") for the benefit of directors, officers or employees or direct or indirect service providers of the Crius Energy, LLC resident in the United States the ("U.S. Participants"). The purpose of the PURP is to provide incentive bonus compensation based on the appreciation in value of the Trust units and distributions payable in respect of these units, thereby providing additional incentive for continued efforts in promoting the growth and success of the Trust and in attracting and retaining management personnel in the United States. The PURP mirrors the material terms of the RTUP with the exception that Phantom Unit Rights ("PURs") may only be settled with cash payments by Crius Energy, LLC. The PURP allows U.S. Participants to comply with tax and securities laws in the United States applicable to the awards. As at December 31, 2013, no PURs have been granted under the PURP.

19. GUARANTEES

Officer and Directors

Corporate indemnities have been provided by the Trust to all Directors and Officers for various items including, but not limited to, all costs to settle suits, or actions due to their association with the Trust, subject to certain restrictions. The Trust has purchased directors' and officers' liability insurance to mitigate the costs of any potential lawsuits or actions taken against the Trust. Each indemnity, subject to certain

exceptions, applies for so long as the indemnified person is a Director or Officer of the Trust. The maximum amount of any potential future payment cannot be reasonably estimated.

20. RELATED PARTY TRANSACTIONS AND KEY MANAGEMENT PERSONNEL RENUMERATION

Parties are considered to be related if one party has the ability to control the other party or exercise influence over the other party in making financial or operating decisions. The definition includes subsidiaries and other persons.

Subsidiaries

Certain transactions between the Trust and its subsidiaries meet the definition of related party transactions, including primarily intercompany notes and administrative service fees amongst its subsidiaries. These transactions are eliminated on consolidation and are not disclosed in these consolidated financial statements.

Key management personnel

The Trust's key management personnel and persons connected with them are also considered to be related parties for disclosure purposes. Key management personnel are defined as those individuals having authority and responsibility for planning, directing and controlling the activities of the Trust and is comprised of the Board of Directors, the Chief Executive Officer, the Chief Financial Officer, the Chief Operating Officer, the Chief Legal Officer, the Chief Strategy Officer and the President of Viridian Energy.

Compensation of key management personnel that is directly attributable to the Trust is as follows:

	For the year ended December 31, 2013	For the period from inception on September 7, 2012 to December 31, 2012
Wages, salaries and employee benefits.....	\$2,194	\$549
Directors fees.....	597	75
Post-employment benefits	34	5
	<u>\$2,825</u>	<u>\$629</u>

Other related party transactions

Crius Energy, LLC entered into a transition services agreement for professional services with a related party for an initial period of nine months commencing September 2012, with the option to extend the agreement for an additional nine months. In March 2013, Crius Energy, LLC gave notice to the related party that it would not extend the agreement subsequent to the initial six month term. As at December 31, 2013, there is \$ - (December 31, 2012 — \$24) included in Trade and other payables related to this agreement. For the year ended December 31, 2013, there is \$121 included in General and administrative expense related to this agreement.

Crius Energy, LLC has entered into a Supplier Agreement with Macquarie Energy, which is related to Macquarie Americas Corp which is a unitholder in Crius Energy, LLC. Both Macquarie entities are part of the same group (Note 11).

21. CAPITAL DISCLOSURES

For capital management purposes, the Trust considers its capital structure to include unitholders' equity, non-controlling interest, working capital and availability under the Supplier Agreement. The Trust's principal objectives in managing capital are:

- ensure sufficient liquidity to adequately fund the ongoing operations of the business;

- provide flexibility to take advantage of contract and growth opportunities that are expected to provide satisfactory returns to unitholders;
- maintain a strong capital base so as to maintain investor, creditor and market confidence;
- provide returns and generate predictable cash flow for distributions to unitholders;
- comply with financial covenants required under its financing arrangements.

The Trust manages its capital structure and adjusts it in light of changes in economic conditions and the risk characteristics of the underlying assets. The Board of Directors does not establish quantitative return on capital criteria for management. The Trust is not subject to externally imposed capital requirements other than standard covenants in the Supplier Agreement (Note 11). As at December 31, 2013 all these covenants have been met.

22. REPORTABLE BUSINESS SEGMENTS

Operating segments

For the fiscal years ended December 31, 2013 and 2012, the Trust operated in a single operating segment and evaluates the performance of the business as a single segment. For comparative purposes, we have modified the presentation of the footnotes to the 2012 consolidated financial statements to reflect single operating segment reporting.

Products

For the year ended December 31, 2013, revenue by product is as follows: \$475,392 for electricity, \$26,599 for natural gas, \$4,126 for fee revenue and \$955 for solar revenue. For the period from inception on September 7, 2012 to December 31, 2012, the revenue by product is as follows: \$52,968 for electricity, \$2,779 for natural gas and \$513 for fee revenue.

Geographic information

All of the Trust's revenues from external customers and assets are located in the United States of America. The Trust does not have any key customers. For the year ended December 31, 2013, the trust operated in three states which together comprised 64.7% of revenue, two of which comprise 27.2% and 26.7%, respectively. For the period from inception on September 7, 2012 to December 31, 2012, the Trust operated in three states which together comprise 70.9% of revenue, two of which comprised 30.3% and 27.7%, respectively.

23. COMMITMENTS

Surety bonds

As at December 31, 2013 and 2012, the Trust had surety bonds issued of \$8,195 and \$7,109, respectively, to the various state regulatory commissions and LDCs.

Operating leases

The Trust leases its office facilities under non-cancelable operating leases which contain fixed escalation clauses and is subject to extension at the option of the Trust. The Trust takes into account escalation clauses when determining the amount of future minimum lease payments. All future minimum lease payments are recognized on a straight-line basis over the minimum lease term. For the year ended December 31, 2013 and the period from inception on September 7, 2012 to December 31, 2012, rent expense under its operating leases of \$641 and \$68, respectively, was incurred. These costs are included in the consolidated statements of comprehensive income and the associated deferred rent liability is included within other non-current liabilities in the consolidated statements of financial position.

Financing leases

The Trust leases certain property and equipment under non-cancelable financing leases. All future minimum lease payments are recognized on a straight-line basis over the minimum lease term. For the year ended December 31, 2013 and the period from inception on September 7, 2012 to December 31, 2012, depreciation expense under its financing leases of \$28 and \$0, respectively, were incurred and these costs are included in the consolidated statements of comprehensive income and the lease liability is included within trade and other payables and other non-current liabilities on the consolidated statements of financial position.

Employee defined contribution plan

The Trust has a 401(k) retirement plan in which substantially all full-time employees may participate. The Trust matches employee contributions up to a maximum of 4% of each participant's annual salary. During the year ended December 31, 2013 and for the period from inception on September 7, 2012 to December 31, 2012, employer contributions totaled \$102 and \$15, respectively.

Regulatory proceedings

The Trust is an independent energy marketer of retail electricity and natural gas to residential and commercial customers across numerous states. Market rules and regulations locally, regionally and state to state change periodically. These changes will likely have an impact on the Trust's business; some may be material and others may not. Some changes may lead to new or enhanced business opportunities, some changes may result in a negative impact on the Trust's business. As such, there is no way to impute an exact effect through a cost benefit analysis, because there are many variables. The regulatory process does allow for some participation, and the Trust engages in that participation, however, such participation provides no assurance as to the outcome of such proceedings. The Trust does not expect proceedings to have a material adverse effect on the Trust's financial condition or results of operations.

Litigation and other claims

The Trust is involved in various disputes and litigation. In the opinion of management, the resolution of these disputes against the Trust will not have a material effect on the consolidated results of operations, cash flows or financial position of the Trust.

24. APPROVAL OF THE FINANCIAL STATEMENTS

These consolidated financial statements were authorized for issue on March 25, 2014 by the Board of Directors of the Administrator.

EXHIBIT C-4

***“Financial Arrangements,”** provide copies of the applicant's financial arrangements to conduct competitive retail natural gas supply service (CRNGS) as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.).*

Please note that FTR Energy Services, LLC's ("FTR") ultimate parent entity, Crius Energy Trust, a publicly-traded Canadian entity traded on the Toronto Stock Exchange, under the ticker symbol "KWH.UN" manages FTR's financial arrangements and has disclosed these financial arrangements in a publically available document at the Canadian securities website (SEDAR): http://sedar.com/homepage_en.htm (the prospectus). Attached as Exhibit C-4 for your convenience are pages 60-63 which describe all financial arrangements available at the Crius Energy Trust website, <http://www.criusenergytrust.ca>.

Principal Agreement with Macquarie Energy

On September 18, 2012, the Company, Regional Energy, Public Power and their consolidated subsidiaries (collectively the "Buyer Group") entered into an energy supply and financing agreement (the "Base Confirmation Agreement") with Macquarie Energy. The Base Confirmation Agreement is part of a structured transaction pursuant to which Macquarie Energy supplies the Buyer Group with natural gas and electricity on an exclusive basis within the states in which they operate and also provides a working capital facility.

Under the Base Confirmation Agreement, the Buyer Group must obtain quotes for the quantity of electricity or natural gas it wishes to purchase from Macquarie Energy. If the Buyer Group does not accept the quote or Macquarie Energy declines to produce a quote, the Buyer Group may enter into an agreement with an approved third party through Macquarie Energy on terms acceptable to Macquarie Energy (a "Third Party Hedge"). Upon entering into a Third Party Hedge, Macquarie Energy and the Buyer Group will automatically enter into a corresponding back-to-back transaction agreement on equivalent terms to the Third Party Hedge (a "Sleeved Transaction"). If on any day the power or natural gas sleeve ratio (the sum of Sleeved Transaction volumes, other than volumes arising from Sleeved Transactions for which Macquarie declined to provide a quote, divided by the sum of the volumes of all permitted physical or financial hedge transactions directly between Macquarie Energy and the Buyer Group) exceeds 30% for the immediately preceding twelve full calendar months, Macquarie Energy will have no obligation to enter into any Sleeved Transaction for the subsequent three month period following such day.

Macquarie Energy is only required to enter into a Third Party Hedge and any related Sleeved Transaction if: (a) Macquarie Energy has rejected, failed to respond to or quoted a price which was higher than a quote received by the Buyer Group from an approved third party; (b) no event of default, potential event of default or termination event under the Base Confirmation Agreement or any related document has occurred; and (c) the Third Party Hedge does not have to be cleared through an exchange.

The approved third parties for a Third Party Hedge are specified in the Base Confirmation Agreement. This list can be updated at any time provided that at all times it includes at least ten approved third parties with a sufficient amount of credit capacity to permit Buyer Group purchases up to the limits specified under the Base Confirmation Agreement.

Pricing and Payment

Pricing and Minimum Annual Payment

All of the Buyer Group's purchases of electricity and natural gas are set using market-based pricing. Purchases of permitted financial and physical hedges, and physical and financial sleeved transactions, will be transacted at prices agreed to between Macquarie Energy and the Buyer Group, together with any additional corresponding fees.

The Buyer Group is required to pay a minimum annual fee equal to the amount of energy fees that the Buyer Group would have paid Macquarie Energy in a year had the Buyer Group purchased the applicable specified minimum annual volume for natural gas and electricity for such year. The minimum annual fee in any year is reduced, on a dollar-for-dollar basis, by the amount of energy fees actually paid by the Buyer Group for natural gas and electricity purchased during such year.

Lockbox Accounts

The Buyer Group is required to direct all LDCs, POR utilities, non-POR utilities and ISOs serving the Buyer Group's customers, as well as non-POR customers, to remit all customer payments into designated restricted bank accounts (the "Lockbox Accounts") for which Macquarie Energy has been designated the administrator by the Buyer Group. Each month, the Buyer Group is required to initiate a request to transfer funds from the Lockbox Accounts to Macquarie Energy for the energy supplied and other fees and interest due under the Base Confirmation Agreement.

If the Lockbox Accounts contain insufficient funds on the applicable payment date, Macquarie Energy may, on a daily basis, transfer or direct the Buyer Group to transfer all incoming amounts received into the Lockbox Accounts into Macquarie Energy's bank accounts until its invoices have been paid in full.

At the end of each month, provided that (i) no event of default, termination event or potential event of default has occurred, (ii) Macquarie Energy has been paid in full for all amounts owing under all then

outstanding monthly invoices, (iii) Macquarie has not received notice that any amount owed to any party is then currently past due, and (iv) the requested distribution would not result in a breach of any covenant, the Buyer Group may submit a request to Macquarie Energy to transfer funds from the Lockbox Accounts into a bank account of the Buyer Group that is not subject to the Lockbox Account restrictions (the "Operating Account"). In which case Macquarie Energy is required to consent to the transfer of funds into the Operating Account as soon as reasonably practicable, but in no event later than one business day following the request.

Working Capital Facility

Under the Base Confirmation Agreement, Macquarie Energy also agreed to advance funds to the Buyer Group under the terms of a standby working capital facility (the "Working Capital Facility"), provided that at the time of the funding request: (i) the Buyer Group is not subject to an event of default, potential event of default or termination event as described in the Base Confirmation Agreement; and (ii) such request does not cause the Working Capital Facility exposure to exceed \$25 million. Interest on cash advances under the Working Capital Facility is payable at a rate equal to LIBOR plus 5.5% per annum.

Letters of Credit

Pursuant to the Base Confirmation Agreement, Macquarie Energy will issue one or more letters of credit on behalf of the Buyer Group, provided, among other things: (a) any letter of credit issued is for the sole purpose of satisfying the credit requirements imposed upon the Buyer Group by a host utility, non-POR utility, natural gas pipeline or natural gas storage operator, ISO, governmental authority, state commission or public service commission; (b) the letter of credit, taken together with any balance owing under the Working Capital Facility, does not cause the Working Capital Facility to exceed \$25 million; and (c) the terms are otherwise satisfactory to Macquarie Energy in its reasonable discretion.

To the extent Macquarie Energy posts collateral to any third party on behalf of the Buyer Group, the Buyer Group will ensure such third party returns all such collateral directly to Macquarie Energy when it is no longer required to be posted with such third party. Under no circumstances will the Buyer Group be permitted to post a letter of credit issued pursuant to the Base Confirmation Agreement to Macquarie Energy as collateral to satisfy any obligation under the Base Confirmation Agreement.

Security Interest Given Under Base Confirmation Agreement

The Base Confirmation Agreement and related agreements grant Macquarie Energy a first priority security interest in all property and assets (whether real, personal, or mixed, tangible or intangible) ("Collateral") of the Buyer Group, including the Company's equity securities in Crus Energy Management, LLC, prior and superior in right to any other person to the extent a lien can be created and perfected under the *Uniform Commercial Code*, subject to any permitted liens. The Buyer Group must take all necessary steps to ensure that Macquarie Energy continues to have a first priority security interest in all of the Collateral and to protect against the establishment of third party liens.

Notable Representations and Covenants

The Base Confirmation Agreement contains customary representations and covenants by the Buyer Group relating to the business and operations of the Buyer Group, including in connection with the ownership and maintenance of assets, regulatory approvals, compliance with laws, insurance, taxes, delivery of financial information, incurrence of indebtedness, and the maintenance of certain financial ratios, including minimum total net worth and minimum margin ratios, as well as an ongoing representation regarding the absence of any event or circumstance that could reasonably be expected to have a material adverse effect. In addition, the Base Confirmation Agreement contains the following covenants by the Buyer Group.

Business Operations in Specified Markets

The Buyer Group shall not enter into any business, directly or indirectly, except for the sale of retail natural gas and electricity in the Specified Markets, certain ancillary services or the provision of other products agreed upon in writing by Macquarie Energy, and all services and activities reasonably related to the foregoing to the extent not prohibited under the Base Confirmation Agreement and certain ancillary agreement with Macquarie Energy. "Specified Markets" means Pennsylvania, Connecticut, Maryland, New York, New Jersey, Illinois, Ohio,

New Hampshire, Maine, Rhode Island, Michigan, Indiana, California, Virginia, Delaware, District of Columbia, CAISO, PJM, ISO-New England, NYISO, MISO and each other market in the United States which Macquarie Energy has, in its sole discretion, approved in writing for inclusion as a Specified Market.

Risk Management Policy

The Buyer Group is required to comply with the Risk Management Policy. Within 60 days prior to each anniversary of the effective date of the Base Confirmation Agreement, the Buyer Group is required to review the Risk Management Policy with Macquarie Energy and make such changes as the Buyer Group and Macquarie Energy mutually agree are commercially reasonable based upon the applicable market, industry, economic and customer conditions and business objectives. Furthermore, the Buyer Group may only amend or modify the Risk Management Policy upon written consent of Macquarie Energy.

Distributions

Each member of the Buyer Group is prohibited from making any payment, including any distribution or dividend, to any direct or indirect equity holder of the member (other than to another member of the Buyer Group) unless it is a Permitted Distribution. A "Permitted Distribution", following the Company Interest Acquisition, means a payment made from the Operating Account to equity holders of the Company for purposes of (i) distributing dividends or income to equity owners of the Company, or (ii) reimbursing an equity holder for amounts actually paid in taxes on income attributable to the Buyer Group's business activities, provided that at the time of payment no event of default, potential event of default or termination event has occurred and is continuing.

Independent Directors

The Buyer Group is required to ensure that, following the Company Interest Acquisition, (i) the Company LLC Agreement requires (a) the appointment of at least three independent directors to the board of directors of the Company, (b) at all times, a majority of the members of the board of directors of the Company be independent directors, and (c) the unanimous vote of all of the independent directors shall be required prior to the filing of any voluntary bankruptcy filing or accession to any involuntary bankruptcy filing by the Company or any of its direct or indirect subsidiaries, and (ii) that such independent directors are appointed no later than the consummation of the Company Interest Acquisition. For these purposes, a director will be considered to be independent if he or she: (i) is not a member of management and, in the reasonable opinion of the board of directors of the Company, is free from any interest and any business or other relationship which could reasonably be perceived to materially interfere with the director's ability to act in the best interest of the company for which the individual is a director, (ii) is not an owner of any of the issued and outstanding securities of any member of the Buyer Group, and (iii) does not own, directly or indirectly, as a beneficial holder or as a nominee or associate of a beneficial holder, any of the issued and outstanding securities of any direct or indirect parent of the Company (excluding any securities issued to such individual as compensation for services as a director thereof, provided the issuance complies with certain conditions set out in the Base Confirmation Agreement). The Base Confirmation Agreement provides that, as a general rule, a person who has a material relationship with any member of the Buyer Group will not qualify as independent; however, a person shall not be deemed to have a material relationship with any member of the Buyer Group solely as a result of such person serving as a director of one or more indirect parents of the Company.

Merger or Consolidation

A member of the Buyer Group shall not merge, combine, consolidate, liquidate, wind up its affairs, dissolve itself or change its form or state of organization; provided however, that a member of the Buyer Group may, without the prior consent of Macquarie Energy, (i) merge, combine or consolidate with another member of the Buyer Group, and (ii) enter into agreements to purchase supply contracts from third parties for new customer load that satisfy certain conditions set out in the Base Confirmation Agreement.

Change of Control

The Base Confirmation Agreement provides that any contract or agreement which could result in a change in ownership of any member of the Buyer Group constitutes an event of default in respect of the member, other than: (i) the sale of certain assets of Cincinnati Bell Energy LLC to Cincinnati Bell Telephone Company LLC

pursuant to certain existing agreements described in the Base Confirmation Agreement; (ii) the Company Interest Acquisition; (iii) changes in ownership resulting from sales of ownership interests in the Company among the owners of the Company as of the date of the Company Interest Acquisition; (iv) changes in ownership resulting from sales of additional ownership interests in the Company to US Holders; and (v) changes in ownership resulting from the repurchase of ownership interests in the Company by the Company (so long as any such purchase would not result in the violation of any covenant of the Buyer Group). In all other circumstances, a change of control of any member of the Buyer Group will result in an event of default under the Base Confirmation Agreement.

Term

The Base Confirmation Agreement expires upon the earlier of October 1, 2017 and the date on which all transactions entered into in accordance with the Base Confirmation Agreement are terminated.

Early Termination Payment

The Buyer Group may terminate the Base Confirmation Agreement at any time upon 90 days written notice to Macquarie Energy. Upon early termination, the Buyer Group must pay a termination payment equal to the estimated fees that would have been payable during the remaining term (based on specified volumes of natural gas and electricity as set out in the Base Confirmation Agreement), less the actual fees paid by the Buyer Group during the year in which the early termination occurs (and all other years remaining in the term).

Events of Default

In addition to the covenants referred to above, the Base Confirmation Agreement contains various other covenants of the Buyer Group which, if breached, would (subject to an applicable cure period) constitute an event of default such as the failure to maintain a certain minimum net worth, failure to pay taxes and other material third party obligations and limitations on the incurrence of debt, existence of liens or capital expenditures. The Base Confirmation Agreement also contains specific events of default, including the revocation of licenses or permits to market or sell electricity or natural gas in Specified Markets, Macquarie Energy's exposure or permitted hedge exposure exceeding certain limits, or the loss of key management employees (subject to certain cure provisions).

In the event of a default by the Buyer Group, and subject to any applicable cure period, Macquarie Energy is entitled to suspend its performance under or terminate the Base Confirmation Agreement, including the supply of energy to the Buyer Group under the Base Confirmation Agreement. In addition, Macquarie Energy is entitled to accelerate any advances under the Working Capital Facility, and to enforce its liens and foreclose on the Collateral. Furthermore, if the breach giving rise to the default or termination event is willful or deliberate, Macquarie Energy is entitled to enforce all rights and take all actions under a power of attorney given to it by the Buyer Group, including the power to take all actions Macquarie Energy deems to be reasonable to operate the business until such time as the event of default or termination event has been remedied or cured (except in circumstances involving fraud, in which case the power of attorney shall continue until terminated by Macquarie Energy in its sole discretion).

FTR ENERGY SERVICES LLC

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, email address, and telephone number of the preparer.*

FTR Energy Services, LLC's forecasted financial information contain confidential and proprietary information and are being submitted under seal.

FTR ENERGY SERVICES LLC

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.*

Attached is the Credit Report of FTR Energy Services, LLC from Dun & Bradstreet that shows Applicant’s credit rating.



Ftr Energy Services, Llc

DUNS: 07-030-7263

Dashboard

Company Info

1055 Washington Blvd 7th Fl
Stamford, CT 06901

Phone: (877) 811-7023

DBA's :
(SUBSIDIARY OF REGIONAL ENERGY
HOLDINGS, INC., STAMFORD, CT)

URL: www.viridian.com

Scores

Score	Score	Class	Score	Class	Rating	Recommendation	Rating
79 ▲	471 ▼	4	1442 ▲	4	6 ▼	\$15K	--

Recent Alerts

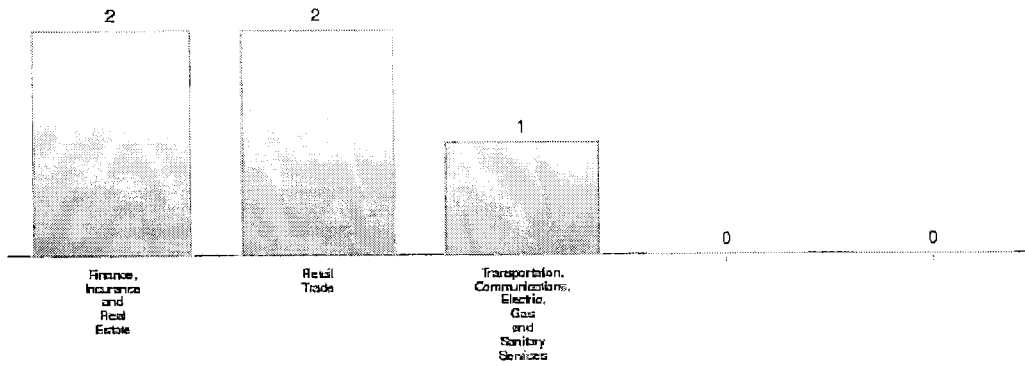
04/14/14	Financial Stress Score Declined	04/14/14	Delinquency Predictor Score Declined
04/14/14	Financial Stress Class Declined	03/23/14	Financial Stress Score Declined

Inquiries

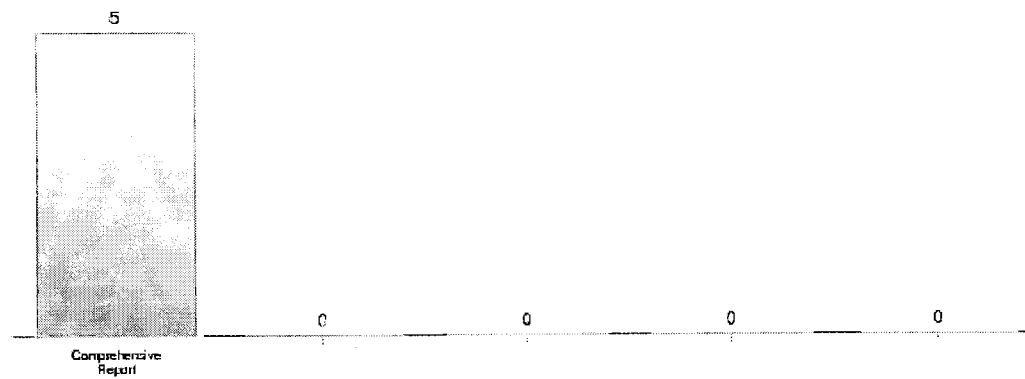
Most Recent

Date	Category	Report
05/02/14	Finance, Insurance and Real Estate	Comprehensive Report
03/19/14	Finance, Insurance and Real Estate	Comprehensive Report
08/22/13	Retail Trade	Comprehensive Report
08/21/13	Transportation, Communications, Electric, Gas and Sanitary Services	Comprehensive Report
07/19/13	Retail Trade	Comprehensive Report

Top 5 Inquiries by SIC / Sector (12 Months)



Top 5 Inquiries by Report Type (12 Months)



Scores

PAYDEX®

79

▲

3 Month PAYDEX®

NA

79

▼

120 Days - 100%

60 Days - 50%

From 0

Understanding My Score

The D&B PAYDEX® is a unique, dollar weighted indicator of payment performance based on payment experiences as reported to D&B by trade references.

Recent Payments

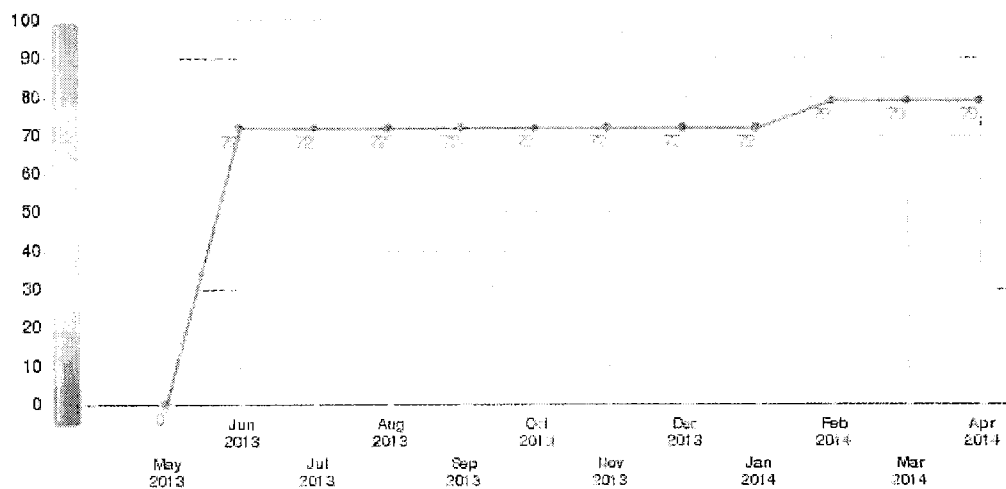
Total (Last 12 Months) 7

Month	Item	Value	Unit	Term	Notes
05/2013	Ppt	\$1,000	\$0	\$0 --	6-12 mos
04/2013	Ppt-Slow 30	\$2,500	\$0	\$0 N30	1 mo
03/2013	(003)	\$100	---	---	Cash account 1 mo
11/2012	Ppt	\$40,000	\$0	\$0 --	2-3 mos
11/2012	(005)	\$50	\$0	\$0 N30	6-12 mos

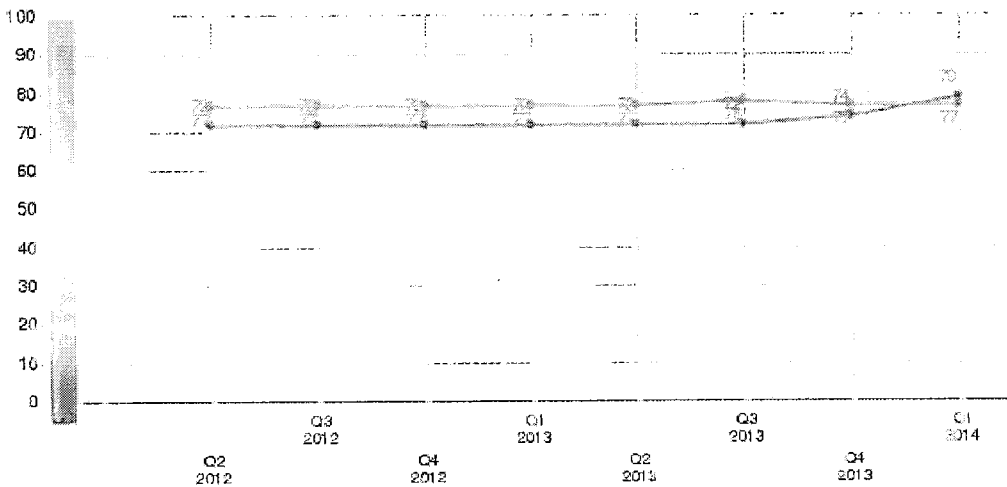
Key

Value	Category	Value	Category
100	Anticipate	40	60 Days Beyond Terms
90	Discount	30	90 Days Beyond Terms
80	Prompt	20	120 Days Beyond Terms
70	15 Days Beyond	1-19	Over 120 Days Beyond Terms
60	22 Days Beyond Terms	UN	Unavailable
50	30 Days Beyond Terms		

Trends



Industry Comparison



• My Company (79) • Industry Median (77)

Based on payments collected over the last 4 quarters.

- Current PAYDEX® for this business is 79, or equal to 2 days beyond terms.
- The present industry median score is 77, or equal to 5 days beyond terms.

Delinquency Predictor Score

Score **471** ▼ Class **4** Percentile **19%**



Moderate to high risk of severe payment delinquency over next 12 months

Understanding My Score

The D&B Delinquency Predictor (formerly the Commercial Credit Score) predicts the likelihood that a company will pay in a severely delinquent manner (91+ days past term) over the next 12 months, seek legal relief from creditors, or cease operations without paying all creditors in full over the next 12 months based on the information in D&B's database. A severely delinquent firm is defined as a business with at least 10% of its dollars 91+ days slow.

Incidence of Delinquent Payment:

Among Companies with this Classification: **9.40%**

Factors Affecting Your Score:

Limited number of satisfactory payment experiences

Higher risk region based on delinquency rates for this region

Evidence of open liens

Higher risk industry based on delinquency rates for this industry

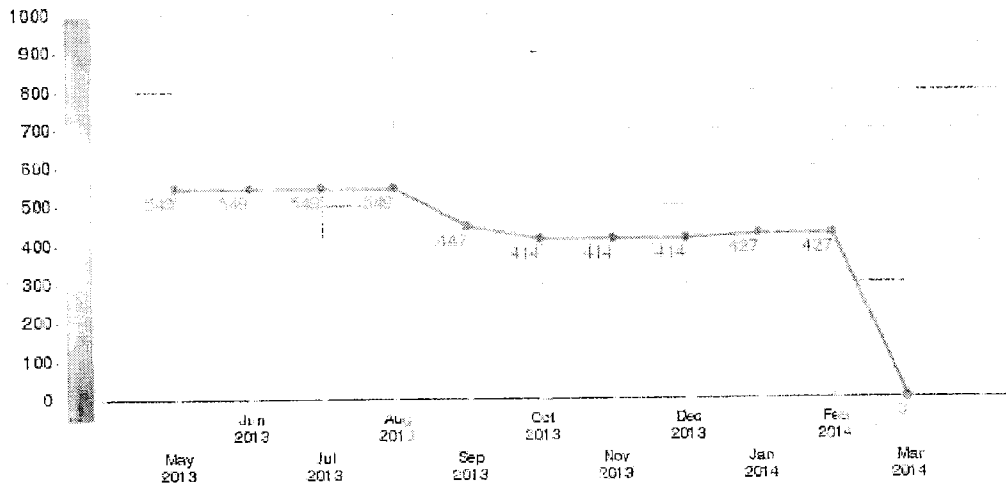
Limited time under present management control

Limited business activity signals reported in the past 12 months

Key

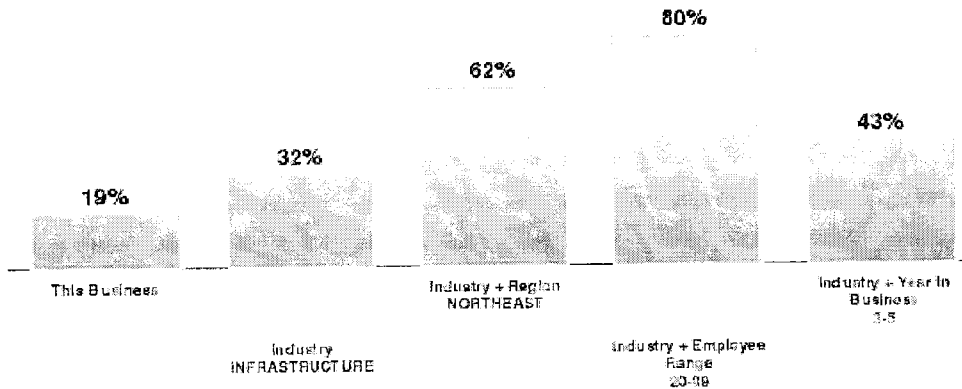
Score	Signal	Score Range	Signal Range
1	10%	91-100	580-670
2	20%	71-90	530-579
3	40%	51-70	481-529
4	20%	11-30	453-480
5	10%	1-10	401-452

Trends - Scores, 12 Month



* My Company (471)

Industry Comparison



This business has a Credit Score Percentile that shows:

- Higher risk than other companies in the same region
- Higher risk than other companies in the same industry
- Higher risk than other companies in the same employee size range
- Higher risk than other companies with a comparable number of years in business

Financial Stress Score

Score Class Nat'l %

1442 ▼ **4** **31%**



Moderate to high risk of severe financial stress, such as a bankruptcy, over the next 12 months

Understanding My Score

Incidence of Financial Stress:

Among Companies with this Classification: **0.84** (84 per 10000)

Factors Affecting Your Score:

Low proportion of satisfactory payment experiences to total payment experiences.

Limited time under present management control

Unstable Paydex over last 12 months.

- The Financial Stress Class Summary Model predicts the likelihood of a firm ceasing business without paying all creditors in full, or reorganization or obtaining relief from creditors under state/federal law over the next 12 months. Scores were calculated using a statistically valid model derived from D&B's extensive data files.

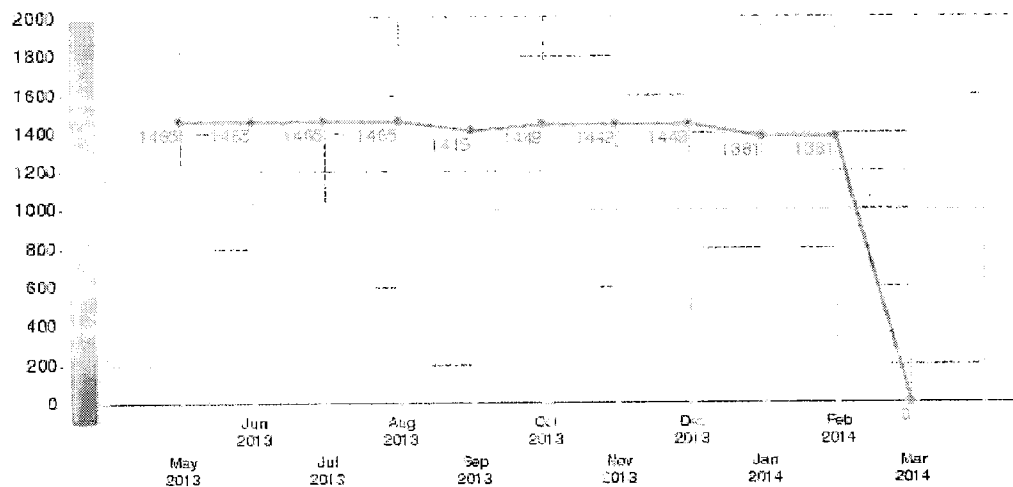
Notes:

- The Financial Stress Class indicates that this firm shares some of the same business and financial characteristics of other companies with this classification. It does not mean the firm will necessarily experience financial stress.
- The Incidence of Financial Stress shows the percentage of firms in a given Class that discontinued operations over the past year with loss to creditors. The Incidence of Financial Stress - National Average represents the national failure rate and is provided for comparative purposes.
- The Financial Stress National Percentile reflects the relative ranking of a company among all scorable companies in D&B's file.
- The Financial Stress Score offers a more precise measure of the level of risk than the Class and Percentile. It is especially helpful to customers using a scorecard approach to determining overall business performance.
- All Financial Stress Class, Percentile, Score and Incidence statistics are based on sample data from

Key

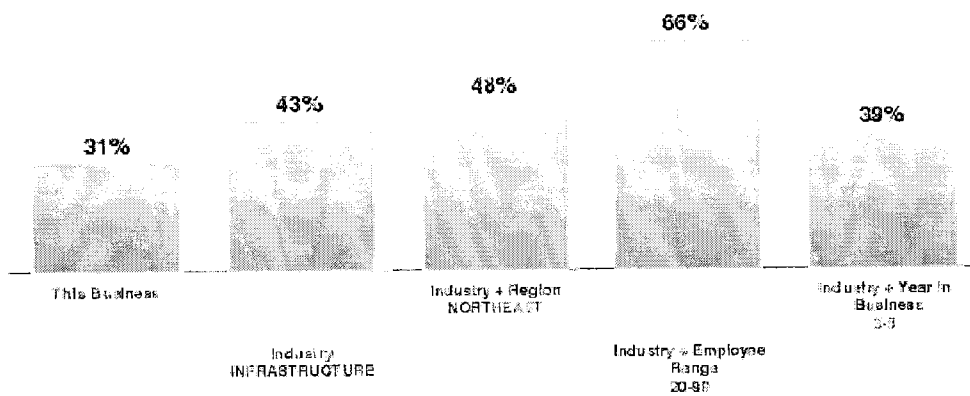
Score	Class	Nat'l %	Financial Stress
1570-1875	1	65-100	6.0%
1510-1569	2	69-94	10.6%
1450-1509	3	34-68	18.4%
1340-1449	4	2-33	31.5%
1001-1339	5	1	70.0%

Trends - Scores, 12 Month



• My Company (1,442)

Industry Comparison



Based on payments collected over the last 4 quarters:

- Higher risk than other companies in the same region.
- Higher risk than other companies in the same industry.
- Higher risk than other companies in the same employee size range.
- Higher risk than other companies with a comparable number of years in business.

Supplier Evaluation Risk Rating

6 ▼



High risk of supplier experiencing severe financial stress over the next 12 months.

Understanding My Score

The Supplier Evaluation Risk (SER) Rating predicts the likelihood that a supplier will cease

business operations or become inactive over the next 12 month period based on the depth of predictive data attributes available on the business. The SER Rating scoring system uses statistical probabilities to classify public and private companies into a 1-9 risk rating, where 1 represents low risk and 9 represents high risk.

Factors Affecting This Company's Score:

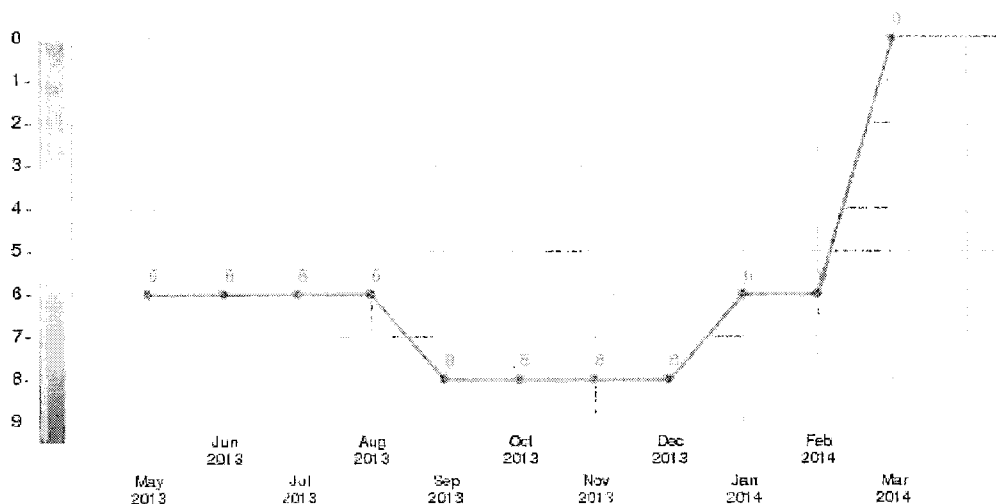
Limited time under present management control

Higher risk industry based on inactive rate for this industry

Proportion of slow payment experiences to total number of payment experiences reported

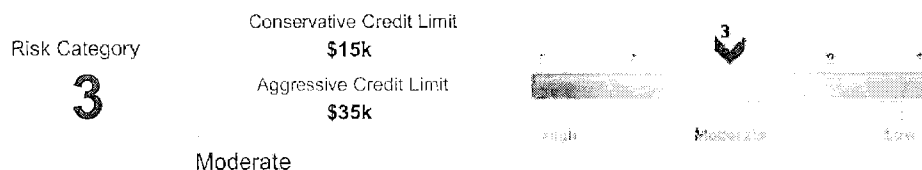
Evidence of open liens

Trends



• My Company (6)

Credit Limit Recommendation



Understanding My Score

D&B's Credit Limit Recommendation is intended to help you more easily manage your credit decisions. It provides two recommended dollar guidelines:

A conservative limit, which suggests a dollar benchmark if your policy is to extend less credit to minimize risk.

An aggressive limit, which suggests a dollar benchmark if your policy is to extend more credit with potentially more risk.

The dollar guideline amounts are based on a historical analysis of credit demand of customers in D&B's U.S. payments database which have a similar profile to your business.

Rating

	2013-12-10
1R3	2012-06-22
	2011-07-13

Understanding My Score

Factors Affecting Your Score

of Employees Total: 32

Payment Activity (based on 7 experiences):

Average High Credit: \$10,900

Highest Credit: \$40,000

Total Highest Credit: \$43,850

Note: The Worth amount in this section may have been adjusted by D&B to reflect typical deductions, such as certain intangible assets.

Inquiries

12 Month Summary

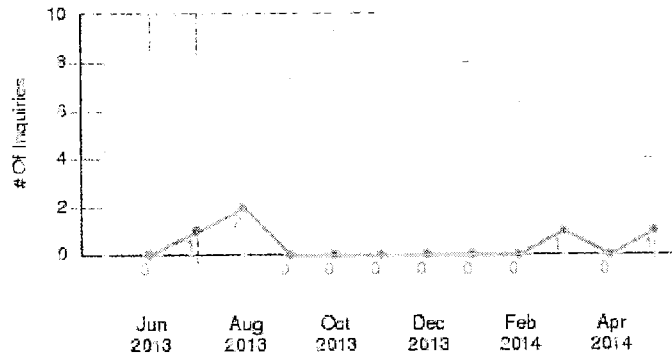
Over the past 12 months ending 5-2014, 5 individual requests for information on your company were received; this represents a 1100.00% decrease over the prior 12 month period. The 5 inquiries were made by 4 unique companies indicating that some companies have inquired on your business multiple times and may be monitoring you. Of the total products purchased, 2, or 40.00% came from the Finance, Insurance and Real Estate sector; 2, or 40.00% came from the Retail Trade sector; 1, or 20.00% came from the Transportation, Communications, Electric, Gas and Sanitary Services sector.

12 Mo. Total: 5

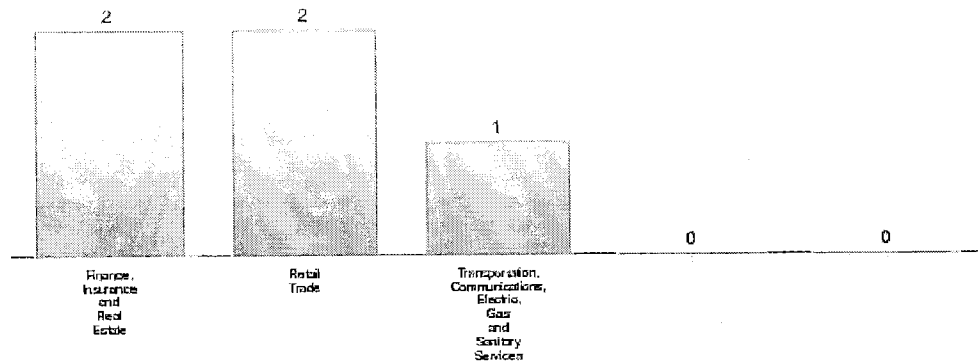
12 Mo. Unique Companies: 4

05/02/14	Comprehensive Report	Finance, Insurance and Real Estate
03/19/14	Comprehensive Report	Finance, Insurance and Real Estate
08/22/13	Comprehensive Report	Retail Trade
08/21/13	Comprehensive Report	Transportation, Communications, Electric, Gas and Sanitary Services
07/16/12	Comprehensive Report	Retail Trade

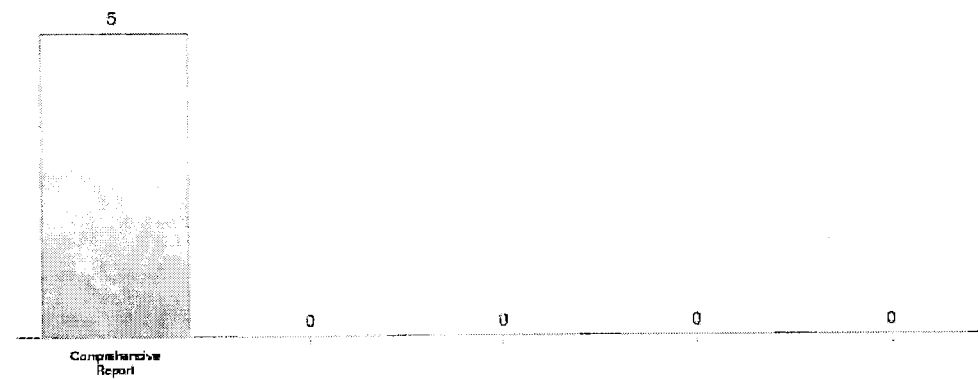
Trends - 12 Month



Top 5 Inquiries by Report Type (12 Months)



Top 5 Report Types Graph (12 Months)



All Inquiries by Industry and SIC / Sector

Industry	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Q1 2020
Finance, Insurance and Real Estate	0	0	0	2	2
Manufacturing	0	0	0	0	0
Retail Trade	2	0	0	0	2
Services	0	0	0	0	0
Transportation, Communications, Electric, Gas and Sanitary Services	1	0	0	0	1
Wholesale Trade	0	0	0	0	0

Inquiries by Report Type					
Report Type	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Q1 2020
Comprehensive Report	2	0	0	2	5
Delinquency Predictor Scoring Report	0	0	0	0	0
Others	0	0	0	5	0

Payments

Currency: Shown in USD unless otherwise indicated

Payments Summary

Current 79 Equal to 2 days beyond terms
PAYDEX®:
Industry Median: 77 Equal to 5 DAYS BEYOND terms
Payment Trend: ** Unchanged, compared to payments three months ago

Total payment Experiences in D&Bs File (HQ): 7
Payments Within Terms (not dollar weighted): 88
Total Placed For Collection: NA
Average Highest Credit: 10,900
Largest High Credit: 40,000
Highest Now Owing: NA
Highest Past Due: NA

Payments Summary by Industry

Total (Last 12 Months): 7

Top Industries								
Nonclassified	2	\$41,000	\$40,000	100%	0	0	0	0
Security broker/deal	1	\$2,500	\$2,500	50%	50	0	0	0
Lithographic printing	1	\$100	\$100	100%	0	0	0	0
Other Categories								
Cash experiences	2	\$200	\$100	--	--	--	--	--
Unknown	1	\$50	\$50	--	--	--	--	--
Unfavorable comments	0	\$0	\$0	--	--	--	--	--
Placed for collections with D&B	0	\$0	\$0	--	--	--	--	--
Other	0	N/A	\$0	--	--	--	--	--
Total in D&B's file	7	\$43,850	\$40,000	--	--	--	--	--

Payments Beyond Terms

Total (Last 12 Months): 1

Date	Payment Type	Amount	Balance	Terms	Days
04/2013	Ppt-Slow 30	\$2,500	\$0	30 N30	1 mo

All Payments

Total (Last 12 Months): 7

Date	Payment Type	Amount	Balance	Terms	Days
05/2013	Ppt	\$1,000	\$0	--	6-12 mos
04/2013	Ppt-Slow 30	\$2,500	\$0	30 N30	1 mo
03/2013	(003)	\$100	--	Cash account	1 mo
11/2012	Ppt	\$40,000	\$0	--	2-3 mos
11/2012	(005)	\$50	\$0	30 N30	6-12 mos
08/2012	(006)	\$100	--	Cash account	1 mo
05/2012	Ppt	\$100	--	--	1 mo

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

The public record items contained in this report may have been paid, terminated, vacated or released prior to the date this report was printed.

History & Operations

Currency: Shown in USD unless otherwise indicated

Company Overview

Company Name: FTR ENERGY

URL:

www.viridian.com

Doing Business As:	SERVICES, LLC (SUBSIDIARY OF REGIONAL ENERGY HOLDINGS, INC., STAMFORD, CT)	Stock Symbol:	NA
Street Address:	1055 Washington Blvd 7th Fl Stamford, CT 06901	History:	NA
Phone:	(877) 811-7023	Operations:	NA
Fax:	NA	Present Management Control:	NA
		Annual Sales:	NA

History

The following information was reported: 04/23/2014

Officer(s):

MICHAEL FALLQUIST, MNG MBR-CEO
ROOP BHULLAR, MBR-CFO
CAMI BOEHME, MBR-CSO
CHAITU PARIKH, MBR-COO
BARBARA CLAY, V PRES & GEN COUNSEL
CHRISTIAN MCARTHUR, EXEC VP OF PRICING, PRODUCT & ENGINEERING

The Nevada Secretary of State's business registrations file showed that FTR Energy Services, LLC was registered as a Limited Liability Company on July 15, 2011.

Business started 2011.

MICHAEL FALLQUIST. 2009-present active here. 2008-2009 Commerce Energy, Inc. (AMEX: EGR), as COO. 2004-2008 Macquarie Bank Limited as Senior Manager, Energy Markets Division. 2003 Deloitte Consulting as Senior Consultant, Strategy & Operations. 1999-2002 Towers Perrin as Senior Associate, Strategy & Organization.

ROOP BHULLAR. 2010-present active here. Aug 2008-2010 Commerce Energy as Director of Finance. Oct 2003-Aug 2006 King Country Energy as Finance Manager/Controller. Feb 1998-Sep 2003 Deloitte as Tax Manager, Senior Tax Consultant, Tax Consultant. CAMI BOEHME. 2010-present active here. Mar 2010-Sep 2010 Utah State University, Huntsman School of Business as Associate Director of Marketing. Sep 2009-Sep 2010 Advent Creative Partner as Brand Director. Aug 1998-Sep 2009 Digital Slant as Founder, President and Brand Director.

CHAITU PARIKH. 2013-present active here. 2011-2012 MXenergy Inc., a Constellation Company, President & CEO. 2002-2011 MXenergy Inc. (\$700 million business serving over 500,000 customers with natural gas and electricity), EVP & CFO. 2001-2002 The New Power Company (\$350 million + NYSE listed company) Vice President & Corporate Controller. 1999-2001 AES Power Direct, LLC & Titan Energy, Inc, CFO & Vice President, Finance.

BARBARA CLAY. 2012-present active here. Feb 2007-Oct 2012 MasterCard Worldwide, Vice President, Counsel. 199-2007 Boies, Schiller & Flexner, LLP, Counsel.

CHRISTIAN MCARTHUR. 2014-present active here. Jul 2003-Mar 2013 Just Energy as Senior Vice President, Supply Operations.

Business address has changed from 64 N Main St, Norwalk, CT, 06854 to 1055 Washington Blvd 7th Fl, Stamford, CT, 06901.

Business Registration

CORPORATE AND BUSINESS REGISTRATIONS REPORTED BY THE SECRETARY OF STATE OR OTHER OFFICIAL SOURCE AS OF
APRIL 30 2014.

Registered Name:	FTR ENERGY SERVICES, LLC
Business Type:	NA
Corporation Type:	NA
Date Incorporated:	NA
State of Incorporation:	NEVADA
Filing Date:	Jul 15 2011
FilingFedID:	NA
Registration ID:	E0401472011-7
Duration:	NA

Duration Date: NA
Status: ACTIVE
Status Attained Date: Oct 19 2011
Where Filed: CORPORATION DIV, CARSON CITY, NV
Registered Agent: NATIONAL REGISTERED AGENTS, INC. OF NV, 311 S DIVISION ST,
CARSON CITY, NV, 897030000
Agent Appointed: NA
AgentStatus: NA
Principals: REGIONAL ENERGY HOLDINGS, INC., MEMBER, 1055 WASHINGTON
BLVD., STAMFORD, CT, 069010000

Operations

04/23/2014

Description:

Subsidiary of Regional Energy Holdings, Inc., Stamford, CT.

Provides electric services, specializing in power transmission. Provides natural gas transmission.

Terms are Net 15 days. Sells to general public, commercial concerns. Territory : United States.

Employees: 32.

Facilities: Occupies premises in a building.

Location: NA

Branches: NA

Subsidiaries: NA

Subsidiaries: NA

Subsidiaries: NA

Subsidiaries: NA

Subsidiaries: NA

SIC & NAICS

SIC:

Based on information in our file, D&B has assigned this company an extended 8-digit SIC. D&B's use of 8-digit SICs enables us to be more specific to a company's operations than if we use the standard 4-digit code. The 4-digit SIC numbers link to the description on the Occupational Safety & Health Administration (OSHA) Web site. Links open in a new browser window.

4911 9903 Transmission, electric power

4922 0000 Natural gas transmission

NAICS:

221121 Electric Bulk Power Transmission and Control

486210 Pipeline Transportation of Natural Gas

Public Filings

Currency: Shown in USD unless otherwise indicated

Summary

The following data includes both open and closed filings found in D&B's database on this company.

Bankruptcy Proceedings	-	
Judgments	0	-
Liens	3	05/30/13
Suits	0	-
UCCs	24	12/16/13

The following Public Filing data is for information purposes only and is not the official record.
 Certified copies can only be obtained from the official source.

Judgments

We currently don't have enough data to display this section.

Liens

A lien holder can file the same lien in more than one filing location. The appearance of multiple liens filed by the same lien holder against a debtor may be indicative of such an occurrence.

Amount: 609
Status: Open
FILING NO. 9498550
Type State: State Tax
Filed By: STATE OF INDIANA
Against: FTR ENERGY SERVICES LLC
Where Filed: NA
Date Status Attained: 05/30/13
Date Filed: 05/30/13
Latest Info Received: 08/22/13

A lien holder can file the same lien in more than one filing location. The appearance of multiple liens filed by the same lien holder against a debtor may be indicative of such an occurrence.

Amount: 607
Status: Open
FILING NO. 9498551
Type State: State Tax
Filed By: STATE OF INDIANA
Against: FTR ENERGY SERVICES LLC
Where Filed: NA
Date Status Attained: 05/30/13
Date Filed: 05/30/13
Latest Info Received: 08/22/13

A lien holder can file the same lien in more than one filing location. The appearance of multiple liens filed by the same lien holder against a debtor may be indicative of such an occurrence.

Amount: 608
Status: Open
FILING NO. 9444320
Type State: State Tax
Filed By: STATE OF INDIANA
Against: FTR ENERGY SERVICES LLC
Where Filed: NA

Date Status Attained: 04/03/13
Date Filed: 04/03/13
Latest Info Received: 08/22/13

Suits

We currently don't have enough data to display this section.

Government Activity

We currently don't have enough data to display this section.

Banking & Finance

Financial Statements

We currently don't have enough data to display this section.

Banking

We currently don't have enough data to display this section.

Special Events

12/10/2013

Business address has changed from 64 N Main St, Norwalk, CT, 06854 to 1055 Washington Blvd 7th Fl, Stamford, CT, 06901.

Corporate Linkage

Parent

CRUISE ENERGY CORPORATION 07-921-6047

STAMFORD, CONNECTICUT

Headquarters (US)

CRUISE ENERGY, LLC 07-920-7686

STAMFORD, CONNECTICUT

CRUISE ENERGY CORPORATION 07-921-6047

STAMFORD, CONNECTICUT

US Linkages

Subsidiaries

FTR ENERGY SERVICES, LLC	07-030-7263	STAMFORD, CONNECTICUT
CRUIS ENERGY MANAGEMENT, LLC	07-921-8036	STAMFORD, CONNECTICUT
VIRIDIAN NETWORK, LLC	07-921-8071	STAMFORD, CONNECTICUT

International Linkages

We currently don't have enough data to display this section.

This foregoing document was electronically filed with the Public Utilities

Commission of Ohio Docketing Information System on

5/9/2014 2:22:07 PM

in

Case No(s). 12-1510-EL-CRS

Summary: Application Renewal Application for Retail Generation Providers and Power Marketers - PART III electronically filed by Mr. Stephen M Howard on behalf of FTR Energy Services, LLC