

The Public Utilities Commission of Ohio

RETAIL NATURAL GAS SUPPLIER/GOVERNMENTAL AGGREGATOR

FILING COVER FORM

POST INITIAL CERTIFICATION

In the Matter of the Application of)
GDF Suez Retail Energy Solutions, LLC) Case No. 15-1777-GA-CRS
d/b/a Think Energy)
to: Notify the Commission of a Material Change)

Name of Applicant: ENGIE Retail, LLC d/b/a Think Energy

Applicant's Address: 1990 Post Oak Blvd., Ste. 1900, Houston, TX 77056

Contact Person or Counsel: Julian Mithani

Telephone Number: 713-636-1797

Mark the reason for filing this form, application, and supporting information. Check only one of the six main categories. Use separate copies of this form for each type of application.

1. ☐ Certification Renewal Application (to be filed 30 to 120 days prior to expiration of current certificate) per Rules 4901:1-27-09 and 4901:1-27-04 of the Ohio Administrative Code.

2. ☒ Notification of Material Change in Business (to be filed in the initial or most recent certification docket and within 30 days of the material change occurring) per Rule 4901:1-27-10 of the Ohio Administrative Code. Please check the following material change(s) that is(are) involved with this filing:

- ☐ Change in ownership of five percent or more
- ☐ Affiliation with public utility or change in affiliation with a public utility in this state
- ☐ Retirement or other long-term changes to supply sources
- ☐ Revocation, restriction, or termination of interconnection or service agreement with pipeline company or natural gas company
- ☐ Fall of bond rating below BBB-
- ☐ Fall of bond rating below Baa3
- ☐ Filed or intend to file for some form of bankruptcy
- ☐ Receipt of judgment, finding, or ruling that could affect fitness or ability to provide service
- ☒ Other (please describe): Name change to ENGIE Retail, LLC d/b/a Think Energy
and change in president and CEO

3. ☐ Certificate Transfer Application per Rule 4901:1-27-11 of the Ohio Administrative Code.

4. ☐ Abandonment Application (to be filed at least 90 days prior the effective date of the abandonment) per Rule 4901:1-27-11 of the Ohio Administrative Code. Please indicate which of the following two situations applies to the proposed abandonment:

- ☐ Seek to abandon operations with no existing customers
- ☐ Seek to abandon operations with existing customers

5. ☒ Name/Address/Telephone Change ☐ Regulatory Contact Change (See Item 3 above if ownership has changed.)

6. ☐ Other application (please describe):



Vorys, Sater, Seymour and Pease LLP
Legal Counsel

52 East Gay Street
P.O. Box 1008
Columbus, Ohio 43216-1008

614.464.6400 | www.vorys.com

Founded 1909

Stephen M. Howard
Direct Dial (614) 464-5401
Direct Fax (614) 719-4772
Email smhoward@vorys.com

February 2, 2016

Ms. Barcy F. McNeal, Secretary
Public Utilities Commission of Ohio
180 E. Broad St., 11th Floor
Columbus, OH 43215-3793

Re: Case No. 15-1777-GA-CRS
GDF Suez Retail Energy Solutions, LLC d/b/a Think Energy
Change of Name and Change in President and CEO

Dear Ms. McNeal:

Pursuant to Rule 4901:1-27-11 of the Ohio Administrative Code, I am writing to inform you of a recent change in the name of GDF Suez Retail Energy Solutions, LLC d/b/a Think Energy which holds Certificate No. 15-479G(1) from this Commission.

The new name will be ENGIE Retail, LLC d/b/a Think Energy. The new president and CEO of ENGIE Retail, LLC d/b/a Think Energy is Sayun Sukduang.

I am filing Supplemental Exhibit A-14, Supplemental Exhibit A-17, Supplemental Exhibit A-18, and Supplemental Exhibit D-3 which supersede the corresponding exhibits that were filed on October 22, 2015 in Case No. 15-1777-GA-CRS.

Thank you in advance for your consideration.

Sincerely yours,

Stephen M. Howard
Attorney for ENGIE Retail, LLC d/b/a Think Energy

SMH/jaw
Enclosure

**OFFICERS & DIRECTORS OF
ENGIE RETAIL, LLC d/b/a THINK ENERGY**

ENGIE Retail, LLC d/b/a Think Energy is a wholly-owned subsidiary of GDF SUEZ Energy Resources NA, Inc. The officers and directors of the parent company are:

Sayun Sukduang

President & CEO

1990 Post Oak Blvd, Suite 1900

Houston, TX 77056

T: 713-636-0000

F: 713-636-1601

Email: sayun.sukduang@gdfsuezna.com

John Henderson

Senior Vice President

1990 Post Oak Blvd, Suite 1900

Houston, TX 77056

T: 713-636-1146

F: 713-636-1601

Email: john.henderson@gdfsuezna.com

Patrick Gaussent

Vice President, CFO & Treasurer

1990 Post Oak Blvd, Suite 1900

Houston, TX 77056

T: 713-636-1274

F: 713-636-1601

Email: patrick.gaussent@gdfsuezna.com

Ray Cunningham

Vice President, General Counsel & Secretary

1990 Post Oak Blvd, Suite 1900

Houston, TX 77056

T: 713-636-1980

F: 713-636-1601

Email: ray.cunningham@gdfsuezna.com

Cecilia Heilmann

Vice President & Assistant Treasurer

1990 Post Oak Blvd, Suite 1900

Houston, TX 77056

T: 713-636-1127

F: 713-636-1601

Email: Cecilia.heilmann@gdfsuezna.com

Rachel W. Kilpatrick

Vice President & Assistant Secretary
1990 Post Oak Blvd, Suite 1900
Houston, TX 77056
T: 713-636-0000
F: 713-636-1601
Email: Rachel.kilpatrick@gdfsuezna.com

Brenda Bayer

Vice President
1990 Post Oak Blvd, Suite 1900
Houston, TX 77056
T: 713-636-1253
F: 713-636-1601
Email: Brenda.bayer@gdfsuezna.com

Graham Leith

Vice President, Sales
1990 Post Oak Blvd, Suite 1900
Houston, TX 77056
T: 713-636-1707
F: 713-636-1601
Email: Graham.leith@gdfsuezna.com

J.D. Burrows

Vice President, Marketing
1990 Post Oak Blvd, Suite 1900
Houston, TX 77056
T: 713-636-1390
F: 713-636-1601
Email: jdburrows@gdfsuezna.com

Vikram Kulkarni

Vice President, Solar
1990 Post Oak Blvd, Suite 1900
Houston, TX 77056
T: 713-636-1272
F: 713-636-1601
Email: vikram.kulkarni@gdfsuezna.com

Bill Jordan

Vice President, Supply
1990 Post Oak Blvd, Suite 1900
Houston, TX 77056
T: 713-636-1622
F: 713-636-1601
Email: bill.jordan@gdfsuezna.com

Douglas Stein

Vice President, Business Control

1990 Post Oak Blvd, Suite 1900

Houston, TX 77056

T: 713-636-1025

F: 713-636-1601

Email: douglas.stein@gdfsuezna.com

Joon Chun

Vice President, Operations

1990 Post Oak Blvd, Suite 1900

Houston, TX 77056

T: 713-636-1269

F: 713-636-1601

Email: joon.chun@gdfsuezna.com

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GDF SUEZ RETAIL ENERGY SOLUTIONS, LLC", CHANGING ITS NAME FROM "GDF SUEZ RETAIL ENERGY SOLUTIONS, LLC" TO "ENGIE RETAIL, LLC", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF NOVEMBER, A.D. 2015, AT 4:40 O'CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

4970172 8100
SR# 20151022220

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 10475356
Date: 11-23-15

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: GDF SUEZ Retail Energy Solutions, LLC
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

The name of the company shall be ENGIE Retail, LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on
the 20th day of November, A.D. 2015,

By: Rachel W. Kilpatrick
Authorized Person(s)

Name: Rachel W. Kilpatrick, VP
Print or Type

UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show ENGIE RETAIL, LLC, a Delaware For Profit Limited Liability Company, Registration Number 2018277, filed on May 4, 2011, is currently in FULL FORCE AND EFFECT upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 11th day of January, A.D. 2016.*

Jon Husted

Ohio Secretary of State

Validation Number: 201601103698

201532901216

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
11/25/2015	201532901216	CORRECT REG./FOREIGN LLC (LFC)	50.00	100.00	.00	.00	.00

Receipt

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

UNISEARCH INC.
3958-D BROWN PARK DR
HILLIARD, OH 43026

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

2018277

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

ENGIE RETAIL, LLC

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

Document(s)
CORRECT REG./FOREIGN LLC

Document No(s):
201532901216

Effective Date: 11/24/2015



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

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 25th day of November, A.D. 2015.

Jon Husted

Ohio Secretary of State

Jon Husted

Form 543B Prescribed by:
Ohio Secretary of State
JON HUSTED
Ohio Secretary of State

Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
BusServ@OhioSecretaryofState.gov

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 1329
Columbus, OH 43216

Expedite
Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

**Foreign Limited Liability Company
Certificate of Correction**
Filing Fee: \$50
(135-LFC)

The undersigned authorized representative of:

GDF SUEZ Retail Energy Solutions, LLC

Name of limited liability company in jurisdiction of formation

Name of limited liability company in Ohio, if different than above

2018277

Ohio Registration Number

Delaware

Jurisdiction of Formation

Only complete sections that apply. (sections to be corrected)

ENGIE Retail, LLC

Name of limited liability company in jurisdiction of formation

Name of limited liability company in Ohio

ENGIE Retail, LLC

Name of limited liability company in Ohio must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "ltd." or "ltd"

The address to which interested persons may direct requests for copies of any operating agreement, or any bylaws, or other charter documents of the company is:

1990 Post Oak Blvd., Suite 1900

Mailing Address

Houston

City

TX

State

77056

ZIP Code

Complete the information in this section if the limited liability company wants to correct the a statutory agent information.

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

Name

Mailing Address

City

Ohio

State

ZIP Code

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the Ohio Secretary of State if:

- a. an agent is not appointed, or
- b. an agent is appointed but the authority of that agent has been revoked, or
- c. the agent cannot be found or served after the exercise of reasonable diligence.

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required
Must be signed by an
authorized representative.

Signature

If authorized representative
is an individual, then they
must sign in the "signature"
box and print their name
in the "Print Name" box.

By (if applicable)

Print Name

If authorized representative
is a business entity, not an
individual, then please print
the business name in the
"signature" box, an
authorized representative
of the business entity
must sign in the "By" box
and print their name in the
"Print Name" box.

Signature

By (if applicable)

Print Name

201532901218

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
11/25/2015	201532901218	TRADE NAME/ASSIGNMENT (RNA)	25.00	100.00	.00	.00	.00

Receipt

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

UNISEARCH INC.
3958-D BROWN PARK DR
HILLIARD, OH 43026

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

2040658

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

THINK ENERGY

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

Document(s)
TRADE NAME/ASSIGNMENT

Document No(s):
201532901218

Effective Date: 11/24/2015

Expiration Date: 08/15/2016

ENGIE RETAIL, LLC
1990 POST OAK BLVD., SUITE 1900
HOUSTON, TX 77056



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

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 25th day of November, A.D. 2015.

Jon Husted

Ohio Secretary of State



Form 524A Prescribed by:

JON HUSTED
OHIO SECRETARY OF STATE

Toll Free: (877) SOS-FILE (877-787-3453)
Central Ohio: (614) 480-3010

www.OhioSecretaryofState.gov
business@OhioSecretaryofState.gov

File online or for more information: www.OHBusinessCentral.com

Mail this form to one of the following:

Regular Filing (non expedite)

P.O. Box 708

Columbus, OH 43216

Expedite
Expedite Filing (Two business day processing time,
Requires an additional \$100.00)

P.O. Box 1399

Columbus, OH 43216

Trade Name or Fictitious Name Registration Update

Filing Fee: \$25

CHECK ONLY ONE (1) Box

(1) <input checked="" type="checkbox"/> Assignment of Registered Name (116-RNA)
(3) <input type="checkbox"/> Change of Address for Registrant (176-RNB)
(5) <input type="checkbox"/> Change of Partners of Registrant, if Registrant is a General Partnership (999-GEN)

(2) <input type="checkbox"/> Change of Nature of Business (999-GEN)
(4) <input type="checkbox"/> Cancellation of Registration (184-RNX)

Trade Name or Fictitious Name	THINK ENERGY
Registration Number	2040058
Name of Current Registrant	GDF SUEZ Retail Energy Solutions, LLC

Complete the information in this section if box (1) is checked above

New Registrant's Name ENGIE Retail, LLC

New Registrant's Charter/Registration/License Number in Ohio (if applicable)

New Registrant's Address

Mailing Address 1990 Post Oak Blvd., Suite 1900

City Houston State TX ZIP Code 77056

If new registrant is a General Partnership NOT registered in Ohio pursuant to ORC 1776, please provide the name and address of at least one general partner.

Name	Address

Note: Pursuant to OAG 89-081, if a general partner is a foreign corporation/limited liability company, it must be licensed to transact business in Ohio.

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

The general nature of business conducted by the registrant:

Complete the information in this section if box (3) is checked

Registrant's New Address

Mailing Address

City

State

ZIP Code

No additional information required if box (4) is checked above. Please sign form below.

Complete the information in this section if box (5) is checked

New General Partner(s) names(s) and addresses

Name

Address

<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>

Note: Pursuant to OAG 89-081, if a general partner is a foreign corporation/limited liability company, it must be licensed to transact business in Ohio.

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Application must be signed by the registrant or an authorized representative.

Signature

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

By (if applicable)

Rachel W. Kilpatrick, Vice President
Print Name

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

Supplemental Exhibit D-3

SAYUN SUKDUANG - President & CEO

Sayun Sukduang is the President and CEO of GDF Suez Energy Resources NA, Inc. (GSERNA), one of the nation's leading energy providers serving residential, commercial and industrial customers and a subsidiary of GDF Suez Energy North America (GSENA), active in the development, acquisition, and operation of electricity and cogeneration facilities, the marketing and sales of products and services, and the import and distribution of natural gas and LNG. Mr. Sukduang joined GSENA in 2000 and has held executive level positions in Mergers and Acquisitions, Energy Infrastructure Development, Commodity Trading, Operations and Engineering. **Mr. Sukduang has 20 years of experience in the energy industry** and currently serves as a board member of C2C Power, one of Canada's largest renewable energy companies, and TagSur Pipelines, a mid-stream pipeline company in Mexico. Mr. Sukduang holds a bachelor's of science in Mechanical Engineering and a Masters of Business Administration.

JOHN HENDERSON – Senior Vice President, Small Customer Business

Mr. Henderson joined GSERNA in October 2012 to focus on strategies for extending the company's commercial and industrial capabilities to the B2C market. Previously, Mr. Henderson served as Vice President, Central Portfolio Management focusing on compliance with the new Dodd-Frank financial reform regulations and hedging strategy and optimization of GSENA electricity, LNG and retail portfolio. Mr. Henderson has served in a broad range of commercial and operational executive roles including retail marketing and operations, COO of Mexico regulated gas distribution and co-generation, North America merchant generation management, and portfolio risk management. Prior to joining GSERNA, Mr. Henderson held energy-related executive positions at The New Power Company, a joint venture between Enron, AOL, GE and IBM to serve residential natural gas and electricity customers, and Enron in North America and the United Kingdom. Mr. Henderson began his career working in New York in investment banking prior to moving to Houston and focusing on natural gas and electricity. In total Mr. Henderson has 25 years of experience focusing energy risk management and marketing. Mr. Henderson holds a Bachelor of Science degree in Electrical Engineering and also Economics from Rice University (with highest distinction) and an MBA degree from The Standard Graduate School of Business. Mr. Henderson is a member of the Global Association of Risk Professionals and is actively involved in advancing competitive policy through numerous gas, electric and retail industry associations.

RAY CUNNINGHAM - Vice President, Assistant General Counsel & Secretary

Mr. Cunningham joined GSERNA in October 2012 as its Vice President & Assistant General Counsel where he is responsible for government affairs, regulatory compliance, corporate transactions, litigation, risk management, and all legal matters impacting the retail business. **Mr. Cunningham has over 25 years of experience in the energy industry** and was most recently Vice President & Assistant General Counsel of the wholesale gas and power business unit of GDF Suez Energy Marketing, NA (GSEMNA). Mr. Cunningham is a graduate of Texas Tech University and South Texas College of Law.

GRAHAM LEITH - Vice President, Sales

Mr. Leith joined GDF Suez Energy Resources NA, Inc. in May, 2014 as Vice President, Sales. He has over **20 years of experience in the energy industry, with 16 years in retail energy** in the areas of Sales, Marketing, Risk Management and Operations. Most recently, he held the positions of Chief Risk Officer and Vice President & General Manager, Commercial Energy Sales, at AEP Energy. Prior to AEP, Graham held senior positions with Direct Energy & British Gas (Centrica plc), Ontario Power Generation Inc., and Photowatt Solar, in Canada and the United Kingdom. Mr. Leith has also held various energy marketing

and sales roles with PremStar Energy Inc., TransCanada Pipelines, Ltd., and Air Solutions, Inc., in Ontario, Canada. Graham holds a Master of Business Administration from the Schulich School of Business at York University in Toronto, Ontario, Canada and a Bachelor of Business Administration from Wilfrid Laurier University in Waterloo, Ontario, Canada.

J.D. BURROWS - Vice President, Marketing

Mr. Burrows rejoined GSERNA in April 2013 as its Vice President of Marketing where he is responsible for lead generation, brand positioning, market analytics and pricing strategies. Prior to rejoining GSERNA, Mr. Burrows worked as the Vice President of Origination & Procurement for GSEMNA where he was responsible for wholesale origination of structured energy products; mid-marketing of energy, capacity, RECs; and procurement of natural gas, fuel oil, coal, transportation and rail capacity; and prior to that he was the Vice President of Strategy & Marketing for GSENA. Before joining GSERNA, Mr. Burrows held positions with Enron in structuring and risk management, and with Dynegy in Northeast market development. He started his career in energy with the Public Utility Commission of Texas, where he served as a witness and staff expert on rate design and fuel factors. Mr. Burrows earned a Bachelor of Science in economics from the University of Texas and a Master of Science in economics from Texas A&M University.

DOUGLAS STEIN – Vice President & Controller, Business Control

Mr. Stein is responsible for the financial functions, including accounting, performance reporting, planning, settlements and credit. In addition, he heads up the customer billing and account management functions. Prior to GSERNA, Mr. Stein was a Director for GDF SUEZ Generation NA LLC (GSEGNA). Mr. Stein began his career working with PricewaterhouseCoopers before joining GSEGNA. He is a certified public accountant and holds a Bachelor in Business Administration and Masters in Accounting from Trinity University.

VIKRAM KULKARNI – Vice President, Solar

Mr. Kulkarni joined GSERNA in June 2003 and is responsible for pricing, and portfolio risk management. Mr. Kulkarni has more than 12 years of experience in the retail energy space within operations, structuring and risk management functions. He was previously with TXU Energy and an associate with Enron Energy Services. Mr. Kulkarni holds a Bachelor of Science degree in Economics from the University of Wisconsin – Madison, and a Master of Science degree in Finance from Boston College.

WILLIAM (“BILL”) JORDAN – Vice President, Supply

Mr. Jordan joined GSERNA in March 2015 and is responsible for pricing, and portfolio risk management. He has over 20 years of experience and brings a broad background in energy marketing, portfolio management, wholesale generation and retail operations, valuation, risk management, and structuring to the role. He joined GDF Suez in 2004 and has held roles in retail operations and wholesale marketing. Prior to GSERNA, he was Director, ERCOT Portfolio Management and responsible for all commercial operations of the ERCOT generation portfolio including budget year term hedging, and day-ahead and real-time optimization. During his career, he held various retail commodity structuring and risk management roles with Centrica, Reliant Resources, Enron, Duke, and Central & Southwest, including developing hedging strategies for retail load obligations and risk management of supply positions. He holds an electric engineering degree from Louisiana Tech.

H. JOON CHUN – Vice President, Operations

Mr. Chun joined GSERNA in December 2013 as Vice President, Operations and is responsible for sales support, transaction management, contract validation, process and systems management and information technology impacting the business unit. Mr. Chun joined GSENA in December 2002 as a Director of Retail IT and recently served as a Director of IT for Corporate applications. He has over 20 years of experience working for various oil & gas and retail energy companies within the information technology space. He started his career at ExxonMobil and progressed through various management roles within Shell, Dynegy and Reliant Energy. Mr. Chun holds a degree in Computer Engineering from Baylor University and a Masters in Electrical Engineering from the University of Houston.

This foregoing document was electronically filed with the Public Utilities

Commission of Ohio Docketing Information System on

2/2/2016 11:01:21 AM

in

Case No(s). 15-1777-GA-CRS

Summary: Notice Notice of Change of Name and Change in President and CEO electronically filed by Mr. Stephen M Howard on behalf of GDF SUEZ Retail Energy Solutions, LLC d/b/a Think Energy