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Part 4 of 6

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Description of Document: Application continued
(Testimonies of:
Zachary Kuznar
Sarah E. Lawler
Karen M. Hayden Robert "Beau" H. Pratt Christian E. Whicker)
$\qquad$

## BEFORE

## THE PUBLIC UTILITIES COMMISSION OF OHIO

In the Matter of the Application of Duke )
Energy Ohio, Inc., for Authority to )
Establish a Standard Service Offer )
Pursuant to Section 4928.143, Revised ) Case No. 17-1263-EL-SSO
Code, in the Form of an Electric Security
Plan, Accounting Modifications and
Tariffs for Generation Service.

In the Matter of the Application of Duke ) Energy Ohio, Inc., for Authority to Amend
its Certified Supplier Tariff, P.U.C.O. No. )
20.

In the Matter of the Application of Duke ) Energy Ohio, Inc., for Authority to Defer )
Vegetation Management Costs.

Case No. 17-1264-EL-ATA

# DIRECT TESTIMONY OF 

ZACHARY KUZNAR

ON BEHALF OF
DUKE ENERGY OHIO, INC.

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## I. INTRODUCTION

## Q. PLEASE STATE YOUR NAME AND BUSINESS ADDRESS.

A. My name is Zachary Kuznar, and my business address is 400 South Tryon Street, Charlotte, North Carolina, 28202.

## Q. BY WHOM ARE YOU EMPLOYED AND IN WHAT CAPACITY?

A. I am employed by Duke Energy Business Services LLC (DEBS) as the Director of CHP Microgrids \& Energy Storage Development. DEBS provides various administrative and other services to Duke Energy Ohio, Inc., (Duke Energy Ohio or the Company) and other affiliated companies of Duke Energy Corporation (Duke Energy).
Q. PLEASE BRIEFLY DESCRIBE YOUR EDUCATION AND PROFESSIONAL EXPERIENCE.
A. I received a bachelor's degree in Chemical Engineering from Purdue University in 1999, a Master's Degree in Engineering and Applied Science from Yale University in 2001 and PhD in Chemical Engineering from Yale University in 2005. I began my career with GE in 2005, and started with Duke Energy in 2008. Previous roles at Duke Energy include various roles within Duke Energy's Fossil/Hydro Generation group, Emerging Technology Organization and Business Development in the Distributed Generation Group.
Q. PLEASE BRIEFLY DESCRIBE YOUR DUTIES AS DIRECTOR OF CHP, ENERGY STORAGE AND MICROGRID DEVELOPMENT.
A. As Director of CHP, Energy Storage and Microgrid development, my primary responsibility is to develop and execute business strategies to add distributed
resources to the asset mix within Duke Energy's six regulated, franchised businesses located in Ohio, Kentucky, Indiana, North Carolina, South Carolina and Florida.
Q. HAVE YOU PREVIOUSLY TESTIFIED BEFORE THE PUBLIC UTILITIES COMMISSION OF OHIO?
A. No.
Q. WHAT IS THE PURPOSE OF YOUR TESTIMONY IN THESE PROCEEDINGS?
A. The purpose of my testimony is to discuss the Company's proposal for a pilot distribution battery energy storage system as part of its proposed electric security plan. While I will discuss the general parameters for this project, Duke Energy Ohio witness William Don Wathen Jr. will discuss the proposed cost recovery mechanism.

## II. DISCUSSION

Q. PLEASE IDENTIFY THE PROPOSED DISTRIBUTION BATTERY ENERGY STORAGE SYSTEM.
A. Duke Energy Ohio is proposing an approximate 10 megawatt (MW) distribution battery energy storage system(s) to be located in its southwest Ohio service territory.
Q. WHAT IS THE DISTRIBUTION BATTERY TECHNOLOGY INCORPORATED INTO THE COMPANY'S PROPOSAL?
A. This system will incorporate lithium ion batteries, which are the preferred technology. Specifically, lithium ion batteries are recognized as being reliable,
robust technology suitable for islanding and microgrid applications while providing significant value to the local distribution system.

## Q. WHAT IS THE PURPOSE OF THIS PROJECT?

A. Energy storage allows system operators operational flexibility to efficiently (or cost effectively) operate the electric grid. Energy storage can provide significant value to the distribution grid, including but not limited to, distribution upgrade deferral, integration of renewables, power quality improvement, and resiliency and reliability to critical loads. As costs continue to come down for energy storage, Duke Energy Ohio anticipates energy storage could be deployed as a cost-effective solution. Gaining the operational knowledge of how to own and operate energy storage assets is important to successful, cost-effective integration in the future. This specific project will allow Duke Energy Ohio to confirm the value energy storage can provide to the electric grid and ultimately, Duke Energy customers. The proposed battery energy storage system will provide certain ancillary services to the PJM Interconnection, L.L.C., (PJM) market. Specifically, the project is likely to provide frequency regulation, thereby helping to stabilize the electric grid in a manner that is more efficient that traditional resources, such as fossil generation.

## Q. YOU REFERENCED THE PJM MARKET FOR ANCILLARY SERVICES. WILL DUKE ENERGY OHIO BE COMPENSATED FOR PARTICIPATING IN THAT MARKET?

A. Revenues, if any, realized by Duke Energy Ohio would offset the costs of the project.

## Q. HAS THE COMPANY SELECTED A LOCATION FOR THE INSTALLATION OF THE DISTRIBUTION BATTERY TECHNOLOGY?

A. Yes. Duke Energy Ohio has identified an appropriate location for this project and anticipates finalizing all details attendant to proceeding with the project at this location as soon as practicable.
Q. WHAT FACTORS WERE RELEVANT TO THE SELECTION OF THIS LOCATION?
A. Distributed assets such as energy storage will be used primarily to provide system benefits. However, during grid outages, storage can also provide benefits to certain customers in the form of backup power. The intended location of the project is such that it enables surrounding public structures to potentially benefit from backup power.

## Q. PLEASE DISCUSS THE INFORMATION THAT DUKE ENERGY OHIO WILL OBTAIN UNDER THE PILOT.

A. The benefits of this project will give Duke Energy Ohio critical insight going forward with regard to energy storage. As technology continues to evolve in the energy space, as assets continue to become more distributed, and as costs continue to decline for technologies such as energy storage, quantifying the values it can provide are important for the Company. This pilot project will allow Duke Energy Ohio to confirm certain of the values to the electrical distribution system, such as distribution asset deferral, resiliency, frequency regulation, integration of renewables, and voltage support to name a few. It will also allow Duke Energy Ohio to gain operational knowledge for these types of systems. The operational
experience and information obtained will be invaluable to future energy storage deployments and economic modeling.

## Q. WHAT ARE THE ESTIMATED COSTS OF THE PILOT DISTRIBUTION BATTERY ENERGY STORAGE SYSTEM?

A. The anticipated cost of the project will be approximately $\$ 20$ million.
Q. PLEASE EXPLAIN HOW DUKE ENERGY OHIO'S PROPOSED PILOT ADVANCES STATE POLICY.
A. Among others, it is the policy of the state of Ohio to "encourage innovation" and "facilitate the state's effectiveness in the global economy." The proposed distribution battery energy storage system advances this goal by enabling the deployment of modern-day technologies intended to benefit the bulk electric system. Assets such as storage which can provide multiple values to the distribution grid can be a cost effective and reliable solution for all Duke Energy Ohio customers.

Additionally, the proposed project contributes to the provision of reliable, efficient, and reasonably priced electric service. ${ }^{2}$ Indeed, energy storage is cleaner technology that may delay the need for costly distribution investments or system upgrades, which impact overall distribution rates. The proposed location for the project could also provide resiliency to nearby, critical public infrastructure.

## III. CONCLUSION

## Q. DOES THIS CONCLUDE YOUR PRE-FILED DIRECT TESTIMONY?

## A. Yes.

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## BEFORE

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In the Matter of the Application of Duke ) Energy Ohio, Inc., for Authority to Defer Case No. 17-1264-EL-ATA )

Vegetation Management Costs.

## DIRECT TESTIMONY OF

SARAH E. LAWLER
ON BEHALF OF

DUKE ENERGY OHIO, INC.

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Attachment:
SEL-1: Formula for Calculating Duke Energy Ohio Earnings for Significantly Excessive Earnings Test

## I. INTRODUCTION

## Q. PLEASE STATE YOUR NAME AND BUSINESS ADDRESS.

A. My name is Sarah E. Lawler, and my business address is 139 East Fourth Street, Cincinnati, Ohio 45202.

## Q. BY WHOM ARE YOU EMPLOYED AND IN WHAT CAPACITY?

A. I am employed by Duke Energy Business Services LLC (DEBS) as Utility Strategy Director, Midwest. DEBS provides various administrative and other services to Duke Energy Ohio, Inc., (Duke Energy Ohio or Company) and other affiliated companies of Duke Energy Corporation (Duke Energy).
Q. PLEASE BRIEFLY SUMMARIZE YOUR EDUCATION AND PROFESSIONAL EXPERIENCE.
A. I earned a Bachelor of Science in Accountancy from Miami University, Oxford, Ohio, in 1993. I am also a Certified Public Accountant. I began my career in September 1993 with Coopers \& Lybrand, L.L.P., as an audit associate and progressed to a senior audit associate. In August 1997, I moved to Kendle International Inc., where I held various positions in the accounting department, ultimately being promoted to Corporate Controller. In August 2003, I began working for Cinergy Corp., the parent of Duke Energy Ohio, as External Reporting Manager, where I was responsible for the Company's Securities \& Exchange Commission (SEC) filings. In August 2005, I then moved into the role of Manager, Budgets \& Forecasts. In June 2006, following the merger between Cinergy Corp. and Duke Energy, I became Manager, Financial Forecasting. In February 2015, I began in my current role as Utility Strategy Director, Midwest.

## Q. PLEASE SUMMARIZE YOUR RESPONSIBILITIES AS UTILITY STRATEGY DIRECTOR, MIDWEST.

A. As Utility Strategy Director, Midwest, I am responsible for the preparation of the Ohio and Kentucky Business Plans as well as other internal reporting and coordination of strategic initiatives. I am also responsible for the analysis of financial and accounting data used in certain Duke Energy Ohio and Duke Energy Kentucky, Inc., retail rate filings.
Q. HAVE YOU PREVIOUSLY TESTIFIED BEFORE THE PUBLIC UTILITIES COMMISSION OF OHIO?
A. No.
Q. WHAT IS THE PURPOSE OF YOUR TESTIMONY IN THESE PROCEEDINGS?
A. The purpose of my testimony is to support various aspects of Duke Energy Ohio's proposed electric security plan (ESP). I will describe the need to continue the Distribution Storm Rider (Rider DSR) and the Company's proposal for calculations addressing the significantly excessive earnings test (SEET).

## II. RIDER DSR - DISTRIBUTION STORM RIDER

## Q. PLEASE DESCRIBE RIDER DSR.

A. To put this rider in perspective, it is necessary to first address amounts for storm restoration that are currently recovered in Duke Energy Ohio's base rates. For each calendar year, the Company currently recovers $\$ 4.4$ million in its base distribution rates related to operating and maintenance (O\&M) expenses resulting
from major storms. ${ }^{1}$ Additionally, and pursuant to an accounting mechanism approved by the Public Utilities Commission of Ohio (Commission), Duke Energy Ohio defers costs associated with major storms above or below the $\$ 4.4$ million amount being recovered in base rates. In Duke Energy Ohio's last ESP proceeding, the Commission approved Rider DSR, thereby allowing the Company to recover accrued amounts in excess of, or return to customers amounts below, a $\$ 5$ million threshold. Stated another way, where the balance of the regulatory asset or liability for major storm costs surpasses $\$ 5$ million, the Company would either credit or charge customers under Rider DSR. Through the date of this Application, the balance of the deferral has not exceeded $\$ 5$ million; consequently, Rider DSR has remained at $\$ 0$.

## Q. IS THE COMPANY PROPOSING TO CONTINUE RIDER DSR?

A. Yes. The rationale for Rider DSR has not changed since the current ESP was approved. Restoring power and maintaining the electric distribution system, as safely and as efficiently as possible, remains the highest priority for the Company during a major storm event. Maintaining credit worthiness and general financial integrity is also essential to ensuring Duke Energy Ohio's ability to meet those important goals. Restoration costs for severe storms can have a significant impact on any utility's financial condition. Duke Energy Ohio's base distribution rates are set at a level that include an expected level of storm costs but, by their very nature, actual costs associated with storm restoration cannot be predicted. The amounts

[^1]included in base rates are typically predicated upon historical averages. But from one year to the next, the amount an electric distribution utility spends on storm costs can deviate significantly from the "average" amount included in base rates. Consequently, the Company is proposing to continue regulatory asset treatment to defer the costs above or below amounts included in base rates in each calendar year. As is currently the case, once the balance exceeds $\$ 5$ million, as either a regulatory debit or a regulatory credit, the Company will adjust Rider DSR to collect or refund the balance in the regulatory account.

## Q. IS THE COMPANY PROPOSING ANY CHANGES TO RIDER DSR?

A. No. However, in the Company's pending electric distribution rate case proceeding (Case No. 17-0032-EL-AIR, et al.), the Company is proposing to adjust the amount of storm-related O\&M being recovered in base rates to $\$ 6.2$ million, the amount included in the test year (See page 23 of Direct testimony of Peggy A. Laub, in Case No. 17-32-EL-AIR). Consequently, and upon approval of the Company's pending rate case, the baseline against which major storm costs will be tracked will be updated.

## Q. HOW DOES DUKE ENERGY OHIO DEFINE A MAJOR STORM?

A. The Company uses the methodology outlined in the IEEE (Institute of Electrical and Electronics Engineers) Guide for Electric Power Distribution Reliability Indices to determine when a major storm has affected its service territory.

## Q. WILL THIS RIDER INCLUDE CAPITAL?

A. No. Any capital costs will be addressed in Rider DCI or in a subsequent distribution rate case.

## Q. IS THE COMPANY PROPOSING ONLY TO DEFER COSTS IN EXCESS OF AMOUNTS IN BASE RATES?

A. No. Just as is with the currently approved storm cost deferral, in years when storm costs are below the amount in base rates, there will be a corresponding credit to the regulatory asset account.

## Q. WILL RIDER DSR INCLUDE CARRYING COSTS?

A. Yes. Just as is with the currently approved storm cost deferral, any monthly positive or negative balance in this deferral account would continue to accrue a carrying cost at the Company's long-term cost of debt as approved in its most recent base electric distribution rate case.

## III. SIGNIFICANTLY EXCESSIVE EARNINGS TEST

Q. DOES THE COMPANY PROPOSE ANY CHANGES TO THE WAY IN WHICH THE SIGNIFICANTLY EXCESSIVE EARNINGS TEST IS

## ADMINISTERED?

A. No. The Company administers its annual significantly excessive earnings test (SEET) as required under R.C. 4928.143(F) and Rule 4901:1-35-10, Ohio Administrative Code. The Company proposes the calculation of its annual return on equity as detailed in Attachment SEL-1, which is similar to the Commissionapproved manner in which the SEET is applied to Duke Energy Ohio under its current ESP. ${ }^{2}$

[^2]
## IV. CONCLUSION

1 Q. WAS ATTACHMENT SEL-1 PREPARED BY YOU OR UNDER YOUR

7 A. Yes.

9 A. Yes.

## PUCO Case No. 17-1263-EL-SSO <br> Attachment SEL-1

## Formula for Calculating Duke Energy Ohio Return on Equity Significantly Excessive Earnings Test

Use actual data for Duke Energy Ohio from the FERC Form 1 for the calendar year at issue.
Net Income as shown on page 117, column (c), line (78), of the Form 1, adjusted for the following, if applicable:

- Eliminate all impacts related to the purchase accounting recorded pursuant to the Duke Energy/Cinergy Corp. merger;
- Eliminate all impacts of refunds to customers pursuant to R.C. 4928.143(F);
- Eliminate all impacts of revenue collected attributable to prior period under-earnings;
- Eliminate all impacts of material, non-recurring gains or losses, including but not limited to, the sale or disposition of assets;
- Eliminate all impacts of material, non-recurring revenue or expenses; and
- Eliminate all impacts of parent, affiliated, or subsidiary companies and, to the extent reasonably feasible and prudently justified in the opinion of Duke Energy Ohio, eliminate the impacts of its natural gas distribution business

The adjusted net income will be divided by Common Equity to determine the resulting ROE.
Certain adjustments will be made to Common Equity.

- Common Equity used in the calculation will be the beginning and ending average common equity of Duke Energy Ohio on a stand-alone basis (i.e., equity associated with subsidiaries will be excluded and common equity will be allocated between gas and electric service to the extent practicable)
- Equity will be adjusted to eliminate the acquisition premium recorded to equity pursuant to the Duke Energy/Cinergy Corp. merger.
- Eliminate the cumulative effect of the Net Income adjustments
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In the Matter of the Application of Duke ) Energy Ohio, Inc., for Authority to Defer )

# DIRECT TESTIMONY OF 

KAREN M. HAYDEN
ON BEHALF OF
DUKE ENERGY OHIO, INC.

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## I. INTRODUCTION

## Q. PLEASE STATE YOUR NAME AND BUSINESS ADDRESS.

A. My name is Karen M. Hayden, and my business address is $240125^{\text {th }}$ Street, North, St. Petersburg, Florida 33713.
Q. BY WHOM ARE YOU EMPLOYED AND IN WHAT CAPACITY?
A. I am employed by Duke Energy Florida, LLC, (Duke Energy Florida) as General Manager Distribution, Vegetation Management.
Q. PLEASE BRIEFLY DESCRIBE YOUR EDUCATION AND PROFESSIONAL EXPERIENCE.
A. I received an Associate of Science Degree in Administrative Science from the State University of New York at Morrisville in 1982 and a Bachelor of Science Degree in Business Administration from Columbia College in 1999. Throughout my 35 year career, I have held various positions of increasing responsibility in the areas of Nuclear Records Management and Supply Chain, Gas Operations and Service Scheduling and Dispatch, Distribution Metering, Resource Management, Line Operations, Engineering, Storm Response, and Vegetation Management. Prior to my current role, I was General Manager, Florida Distribution Control Center, responsible for managing all of Duke Energy Florida's Distribution Power Grid Operations. I was the Manager of Vegetation Management for Duke Energy Florida from 2012 to 2015 . I have held my current role responsible for all of Duke Energy's Vegetation Management Operations since February 2017.
Q. PLEASE DESCRIBE YOUR DUTIES AS GENERAL MANAGER, DISTRIBUTION VEGETATION MANAGEMENT.


#### Abstract

A. I am responsible for providing strategic direction in the execution of the vegetation management programs for Duke Energy's Operations in Ohio, Indiana, Kentucky, North Carolina, South Carolina and Florida. The primary focus is to achieve the desired safety and reliability results, customer satisfaction, regulatory compliance and execution of the vegetation management workplan within financial constraints. I provide direction and guidance to company and contractor leadership on the execution of the vegetation management programs and measure contactor work performance. Q. HAVE YOU PREVIOUSLY TESTIFIED BEFORE THE PUBLIC UTILITIES COMMISSION OF OHIO? A. No. Q. WHAT IS THE PURPOSE OF YOUR TESTIMONY IN THESE PROCEEDINGS? A. The purpose of my testimony is to describe Duke Energy Ohio, Inc.'s (Duke Energy Ohio or Company) current vegetation management program; the recent challenges being faced in achieving the goal of a four-year circuit maintenance cycle; the expected incremental costs to continue achieving those goals; and the importance of timely cost recovery.


## II. DISCUSSION

## Q. PLEASE DISCUSS THE SIGNIFICANCE OF VEGETATION MANAGEMENT PROGRAMS.

A. The primary objective of the Duke Energy's Vegetation Management Program is to control the growth of incompatible vegetation along its electric lines in order to
help provide safe and reliable service to our customers. This is accomplished by using qualified personnel to monitor the condition of the utility rights-of-way and by initiating various vegetation control practices to reduce, manage or eliminate incompatible growth. This integrated vegetation management program is essential in providing safe and reliable electric service by ensuring that trees and brush near or within rights-of-way are periodically trimmed or removed to help reduce potential outages and hazards near our facilities.

## Q. PLEASE PROVIDE AN OVERVIEW OF THE COMPANY'S VEGETATION MANAGEMENT PROGRAM.

A. Duke Energy Ohio's programs for inspection, maintenance, repair, and replacement of distribution and transmission lines were originally approved by the Public Utilities Commission of Ohio (Commission) in 2009 in Case No.09-807-EL-ESS. Among the programs approved was the Company's vegetation management program which established a plan for clearing distribution circuits every four years. Duke Energy works consistently to balance aesthetics with our goal to provide safe, reliable power to the households and businesses that depend on us. It is our responsibility to ensure power lines are free of trees and other obstructions that could disrupt electric service. Trees that are close to power lines must be trimmed or cut down to ensure they don't cause power outages, and Duke Energy does much of this work proactively. The necessary crews use a variety of methods to manage vegetation growth along distribution circuits and transmission power line rights of way, including vegetation pruning, felling (cutting down) and herbicides. These methods are based on widely accepted standards developed by
the tree care industry. All work is performed in conformance with Duke Energy Ohio's vegetation management requirements, OSHA regulations, American National Standards Institute (ANSI) A300, ANSI Z133, Tree Care Industry Association's (formerly the National Arborist Association) standards, Dr. Shigo's Field Guide for Qualified Line Clearance Tree Workers, National Electrical Safety Code (NESC), International Society of Arboriculture Best Management Practices, and all federal, state, county, and municipal laws, statutes, ordinances and regulations applicable to said work. Duke Energy Ohio has approximately 8,207 overhead distribution circuit miles. In a typical year, the Company maintains approximately $25 \%$ of the distribution lines to maintain safe, reliable electric service by limiting contact between vegetation and power lines.
Q. DO EMPLOYEES AND CONTRACTORS HAVE SPECIFIC QUALIFICATIONS TO ENGAGE IN VEGEGATION MANAGEMENT ACTIVITIES?
A. Yes. Activities related to vegetation management, or tree trimming, occur in close proximity to energized power lines. As such, individuals, whether they are employees or contractors, must be properly trained and qualified in order to engage in such activities.

## Q. HOW DOES THE COMPANY SOURCE ITS VEGETATION MANAGEMENT FUNCTIONS?

A. Duke Energy sourcing specialists engage in a Request For Proposal (RFP) process to seek out companies that can provide the best service at the least cost. The Company looks for contractors that have the expertise, resources and safety
record to support the work needed. Then the Company monitors the ongoing work to ensure that it meets Company specifications and requirements.

## Q. HAS DUKE ENERGY OHIO RECENTLY EXPERIENCED ANY NEW CHALLENGES IN MEETING ITS VEGETATION MANAGEMENT GOALS?

A. Yes. The market for resources eligible to properly engage in vegetation management activities has become constricted. As a consequence, the market for qualified resources has also become very competitive and has required Duke Energy Ohio to look outside the local region in order to meet its commitments. The scarcity of the resource locally and the need to bring in qualified contractors from outside the territory has combined to result in significantly higher prices for Commission-mandated and critically important compliance activities. Indeed, current, competitively bid prices for vegetation management resources are significantly higher than in years past.

## Q. HAVE THESE HIGHER COSTS PROMPTED DUKE ENERGY OHIO TO ALTER ITS VEGETATION MANGEMENT ACTIVITIES?

A. Duke Energy Ohio is intent on adhering to Commission regulation and is committed to the completion of vegetation clearing activities so as to provide customers with safe and reliable service. But to realize these intentions, Duke Energy Ohio must be permitted to timely recover the costs of its vegetation management program.

The Company also appreciates the impact that these unexpected and significantly higher costs can have on customers. Consequently, and with the goal
of mitigating such impacts, Duke Energy Ohio is proposing a slight alteration in the number of distribution miles cleared in calendar year 2017.

## Q. WILL THIS MINOR CHANGE TO THE VEGETATION MANAGEMENT PROGRAM IMPACT SYSTEM RELIABILITY?

A. We believe this minor change does not pose a significant risk to reliability. Reliability is routinely monitored; therefore, concerns are investigated and mitigated in a timely manner.
Q. DO YOU HAVE AN ESTIMATE OF THE OPERATING AND MAINTENANCE (O\&M) EXPENSE DUKE ENERGY OHIO EXPECTS TO INCUR FOR VEGETATION MANAGEMENT COSTS IN THE FUTURE?
A. Yes. Currently, the Company is expecting to spend approximately $\$ 27$ million in 2018, $\$ 22$ million, in 2019, $\$ 23$ million in 2020, $\$ 22$ million in 2021, $\$ 22$ million in 2022, $\$ 23$ million in 2023 and $\$ 24$ million in 2024, for $O \& M$ related to vegetation management.
Q. WILL DUKE ENERGY OHIO BE RECOVERING ITS COSTS FOR VEGETATION MANAGEMENT IN BASE RATES?
A. No. In its pending rate case, the test year O\&M includes $\$ 10.7$ million for vegetation management. Consequently, the Company will be incurring significant costs to meet its obligations for vegetation management that it will not be collecting in base rates.


#### Abstract

Q. IS THE COMPANY PROPOSING ANY REGULATORY MECHANISM TO ADDRESS THE INCREASING COSTS FOR VEGETATION MANAGEMENT? A. Yes. As mentioned above, Duke Energy Ohio intends to continue its four-year cycle for vegetation management, with only the slight modification in 2017. But to allow this work to be completed as intended and to mitigate the consequence of higher costs, Duke Energy Ohio is proposing a rider to track the incremental cost of contractors to perform vegetation management not being recovered via base rates. The Company does not expect any reduction to any other O\&M expenses; consequently, the change in costs for contractors is all incremental to what will be recovered in base rates. Company witness Wathen provides a summary of the proposed Electric Service Reliability Rider (Rider ESRR) that is being proposed to recover the incremental O\&M costs of vegetation management, as well as the related deferral request.


## III. CONCLUSION

## Q. DOES THIS CONCLUDE YOUR PRE-FILED DIRECT TESTIMONY?

A. Yes.
$\qquad$

## BEFORE

## THE PUBLIC UTILITIES COMMISSION OF OHIO

In the Matter of the Application of Duke ) Energy Ohio, Inc., for Authority to ) Establish a Standard Service Offer ) Pursuant to Section 4928.143, Revised ) Code, in the Form of an Electric Security ) Plan, Accounting Modifications and ) Tariffs for Generation Service. )

In the Matter of the Application of Duke ) Energy Ohio, Inc., for Authority to Amend ) its Certified Supplier Tariff, P.U.C.O. No. ) 20.

In the Matter of the Application of Duke ) Energy Ohio, Inc., for Authority to Defer ) Case No. 17-1265-EL-AAM Vegetation Management Costs.

Case No. 17-1263-EL-SSO
)
)
)
) Case No. 17-1264-EL-ATA )

PUBLIC VERSION<br>DIRECT TESTIMONY OF<br>ROBERT "BEAU" H. PRATT<br>ON BEHALF OF<br>DUKE ENERGY OHIO, INC.

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Attachments:
RHP-1: Projected Statements of Income
RHP-2: Projected Balance Sheets
RHP-3: Projected Sources and Uses of Funds

## I. INTRODUCTION

## Q. PLEASE STATE YOUR NAME AND BUSINESS ADDRESS.

A. My name is Robert "Beau" H. Pratt, and my business address is 550 South Tryon Street, Charlotte, North Carolina 28202.
Q. BY WHOM ARE YOU EMPLOYED AND IN WHAT CAPACITY?
A. I am employed by Duke Energy Business Services LLC (DEBS), as Director, Regional Financial Forecasting. DEBS provides various administrative and other services to Duke Energy Ohio, Inc., (Duke Energy Ohio or Company) and other affiliated companies of Duke Energy Corporation (Duke Energy).
Q. PLEASE BRIEFLY DESCRIBE YOUR EDUCATION AND PROFESSIONAL EXPERIENCE.
A. I graduated from the University of North Carolina at Chapel Hill in 2006 with a Bachelor of Science in Business Administration. I started my employment with Progress Energy, Inc., (Progress Energy) in 2006 as a financial specialist in the Treasury and Enterprise Risk Management Department, performing risk reporting and analytics supporting utility and non-utility fuel procurement and trading operations. Subsequently, I held various positions at Progress Energy, including Coal Procurement Agent within the Fuels and Power Optimization Department and Continuous Business Excellence Leader within the Corporate Planning Department. After the merger with Duke Energy was announced in 2011, I performed a dual financial support role within the Investor Relations Department and Fuels and Power Optimization Department. After the merger between Progress Energy and Duke Energy closed in 2012, I became Senior Financial

Analyst within the Investor Relations Department, where I was later promoted to Manager. In March 2015, I became Manager, Regional Financial Forecasting within the Financial Planning and Analysis Department, where I was later promoted to Director, Regional Financial Forecasting. I currently lead forecasting for Duke Energy's Midwest electric utilities, including Duke Energy Ohio, Duke Energy Kentucky, Inc., (Duke Energy Kentucky) and Duke Energy Indiana, Inc., in addition to Duke Energy's gas utilities and other gas ventures.
Q. PLEASE SUMMARIZE YOUR DUTIES AS DIRECTOR, REGIONAL FINANCIAL FORECASTING.
A. I am responsible for preparing the budgets and forecasts and performing financial analysis for Duke Energy Ohio and Duke Energy Kentucky
Q. HAVE YOU PREVIOUSLY TESTIFIED BEFORE THE PUBLIC UTILITIES COMMISSION OF OHIO?
A. No.
Q. WHAT IS THE PURPOSE OF YOUR TESTIMONY IN THESE PROCEEDINGS?
A. The purpose of my testimony is to sponsor pro forma financial projections in respect of the implementation of the Company's proposed electric security plan (ESP or Plan). Additionally, I will briefly discuss the forecast methodology and major assumptions underlying the financial forecast. My testimony addresses the effect of the ESP upon the Company for the duration of the Plan, as required by O.A.C. 4901:1-35-03(C)(2).

## II. DISCUSSION

Q. WHAT ARE THE ATTACHMENTS FOR WHICH YOU ARE RESPONSIBLE?
A. I am sponsoring all or part of the following items:

- RHP-1: Projected Statements of Income
- RHP-2: Projected Balance Sheets
- RHP-3: Projected Sources and Uses of Funds


## Q. PLEASE IDENTIFY AND DESCRIBE ATTACHMENT RHP-1.

A. Attachment RHP-1 is the Projected Statements of Income that incorporate the proposed ESP structure for Duke Energy Ohio's electric business for the annual periods 2018 through 2024.

## Q. PLEASE IDENTIFY AND DESCRIBE ATTACHMENT RHP-2

A. Attachment RHP-2 contains the Projected Balance Sheets for Duke Energy Ohio for years ended 2018 through 2024.
Q. PLEASE IDENTIFY AND DESCRIBE ATTACHMENT RHP-3.
A. Attachment RHP-3 is the Projected Sources and Uses of Funds for Duke Energy Ohio for the period between 2018 and 2024.
Q. HOW ARE THESE ATTACHMENTS AND SCHEDULES RELEVANT TO THE COMPANY'S REQUEST FOR AN ESP?
A. As I have been informed, Ohio law allows for an electric distribution utility, such as Duke Energy Ohio, to extend to its customers a standard service offer (SSO) in the form of an ESP. In seeking approval of such an offer, the Company must
satisfy certain criteria. Relevant to my testimony is the requirement that the Company provide pro forma financial projections.

Specifically, I understand that Duke Energy Ohio must provide pro forma financial projections of the effect of that Plan's implementation upon the Company, for the duration of the ESP. Additionally, the information provided by the Company must include the assumptions made and methodologies used in preparing the pro forma financial projections.

## Q. WHAT IS THE DURATION OF THE ESP THAT YOU USED FOR PURPOSES OF DEVELOPING THE PRO FORMA FINANCIAL PROJECTIONS YOU ARE SPONSORING?

A. The pro forma financial projections attached to and incorporated into my testimony reflect the full calendar years impacted by the six-year term of the next ESP being proposed by the Company. Because the proposed term of the next ESP includes partial years for 2018 and 2024, the forecast period included in my testimony includes calendar years 2018 through 2024.

## Q. WHAT IS THE METHODOLOGY THAT YOU EMPLOYED IN PREPARING THE PRO FORMA FINANCIAL PROJECTIONS?

A. The pro forma financial statements were developed consistent with the methodology utilized by the Company for preparing its normal operating forecast. This process involves input from various groups within the Company. The key forecasting inputs from these groups relate to the forecasting of load, operating and maintenance expenses (O\&M), capital expenditures, and financing.

## Q. DESCRIBE THE ESP-RELATED ASSUMPTIONS MADE FOR PURPOSES OF DEVELOPING THESE PRO FORMA FINANCIAL PROJECTIONS.

A. The forecasted data used in these proceedings is based on the most recent fiveyear plan and has been modified based upon the following material assumptions:

- The projected Income Statement, shown in Attachment RHP-1, includes the following major assumptions:
- Commission approval of the Company's pending base rate increase, Case No. 17-32-EL-AIR, et al.
- Approval of the Distribution Capital Investment Rider, expanded to include distribution-related general, intangible, and common plant
- Approval of the proposed Electric Service Reliability Rider
- Full recovery of the cost of procuring generation supply for nonshopping customers
- Continuation of all other existing riders
- Annualized O\&M projections for 2022-2024 are consistent with 2021 O\&M levels
- Retail kWh load/sales projections for 2022-2024 are consistent with 2021 leveis
- Capital spending reflected in the forecasted balance sheet and cash flow statement is based on the Company's capital budget, including provisions for the distribution reliability programs addressed in the Direct Testimony of Company witness Cicely M. Hart.


## III. CONCLUSION

Q. WERE ATTACHMENTS RHP-1 THROUGH RHP-3 PREPARED BY YOU OR UNDER YOUR SUPERVISION?
A. Yes.
Q. IS THE INFORMATION CONTAINED IN ATTACHMENTS RHP-1 THROUGH RHP-3 TRUE AND ACCURATE TO THE BEST OF YOUR KNOWLEDGE AND BELIEF?
A. Yes.
Q. DOES THE INFORMATION PRESENTED IN ATTACHMENTS RHP-1 THROUGH RHP-3 REPRESENT A REASONABLE PROJECTION OF DUKE ENERGY OHIO'S ELECTRIC BUSINESS PRO FORMA FINANCIALS FOR THE AFFECTED PERIOD?
A. Yes.
Q. DOES THIS CONCLUDE YOUR PRE-FILED DIRECT TESTIMONY?
A. Yes.

Duke Energy Ohio-Regulated Electric
ESP filing- pro-forma
Projected Statements of Income
\$\$ in Millions
Revenue
Regulated Electric
Other Electric Revenue
Total Revenue
Expense
Fuel used in Electric Generation and Purchase Power
Operations \& Maintenance
Depreciation \& Amortization
Property and Other Taxes
Total Operating Expenses
Other Income and Expenses
EBIT
Interest Expense
Income Taxes
Net Income

Duke Energy Ohio-Regulated Electric \& Gas
ESP filing- pro-forma
Projected Balance Sheet
\$\$ in Millions

Assets
Current Assets
Investments and Other Assets (1)
Plant, Property, and Equipment
Less Accumulated Depreciation \& Amortization
Net Plant
Regulatory assets and Deferred Debits
Total Assets

Liabilities and Equity
Other Current Liabilities
Long Term Debt/Current Maturities of Long Term Debt Deferred Credits \& Other Liabilities
Total Liabilities

Common Stock
Additional Paid in Capital
Retained Earnings
Total Equity
Total Liabilities and Equity
(1) Includes Goodwill


$\qquad$

## BEFORE

## THE PUBLIC UTILITIES COMMISSION OF OHIO

In the Matter of the Application of Duke ) Energy Ohio, Inc., for Authority to ) Establish a Standard Service Offer ) Pursuant to Section 4928.143, Revised ) Code, in the Form of an Electric Security ) Plan, Accounting Modifications and ) Tariffs for Generation Service.

In the Matter of the Application of Duke Energy Ohio, Inc., for Authority to Amend its Certified Supplier Tariff, P.U.C.O. No. 20.

In the Matter of the Application of Duke Energy Ohio, Inc., for Authority to Defer Vegetation Management Costs.

Case No. 17-1263-EL-SSO
)
) Case No. 17-1264-EL-ATA ) )
) ) Case No. 17-1265-AAM

DIRECT TESTIMONY OF
CHRISTIAN E. WHICKER
ON BEHALF OF

DUKE ENERGY OHIO, INC.

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Attachments:CEW-1: Current Duke Energy Ohio Corporate Separation PlanCEW-2: $\quad$ Sixth Amended Corporate Separation Plan (red-lined version)
CEW-3: Sixth Amended Corporate Separation Plan (clean version)

## I. INTRODUCTION

## Q. PLEASE STATE YOUR NAME AND BUSINESS ADDRESS.

A. My name is Christian E. Whicker, and my business address is 550 South Tryon Street, Charlotte, North Carolina 28202.
Q. BY WHOM ARE YOU EMPLOYED AND IN WHAT CAPACITY?
A. I am employed by Duke Energy Business Services LLC (DEBS) as Director, Compliance. DEBS provides various administrative and other services to Duke Energy Ohio, Inc., (Duke Energy Ohio or Company) and other affiliated companies of Duke Energy Corporation (Duke Energy).
Q. PLEASE BRIEFLY DESCRIBE YOUR EDUCATION AND PROFESSIONAL EXPERIENCE.
A. I have Bachelor of Arts degrees in both Business Administration and Spanish, both from the University of North Carolina at Charlotte. I continued my education with a Masters in Business Administration from Queens University in Charlotte, North Carolina. My twenty-four years with Duke Energy have included service in the Customer Service, Insurance, Corporate Finance, and Regulatory Compliance Departments.
Q. PLEASE SUMMARIZE YOUR RESPONSIBILITIES AS DIRECTOR, COMPLIANCE.
A. As Director, Compliance, I am responsible for working with key stakeholders and business owners to ensure that the appropriate processes and procedures are established in order to meet applicable state regulatory requirements, including those requirements in the area of corporate separation. This is accomplished by
partnering and collaborating with Duke Energy's Office of General Counsel and the business owners to develop training (both classroom and online), communications, and documentation (manuals and/or guidelines) to educate employees and contractors concerning the importance and details of compliance with all applicable laws, rules, and regulations. Regulatory Compliance is a primary resource for employees and contractors who have compliance-related questions and/or concerns.

## Q. HAVE YOU PREVIOUSLY TESTIFIED BEFORE THE PUBLIC UTILITIES COMMISSION OF OHIO?

A. No.
Q. WHAT IS THE PURPOSE OF YOUR TESTIMONY IN THESE PROCEEDINGS?
A. The purpose of my testimony is to discuss Duke Energy Ohio's current Corporate Separation Plan (CSP), adopted pursuant to R.C. 4928.17, including, but not limited to, the current status of the CSP, a list of all waivers previously issued by the Public Utilities Commission of Ohio (Commission) regarding the CSP, and to discuss proposed revisions or amendments to the current CSP on file with the Commission. In this regard, my testimony satisfies the filing requirements set forth in O.A.C. 4901:1-35-03(C)(4) and 4901:1-35-03(F).
Q. WHAT ARE THE ATTACHMENTS FOR WHICH YOU ARE RESPONSIBLE?
A. I am sponsoring Attachment CEW-1, which is the current CSP of Duke Energy Ohio, as well as Attachments CEW-2 and CEW-3, which are the red-lined and
clean versions, respectively, of the Sixth Amended CSP proposed in these proceedings.

## II. DISCUSSION

## Q. WHAT IS A CORPORATE SEPARATION PLAN?

A. On advice of counsel, it is my understanding that R.C. 4928.17 provides that no electric utility may engage, either directly or through an affiliate, in the businesses of supplying both a noncompetitive retail electric service (such as distribution) and a competitive retail electric service (such as generation) or in the businesses of supplying both a noncompetitive retail electric service (such as distribution) and a product or service other than retail electric service, unless it does so under the terms of a corporate separation plan approved by the Commission. Such a plan is required to be consistent with state policy, as set forth in R.C. 4928.02, and must achieve all of the requirements set forth in R.C. 4928.17. The rules addressing corporate separation plans are codified as O.A.C. Chapter 4901:1-37. O.A.C. 4901:1-37-04 includes an additional series of requirements that apply to corporate separation plans.

The CSP of Duke Energy Ohio is consistent with state policy and achieves all of the requirements set forth in R.C. 4928.37 and O.A.C. Chapter 4928:1-37.

## Q. PLEASE SUMMARIZE THE TERMS OF DUKE ENERGY OHIO'S CSP.

A. The current CSP, a copy of which is attached hereto as Attachment CEW-1, follows the requirements set forth in O.A.C. Rule 4901:1-37-04. Thus, the CSP includes provisions to maintain structural safeguards and separate accounting, a list identifying financial arrangements and transactions, a list of affiliates and their
products and services, a code of conduct, a description of joint advertising and marketing activities, provisions to maintain the cost allocation manual, a description and timeline of training and education, a copy of the policy statement signed by employees with access to nonpublic electric utility information, a description of the internal compliance monitoring procedures and methods for corrective action for compliance, a designation of Duke Energy Ohio's compliance officer, a detailed description outlining how Duke Energy Ohio and its affiliates will comply with O.A.C. Rule 4901:1-37-05, a detailed listing of Duke Energy Ohio's electric services and its transmission and distribution affiliates' electric services, and a complaint procedure to address issues concerning compliance with O.A.C. Rule 4901:1-37-05.

## Q. PLEASE DESCRIBE THE CURRENT STATUS OF THE CSP.

A. Duke Energy Ohio's corporate separation plan was, in previous versions, approved by the Commission in Case Nos. 99-1658-EL-ETP, 03-93-EL-ATA, et al., 08-920-EL-SSO, et al., and 11-3549-EL-SSO, et al. On April 16, 2014, Duke Energy Ohio filed an application for approval of a Fourth Amended Corporate Separation Plan in Case No. 14-0689-EL-UNC. The Commission approved those amendments on June 11, 2014. Subsequently, however, the decision was appealed to the Ohio Supreme Court in Case No. 14-1651. The Ohio Supreme Court reversed and remanded the case to the Commission. As I understand from counsel, the Court found the Commission did not sufficiently explain its decision in the underlying Commission proceeding. The Commission has not yet taken any action in respect of the Court's decision.

Pending the appeal of the Fourth Amended Corporate Separation Plan, Duke Energy Ohio filed an application for a Fifth Amended Corporate Separation Plan. This filing, which was largely made to reflect the completed transfer of Duke Energy Ohio's formerly owned generation assets, was made on March 2, 2015, in Case No. 15-441-EL-UNC. The Commission issued an order staying the automatic approval of the Fifth Amended Plan but no further activity has occurred in respect of that filing.
Q. HAS THE COMMISSION GRANTED ANY WAIVERS REGARDING THE PLAN OR THE PREVIOUS VERSIONS OF THE DUKE ENERGY OHIO CSP?
A. No.
Q. IS DUKE ENERGY OHIO PROPOSING TO REVISE OR AMEND THE CSP IN THESE PROCEEDINGS?
A. Yes. The Company is submitting, for approval in these proceedings, its Sixth Amended CSP. Because both the Fourth and Fifth Amended CSPs are presently before the Commission in separate proceedings, the red-lined version of Duke Energy Ohio's Sixth Amended CSP (attached hereto as CEW-2) reflects revisions to its last approved plan, which is the Third CSP.
Q. ARE THE CURRENT AND PROPOSED SIXTH AMENDED CSPs OF DUKE ENERGY OHIO IN COMPLIANCE WITH R.C. 4928.17 AND O.A.C. CHAPTER 4901:1-37?
A. Yes, in my opinion they are.
Q. HAS DUKE ENERGY OHIO'S CSP EVER BEEN AUDITED BY AN INDEPENDENT AUDITOR?
A. Yes, it has. On June 11, 2009, Duke Energy Ohio applied for approval of its Second Amended Corporate Separation Plan (2009 Plan), incorporating modifications to comply with new administrative rules promulgated as O.A.C. Chapter 4901:1-1-37. ${ }^{1}$ On August 26, 2009, the Commission issued an entry in that proceeding, indicating that it was issuing a request for proposals for consulting services, in order to assist with evaluation of the 2009 Plan. Silverpoint-Vantage Consulting was selected to determine whether the methodologies used to allocate costs to Duke Energy Ohio were appropriate and to ascertain whether the then-existing plan was in compliance with administrative rules and had been implemented as approved. The resultant audit report was docketed on March 29, 2010. On April 5, 2011, the Commission addressed the auditor's recommendations and concluded that the 2009 Plan was in compliance with applicable law and administrative rules. ${ }^{2}$
Q. IS THE PLAN CONSISTENT WITH STATE POLICY, AS SET FORTH IN DIVISIONS (A) THROUGH (N) OF R.C. 4928.02?
A. To the extent that divisions (A) through (N) of R.C. 4928.02 have relevance to a corporate separation plan or corporate separation in general, and on advice of counsel, the current CSP as well as the proposed Sixth Amended CSP are consistent with those enumerated state policies.

[^3]
## Q. PLEASE EXPLAIN.

A. As confirmed by the Commission's approval, the current CSP is consistent with state policies set forth in divisions (H) and (I) of R.C. 4928.02, as those policies have been explained to me by counsel.

The proposed Sixth Amended CSP is also consistent with the identified state policies. It ensures effective competition by avoiding anticompetitive subsidies from the Company's distribution business. Indeed, consistent with the Commission's prior instruction in Case No. 14-0689-EL-UNC, the Company has incorporated into its Sixth Amended CSP specific criteria to which it will adhere should it offer to customers products and services other than retail electric service that will enhance the customer's energy experience. Additionally, Duke Energy Ohio has incorporated into the amended CSP provisions to ensure that customers will not be exposed to unreasonable sales practices, market deficiencies, and market power. The Sixth Amended CSP does not in any way obviate compliance with the Commission's comprehensive consumer protection rules that apply to both distribution utilities and CRES providers. Duke Energy Ohio will continue to comply with those rules. In addition, as discussed in more detail in the direct testimony of Duke Energy Ohio witness Robert J. Lee, Duke Energy Ohio's membership in a regional transmission organization (RTO) also ensures against market power, as the RTO takes actions to mitigate the abuse of such power. Duke Energy Ohio will continue to be subject to the Commission's rules and jurisdiction, and will continue to be a member of an RTO approved by the Federal Energy Regulatory Commission.

## CHRISTIAN E.WHICKER DIRECT

## III. CONCLUSION

9 A. Yes.

## DUKE ENERGY OHIO, INC.

## Third Amended Corporate Separation Plan

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## THIRD AMENDED CORPORATE SEPARATION PLAN

## I. OVERVIEW.

This Third Amended Corporate Separation Plan (Amended Plan) describes the processes and controls that Duke Energy Ohio, Inc. (Duke Energy Ohio or the Company) has implemented, consistent with Ohio Administrative Code (O.A.C.) Chapter 4901:1-37 and Ohio Revised Code (R.C.) Section 4928.17. Duke Energy Ohio's initial Corporate Separation Plan was approved in Case No. 99-1658-EL-ETP. Duke Energy Ohio filed its Amended Corporate Separation Plan as part of its application to establish an Electric Security Plan (ESP) in Case No. 08-920-EL-UNC et al. The Public Utilities Commission of Ohio (Commission) approved Duke Energy Ohio's ESP and Amended Corporate Separation Plan by order dated December 17, 2008. Duke Energy Ohio's Second Amended Corporate Separation Plan was filed in Case No. 09-495-EL-UNC and was approved by the Commission on April 5, 2011.

This Amended Plan is designed to comply with the regulations set forth in O.A.C. Chapter 4901:1-37. This Amended Plan governs the corporate separation of noncompetitive retail electric service from competitive retail electric service as well as the products and services offered by certain affiliates of Duke Energy Ohio and is intended to be complementary to Duke Energy Ohio's Cost Allocation Manual (CAM). Duke Energy Ohio's CAM generally describes how costs are allocated between and among Duke Energy Ohio and its affiliates.

## II. PROVISIONS THAT MAINTAIN STRUCTURAL SAFEGUARDS.

O.A.C. $4901: 1-37-4(\mathrm{~A})$ sets forth required structural safeguards. Specifically, the provision provides:
(1) Each electric utility and its affiliates that provide services to customers within the electric utility's service territory shall function independently of each other.
(2) Each electric utility and its affiliates that provide services to customers within the electric utility's service territory shall not share facilities and services if such sharing in any way violates paragraph (D) of this rule.
(3) Cross-subsidies between an electric utility and its affiliates are prohibited. An electric utility's operating employees and those of its affiliates shall function independently of each other.
(4) An electric utility may not share employees and/or facilities with any affiliate, if the sharing, in any way, violates paragraph (D) of this rule.
(5) An electric utility shall ensure that all shared employees appropriately record and charge their time based on fully allocated costs.
(6) Transactions made in accordance with rules, regulations, or service agreements approved by the federal energy regulatory commission, securities and exchange commission, and the commission, which rules the electric utility shall maintain in its cost allocation manual (CAM) and file with the commission, shall provide a rebuttable presumption of compliance with the costing principles contained in this chapter.

Except as permitted by the Commission's rules and Title 49, Ohio Revised Code (R.C.), Duke Energy Ohio and its affiliates that provide services to customers within Duke Energy Ohio's service territory function independently of each other.

In December 2005, as a condition of the merger between Duke Energy Corporation (Duke Energy) and Cinergy Corp., the companies agreed to enter into several service agreements
that address, among other things, cost allocation, provision of services, and pricing of transactions between and among Duke Energy holding company affiliates, including Duke Energy Ohio. A summary of the various agreements and the services and pricing for transactions permitted therein is included in Section IV of this document. Copies of the agreements are included in and are more fully described in Duke Energy Ohio's CAM. Duke Energy monitors compliance with these agreements as part of its utility operations in Ohio, Indiana, Kentucky, North Carolina, and South Carolina.

In addition to the general separation of books and records between Duke Energy Ohio and its affiliates, Duke Energy Ohio has implemented various safeguards to ensure compliance with the affiliate transaction rules and regulations. The Company has physically separated its regulated distribution business from its competitive retail electric service employees. Employee access to regulated and non-regulated areas is electronically monitored to ensure there is complete separation. All employees receive annual training regarding types of information that cannot be communicated between regulated and non-regulated businesses.

To achieve operating efficiencies, Duke Energy Business Services LLC (DEBS), an affiliated service company, provides support functions across Duke Energy. These services include accounting, treasury, human resources, communications, and legal functions. In general, DEBS employees are permitted to have greater access to information across the regulated and non-regulated businesses, but are prohibited from sharing such information with an employee who is not permitted to access the information directly. Costs related to DEBS employees are allocated pursuant to the Service Company/Utility Service Agreement and the Service Company/Nonutility Service Agreement described in Section IV of this document.

## III. PROVISIONS THAT MAINTAIN SEPARATE ACCOUNTING.

Duke Energy Ohio maintains separate books and records from its affiliates in accordance with the Federal Energy Regulatory Commission's (FERC) Uniform System of Accounts (USoA). The FERC USoA designates specific accounts where regulated and non-regulated transactions are to be recorded. Duke Energy Ohio and its affiliates have cost accounting procedures and systems in place and in operation that assure that each business unit and affiliate properly records the costs associated with that unit's or company's own activities and operations. These accounting procedures and systems are more fully set forth in the Company's CAM.
(REMAINDER OF PAGE INTENTIONALLY LEFT BLANK)

## IV. A LIST IDENTIFYING FINANCIAL ARRANGEMENTS AND TRANSACTIONS.

Financial arrangements between Duke Energy Ohio and its affiliates, except as the Commission may approve, are subject to the following restrictions: (i) any indebtedness incurred by an affiliate shall be without recourse to the electric utility; (ii) Duke Energy Ohio shall not enter into any agreement with terms under which the electric utility is obligated to commit funds to maintain the financial viability of an affiliate; (iii) Duke Energy Ohio shall not make any investment in an affiliate under any circumstances in which the electric utility would be liable for the debts and/or liabilities of the affiliate incurred as a result of actions or omissions of an affiliate; (iv) Duke Energy Ohio shall not issue any security for the purpose of financing the acquisition, ownership, or operation of an affiliate; (v) Duke Energy Ohio shall not assume any obligation or liability as a guarantor, endorser, surety, or otherwise with respect to any security of an affiliate; and (vi) Duke Energy Ohio shall not pledge, mortgage, or use as collateral any assets of the electric utility for the benefit of an affiliate.

Duke Energy Ohio and its utility and non-utility affiliates operate pursuant to the terms and conditions of various service agreements. The terms and conditions of these agreements set forth the cost allocations for the transactions that are permitted to occur pursuant to the various Agreements. Duke Energy Ohio maintains copies of the current agreements in its CAM. Many of these agreements were approved by the Public Utilities Commission of Ohio in Case No. 05-732-EL-MER as part of the merger between Duke Energy and Cinergy Corp. ${ }^{1}$ In general, there are three primary cost allocations that affect Duke Energy Ohio and its affiliates: (1) cost

[^4]allocations from DEBS, the subsidiary service company of Duke Energy; (2) cost allocations between Duke Energy Ohio and its wholly owned subsidiary Duke Energy Kentucky, Inc., for common costs; and (3) administrative and general (A\&G) cost allocations between its gas and electric operations for both capital and expense accounts. The agreements of which Duke Energy Ohio is a party include the following:

- Service Company/Utility Service Agreement - This agreement governs transactions between DEBS (the service company) and utility affiliates, including Duke Energy Ohio. This agreement was entered into as part of merger between Duke Energy and Cinergy Corp. In its Opinion and Order dated December 21, 2005, the Commission approved this agreement in Case No. 05-732-EL-MER et al. ${ }^{2}$ DEBS provides its services at cost, except that, solely for the purpose of Internal Revenue Code Section 482, Duke Energy Ohio shall pay DEBS the market value of services. However, notwithstanding the Section 482 exception, for rate making purposes, services are rendered to Duke Energy Ohio at cost.
- Operating Companies Service Agreement (Operating Company Agreement) This agreement governs transactions between Duke Energy Ohio and its utility affiliates. As compensation for any services rendered pursuant to the Operating Company Agreement, the company receiving services (Client Company) shall pay the service provider the fully embedded cost thereof (i.e., the sum of (i) direct costs, (ii) indirect costs and (iii) costs of capital), except to the extent otherwise required by Section 482 of the Internal Revenue Code. Services provided to or by Duke Energy Carolinas shall be priced in accordance with Duke Energy

[^5]Carolinas's North Carolina Code of Conduct, approved by the North Carolina Utilities Commission. In accordance with FERC regulations, generation services provided by the regulated utilities to Duke Energy Ohio "Generation" and vice versa, are subject to asymmetrical pricing.

- Operating Company/Non-utility Companies Service Agreement (Affiliate Services Agreement) - This agreement governs transactions between Duke Energy Ohio and certain of its non-utility affiliates. As compensation for any services rendered pursuant to the Affiliate Services Agreement, the client company shall pay the service provider the fully embedded costs thereof, except as required by 482 of the Internal Revenue Code.
- Joint Transmission System Planning and Operating Agreement - This agreement addresses the allocation of transmission costs and revenues for the Duke Energy (Duke Energy Ohio and Duke Energy Indiana, Inc., [Duke Energy Indiana]) transmission system.
- Utility Money Pool Agreement - This agreement allows Duke Energy, DEBS, and Duke Energy's utility operating companies (including Duke Energy Ohio) to participate in a money pool arrangement, in order to better manage cash and working capital requirements. Under this arrangement, those companies with surplus short-term funds may contribute those funds into a money pool which is provided for short-term loans to affiliates (other than Duke Energy) participating under this arrangement. This surplus cash may be from internal or external sources. Each party receiving a loan pursuant to the agreement must repay the principal amount plus interest either on demand or within 365 days of receiving
the loan. Interest incomes from the loans are allocated among the parties in proportion to their respective contribution to the funds.
- Tax Sharing Agreement - This agreement, between Duke Energy and its subsidiaries, provides for a consolidated federal income tax return and the allocation of consolidated federal income tax liabilities and benefits among the parties to the agreement.
- Miami Fort Unit 6 Operation Agreement - This agreement allows for Duke Energy Ohio to operate and maintain Duke Energy Kentucky's Miami Fort Unit 6 Generating Station. Duke Energy Ohio is required to provide material, fuel, equipment, and services to Duke Energy Kentucky in accordance with good utility practice.
- Gas and Propane Services Agreement - This agreement allows for Duke Energy Ohio to provide certain necessary services for the operation of Duke Energy Kentucky's Woodsdale Generating Station, which was formerly owned by Duke Energy Ohio.
- Agreement for Gypsum and FGD Waste Material Disposal Services - This agreement allows Duke Energy Kentucky to perform scrubber and FGD waste disposal services for Duke Energy Ohio.
- Inter-Company Asset Transfer Agreement - This Agreement permits asset transfer agreements for inventory items between Duke Energy Ohio and its affiliated regulated utility operating companies (Duke Energy Kentucky, Duke Energy Indiana, and Duke Energy Carolinas). The transfers are priced at the transferring party's fully embedded costs or through in-kind replacements,
providing the transfers do not jeopardize the transferring party's ability to provide service. The pricing under this agreement is consistent with Ohio's affiliate transaction pricing rules. The agreement was entered into as a result of affiliate pricing rules in other jurisdictions that would otherwise require such transactions to be priced according to stricter asymmetrical pricing rules. Duke Energy Ohio "Generation" and regulated utilities use FERC's asymmetrical pricing for transfers among themselves.


## V. A LIST OF ALL CURRENT AFFILIATES IDENTIFYING EACH AFFILIATE'S PRODUCT(S) AND OR SERVICE(S).

Duke Energy has many subsidiaries within its family of companies. Duke Energy's Corporate Secretary maintains a list of all affiliates in the Duke Energy corporate holding company structure, which list will be made available to the Commission upon request. The following list includes the list of affiliates within Duke Energy as of June 1, 2011.

| Brownsville Power I, L.L.C. | Delaware | 7/13/1998 | A natural gas-fired generation facility located in Haywood County, Tennessee. |
| :---: | :---: | :---: | :---: |
| Caldwell Power Company | North Carolina | 7/28/1921 | The purpose of this entity is to generate, transmit and distribute electric power and preserve property rights. |
| Carolinas Virginia Nuclear Power Associates, Inc. | North Carolina | 10/4/1956 | The Duke Power nuclear program began in 1956 with the formation of the Carolinas Virginia Nuclear Power Associates, Inc. (CVNPA), consisting of Duke Power, Carolina Power \& Light, Virginia Electric Power Company, and South Carolina Electric \& Gas. CVNPA sponsored the construction and operation of the demonstration Carolinas-Virginia Tube Reactor (CVTR) at the Parr site, north of Columbia, SC. The CVTR began its demonstration mission in 1964 with a generating capacity of 17 Mwe, and completed its mission in January, 1967. Decommissioning of the plant was delayed until 2001; it currently is on-going. (Non-profit) |
| Catalytic Solutions, Inc. | California | 1/31/1996 | Formed to develop alternative emissions control technology. |
| Catamount Celtic Energy Limited | Scotland | 6/8/2007 | Developing windpower generation in the United Kingdom |
| Catamount Energy Corporation | Vermont | 6/23/1992 | Owns non-regulated power generation companies in the USA and United Kingdom |
| Catamount Energy Limited | England and Wales | 8/15/2002 | Developing windpower generation in the United Kingdom |
| Catamount Energy SC 1 | Scotland | 10/8/2002 | Limited partnership that owns a Scottish limited company for wind power development |
| Catamount Energy SC 2 | Scotland | 10/8/2002 | Limited partnership that owns a Scottish limited company for wind power development |
| Catamount Energy SC 3 | Scotland | 10/8/2002 | Limited partnership that owns a Scottish limited company for wind power development |
| Catamount Rumford Corporation | Vermont | 4/11/1989 | Limited Partner in a cogeneration plant in Maine |
| Catamount Sweetwater 1 LLC | Vermont | 12/12/2003 | Member of a Limited Liability Company that owns wind power assets in Texas |
| Catamount Sweetwater 2 <br> LLC | Vermont | 5/5/2004 | Member of a Limited Liability Company that owns wind power assets in Texas |
| Catamount Sweetwater 3 LLC | Vermont | 6/3/2004 | Member of a Limited Liability Company that owns wind power assets in Texas |
| Catamount Sweetwater 4-5 LLC | Vermont | 3/8/2005 | Member of a Limited Liability Company that owns wind power assets in Texas |
| Catamount Sweetwater 6 LLC | Vermont | 9/7/2005 | Member of a Limited Liability Company that is developing a wind facility in Texas |
| Catamount Sweetwater Corporation | Vermont | 6/17/2003 | Member of three Limited Liability Companies |
| Catamount Sweetwater Holdings LLC | Vermont | 6/20/2005 | Holding company that owns LLCs with interests in wind power assets in Texas |

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| Claiborne Energy Services, Inc. | Louisiana | 3/1/1990 | Is the general partner of Clean Energy Partners Limited Partnership, a limited partnership which was formed to develop, own and operate a coal gasification electric power facility. Own and operate a uranium enrichment facility. |
| :---: | :---: | :---: | :---: |
| Comercializadora Duke Energy de Centro America, Limitada | Guatemala | 9/22/2000 | Guatemalan company used as a trading and marketing vehicle. It was originally formed to buy excess electricity from El Salvador and sell it in the open market. It also buys power from DEI Guatemala y Cia SCA (Planta Arizona and Planta Las Palmas) under a PPA with that entity. |
| Conterra Ultra Broadband Holdings, Inc. | North Carolina | 7/28/2006 | Conterra is a facilities-based, FCC common carrier that provides high quality, high capacity backhaul and wide area network services for mobile carriers, school districts and government entities throughout the country. |
| CSCC Holdings Limited Partnership | Canada (British Columbia) | 5/17/2002 | Canadian entity holding $50 \%$ ownership interests in Compania de Servicios de Compresion de Campeche S.A. de C.V. Since the transfer of the Campeche platform to Pemex in August 2007, this company is now dormant and on hold for liquidation. |
| CSGP General, LLC | Texas | 4/5/2001 | Company created to act as the sole general partner of CSGP Services, L.P. |
| CSGP Limited, LLC | Delaware | 4/5/2001 | Company created to act as the sole limited partner of CSGP Services L.P. |
| CST General, LLC | Texas | 5/22/2001 | To transact any and all lawful business for which limited liability companies may be organized under the Texas Limited Liability Company Act. |
| CST Green Power, L.P. | Delaware | 5/23/2001 | Purpose is to be the project company that will partially own and manage a long-term co-generation project located in Texas. |
| CST Limited, LLC | Delaware | 5/18/2001 | The company may carry on any lawful business, purpose or activity. |
| CTE Petrochemicals Company | Cayman Islands | 1/27/1981 | Cayman partnership 50\% owned by Texas Eastern Arabian Ltd. (Duke entity) and $50 \%$ owned by sub of Duke's partner. Celanese Corporation. CTE is the holding company for $50 \%$ interest in National Methanol Company, a methanol project in Saudi Arabia and JV with SABIC. |
| CURRENT Group, LLC | Delaware | 10/24/2000 | CURRENT provides electric utilities a Smart Grid solution that increases the efficiency and reliability of the electric grid while reducing the environmental impact of electric usage. |
| D/FD Holdings, LLC | Delaware | 12/15/2005 | Holding company for previous D/FD companies |
| D/FD International Services Brasil Ltda. | Brazil |  | Formed to be the contracting entity for the DI Project (and possibly other projects) in Brazil. |
| D/FD Operating Services LLC | Delaware | 3/7/1996 | Operation of electric generating plant |
| DE Marketing Canada Ltd. | British Columbia | 12/18/2009 | Holding Company/General Partner. |
| DE Nuclear Engineering, Inc. | North Carolina | 3/17/1969 | Nuclear Engineering Services |
| DEB - Pequenas Centrais Hidrelétricas Ltda. | Brazil | 12/22/2003 | Power generation and sale in Brazil. |
| DEGS Biomass, LLC | Delaware | 9/22/2008 | Acquiring, holding and funding $50 \%$ ownership interest in Adage, LLC. |

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| DEGS NC Solar | Delaware | 2/25/2010 | To serve as a holding company for multiple solar projects. |
| :---: | :---: | :---: | :---: |
| DEGS O\&M, LLC | Delaware | 8/30/2004 | To operate and maintain several facilities owned by subsidiaries of KGen, LLC. |
| DEGS of Boca Raton, LLC | Delaware | 9/4/1998 | Develops, constructs, finances, operates and maintains certain thermal energy facilities located in Boca Raton, Florida and sells associated thermal and other, energy-related products and services. |
| DEGS of Cincinnati, LLC | Ohio | 7/29/1997 | Owns and operates a district cooling business in downtown Cincinnati, Ohio. |
| DEGS of Delta Township, LLC | Delaware | 12/15/2004 | To perform the construction and operating services for GM for the Delta Township assembly facilities. |
| DEGS of Lansing, LLC | Delaware | 6/25/2002 | Cinergy Solutions Operating Services of Lansing, LLC performs oversight, management, operation and maintenance of energy/utility service facilities at a General Motors vehicle assembly plant in Lansing, Michigan. |
| DEGS of Monaca, LLC | Delaware | 12/16/2003 | To operate, maintain and manage Horsehead Industries, Inc. dba Zinc Corporation of America's G. F. Weaton Station located in Monaca, PA. |
| DEGS of Narrows, LLC | Delaware | 3/17/2003 | Formed for the purpose of operating, maintaining and managing the existing utility system at the Celanese acetate manufacturing facility located in Narrows, Virginia. |
| DEGS of Philadelphia, LLC | Delaware | 5/11/2001 | Provides various utility services and distribution system O\&M to the Philadelphia Navy Yard, which is now the location of an industrial park that contains several commercial businesses and is managed by the Philadelphia Industrial Development Corp. |
| DEGS of San Diego, Inc. | Delaware | 1/9/2004 | Purpose is to supervise the construction of, operate and maintain, an energy facility at Children's Hospital and Health Center in San Diego, Califormia. |
| DEGS of Shreveport, LLC | Delaware | 6/28/2002 | Cinergy Solutions Operating Services of Shreveport, LLC performs oversight, management, operation and maintenance of energy/utility service facilities at a General Motors vehicle assembly plant in Shreveport, Louisiana. |
| DEGS of South Charleston, LLC | Delaware | 8/24/2004 | To design, build, own, operate, and maintain certain steam generating equipment and ancillary water treatment equipment to be located at the UCC Technical Center in South Charleston, West Virginia. |
| DEGS of St. Bernard, LLC | Delaware | 1/6/2003 | Operate, maintain and manage the existing utility system and to design, develop, construct and own system improvements at Proctor \& Gamble's chemical manufacturing facility located in St. Bernard, Ohio. |
| DEGS of St. Paul, LLC | Delaware | 8/13/1998 | Own St. Paul Cogeneration LLC. |
| DEGS of Tuscola, Inc. | Delaware | 10/13/1998 | Oversees the operations and staffing of a qualifying facility (QF) located in Tuscola, Illinois. |
| DEGS Solar, LLC | Delaware | 5/13/2010 | To serve as a holding company to hold all solar projects of Duke Energy Generation Services, Inc., other than those in North Carolina. |

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| DEGS Wind I，LLC | Delaware | 5／23／2007 | Holding Company for project companies which will develop wind assets． |
| :---: | :---: | :---: | :---: |
| DEGS Wind Supply II， LLC | Delaware | 8／26／2008 | To procure wind turbine generators from General Electric for projects under development by DEGS Wind I，LLC and its affiliates． |
| DEGS Wind Supply，LLC | Delaware | 12／11／2007 | The purpose of the company is to engage in any activity for which limited liability companies may be organized in the State of Delaware． |
| Delta Township Utilities II， LLC | Delaware | 3／25／2004 | Formed to provide new assets to service General Motors＇new assembly plant located in Delta Township，Michigan，including the design，construction，ownership，operations and maintenance of such new assets． |
| Delta Township Utilities， LLC | Delaware | 7／5／2001 | Constructs，owns，operates and maintains energy－related facilities for a General Motors metal stamping facility located in Michigan． |
| DENA Partners Holding， LLC | Delaware | 11／30／2001 | Payroll company |
| DETMI Management，Inc． | Colorado | 6／21／1994 | Holding company． |
| Diamond Acquisition Corporation | North Carolina | 1／6／2011 | This entity was formed to serve as the Merger Sub of Duke Energy Corporation for the Duke Energy Corporation／Progress Energy，Inc．Merger |
| Dixilyn－Field（Nigeria） <br> Limited | Nigeria | 11／14／1977 | Inactive，but still on the books |
| Dixilyn－Field Drilling Company | Delaware | 1／31／1977 | Inactive，but still on the books |
| Dixilyn－Field International Drilling Company，S．A． | Panama | 6／10／1970 | Inactive，but still on the books |
| DTMSI Management Ltd． | British Columbia | 9／17／2009 | Holding Company |
| Duke Broadband，LLC | Delaware | 9／22／2003 | The purpose of the Company is to engage in any activity for which limited liability companies may be organized in the State of Delaware． |
| Duke Capital Partners，LLC | Delaware | 3／14／2000 | To provide lending，investment banking and asset management services to the wholesale and commercial energy market． |
| Duke Communications Holdings，Inc． | Delaware | 9／20／1996 | Provides telecommunications services，information services，selling or leasing of long－haul optic fiber capacity and energy management services． |
| Duke Energy Americas， LLC | Delaware | 7／2／2004 | Holding Company |
| Duke Energy Business Services LLC | Delaware | 11／18／1998 | Management Services |
| Duke Energy Carolinas Plant Operations，LLC | Delaware | 5／29／2001 | Performs the operations and maintenance and provides other plant services for power generation and energy facilities． |
| Duke Energy Carolinas， LLC | North Carolina | 11／27／1963 | The production，transmission，distribution，and sale of electricity in North and South Carolina |

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| Duke Energy Group, LLC | Delaware | 12/22/1987 | Delaware limited liability company with interests in Duke's international companies involved with electric power projects and marketing of electric power. |
| :---: | :---: | :---: | :---: |
| Duke Energy Hanging Rock II, LLC | Delaware | 10/14/2010 |  |
| Duke Energy Indiana, Inc. | Indiana | 9/6/1941 | The production, transmission, distribution, and sale of electricity in North Central, Central, and Southern Indiana. |
| Duke Energy Industrial Sales, LLC | Delaware | 6/6/2006 | The purpose of this entity is to engage in the sale of coal and other supplies to industrial companies. |
| Duke Energy International (Europe) Holdings ApS | Denmark | 8/11/2000 | Danish holding company slated for dissolution pending dissolutions of its UK subsidiaries. |
| Duke Energy International (Europe) Limited | United Kingdom | 6/24/1999 | UK company in process of voluntary dissolution. |
| Duke Energy International Argentina Holdings | Cayman Islands | 7/27/1999 | Cayman entity slated for dissolution. |
| Duke Energy International Argentìna Marketing/Trading (Bermuda) Ltd. | Bermuda | 2/3/1999 | Bermuda entity slated for dissolution. |
| Duke Energy International Asia Pacific Ltd. | Bermuda | 8/24/2001 | Bermuda holding company slated for dissolution pending liquidation of its subsidiaries. |
| Duke Energy International Brasil Commercial, Ltda. | Brazil | 5/29/2002 | Brazilian entity which holds $99.99 \%$ in Duke Trading do Brasil Ltda. |
| Duke Energy International Brasil Holdings, LLC | Delaware | 5/10/2001 | Delaware entity which holds the minority interest in Duke Energy International Brasil Ltda. |
| Duke Energy International Brazil Holdings Ltd. | Bermuda | 10/22/2001 | Bermuda holding company for Duke Energy International's assets in Brazil. |
| Duke Energy International Chile C.P.A. | Chile | 6/12/2009 | Project company for potential Chilean project. |
| Duke Energy International Chile Holding I B.V. | Netherlands | 6/3/2009 | Holding company for potential Chilean project. |
| Duke Energy International Chile Holding II B.V. | Netherlands | 6/3/2009 | Holding company for potential Chile project. |
| Duke Energy International Comercializadora de El Salvador, S.A. de C.V. | El Salvador | 12/12/2002 | Salvadorean entity used for energy trading and marketing throughout the Central American region; import, export and domestic electric energy transactions. |
| Duke Energy International del Ecuador Cia. Ltda. | Ecuador | 12/15/1997 | Ecuadorean company which owns $82.7482 \%$ in Electroquil SA, an electric power generation company located in Guayaquil, Ecuador. |

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| Duke Energy International Latin America, Ltd. | Bermuda | 8/4/1999 | Bermuda holding company for all of Duke Energy International's interests in Latin America. |
| :---: | :---: | :---: | :---: |
| Duke Energy International Mexico Holding Company I,S. de R.L. de C.V. | Mexico | 6/2/2009 | Mexican holding company used for various transaction within Duke Energy International. |
| Duke Energy International Mexico, S.A. de C.V. | Mexico | 9/2/1996 | Mexican company which previously managed the Campeche platform in Mexico. Since the transfer of the Campeche platform to Pemex in August 2007, this company is now dormant. |
| Duke Energy International Netherlands Financial Services B.V. | Netherlands | 4/20/2000 | Dutch entity used for various financial transactions within DEI. |
| Duke Energy International Operaciones Guatemala Limitada | Guatemala | 10/3/2001 | Guatemalan entity which owns the land that Planta Arizona is located on. |
| Duke Energy International Peru Inversiones No. 1, S.R.L. | Peru | 5/16/1996 | Peruvian entity in process of dissolution. |
| Duke Energy International Peru Investments No. 1, Ltd. | Bermuda | 8/9/1999 | Bermuda holding entity for the Peruvian companies. |
| Duke Energy International PJP Holdings, Ltd. | Bermuda | 2/24/1999 | Bermuda entity slated for dissolution. |
| Duke Energy International Southern Cone SRL | Argentina | 2/8/1999 | Argentine limited liability entity set up for trade \& marketing. |
| Duke Energy International Trading and Marketing (UK) Limited | United Kingdom | 1/6/2000 | Business Activity 4010 - As of October 25, 2006, Company is in process of voluntary dissolution. |
| Duke Energy International Transmision Guatemala Limitada | Guatemala | 10/1/2001 | Guatemalan entity that owns and operates a 230 kv electric transmission line facility in Guatemala. |
| Duke Energy International Uruguay Holdings, LLC | Delaware | 11/6/2003 | Delaware holding entity which holds a minority ownership interest in Duke Energy International Uruguay Investments, SRL. |
| Duke Energy International Uruguay Investments, S.R.L. | Uruguay | 10/16/2003 | Uruguayan limited liability holding entity for Duke's assets in Argentina and Ecuador. |
| Duke Energy International, Brasil Ltda. | Brazil | 2/4/1998 | Brazilian company set up for the participation at bidding procedures and/or auctions for the transfer of ownership interests in electricity companies in Brazil. |
| Duke Energy International, Geracao Paranapanema S.A. | Brazil | 2/4/1999 | Brazilian entity which owns and operates 8 hydroelectric generating facilities in the Paranapanema River in Sao Paulo, Brazil. |

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| Duke Energy International, LLC | Delaware | 9/18/1997 | Delaware parent/holding company for all of the DEI subsidiaries. |
| :---: | :---: | :---: | :---: |
| Duke Energy Kentucky, Inc. | Kentucky | 3/20/1901 | The transmission, distribution, and sale of electricity energy and the sale and transportation of natural gas in northern Kentucky. |
| Duke Energy Lee II, LLC | Delaware | 10/14/2010 |  |
| Duke Energy Marketing America, LLC | Delaware | 1/3/2001 | Energy marketing and energy management for unregulated merchant energy facilities of Duke Energy North America, LLC. |
| Duke Energy Marketing Corp. | Nevada | 11/7/1994 | Was formed to engage in the marketing of electric power. |
| Duke Energy Marketing Limited Partnership | Canada (Alberta) | 8/1/1996 | Engage in the business of purchasing, selling and marketing natural gas, electric power and other energy products and services in Canada. |
| Duke Energy Merchants, LLC | Delaware | 4/23/1999 | Provides financial, risk management and asset management services to producers, transporters and users of global energy commodities and derivative products such as crude oil, refined products, LPGs, residual fuels, coal, and fertilizer. |
| Duke Energy Moapa, LLC | Delaware | 4/11/2000 | Transact any and all lawful business for which limited liability companies may be organized under the act. |
| Duke Energy Murray Operating, LLC | Delaware | 8/7/2001 | To own and operate merchant power plant. |
| Duke Energy North America, LLC | Delaware | 9/18/1997 | Development, ownership, and operation of energy facilities. |
| Duke Energy Ohio, Inc. | Ohio | 04/03/1837 | Engaged in the production, transmission, distribution and sale of electricity and the sale and transportation of natural gas in the southwestern portion of Ohio. |
| Duke Energy One, Inc. | Delaware | 9/5/2000 | Entity has two different businesses - one for residential customers and one for commercial/industrial customers. <br> On the residential side, Michael Goldenberg directs DE One's strikestop and underground protection offerings. Strikestop is a whole-house surge protector that DE One sells to residential customers. Underground protection is an offering under which DE One repairs underground customer-owned electric. <br> On the commercial/industrial side, Bruce Modlin directs DE One's customer-owned substation construction and maintenance activities. Evidently, there are large customers with their own transformers/substations. DE One builds these and repairs/maintains these. |
| Duke Energy Peru Holdings S.R.L. | Peru | 6/9/2000 | Peruvian limited liability holding company. |
| Duke Energy Receivables Finance Company, LLC | Delaware | 7/16/2003 | Receivables finance company |
| Duke Energy Registration Services, Inc. | Delaware | 11/18/1998 | Manages the brand protection of Duke energy Corporation. |

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| Duke/Fluor Daniel <br> Internationai Services | Nevada | $9 / 1 / 1994$ | Coal Fired Generating Plant Services |
| :--- | :--- | ---: | :--- |
| Duke/Fluor Daniel <br> International Services <br> (Trinidad) Ltd. | Trinidad and <br> Tobago | $12 / 3 / 1998$ | Execution of an engineering, procurement and construction services agreement between <br> Duke/Fluor Daniel International Services (partnership) and InCOGEN Limited. |
| Duke/Louis Dreyfus L.L.C. | Nevada | $3 / 1 / 1995$ | A limited liability company formed to engage in the marketing of power. It sells both natural gas <br> and electricity throughout the US. |
| Duke-American <br> Transmission Company, <br> LLC | Delaware | $4 / 11 / 2011$ |  |
| Duke-Cadence, Inc. | Indiana | $12 / 27 / 1989$ | To engage in the construction, operation, development or ownership of cogeneration facilities or <br> power production facilities. To enter into joint ventures and partnership agreements. |
| DukeNet Communications,, <br> LLC | Delaware | $5 / 18 / 2010$ | Holding Company |
| DukeNet Communications, <br> LLC | Delaware | $5 / 18 / 2010$ | Telecommunication Services |
| DukeNet VentureCo, Inc. | Delaware | North Carolina | $12 / 12 / 1997$ |


| Environmental Wood Supply, LLC | Minnesota | 8/10/2000 | Handles all fuel and fuel procurement-related costs for St. Paul Cogeneration LLC. |
| :---: | :---: | :---: | :---: |
| Equinox Vermont Corporation | Vermont | 5/1/1990 | Non-regulated ownership of biomass and cogeneration facilities in Vermont and Maine |
| Etenorte S.R.L. | Peru | 11/1/2006 | Peruvian entity engaged in activities related to electricity transmission. |
| Eteselva S. R. L. | Peru |  | Peruvian limited liability company, and subsidiary of Aguaytia Energy, LLC which owns and operates transmission lines from Aguaytia, Peru to Paramanga, Peru and transmits electricity to customers in Peru. |
| eVent Resources Holdings LLC | Delaware | 12/13/2000 | Holds an equity interest in Triple Point Technology, Inc., a Connecticut-based technology company that develops and markets a suite of risk scenarios and effectively trades and manages transactions. This company also potentially conducts other authorized transactions consistent with ETC status. |
| eVent Resources I LLC | Delaware | 11/17/2000 | Acquires, owns, holds, controls, manages, finance, builds, operates and liquidates a network of companies engaged primarily in businesses that take advantage of investment opportunities arising from the deregulation of the electric utility industry, including investments in power generation, new energy technology and telecommunications, whether through $100 \%$ ownership or a smaller percentage ownership. |
| Gas Integral S.R.L. | Peru | 1/8/2004 | Peruvian limited liability which gathers gas in connection with the Aguaytia asset. |
| Generadora del Pacifico, Limitada | Guatemala | 4/9/2008 | Guatemalan limited liability entity slated for dissolution. |
| Generadora La Laguna Duke Energy International Guatemala y Cia., S.C.A. | Guatemala | 6/10/2004 | Guatemalan joint stock company which owns 60 MW electric generation facility in Guatemala. |
| Green Frontier Windpower Holdings, LLC | Delaware | 2/22/2010 | Holding company formed for the purpose of financing a portfolio of wind energy project companies. |
| Green Frontier Windpower , LLC | Delaware | 5/13/2010 | To serve as a holding company to hold certain wind power project companies that would be financed by Duke on a portfolio basis. |
| Greenville Gas and Electric Light and Power Company | South Carolina | 01/28/1861 | This corporation shall have for its object the manufacture of gas, and the generating of electricity to be sold for lighting, heating, and all other purposes for which gas and electricity or either of them may be used. The corporation also preserves property rights. |
| Happy Jack Windpower, LLC | Delaware | 10/27/2006 | Owner of all the assets that comprise the 29.4 MW Happy Jack Windpower Project being developed in Cheyenne, Wyoming. |
| IGC Aguaytia Partners, LLC | Cayman Islands | 2/8/2002 | Cayman company with ownership interests in the Aguaytia project in Peru. |
| INDU Solar Holdings, LLC | Delaware | 10/14/2010 | To serve as a holding company for project companies related to the Commercial Rooftop Solar Program. To acquire, invest in, develop, improve, own, operate, finance, maintain, sell, lease, or otherwise dispose of, Project LLCs or, if not owned by a Project LLC, Energy Assets in |


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| Miami Power Corporation | Indiana | 3/25/1930 | Owns an electric transmission line in Indiana. |
| :---: | :---: | :---: | :---: |
| Murphy Farm Power, LLC | North Carolina | 1/27/2010 | Owns and is developing and constructing a 998 kilowatt (DC) solar PV electric generation facility located on a site in Culberson, NC. |
| National Methanol Company (IBN SINA) | Saudi Arabia | 5/23/1981 | A joint venture with SABIC for the operation of a methanol production plant in Saudi Arabia. $50 \%$ held by SABIC and $50 \%$ held by CTE Petrochemicals Company (Duke's partnership with Celanese). |
| North Allegheny Wind, LLC | Delaware | 5/31/2006 | Single purpose entity which owns and operates a 70 MW wind generating facility in Blair and Cambria Counties, PennsyIvania |
| NorthSouth Insurance Company Limited | Bermuda | 12/2/2002 |  |
| Notrees Windpower, LP | Delaware | 9/30/2005 | Owner of all the assets that comprise that Notrees Windpower Project being developed in Ector and Winkler Counties, Texas. |
| NuStart Energy Development, LLC | Delaware | 4/19/2004 | NuStart Energy is a limited liability corporation comprised of ten power companies, created in 2004 for the dual purposes of: 1) obtaining a Construction and Operating License (COL) from the Nuclear Regulatory Commission (NRC), using the never before used, streamlined licensing process developed in 1992 and 2) completing the design engineering for the selected reactor technologies. |
| Oak Mountain Products, LLC | Delaware | 7/9/2001 | Project company that owns a facility capable of producing synthetic fuel. from coal by applying a latex or asphalt binder in order to induce a chemical change. |
| Ocotillo Windpower, LP | Delaware | 12/22/2004 | Owner of all the assets that comprise the 58.8 MW Ocotillo Windpower Project being developed near Big Spring, Texas. |
| Ohio River Valley Propane LLC | Delaware | 10/18/2001 | Engaged in the business of marketing propane in the United States and owning and operating a propane storage cavern. |
| Ohio Valley Electric Corporation | Ohio | 10/1/1952 | Formed for the purpose of providing the large electric power requirement projected for a major DOE uranium enrichment complex. OVEC has in turn a subsidiary called Indiana Kentucky Electric Corporation which provides similar services. <br> Owns an electric generating facility and sells electricity to a government facility that makes weapons. It also provides the large electric power requirement for a major Department of Energy uranium enrichment complex. |
| Oklahoma Arcadian Utilities, LLC | Delaware | 12/5/2000 | Constructs, owns, operates and maintains energy-related facilities located at a General Motor vehicle assembly plant in Oklahoma City, Oklahoma. |
| Owings Mills Energy Equipment Leasing LLC | Delaware | 10/20/1999 |  |

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| P.I.D.C. Aguaytia, L.L.C. | Delaware | 11/17/1995 | Delaware limited liability company with ownership interest in the Aguaytia project in Peru. |
| :---: | :---: | :---: | :---: |
| Pacific Power Holdings No. 1, B.V. | Netherlands | 3/27/2008 | Danish Holding company for potential projects in Central America. |
| PanEnergy Corp | Delaware | 1/26/1981 | Parent Company |
| Peru Energy Holdings, LLC | Delaware | 10/26/1995 | Delaware holding company which holds $99 \%$ in Gas Integral SRL (Peru) with regard to the Aguaytia project in Peru. |
| Piedmont Venture Partners Limited Partnership | North Carolina | 10/3/1996 | Venture capital firm created to invest in high-technology and biotechnology (including clean energy) private start-up companies in the research triangle (Raleigh, Durham and Chapel Hill) of NC and the Southeast. Currently in bankruptcy proceedings. |
| Pioneer Transmission, LLC | Indiana | 7/31/2008 |  |
| Proyecto de Autoabastecimiento La Silla, S. de R.L. de C.V. | Mexico | 6/2/2009 | Mexican holding company used for various transactionis within Duke Energy International. |
| $\begin{aligned} & \text { RP - Orlando } \\ & \text { LLC } \end{aligned}$ | Delaware | 3/5/2010 | Project company that has been developing two solarphotovoltaic ("PV") electric generation projects (Stanton project) and (Jetport project) to be located on property owned by the Orlando Utilities Commission in Orlando, FL |
| Ryegate Associates | Utah | 4/30/1990 | Owns a biomass facility in Vermont |
| Sandy River Timber, LLC | South Carolina | 10/26/2007 | Assemblage of land for future generation project use |
| Seahorse do Brasil Servicos Maritimos Ltda. | Brazil | 3/30/1979 | Has been dormant for many years. Dissolution under review. |
| Searchlight Wind Energy LLC | Nevada | 1/17/2008 | Developing a windpower project in Nevada |
| SEC Bellefonte SD SolarOne, LLC | Delaware | 3/4/2010 | Develop and own certain solar PV rooftop projects serving the Bellefonte SD in PA |
| SEC BESD Solar One, LLC | Delaware | 12/7/2009 | Develop and own certain solar PV rooftop projects serving the Bald Eagle SD in PA |
| Shreveport Red River Utilities, LLC | Delaware | 10/16/2000 | The purpose of the company is to develop, design and construct the improvements; to own, operate and maintain the Central Utilities Complex; to obtain financing for such activities; and to take all actions incident thereto (the "Purpose"). |
| Silver Sage Windpower, LLC | Delaware | 4/16/2007 | Holds a lease for some property in Laramie County, Wyoming. |
| Solar Star North Carolina I, LLC | Delaware | 11/7/2008 | Special purpose company devoted to developing, constructing, owning, operating and selling the electricity and associated renewable energy credits from its 1 megawatt (AC) solar electric generating facility in Shelby, NC (currently under construction). |



2/16/2009 $\mid$ Special purpose company devoted to developing, constructing, owning, operating and selling the electricity and associated renewable energy credits from its 5 one-megawatt (AC) solar photovoltaic electric generating facilities in Murfreesboro, Hertford County, NC (currently under development).

Holds legal title to real estate and interests in real estate which are either not used and useful in the conduct of Duke Energy Indiana, Inc.'s business or which has some defect in title which is unacceptable to Duke Energy Indiana Inc.

12/1 property rights.

5/31/1934 2/30/1927 11/8/2006 based synthetic fuel productivity facility.

10/27/2006 A coal-based synthetic fuel production facility.
11/8/2006 $\quad$ Holding company - Owns all the membership interests in Spruce Mountain Products, LLC, a coal-

12/18/1998
Develops, constructs, operates and maintains a qualifying facility (QF) in downtown St. Paul,
Minnesota.
Lansing, Michigan
 and provides other energy-related products and services.

| $11 / 3 / 1999$ | Provides management services for Trigen/Cinergy-USFOS of Lansing LLC. |
| :--- | :--- |
| $6 / 12 / 1998$ | Develops, constructs, operates and maintains a district cooling business in Orlando, Florida. |
| $9 / 20 / 1999$ | Develops, constructs, operates and maintains a cogeneration facility located at the Sweetheart Cup |

11/3/1999
4/21/1999
1
The purpose of this entity is to generate, transmit and distribute electric power and preserve
4/18/2007 $\quad$ Holding company that owns LLCs with interests in wind power assets in Texas 7/24/2008 $\quad$ Hold land for future generation project use.

11/5/2002 Developing a windpower project in Texas

10/20/1999 | Provides energy-related services to Kodak Park in Rochester, New York. |
| :--- | :--- |

| $11 / 3 / 1999$ | Provides management services for Trigen/Cinergy-USFOS of Lansing LLC. |
| :--- | :--- |
| $6 / 12 / 1998$ | Develops, constructs, operates and maintains a district cooling business in Orlando, Florida. |
| $9 / 20 / 1999$ | Develops, constructs, operates and maintains a cogeneration facility located at the Sweetheart Cup |


| $11 / 3 / 1999$ | Provides management services for Trigen/Cinergy-USFOS of Lansing LLC. |
| :--- | :--- |
| $6 / 12 / 1998$ | Develops, constructs, operates and maintains a district cooling business in Orlando, Florida. |
| $9 / 20 / 1999$ | $\begin{array}{l}\text { Develops, constructs, operates and maintains a cogeneration facility located at the Sweetheart Cup } \\ \text { Corporation in Owings Mills, Maryland. }\end{array}$ |

3/18/1999 | Provides energy-related services to the Lafarge gypsum manufacturing plant in Silver Grove, |
| :--- | :--- | Kentucky. These services include the design, installation and operation of a combined heat and

power system.

Develops, constructs, operates and maintains a qualifying facility (QF) in Tuscola, Illinois and
provides other energy-related products and services.
2/18/1997 $\begin{aligned} & \text { Engages in the preliminary development of cogeneration and/or thermal energy facilities. Specific } \\ & \text { projects are developed and held by special purpose affiliates. }\end{aligned}$
$\stackrel{\infty}{\circ}$
7/24/2008 $\quad$ Hold land for future generation proect use

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| Sweetwater Wind 1 LLC | Delaware | 6/24/2003 | Owns wind generation facility in Texas |
| :---: | :---: | :---: | :---: |
| Sweetwater Wind 2 LLC | Delaware | 4/19/2004 | Owns wind generation facility in Texas |
| Sweetwater Wind 3 LLC | Delaware | 4/29/2004 | Owns wind generation facility in Texas |
| Sweetwater Wind 4 LLC | Delaware | 4/29/2004 | Owns wind generation facility in Texas |
| Sweetwater Wind 5 LLC | Delaware | 4/29/2004 | Owns wind generation facility in Texas |
| Sweetwater Wind 6 LLC | Delaware | 4/29/2004 | Owns assets of windpower project being developed in Texas |
| Sweetwater Wind Power L.L.C. | Texas | 11/5/2002 | Owns wind generation assets in Texas |
| SYNCAP II, LLC | Delaware | 10/13/2000 | Formed to commercialize new technologies for converting high-sulfur coal to low-sulfur coal. |
| Taylorsville Solar, LLC | Delaware | 4/29/2010 | To develop a 1 MW solar PV project in Alexander County, Taylorsville, North Carolina |
| TBP Properties, LLC | South Carolina | 12/11/2006 | Hold land for future project use |
|  |  |  |  |
| TE Notrees, LLC | Delaware | 9/30/2005 | Holding company. |
| TE Ocotillo, LLC | Delaware | 12/21/2004 | Holding company. |
|  |  |  |  |
| Teak Mountain Products, LLC | Delaware | 5/1/2007 | Coal-based synthetic fuel production business. |
| TEC Aguaytia, Ltd. | Bermuda | 12/17/1996 | Bermuda holding entity with indirect ownership interest in the Aguaytia project in Peru. |
| Termoselva S. R. L. | Peru |  | Peruvian limited liability company that owns and operates facility generating electricity in the Peruvian Amazon Basin. |
| Texas Eastern (Bermuda) Ltd. |  | 11/24/1972 | Bermuda holding company with investments in international ventures. |
| Texas Eastern Arabian Ltd. | Bermuda | 7/25/1974 | Investments in Texas Eastern International Venturers, Ltd. and National Methanol Company |
| The Duke Energy Foundation | North Carolina | 6/5/1984 | To receive, administer, and make donation of funds for educational, scientific, and charitable purposes. |
| Three Buttes Windpower, LLC | Delaware | 8/26/2008 | Develop, construct, own and operate the Campbell Hill Windpower project near Casper, Wyoming |
| Top of the World Wind Energy Holdings LLC | Delaware | 11/15/2010 | To act as the holding company of the project company that owns the Top of the World wind farm, and to pledge that ownership interest as security for a project financing arrangement upon the project. |
| Top of the World Wind Energy LLC | Deleware | 3/13/2008 | Developing windpower project in Wyoming |
| TRES Timber, LLC | South Carolina | 12/11/2006 | Hold land for future project use |

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| Tri-State Improvement <br> Company | Ohio | $1 / 14 / 1964$ | Accuiring and holding property in Ohio, Kentucky, and Indiana for substations, electric and gas <br> rights of way, office space, and other uses in connection with the utility business of Duke Energy <br> Ohio, Inc. and its utiliy subsidiaries. |
| :--- | :--- | ---: | :--- |
| Tsavo Power Company <br> Limited | Kenya | $1 / 22 / 1998$ | Power plant at the Port of Mombasa, Kenya's main seaport. The facility sells power to Kenya <br> Power and Lighting Corporation through a Purchased Power Agreement. |
| TX Solar ILLC | Delaware | $5 / 27 / 2009$ | Special purpose company devoted to developing, constructing, owning, operating and selling the <br> electricity and associated renewable energy credits from its 14 <br> generating facalility in San Antonatt (AC) solar electric |
| Wateree Power Company | South Carolina | $2 / 26 / 1909$ | The purpose of this entity is to generate, transty under constructitan) distribute electric power and preserve <br> property rights. |
| Western Carolina Power <br> Company | North Carolina | $2 / 26 / 1909$ | The purpose of this entity is to generate, transmit and distribute electric power and preserve <br> property rights. |
| Willow Creek Wind Energy <br> LLC | Delaware | $6 / 18 / 2007$ | Developing windpower project in Colorado |
| Willow Mountain Products, <br> LLC | Delaware | $5 / 1 / 2007$ | Coal-based synthetic fuel production business. |

# VI. A CODE OF CONDUCT POLICY THAT COMPLIES WITH O.A.C. 4901:1-37-04 AND THAT EMPLOYEES OF THE UTILITY AND AFFILIATES MUST FOLLOW. 

Duke Energy Ohio<br>Affiliate Code of Conduct

## A. Introduction

This Affiliate Code of Conduct governs the actions of Duke Energy Ohio and its affiliates. It is intended to ensure that no competitive advantage flows from Duke Energy Ohio to an affiliate and vice versa. Compliance with this Code of Conduct shall be mandatory for all employees, consultants, and independent contractors of Duke Energy Ohio and its affiliates.

## B. The Code of Conduct

1. Duke Energy Ohio shall not release any proprietary customer information (e.g., individual customer load profiles or billing histories) to an affiliate, or otherwise, without the prior authorization of the customer, except as required by a regulatory agency or court of law.
2. Duke Energy Ohio shall make customer lists, which include name, address, and telephone number, available on a nondiscriminatory basis to all nonaffiliated and affiliated certified retail electric service providers transacting business in its service territory, unless otherwise directed by the customer. This paragraph does not apply to customer-specific information, obtained with proper authorization, necessary to fulfill the terms of a contract, or information relating to the provision of general and administrative support services. This information shall not be used by the certified retail electric service providers for any other purpose than the marketing of electric service to the customer.
3. Employees of Duke Energy Ohio's affiliates shall not have access to any information about Duke Energy Ohio's transmission or distribution systems (e.g., system operations,
capability, price, curtailments, and ancillary services) that is not contemporaneously available, readily accessible, and in the same form and manner available to nonaffiliated competitors providing retail electric service.
4. Duke Energy Ohio shall treat as confidential all information obtained from a competitive retail electric service provider, both affiliated and nonaffiliated, and shall not release such information unless a competitive retail electric service provider provides authorization to do so or unless the information was or thereafter becomes available to the public other than as a result of disclosure by the electric utility.
5. Duke Energy Ohio shall not tie (nor allow an affiliate to tie), as defined by state and federal antitrust laws, or otherwise condition the provision of Duke Energy Ohio's regulated services, discounts, rebates, fee waivers, or any other waivers of ordinary terms and conditions of service, including but not limited to tariff provisions, to the taking of any goods and/or services from Duke Energy Ohio's affiliates.
6. Duke Energy Ohio shall ensure effective competition in the provision of retail electric service by avoiding anticompetitive subsidies flowing from a noncompetitive retail electric service to a competitive retail electric service or to a product or service other than retail electric service, and vice versa.
7. Duke Energy Ohio, upon request from a customer, shall provide a complete list of all competitive retail electric service providers operating on the system, but shall not endorse any competitive retail electric service providers, indicate that an electric services company is an affiliate, or indicate that any competitive retail electric service provider will receive preference because of an affiliate relationship.
8. Duke Energy Ohio shall use reasonable efforts to ensure retail electric service consumers protection against unreasonable sales practices, market deficiencies, and market power and Duke Energy Ohio's compliance officer shall promptly report any such unreasonable sales practices, market deficiencies, and market power to the director of the utilities department (or a designee).
9. Employees of Duke Energy Ohio or persons representing Duke Energy Ohio shall not indicate a preference for an affiliated electric services company.
10. Duke Energy Ohio shall provide comparable access to products and services related to tariffed products and services and specifically comply with the following:
a) Duke Energy Ohio shall be prohibited from unduly discriminating in the offering of its products and/or services;
b) Duke Energy Ohio shall apply all tariff provisions in the same manner to the same or similarly situated entities, regardless of any affiliation or non-affiliation;
c) Duke Energy Ohio shall not, through a tariff provision, a contract, or otherwise, give its affiliates or customers of affiliates preferential treatment or advantages over nonaffiliated competitors of retail electric service or their customers in matters relating to any product and/or service;
d) Duke Energy Ohio shall strictly follow all tariff provisions;
e) Except to the extent allowed by state law, Duke Energy Ohio shall not provide discounts, rebates, or fee waivers for any state regulated monopoly service.
11. Shared representatives or shared employees of Duke Energy Ohio and its affiliated electric services company shall clearly disclose upon whose behalf their public
representations are being made when such representations concern the entity's provision of electric services.

## C. Limited Exception

Notwithstanding the foregoing, in a declared emergency situation, Duke Energy Ohio may take actions necessary to ensure public safety and system reliability. Duke Energy Ohio shall maintain a log of all such actions that do not comply with the Code of Conduct, which log shall be subject to review by the Public Utilities Commission of Ohio and its staff.

## D. Violations

Violations of this Code of Conduct may subject the violating employee, consultant, or independent contractor to disciplinary action up to and including discharge from employment.

## VII. A DESCRIPTION OF ANY JOINT ADVERTISING AND/OR JOINT MARKETING ACTIVITIES BETWEEN THE UTILITY AND AFFILIATES.

In order to ensure compliance with corporate separation rules and regulations, Duke Energy Ohio does not plan to advertise or market jointly with its non-regulated affiliates. If that position changes, Duke Energy Ohio will advise the Commission Staff. Duke Energy Retail Sales, LLC, (DER) is a certified competitive retail electric service provider in the State of Ohio. It is a subsidiary of Duke Energy Corporation and an affiliate of Duke Energy Ohio. Duke Energy Ohio will not engage in joint marketing with DER. However, for purposes of clarification, when DER solicits business or enters into contracts with customers, it is occasionally necessary for it to reference the identity of the local utility. In such circumstances, or circumstances similar in nature to those described, the reference by DER to Duke Energy Ohio shall not be deemed joint marketing or advertising.

Duke Energy Corporation has in place several policies to protect its company brand. To best position the company for future growth and create value for all stakeholders, its franchised electric and gas utilities will use a single company name - Duke Energy. Some employees and executives who interact with state regulatory commissions and other official agencies will identify their businesses as Duke Energy Carolinas, Duke Energy Indiana, Duke Energy Ohio and Duke Energy Kentucky. Signs at facilities, logos on vehicles, uniforms and hard hats, language on our Web sites and other communications will simply use "Duke Energy."

The geographic identifiers (e.g. Duke Energy Ohio) or other corporate identifiers, where appropriate, are to be used in the following applications:

- Regulatory filings in the franchised jurisdictions and in other public documents (press releases, fact sheets, etc.) referring to those filings, and on reports specific
to the utility that are presented to regulators and for limited internal uses. Examples are financial reports, customer data, etc.
- Business cards, stationery of large customer/regulator/legislator-facing employees in the respective organizations.

Other, non-regulatory-driven communications, publications, brochures, and reports should refer to Duke Energy only and use the Duke Energy logo. Such communications may describe regional operations: for example, an economic development brochure might refer to "doing business in the Carolinas" or a regulatory report might refer to the company's "Indiana operations." Geographic identifiers should be avoided in these uses. Geographic identifier logos should not be used on hard hats, vehicles, signage, or logo merchandise.

Marketing Communications researches trademarks and reviews and approves all new names and logos. Logos are based on the common, not legal, name of the business unit.

- All energy-related business units use the corporate name and logo as their primary identifiers, with the business unit name as a secondary identifier.
- Subsidiaries of energy-related business units use the corporate name and logo as their primary identifiers, with the subsidiary name as the secondary identifier.
- Energy-related business formed from joint ventures use the corporate name and logo only when the business's practices, policies and approaches mirror those of Duke Energy.
- Newly formed businesses use names and logos established on a case-by-case basis.


## VIII. PROVISIONS TO MAINTAIN THE COST ALLOCATION MANUAL.

Duke Energy Ohio maintains its CAM in accordance with O.A.C. Rule 4901:1-37-08. The CAM is organized according to the aforementioned provision and includes the following information:

1. An organization chart of the holding company, depicting all affiliates, as well as a description of activities in which the affiliates are involved.
2. A description of all assets, services, and products provided to and from the electric utility and its affiliates.
3. All documentation including written agreements, accounting bulletins, procedures, work order manuals, or related documents, which govern how costs are allocated between affiliates.
4. A copy of the job description of each shared employee.
5. A list of names and job summaries for shared consultants and shared independent contractors.
6. A copy of all transferred employees' (from the electric utility to an affiliate or vice versa) previous and new job descriptions.
7. A $\log$ detailing each instance in which the electric utility exercised discretion in the application of its tariff provisions.
8. A $\log$ of all complaints brought to the electric utility regarding this chapter.
9. A copy of the minutes of each board of directors meeting, where it shall be maintained for a minimum of three years.

Duke Energy Ohio has established a CAM team comprised of representation from Duke Energy's various departments, including Rates, Regulatory Accounting, Corporate Accounting,

Human Resources, Compliance, and Legal. After initial development of the CAM, this team meets periodically to review changes to Duke Energy Ohio's and its affiliates' business and business practices, and will make the necessary modifications to the CAM. Duke Energy Ohio will send to the director of the Commission's utilities department, in accordance with O.A.C. Rule $4901: 1-37-08(\mathrm{H})$, a summary of any significant changes in the CAM every twelve months, as applicable.

Duke Energy Ohio will keep CAM filed with its corporate entity records, located in the Legal Department, 139 East Main Street, Cincinnati, Ohio.

## IX. A DESCRIPTION AND TIMELINE OF ALL PLANNED TRAINING AND EDUCATION.

Duke Energy maintains a Ethics \& Compliance Department (Regulatory Compliance) as part of its Office of General Counsel. Regulatory Compliance is responsible for ensuring that employees and contractors receive required training in areas such as FERC Standards of Conduct and Affiliate Restrictions, Duke Energy's Code of Business Ethics, and various states' codes of conduct. This training is maintained on the Duke Energy portal, an internal website for all employees in the Duke Energy Corporate holding company structure. FERC Standards of Conduct and Affiliate Restrictions training is required for applicable new employees and contractors, and those employees and contractors receive the FERC training on an annual basis thereafter. Code of Business Ethics training occurs upon the hiring of a new employee and thereafter on a periodic basis, and when standards are revised. A separate version of the training for the Code of Business Ethics is provided to appropriate contractors, when engaged.

The Ohio Corporate Separation/Code of Conduct Training includes specific information and guidance for employees pursuant to the Plan. Mandatory training is deployed annually by Regulatory Compliance to impacted employees and contractors via computer-based training pursuant to a training protocol (e.g., individuals are provided 60 days to complete the training and a formalized follow-up process is followed to track completion). Annual training was deployed on January 1, 2011, and will continue to be a part of the overall Regulatory Compliance training curriculum.

Supplemental, scenario-based Code of Conduct training was deployed in May 2011 (computer-based) to the Retail Customer Products and Services department to address specific requirements in the Ohio Corporate Separation Plan that address promoting non-regulated
product and service offerings. This training is expected to be further enhanced, following initial deployment. In response to the department's request, this training will be deployed semiannually. Further, a document detailing requirements of the Ohio Corporate Separation Plan has been provided to the Retail Customer Products and Services department.

Regulatory Compliance also provides a mailbox (compliancereporting@)dukeenergy.com) as a resource to employees to encourage them to submit questions and/or concerns. These inquiries are used to identify compliance trends and/or areas that need follow-up.

# X. A COPY OF THE POLICY STATEMENT TO BE SIGNED BY ELECTRIC UTILITY AND AFFILIATE EMPLOYEES WHO HAVE ACCESS TO ANY NONPUBLIC ELECTRIC UTILITY INFORMATION. 

## Policy Statement

Each employee who has access to any nonpublic electric utility information will be required to electronically sign or acknowledge the Corporate Separation Policy Statement attached below. This will be administered during the computer-based training sessions to ensure that all affected employees electronically sign this agreement.

## DUKE ENERGY OHIO CORPORATE SEPARATION POLICY STATEMENT

I hereby acknowledge that I am aware of, have read and will adhere to all policies and procedures regarding limitation on the use of nonpublic electric utility information. I also hereby acknowledge that failure to observe these limitations will result in appropriate disciplinary action.

I have also been made aware of Duke Energy Ohio's Cost Allocation Manual (CAM), including the appropriate costs and expenses which must be reported to the person in charge of Duke Energy Ohio's CAM. I have been given the opportunity to ask questions regarding Duke Energy Ohio's Corporate Separation Plan, Affiliate Code of Conduct and CAM and understand the compliance program included therein, including the appropriate method in which complaints are to be handled and the appropriate persons to whom possible violations should be reported. I have attended one or more training sessions offered by Duke Energy Ohio with regard to the implementation and operation of Duke Energy Ohio's Corporate Separation Plan.

## XI. A DESCRIPTION OF TRAINING, INTERNAL COMPLIANCE MONITORING PROCEDURES, AND METHODS FOR CORRECTIVE ACTION FOR NONCOMPLIANCE.

The Corporate Separation/Code of Conduct Training plan has been designed to ensure that all appropriate employees and contractors throughout the Duke Energy Corporation holding company structure know and can implement the policies and procedures of Corporate Separation.

## A. Training Goal:

The goal of the Corporate Separation/Code of Conduct Training is to ensure that those employees and contractors who may currently or in the future be affected by the Commission's rules thoroughly understand the policies and are provided with the resources they need, in order to follow the Corporate Separation and Code of Conduct procedures.

The training will be provided not only to currently affected employees and contractors but, on an on-going basis, also to new employees and contractors or those employees or contractors who have become affected through changes in job responsibilities.

## B. Target Audience:

Generally, the Corporate Separation/Code of Conduct Training will be administered to all employees and contractors within the Duke Energy Corporation holding company structure who will be affected by compliance with the Commission's rules. Specifically, these employees and contractors include but are not limited to:

- Those employees and contractors having decision-making authority for approving transactions between Duke Energy Ohio and any of its affiliates;
- Those employees and contractors who have access to nonpublic Ohio electric utility information;
- Service company employees and contractors who are located in Ohio.
- Employees and contractors who are directly employed by affiliates that do business in Ohio.


## C. Curriculum:

The Corporate Separation/Code of Conduct Training curriculum generally will consist of the following:

- Present Overview of Corporate Separation/Code of Conduct;
- Explain Accounting Treatment of Affiliate Transactions, including Review of SEC-Approved Service Agreements;
- Identify Restrictions on Financial Arrangements;
- Discuss Duke Energy Ohio's Affiliate Code of Conduct;
- Explain Corporate Separation Complaint Procedures;
- Describe Cost Allocation Manual (CAM) and Associated Procedures;
- Explain Internal Compliance Monitoring, including Reporting of Possible Violations.


## D. Internal Compliance Monitoring:

To ensure that Duke Energy Ohio's Corporate Separation Plan and Affiliate Code of Conduct are properly implemented within the Duke Energy Corporation holding company structure, the following internal compliance monitoring process will be followed:

1. Duke Energy's Office of General Counsel, via Regulatory Compliance encompassed therein, will ensure that all affected employees and contractors receive the Corporate

Separation/Code of Conduct Training. Employees and contractors are allowed a 60-day period during which to complete each required training module, with period reminders during that period and overdue notices to management if the training is not completed.
2. After receiving the training described above, each employee will be required to attest to the Policy Statement contained in Section X of this document.
3. Duke Energy's Office of General Counsel will continue to provide a method for employees to ask questions regarding the Corporate Separation/Code of Conduct, as well as the method to report possible violations of the Corporate Separation and Code of Conduct Rules through posting of Compliance personnel contact information on the Duke Energy Portal, through the "ComplianceReporting" mailbox, and through the "EthicsLine" (anonymous reporting).
4. Possible violations reported to Duke Energy's Office of General Counsel will be investigated and documented. Upon completing the investigation, Duke Energy's Office of General Counsel will, if appropriate, recommend to senior management a course of action, including refresher training, to correct repeat violations.
5. Senior management, upon reviewing the investigative report, will determine whether disciplinary action is required.
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## XII. DESIGNATION OF THE ELECTRIC UTILITY'S COMPLIANCE OFFICER.

Duke Energy Corporation maintains an Ethics and Compliance department within its Office of General Counsel. For purposes of this requirement, Duke Energy Ohio has designated an individual to act as a contact for the Commission Staff when seeking data regarding affiliate transactions, personnel transfers, and sharing of employees. This individual is:

Elizabeth H. Watts<br>Duke Energy Ohio<br>155 East Broad Street, 21st Floor<br>Columbus, Ohio 43215<br>Telephone: (614) 222-1331<br>Fax: (614) 222-1337<br>E-mail: Elizabeth.Watts@duke-energy.com

# XIII. A DETAILED DESCRIPTION OUTLINING HOW THE ELECTRIC UTILITY AND ITS AFFILIATES WILL COMPLY WITH O.A.C. CHAPTER 4901:1-37. 

Pursuant to the Commission's approval of the Stipulation and Recommendation in Case No. 08-920-EL-SSO, Duke Energy Ohio's corporate separation plan is subject to annual audit, only through 2011. . Such an audit will enable the Commission to confirm Duke Energy Ohio's compliance with its internal Plan and the rules pursuant to which that Plan was developed.

## XIV. A DETAILED LISTING OF THE ELECTRIC UTILITY'S ELECTRIC SERVICES AND THE ELECTRIC UTILITY'S TRANSMISSION AND DISTRIBUTION AFFILIATES' ELECTRIC SERVICES.

Duke Energy Ohio is an Ohio corporation engaged in the business of supplying electric generation, transmission, and distribution service to approximately 690,000 customers in southwestern Ohio, and is a public utility as defined by R.C. 4905.02 and R.C. 4905.03.

## A. Generation:

In a Stipulation reached in Case No. 08-920-EL-SSO, establishing Duke Energy Ohio's Electric Security Plan (ESP) price through 2011, ${ }^{3}$ Duke Energy Ohio agreed to continue to own and dedicate its "legacy Cinergy" generation assets to its Ohio customers and not transfer those assets to an exempt wholesale generation (EWG). Duke Energy has functionally separated the operation and maintenance of its generating portfolio from its regulated distribution service. As such, Duke Energy Ohio, as a regulated electric distribution company, treats its generation as a non-regulated affiliate and abides by both the FERC Standards of Conduct and Ohio's code of conduct.

## B. Transmission:

Control of Duke Energy Ohio's transmission assets reside with a FERC-approved regional transmission organization (RTO. The RTO controls Duke Energy Ohio's transmission assets and does not have control of any generation assets. The RTO shall operate in the public interest by preventing any transmission owner or competitive retail electric market participant from gaining an unfair competitive advantage within its control area and by preventing the abuse of market power.

[^6]The RTO shall operate in the public interest by implementing efficient operating practices and procedures that prevent pancaking, by improving transmission reliability, by encouraging an open generation market, eliminating barriers to entry in the generation market and by eliminating market control over bottlenecked transmission. The RTO shall be large in scale to increase supply options for consumers and shall maintain a Board of Directors independent of transmission users. The RTO shall operate in a manner designed to satisfy the requirements of its customers and shall maintain real-time reliability of the transmission system that it operates.

## C. Distribution:

Duke Energy Ohio operates its distribution system under the governance and rate authority of the Commission. Duke Energy Ohio offers all customers safe and reliable distribution service on a non-discriminatory basis. Duke Energy Ohio's tariffs define rates for its distribution services and products. Duke Energy Ohio provides and operates new distribution facilities, or the extension of distribution facilities, pursuant to such tariffs.

## XV. A COMPLAINT PROCEDURE TO ADDRESS ISSUES CONCERNING COMPLIANCE WITH O.A.C. 4901:1-37-05.

Duke Energy Ohio has adopted the complaint procedure set forth below. This complaint procedure is to be used to address complaints related to compliance with Duke Energy Ohio's Corporate Separation Plan. A copy of this complaint procedure will be made available upon request to:

Deputy General Counsel - Regulatory Section, Legal Department
Duke Energy Ohio, Inc
139 East Fourth Street
P. O. Box 960

Cincinnati, OH 45202

## A. Complaint Procedure

The following complaint procedure is to be used to address complaints related to compliance with Duke Energy Ohio's Corporate Separation Plan.

1. All complaints, whether written or verbal, shall be referred to the compliance officer designated by Duke Energy Ohio or such officer's designee.
2. The compliance officer, or the designee, shall orally acknowledge the complaint within five working days of its receipt.
3. The compliance officer or the designee shall prepare a written statement of the complaint that shall contain the name of the complainant and a detailed factual report of the complaint, including all relevant dates, companies involved, employees involved, and the specific claim.
4. The compliance officer or designee shall communicate the results of the preliminary investigation to the complainant in writing within thirty days after the complaint was received, including a description of any course of action that was taken.
5. All written statements of complaints and required investigations shall keep a file in the CAM, in accordance with paragraph (B)(14)(e) of O.A.C. 4901:1-37-05, of all such complaint statements for a period of not less than three years.
6. This complaint procedure shall not in any way limit the rights of a party to file a complaint with the commission.
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## DUKE ENERGY OHIO, INC.

## Third - SIXTH Amended Corporate

## Separation Plan

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## THHRDSIXTHAMENDED CORPORATE SEPARATION PLAN

## I. OVERVIEW.

This Hire Sixth Amended Corporate Separation Plan (Amended Plan) describes the processes and controls that Duke Energy Ohio, Inc.g (Duke Energy Ohio or the Company) has implemented, consistent with Ohio Administrative Code (O.A.C.) Chapter 4901:1-37 and Ohio Revised Code (R.C.) Section 4928.17. Duke Energy Ohio's initial Corporate Separation Plan was approved in Case No. 99-1658-EL-ETP. Duke Energy Ohio filed its Amended Corporate Separation Plan as part of its application to establish an Electric Security Plan (ESP) in Case No. 08-920-EL-UNC et al. The Public Utilities Commission of Ohio (Commission) approved Duke Energy Ohio's ESP and Amended Corporate Separation Plan by order dated December 17, 2008. Duke Energy Ohio's Second Amended Corporate Separation Plan was filed in Case No. 09-495-EL-UNC and was approved by the Commission on April 5, 2011. Duke Energy Ohio옹 Third Amended Separation Plan was filed in Case No. 11-3549-EL-SSO, et al, and was approved by the Commission on November 22, 2011. Duke Energy Ohio`s Fourth Amended Separation Plan was filed in Case No. 14-689-EL-UNC, et al, and was approved by the Commission on June 11. 2014. The Commission's decision was thereafter appealed and, on November 1. 2016, the Ohio Supreme Court reversed and remanded the decision.' On March 2. 2015, Duke Energy Ohio filed a Fifth Amended Separation Plan in Case No. 15-441-EL-UNC. A decision has yet 10 be issued in respect of the Fifth Amended Separation Plan.

This Amended Plan is designed to comply with the regulations set forth in O.A.C. Chapter 4901:1-37. This Amended Plan governs the corporate separation of noncompetitive retail electric service from competitive retail electric service as well as the products and services offered by

[^7]certain affiliates of Duke Energy Ohio and is intended to be complementary to Duke Energy Ohio's Cost Allocation Manual (CAM). Duke Energy Ohio's CAM generally describes how costs are allocated between and among Duke Energy Ohio and its affiliates.

## II. PROVISIONS THAT MAINTAIN STRUCTURAL SAFEGUARDS.

O.A.C. 4901:1-37-4(A) sets forth required structural safeguards. Specifically, the provision provides:
(1) Each electric utility and its affiliates that provide services to customers within the electric utility's service territory shall function independently of each other.
(2) Each electric utility and its affiliates that provide services to customers within the electric utility's service territory shall not share facilities and services if such sharing in any way violates paragraph (D) of this rule.
(3) Cross-subsidies between an electric utility and its affiliates are prohibited. An electric utility's operating employees and those of its affiliates shall function independently of each other.
(4) An electric utility may not share employees and/or facilities with any affiliate, if the sharing, in any way, violates paragraph (D) of this rule.
(5) An electric utility shall ensure that all shared employees appropriately record and charge their time based on fully allocated costs.
(6) Transactions made in accordance with rules, regulations, or service agreements approved by the federal energy regulatory commission, securities and exchange commission, and the commission, which rules the electric utility shall maintain in its cost allocation manual (CAM) and file with the commission, shall provide a rebuttable presumption of compliance with the costing principles contained in this chapter.

Except as permitted by the Commission's rules and Title 49, Ohio Revised Code (R.C.), Duke Energy Ohio and its affiliates that provide services to customers within Duke Energy Ohio's service territory function independently of each other.

In December 2005, as a condition of the merger between Duke Energy Corporation (Duke Energy) and Cinergy Corp., the companies agreed to enter into several service agreements that
address, among other things, cost allocation, provision of services, and pricing of transactions between and among Duke Energy holding company affiliates, including Duke Energy Ohio. A summary of the various agreements and the services and pricing for transactions permitted therein is included in Section IV of this document, some of which agreements were amended following the merger with Progress Energy, Inc., and, thereafter, the acquisition of Piedmont Natural Gas. Copies of the agreements are included in and are more fully described in Duke Energy Ohio's CAM. Duke Energy monitors compliance with these agreements as part of its utility operations in Ohio, Indiana, Kentucky, North Carolina, and-South Carolina, Florida, and Tennessee.

In addition to the general separation of books and records between Duke Energy Ohio and its affiliates, Duke Energy Ohio has implemented various safeguards to ensure compliance with the affiliate transaction rules and regulations. Employee access to regulated and non-regulated areas is electronically monitored to ensure there is complete separation. All employees receive annual training regarding types of information that cannot be communicated between regulated and non-regulated businesses.

To achieve operating efficiencies, Duke Energy Business Services LLC (DEBS), an affiliated service company, provides support functions atros Dutt lintix. These services include accounting, treasury, human resources, communications, and legal functions. In general, DEBS employees are permitted to have greater access to information across the regulated and non-regulated businesses, but are prohibited from sharing such information with an employee who is not permitted to access the information directly. Costs related to DEBS employees are allocated pursuant to the Service Company/Utility Service Agreement and the Service Company/Nonutility Service Agreement described in Section IV of this document.
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## III. PROVISIONS THAT MAINTAIN SEPARATE ACCOUNTING.

Duke Energy Ohio maintains separate books and records from its affiliates in accordance with the Federal Energy Regulatory Commissions (FERC) Uniform System of Accounts (USoA). The FERC USoA designates specific accounts where regulated and non-regulated transactions are to be recorded. Duke Energy Ohio and its affiliates have cost accounting procedures and systems in place and in operation that assure that each business unit and affiliate properly records the costs associated with that unit's or company's own activities and operations. These accounting procedures and systems are more fully set forth in the Company's CAM.
(REMAINDER OF PAGE INTENTIONALLY LEFT BLANK)

## IV. A LIST IDENTIFYING FINANCIAL ARRANGEMENTS AND TRANSACTIONS.

Financial arrangements between Duke Energy Ohio and its affiliates, except as the Commission may approve, are subject to the following restrictions: (i) any indebtedness incurred by an affiliate shall be without recourse to the electric utility; (ii) Duke Energy Ohio shall not enter into any agreement with terms under which the electric utility is obligated to commit funds to maintain the financial viability of an affiliate; (iii) Duke Energy Ohio shall not make any investment in an affiliate under any circumstances in which the electric utility would be liable for the debts and/or liabilities of the affiliate incurred as a result of actions or omissions of an affiliate; (iv) Duke Energy Ohio shall not issue any security for the purpose of financing the acquisition, ownership, or operation of an affiliate; (v) Duke Energy Ohio shall not assume any obligation or liability as a guarantor, endorser, surety, or otherwise with respect to any security of an affiliate; and (vi) Duke Energy Ohio shall not pledge, mortgage, or use as collateral any assets of the electric utility for the benefit of an affiliate.

Duke Energy Ohio and its utility and non-utility affiliates operate pursuant to the terms and conditions of various service agreements. The terms and conditions of these agreements set forth the cost allocations for the transactions that are permitted to occur pursuant to the various Agreements. Duke Energy Ohio maintains copies of the current agreements in its CAM. Many of these agreements were approved by the Public Litities-Commission of ohio-in Case No. 05-732-EL-MER, et al.. as part of the merger between Duke Energy and Cinergy Corp. ${ }^{1}$ In general, there are three primary cost allocations that affect Duke Energy Ohio and its affiliates: (1)

[^8]cost allocations from DEBS, the subsidiary service company of Duke Energy; (2) cost allocations between Duke Energy Ohio and its wholly owned subsidiary Duke Energy Kentucky, Inc., for common costs; and (3) administrative and general (A\&G) cost allocations between its gas and electric operations for both capital and expense accounts. The agreements of which Duke Energy Ohio is a party include the following:

- Service Company/Utility Service Agreement - This agreement governs transactions between DEBS (the service company) and utility affiliates, including Duke Energy Ohio. This agreement was entered into as part of merger between Duke Energy and Cinergy Corp. In its Opinion and Order dated December 21, 2005, the Commission approved this agreement in Case No. 05-732-EL-MER, et $a l^{2}$ DEBS provides its services at cost, except that, solely for the purpose of Internal Revenue Code Section 482, Duke Energy Ohio shall pay DEBS the market value of services. However, notwithstanding the Section 482 exception, for rate making purposes, services are rendered to Duke Energy Ohio at cost.
- Operating Companies Service Agreement (Operating Company Agreement) - This agreement governs transactions between Duke Energy Ohio and its utility affiliates. As compensation for any services rendered pursuant to the Operating Company Agreement, the company receiving services (Client Company) shall pay the service provider the fully embedded cost thereof (i.e., the sum of (i) direct costs, (ii) indirect costs and (iii) costs of capital), except to the extent otherwise required by Section 482 of the Internal Revenue Code. Services provided to or by Duke Energy Carolinas or Duke Energy Progress shall be priced in accordance with

[^9]Duke linergy Camolinas Nemth Carelinathe applicable state Code of Conduct= tpproved by the Noth Carnlina Cilities Commission. Duke Energy Carolinas and Duke Energy Progress may also provide and receive services under this agreement (and their Code of Conduct) at their fully embedded costs.

- Operating Company/Non-utility Companies Service Agreement (Affiliate Services Agreement) - This agreement governs transactions between Duke Energy Ohio and certain of its non-utility affiliates. As compensation for any services rendered pursuant to the Affiliate Services Agreement, the client company shall pay the service provider the fully embedded costs thereof, except as required by 482 of the Internal Revenue Code.
- Jom Transmission System Plamine and Operating Agreement This ayreement addresser the atheration or transmission eosts and reventes. for the Duke linerys.
 trathsmissien sisitem.
- Utility Money Pool Agreement - This agreement allows Duke Energy, DEBS, and Duke Energy's utility operating companies (including Duke Energy Ohio) to participate in a money pool arrangement, in order to better manage cash and working capital requirements. Under this arrangement, those companies with surplus short-term funds may contribute those funds into a money pool whichthat is provided for short-term loans to affiliates (other than Duke Energy) participating under this arrangement. This surplus cash may be from internal or external sources. Each party receiving a loan pursuant to the agreement must repay the principal amount plus interest either on demand or within 365 days of receiving the loan.

Interest incomes from the loans are allocated among the parties in proportion to their respective contribution to the funds.

- Tax Sharing Agreement - This agreement, between Duke Energy and its subsidiaries, provides for a consolidated federal income tax return and the allocation of consolidated federal income tax liabilities and benefits among the parties to the agreement.
- Gas and Propane Services Agreement - This agreement allows for Duke Energy Ohio to provide certain necessary services for the operation of Duke Energy Kentucky's Woodsdale Generating Station, which was formerly owned by Duke Energy Ohio.
- Agreement for Gypsum and FGD Waste Material Disposal Services - This agreement allows Duke Energy Kentucky to perform scrubber and FGD waste disposal services for Duke Energy Ohio.
- Inter-Company Asset Transfer Agreement - This Agreement permits asset transfer agreements for inventory items between Duke Energy Ohio and its affiliated regulated utility operating companies-(i)uke Energy-Kentukt. Datke Fneryt
 are priced at the transferring party's fully emthededecte"Cost" or through in-kind replacements, providing the transfers do not jeopardize the transferring party's ability to provide service. Under Section 1.2 of this agreement, "Cost" means (i) for inventory items accounted for in the FERC Uniform System of Accounts. account 154, the average unit price of such inventory item as recorded on the books for the transferor, plus stores, freight, handling, and other applicable costs and (ii)
for assets other than inventory items, net book value. The pricing under this agreement is consistent with Ohio's affiliate transaction pricing rules. The

 astmotretrieal prieing rules.-Duke Energy Ohio "Generation/Non-regulated" and regulated utilities use FERC's asymmetrical pricing for transfers among themselves. Detailed records will be kept to demonstrate that assets are transferred at fully allocated cost.
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A LIST OF ALL CURRENT AFFILIATES IDENTIFYING EACH AFFILIATE'S PRODUCT(S) AND OR
SERVICE(S).
Duke Energy has many subsidiaries within its family of companies. Duke Energy's Corporate Secretary maintains a list of all
affiliates in the Duke Energy corporate holding company structure, which list will be made available to the Commission upon request.
The following list includes the list of affiliates within Duke Energy as of time May $1,201+2017$.
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| ADAgitite | Petivinite | 9092008 |  |
| $\begin{aligned} & \text { ADAGil Masion } \\ & \text { HG } \end{aligned}$ | Dehatere | 12474409 |  <br>  |
| Advance SC LLC | United Untes | 7/9/2004 | Distribute a portion of bulk power marketing revenues of Duke Power Company for certain South Carolina public assistance programs, education programs, economic development funding and manufacturing competitiveness funding. <br> FERC Form 1: Grant making. |
|  |  |  |  |
|  |  |  |  |
| APOG, LLC | 1) United States | 6/22/2007 | To provide technical, engineering and procurement support services to and for the benefit of Member-owned or operated nuclear facilities. |
| Atlantic Coast Pipeline, LLC | (Snited Stati) | 8/27/2014 | Holding company for natural gas pipeline joint venture. |
| $\begin{aligned} & \text { Attiki Denmatit } \\ & \text { ApS } \end{aligned}$ | Fetruntik | 1042900 |  is a parfatship with Shety-gasbV. |
| Altihi- (its Suftry <br> (-4+2+fity <br> $\therefore+$ Baker <br> House <br> Apartments <br> LLC | treere United States | $4+1 / 226 / 214+\underline{1998}$ |  <br>  Development. |
|  |  |  |  |
|  P LiminetBethel Price Solar, LLC | Hentul udivere United States | * 10/2014 11/2013 | Went wind finership and operation of solar photovolaic facility. |
| Bison | Benmula United States | $\underline{+6 / 4+15 / 49 n 201}$ | Bison Insurance Company Limited is a captive insurance |

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| Insurance <br> Company <br> Limited |  | $\underline{\underline{2}}$ | company that insures the risks of Duke Energy Corporation and many of its subsidiaries and affiliates. Duke insures part or all of its risks with Bison, and Bison in turn retains a portion of its reinsurance premiums, claim costs and expenses and invests its cash just as any other insurance company would do.tperfitith <br>  |
| :---: | :---: | :---: | :---: |
| 13) <br> +Black <br> Mountain <br> Solar, <br> 4.1. LLLC | Wetarine United States | 75/43:140x $4 / 2011$ | 4newturn-ifew Developing, constructing and thereafter operating and maintaining a 9.87 megavatt "MW" DC solar photovoltaic electric generation facility Hewed in Hownedave County, temenew AZ. near the city of Kingman. |
| Caldwell <br> Power <br> Company | Wmindulted | 7/28/1921 | The purpose of this entity is to generate, transmit and distribute electric power and preserve property rights. |
| Capitan Corporation | United States | 12/28/1931 | Real Estate Operations. |
| Caprock Solar 1 LLC | 1 nited States | 10/31/2014 | Development of a 25 MW solar power project near Tucumcari in Quay County, New Mexico. |
| $\begin{aligned} & \text { Caprock Solar } \\ & 2 \text { LLC } \end{aligned}$ | T nited States | 10/31/2014 | Development of a 30 MW solar power project near Tucumcari in Quay County, New Mexico. |
| Caprock Solar Holdings 1, LLC | Initud Siater | 04/30/2015 | Holding Company |
| Caprock Solar Holdings 2, LLC | I'nited States | 04/30/2015 | Holding Company |
| Carofund, Inc. | Inied Stats | 8/15/1995 | Investments in Real Estate Rental |
| CaroHome, LLC | L nited States | 4/21/1998 | Investments in Real Estate Rental |
| Carolinas <br> Virginia <br> Nuclear Power <br> Associates, | TithUnited | 10/4/1956 | The Duke Power nuclear program began in 1956 with the formation of the Carolinas Virginia Nuclear Power Associates, Inc. (CVNPA), consisting of Duke Power, Carolina Power \& Light, Virginia Electric Power Company, and South Carolina |

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| Inc. |  |  | Electric \& Gas. CVNPA sponsored the construction and operation of the demonstration Carolinas-Virginia Tube Reactor (CVTR) at the Parr site, north of Columbia, SC. The CVTR began its demonstration mission in 1964 with a generating capacity of 17 Mwe, and completed its mission in January, 1967. Decommissioning of the plant was delayed until 2001; it currently is still on-going--(Non-profit), |
| :---: | :---: | :---: | :---: |
| (intritu4tes) <br> the Carousel <br> Capital <br> Partners LP | (inminu United States | $+3 / 3+2 \underline{\underline{7} / 1996}$ | Fomedne Carousel Capital was formed in March 1996 as a venture capital fund that focused on investments in established. strategically positioned mid-sized companies located primarily in the Southeast. |
| Catamount Energy Corporation | Vermem United States | 6/23/1992 | Owns non-regulated power generation companies in the USA and United Kingdom, |
| (2athemmyntequ finitied | Itieghand ind Hiates | $8: 15 \cdot 20102$ |  |
| Catamount Energy SC 1 | teoltwe United Kingdom | 10/8/2002 | Limited partnership that owns a Scottish limited company for wind power development, |
| Catamount Energy SC 2 | Southelu United Kingdom | 10/8/2002 | Limited partnership that owns a Scottish limited company for wind power development. |
| Catamount Energy SC 3 | Seethete United Kingdom | 10/8/2002 | Limited partnership that owns a Scottish limited company for wind power development. |
| Catamount Rumford Corporation | Vernemunited States | 4/11/1989 | Limited Partner in a cogeneration plant in Maine ${ }_{\underline{\prime}}$ |
| Catamount Sweetwater 1 LLC | Hemm United States | 12/12/2003 | Member of a Limited Liability Company that owns wind power assets in Texas, |
| Catamount Sweetwater 2 LLC | Firment United States | 5/5/2004 | Member of a Limited Liability Company that owns wind power assets in Texas. |
| Catamount | Vemmmonnted States | 6/3/2004 | Member of a Limited Liability Company that owns wind power |

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| Sweetwater 3 <br> LLC |  |  | assets in Texas, |
| :---: | :---: | :---: | :---: |
| Catamount Sweetwater 4-5 LLC | \% | 3/8/2005 | Member of a Limited Liability Company that owns wind power assets in Texas. |
| Catamount Sweetwater 6 LLC | Umm United States | 9/7/2005 | Member of a Limited Liability Company that is developing a wind facility in Texas. |
| Catamount Sweetwater Corporation | Hermen United States | 6/17/2003 | Member of three Limited Liability Companies |
| Catamount Sweetwater Holdings LLC | Hemmen United States | 6/20/2005 | Holding company that owns LLCs with interests in wind power assets in Texas, |
| Catawba HAhluficturime $: \mathrm{mfg}$. \& Electric Power tenfatyo. | Numb United | 10/15/1901 | The purpose of this entity is to generate, transmit and distribute electric power and preserves property rights. |
| CEC UK1 <br> Holding Corp. | Hentw United States | 9/11/2002 | General Partner in Scottish limited partnerships, |
| CEC UK2 Holding Corp. | *emm United States | 9/11/2002 | Limited Partner in Scottish limited partnerships, |
| Centint S.R. Cedar Tree Properties Limited Partnership | Heewe United States |  |  <br>  Wi. : |
| Century Group Real Estate Holdings, LLC | United States | $\underline{2 / 6 / 2013}$ | Holding company formed to purchase land in South Carolina. |
| CGP Global | Greece | 8/10/2001 | Greek company which holds 51\% (ownership of Attiki Denmark |

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| Greece <br> Holdings, SA |  |  | ApS ) interest in the Attiki Gas Project, and debt for the project. |
| :---: | :---: | :---: | :---: |
| (ine:tip <br> H.Cimarron <br> Windpower II, <br> LLC | 1etin+*re United States | 123/1497 $7 / 2011$ | Andw-etyetrity athitheate Project company that has been developing, constructing, owning and operating an approximately 131.1 megawatt wind-powered electric generation facility located in Gray County, KS. |
| $\begin{aligned} & \text { CinCap V, } \\ & \text { LLC } \end{aligned}$ | Feturite United States | 7/21/1998 | Markets electricity at wholesale. |
| Cinergy <br> Climate <br> Change <br> Investments, LLC | Wetantite United States | 6/9/2003 | Formed to facilitate investments by Cinergy or its subsidiaries, and other energy companies in forestation projects in the Lower Mississippi River Valley, and possibly other sites, as a means for removing carbon dioxide ( $\leftrightarrow \mathrm{CO}_{2}$ ) from the atmosphere. |
| Cinergy Corp. | मetwhere United States | 6/30/1993 | The parent holding company of Duke Energy Indiana ( $\mathrm{f} / \mathrm{k} / \mathrm{a}$ Duke Energy Indiana, Inc.), Duke Energy Ohio, Inc., and Duke Energy Renewable Holding Company, LLC (f/k/a Cinergy Investments, Inc.) |
|  | Detatife | 129442904 |  |
| Cinergy <br> Global <br> (Cayman) <br> Holdings, Inc. | Cayman Islands | 9/4/1997 | Cayman holding entity. Formed to be utilized in connection with future EWG or FUCO acquisitions by Cinergy Corp. |
| (Findery. (ilobad HeHnc ${ }^{-1}$ | Giect | 6432007 |  ingreec: |
| Cinergy Global Holdings, Inc. | Heturntu United States | 12/18/1998 | Delaware holding company which holds $100 \%$ of Cinergy Holdings B.V. and 1 share in CGP Global Holdings, SA. |
| Cinergy <br> Global Power <br> Africa <br> (Proprietary) <br> Limited | South Africa | 8/3/1999 | South African entity is currently in process for dissolution. |
| Cinergy | Hethentunited States | 9/4/1997 | To engage in any lawful act or activity for which a corporation |

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| Global Power, <br> Inc. |  | may be organized under the General Corporation Law of the <br> State of Delaware as set forth in Title 8 of the Delaware Code <br> (the "GCL"). |  |
| :--- | :--- | :--- | :--- |
| Cinergy <br> Global <br> Resources, <br> Inc. |  | $5 / 15 / 1998$ | The U.S. holding company created for Cinergy's international, <br> non-regulated investments, as well as its domestic initiatives in <br> renewable generation. Through its subsidiaries, Cinergy Global <br> Resources, Inc. holds interests in power generation, transmission <br> and distribution projects worldwide and is also active in <br> European gas and electricity markets. Assets in <br> operation/development are located in various countries, <br> including the Czech Republic, Denmark, Greece, Kenya, Spain, <br> South Africa, England and Wales, Cayman Islands, the <br> Netherlands, Poland, the U.S. and the Republic of Zambia. |
| Cinergy <br> Global Tsavo <br> Power | Cayman Islands | $9 / 4 / 1997$ | Holds 48\% interest in IPS-Cinergy Power Limited, a Kenyan <br> entity, through its joint venture with Industrial Promotion <br> Services (Kenya) Limited which holds the other 51.8\% in <br> IPS-Cinergy Power Limited. |
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| :---: | :---: | :---: | :---: |
| Cinergy Solutions Utility, Inc. | Hetwher United States | 9/27/2004 | To provide engineering, construction, operation and maintenance services with respect to electric and natural gas systems and infrastructure. |
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| (inporverffice | Detanay | 64244848 |  <br>  |
| Claiborne Energy Services, Inc. | Fotiminme United States | 3/1/1990 | Is the general partner of Clean Energy Partners Limited Partnership, a limited partnership which was formed to develop, own and operate a coal gasification electric power facility. Own and operate a uranium enrichment facility. |
| Clear Skies <br> Solar <br> Holdings, LLC | United States | 11/15/2012 | Holding company for Clear Skies Solar, LLC. |
| Clear Skies | United States | 11/15/2012 | Parent company that will hold 9 solar project companies. |
| Colonial Eagle <br> Solar, LLC | United States | $\underline{05 / 20 / 2014}$ | Development, construction, ownership and operation of solar photovoltaic facility. This entity will be a Delaware LLC qualified to do business in North Carolina, and is a subsidiary of Duke Energy Renewables NC Solar, LLC. This project will be a part of the American University/George Washington University transaction in Pasquotank County North Carolina. |
| Conetoe II <br> Solar, LLC | United States | 4/28/2014 | Conetoe II Solar, LLC is the owner of a 112.08 megawatt (dc) (80 megawatt (ac)) solar photovoltaic electric generating facility pending construction in Edgecombe, County, on the site located |

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|  |  |  | at 189 Leigh Road, Conetoe, North Carolina. |
| :---: | :---: | :---: | :---: |
| Constitution Pipeline Company, LLC | United States | 2/15/2012 | An interstate natural gas pipeline project which is under development. |
|  |  |  |  <br>  <br>  construct, operate and maintain a solar photovoltaic power project located in North Carolina. |
| CS Murphy Point. LLC | United States | $\underline{1 / 12 / 2010}$ | Project company which owns and is developing and constructing a 998 kilowatt (DC) solar PV electric generation facility located on a site in Notla Township, Cherokee County. NC at Wingate Road, Murphy, NC 28906. |
| CSCC <br> Holdings <br> Limited <br> Partnership | tand (Brinivinumunt Indies | 5/17/2002 | Canadian entity previously held $50 \%$ ownership interests in Compania de Servicios de Compresion de Campeche S.A. de C.V. Since the transfer of the Campeche platform to Pemex in August 2007, this company is now dormant and on hold for liquidation. |
| CSGP(inturn 4.te | Ferit | +5:541 |  |
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|  |  |  |  |
| CTE <br> Petrochemical s Company | Cayman Islands | 1/27/1981 | Cayman partnership 50\% owned by Texas Eastern Arabian Ltd. (Duke entity) and $50 \%$ owned by sub of Duke's partner, Celanese Corporation. CTE is the holding company for $50 \%$ interest in National Methanol Company, a methanol project in Saudi Arabia and JV with SABIC. |
|  |  |  |  |
| D/FD | 1) thxite United States | 12/15/2005 | Holding company for previous D/FD companies, |

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| Holdings, LLC |  |  |  |
| :---: | :---: | :---: | :---: |
| D/FD <br> International Services Brasil Ltda. | Brazil |  | Formed to be the contracting entity for the DI Project (and possibly other projects) in Brazil. |
| D/FD Operating Services LLC | Henwe United States | 3/7/1996 | Operation of electric generating plant, |
|  | Brinu United | $\begin{aligned} & +\underline{10} / 4 \underline{16 / 244} \underline{20} \\ & \underline{\underline{02}} \end{aligned}$ |  companies DATC acquired from Atlantic Power Transmission. Inc. Through these companies. DATC owns $72 \%$ of the transmission system rights in the Path 15 transmission project, which is an 84 -mile, 500 -kilovolt transmission line in central California. |
| DATC <br> Midwest <br> Holdings, LLC | United States | 4/11/2012 | Holding company for DATC operating companies which will own and operate commercial transmission projects in the Midwest. |
| DATC Path 15 Transmission, LLC | United States | 8/9/2006 | This company was part of a group of companies DATC acquired from Atlantic Power Transmission, Inc. Through these companies, DATC owns $72 \%$ of the transmission system rights in the Path 15 transmission project, which is an 84 -mile. 500-kilovolt transmission line in central California. |
| $\begin{aligned} & \text { DATC Path } \\ & 15, \mathrm{LLC} \end{aligned}$ | United States | 10/16/2002 | This company was part of a group of companies DATC acquired from Atlantic Power Transmission. Inc. Through these companies. DATC owns $72 \%$ of the transmission system rights in the Path 15 transmission project, which is an $84-$ mile. 500-kilovolt transmission line in central California. |
| DE Nuclear Engineering, Inc. | Awth United Cathind States | 3/17/1969 | Nuclear Engineering Services, |
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| $\begin{aligned} & \text { DEGS O\&M, } \\ & \text { LLC } \end{aligned}$ | Hethrifte United States | 8/30/2004 | To operate and maintain several facilities owned by subsidiaries of KGen, LLC. |
| 以た Rentill. 1. | Deturnite | 9414998 |  <br>  efergy-relatul produts and servies: |
| 1) F (Sy 0 ? <br>  | Ohin | 72941907 |  |
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|  HE | 12 | 12:1620473 | f( ) - <br>  <br>  |
| DEGS of Narrows, LLC | WenweUnited States | 3/17/2003 | Formed for the purpose of operating, maintaining and managing the existing utility system at the Celanese acetate manufacturing facility located in Narrows, Virginia. |
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|  <br> - +ivert <br> +itc | Dekintur | +292004 |  hifdrens: <br> Hospitatand Heath Center in Sm Piego Catifnima |
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| DEGS Wind Supply II, LLC | Hedatere United States | 8/26/2008 | To procure wind turbine generators from General Electric for projects under development by DEGS Wind I, LLC $\sum_{2}$ and its affiliates. |
| DEGS Wind Supply, LLC | Dekwne United States | 12/11/2007 | The purpose of the Company is to engage in any activity for which limited liability companies may be organized in the State of Delaware. |
|  | Dutarat | 325.2004 |  in Peltia <br>  <br>  <br>  |
|  | Detaname | 71532191 |  Ithers meth <br> stamping farilify loeated in Afichigan. |
|  | Delthat | +1303020] | Pay |
| DETMI <br> Management, Inc. | (o)erete United States | 6/21/1994 | Holding company. |
|  | Atwh (ixulive | +64201. |  1) 禁 <br>  |
| Dixilyn-Field (Nigeria) Limited | Nigeria | 11/14/1977 | Inactive, but still on the books ${ }_{\underline{\text { I }}}$ |

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| Dixilyn-Field <br> Drilling <br> Company | Hetweunited States | 1/31/1977 | Inactive, but still on the books. |
| :---: | :---: | :---: | :---: |
| Dogwood Solar, LLC | United States | 9/12/2012 | Solar project located near Scotland Neck, Halifax County, NC. Project company will hold solar assets for tax credit purposes. |
| Hixiturfictet Homantinnat <br>  $-\operatorname{DDS}$ <br> Cornerstone $\underline{\underline{L L C}}$ | Uninuted States | $64 / 4+5 / 427+2012$ | mon developing, constructing, owning, financing, refinancing, selling or otherwise disposing of, operating maintaining improving and managing either or both of the Cimarron Windpower II or the Ironwood Windpower Project companies. |
| DTMSI <br> Management Ltd. | Bsinin) innmint Canada | 9/17/2009 | Holding Company, |
| Dithe Braxdhant: $4+$ | मenavint | 9222i2019 |  <br>  <br>  |
| (1) <br> Patheres: <br> मe | 1) | 34420100 |  Whellesate and tommereft chureymatket. |
| $\begin{aligned} & \text { Duke Energy } \\ & \text { ACP, LLC } \end{aligned}$ | United States | 08/27/2014 | Will hold an investment in a joint venture LLC that will develop, construct, own and operate natural gas pipeline. |
| Duke Energy Americas, LLC | United States | 7/2/2004 | Holding Company. |
| Duke Energy Arabian Limited | Gibraltar | 1/26/2015 | Holding Company. |
| Duke Energy Beckjord Storage LLC | United States | 9/4/2013 | Own and operate battery storage project. |

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| Duke Energy Amieneckjor d, LLC | Hethutro United States | $75 / 231 / 24+42012$ | Hume Huns and operates a generation facility. |
| :---: | :---: | :---: | :---: |
| Duke Energy Brazil Holdings I, C.V. | Brazil | 1/19/2015 | Brazilian limited partnership acting as a holding company in Duke Energy International's legal structure. |
| Duke Energy Brazil Holdings II, C.V. | Brazil | 1/19/2015 | Brazilian limited partnership acting as a holding company in Duke Energy International's legal structure. |
| Duke Energy Business Services LLC | WentureUnited States | 11/18/1998 | Management Services, |
| Duke Energy Carolinas Plant Operations, LLC | Wetivite United States | 5/29/2001 | Performs the operations and maintenance and provides other plant services for power generation and energy facilities. |
| Duke Energy Carolinas, LLC | tuthunited | 11/27/1963 | The production, transmission, distribution, and sale of electricity in North and South Carolina |
| Duke Energy China Corp. | Wentrutunited States | 8/13/1976 | Corporate staff operations; General Partner (1\%) in PanEnergy Services Limited Partnership. |
| Duke Energy Clean Energy Resources, LLC | Inited States | 9/09/2016 | Engage in rooftop solar leasing in South Carolina. |
| Duke Energy Commercial | Indintunited States | 10/08/1992 | Duke Energy Commercial Enterprises, Inc. (f/k/a Cinergy Capital \& Trading, Inc.) is engaged in |

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| Enterprises, Inc. |  |  | the business of marketing energy commodities at wholesale. |
| :---: | :---: | :---: | :---: |
| Duke Energy Corporate Services, Inc. | Wentwre United States | 6/26/2008 | Serves as the holding company to Duke Energy Business Services LLC, |
| Duke Energy Corporation | Wenwer United States | 5/3/2005 | Holding Company. |
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|  | (thio | 3.2849497 | Henter |
| Duke Energy Florida Project Finance, LLC | United States | 1/05/2016 | Holding Company. |
| Duke Energy <br> (finsit-H)dfr <br> (4) Hixatit <br> hat Florida <br> Receivables <br> LLC | Hetawe United States | $8 \times 1 / 214+27 / 2014$ |  theyes <br> (wilitio Receivables Financing Company. |
| Duke Energy Florida Solar Solutions, LLC | United States | 2/25/2015 | Company will build, own and operate solar facilities in Florida and contract to sell the generation output to consumers. |
| Duke Energy Hunt-HutheFlori da, HeInc. | Petinwe United States | $7 \underline{\underline{07} / 618 / 204+1899}$ | (4) pratide <br>  <br> The production, generation fifilitiex, transmission, distribution. and sale of electricity in Florida. |


| Duke Energy <br> Generating S.A. | Argentina | 3/11/1992 | Argentine holding company for Duke's $90.87 \%$ interest in Duke Energy Cerros S.A., an <br> Argentine company which serves as the operator for both facilities in Argentina: Alto Valle and Palanicia Banderita. |
| :---: | :---: | :---: | :---: |
|  | Delakare | 24144987 |  and <br>  |
| Duke Energy Generation Services, Inc. | Hentrex United States | 6/2/2000 | Develops, acquires, owns and operates certain energy-related businesses, formerly conducted by Cinergy Solutions Holding Company, Inc. |
| Duke Energy Global Investments, LLC | United States | 11/24/1972 | Holding company with investment in international ventures. |
| Duke Energy Group <br> Holdings, LLC | Wetamite United States | 4/29/2005 | Delaware limited liability company which holds the $100 \%$ ownership interest in Duke Energy Group, LLC. |
| Duke Energy Group, LLC | Deturate United States | 12/22/1987 | Delaware limited liability company with interests in Duke's international companies involved with electric power projects and marketing of electric power. |
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|  |  |  |  |
| Duke Energy Indiana, Inc. | Wedintw United States | 9/6/1941 | The production, transmission, distribution, and sale of electricity in timernerth central, central, and ) |
| Duke Energy Industrial Sales, LLC | Fettwere United States | 6/6/2006 | The purpose of this entity is to engage in the sale of coal and other supplies to industrial companies. |
| Duke Energy | Denmark | 8/11/2000 | Danish holding company slated for dissolution pending |

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| International (Europe) <br> Holdings ApS |  |  | dissolutions of its UK subsidiaries. |
| :---: | :---: | :---: | :---: |
| Duke Energy International Argentina Howhens Marketi ng/Trading (Bermuda) Ltd. |  | $7 \underline{\underline{2} / 273 / 1999}$ | mambermuda entity slated for dissolution. |
| Duke Energy International <br>  <br>  Henthtutu Asia Pacitic Ltd. | Bermuda | $2 \mathrm{8} / 2 \mathrm{24/4}+20000$ | Bermuda entiyholding company slated for dissolution pending liquidation of its subsidiaries. |
|  |  |  |  |
| Duke Energy International 13+n+i+Brazil Holdings: Heltd. | Wethere Bermuda | 510/22/2001 |  company for Duke Energy International-3n+win in's assets in Brazil. |
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| Duke Energy International El Salvador Investments No. 1 He $\leftrightarrow \mathrm{Ltd}$ | HSturdur Bermuda | -2/25 $24 / 1999$ | SidnaduvimBermuda holding entity for Duke Energy International's assets in El Salvador.- |
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|  |  |  |  |
| Duke Energy International frinemidet Hendinger N <br> Group. Ltd. | Bermuda | $\underline{\underline{I}}+530 /+4 \times 4200$ | Bermuda holding Energy International's interests in Latin America. |
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| Putheltuef <br> ffrutumata <br> fin+iditit fortimati +47i+ | fitulemata | 822+2004 |  <br>  <br>  fintion mitar <br>  |
|  | GHatumila | 723 |  inlemfationtitl <br>  whately is <br>  |
| Duke Energy International Holding | Luxembourg | 10/01/2015 | Luxembourg holding company for Duke Energy International's interests in Latin America. |


| S.ár.l. |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
| Duke Energy International Holding, Ltd. | Bermuda |  | 11/30/2007 | Holding company ${ }_{\text {¢ }}$ |
| Duke Energy International Latin America, S.á.r.l. U.S.Branch | Luxembourg |  | 10/01/2015 | U.S. Branch for Duke Energy International Latin America S.a.r.l. |
|  |  |  |  |  |
| Duke Energy International Latin America, Ltd. | Bermuda | 8/4/1999 | Bermuda holding company for all of Duke Energy International's interests in Latin America. |  |
| Duke Energy International Mexico Holding Company I, S. de R.L. de C.V. | Mexico | 6/2/2009 | Mexican holding company used for various transactions within Duke Energy International. |  |
|  |  |  |  |  |
| Duke Energy International Netherlands Financial Services B.V. | Netherlan ds | 4/20/2000 | Dutch entity used for various financial transactions within DEI. |  |
|  |  |  |  |  |
|  |  |  |  |  |
| Duke Energy | Bermuda | 8/9/1999 | Bermuda holding | for the Peruvian companies. |

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| International <br> Peru <br> Investments <br> No. 1, Ltd. |  |  |  |  |
| :--- | :--- | :--- | :--- | :--- |
| Duke Energy <br> International <br> PJP Holdings, <br> Ltd. | Bermuda | $2 / 24 / 1999$ | Bermuda entity slated for dissolution: |  |
|  |  |  |  |  |

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| Duke Energy Luxembourg I, S.á.r.l. | Luxembo urg | $\begin{aligned} & 12 / 15 / 201 \\ & 4 \end{aligned}$ | The corporate purpose of the Company is the holding of participations, in any form whatsoever, in other Luxembourg or foreign companies, the acquisition by purchase, subscription, or in any manner as well as the transfer by sale, exchange or otherwise of stocks, bonds, debentures, notes and other securities of any kind, and the ownership, administration and management of its portfolio. The Company may also hold interests in partnerships. |
| :---: | :---: | :---: | :---: |
| Duke Energy Luxembourg II, S.á.r.l. | Luxembo urg | $\begin{aligned} & 12 / 15 / 201 \\ & 4 \end{aligned}$ | The corporate purpose of the Company is the holding of participations, in any form whatsoever, in other Luxembourg or foreign companies, the acquisition by purchase, subscription, or in any manner as well as the transfer by sale, exchange or otherwise of stocks, bonds, debentures, notes and other securities of any kind, and the ownership, administration and management of its portfolio. The Company may also hold interests in partnerships. |
| Duke Energy Luxembourg III, S.á.r.l. | Luxembo urg | $12 / 15 / 201$ | The corporate purpose of the Company is the holding of participations, in any form whatsoever, in other Luxembourg or foreign companies, the acquisition by purchase, subscription, or in any manner as well as the transfer by sale, exchange or otherwise of stocks, bonds, debentures, notes and other securities of any kind, and the ownership, administration and management of its portfolio. The Company may also hold interests in partnerships. |
| Duke Energy Luxembourg IV, S.á.r.l. | Luxembo urg | $\begin{aligned} & 12 / 15 / 201 \\ & 4 \end{aligned}$ | The corporate purpose of the Company is the holding of participations, in any form whatsoever, in other Luxembourg or foreign companies, the acquisition by purchase, subscription, or in any manner as well as the transfer by sale, exchange or otherwise of stocks, bonds, debentures, notes and other securities of any kind, and the ownership, administration and management of its portfolio. The Company may also hold interests in partnerships. |
| Duke Energy Marketing America, LLC | Dekituate U <br> nited <br> States | 1/03/2001 | Energy marketing and energy management for unregulated merchant energy facilities of Duke <br> Energy North America, LLC. |
|  | Cintatiot <br> (A) ber fat | 8174946 |  <br>  |

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| Duke Energy Merchants, LLC | Heththitre U <br> nited <br> States | 4/23/1999 | Provides financial, risk management and asset management services to producers, transporters and users of global energy commodities and derivative products such as crude oil, refined products, <br> LPGs, residual fuels, coal, and fertilizer. |
| :---: | :---: | :---: | :---: |
|  (1) $H C$ | Potatrax | 44.2000 |  the 40 . |
| Duke Energy <br> North <br> America, LLC | $\begin{aligned} & \text { मetinktre U } \\ & \text { nited } \\ & \text { States } \end{aligned}$ | 9/18/1997 | Development, ownership, and operation of energy facilities. |
| Duke Energy Ohio, Inc. | United States | 4/03/1837 | Engaged in the production, transmission, distribution and sale of electricity and the sale and transportation of natural gas in the southwestern portion of Ohio. |
| Duke Energy HinOne, Inc. | GhinUnite d States | $\begin{aligned} & 449 / 435 /+83 \\ & 72000 \end{aligned}$ |  <br>  |
|  the: | Pe+thatic | 9is.2004 |  <br>  <br>  <br>  <br>  Eutitmer ownedetric: <br>  <br>  <br>  |
| Duke Energy |  | 08/27 |  |
| Pipeline Holding Company LLC | States | $\underline{4}$ |  |
| Duke Energy <br> Progress <br> Receivables <br> LLC | United States | $\frac{10 / 16 / 201}{3}$ | Receivables financing company. |

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Page 36 of 81 4/6/1926 The production, transmission, distribution, and sale of electricity in North and South Carolina

| Duke Energy <br> Progress, Inc. | United | 4/6/1926 | The production, transmission, distribution, and sale of electricity in North and South Carolina |
| :---: | :---: | :---: | :---: |
| Duke Energy <br> Receivables <br> Finance <br> Company, <br> LLC | Hentine $\underline{U}$ <br> nited <br> States | 7/16/2003 | Receivables finance company |
| Duke Energy Registration Services, Inc. | $\begin{aligned} & \text { Hetaturuev } \\ & \text { nited } \\ & \text { States } \end{aligned}$ | $\begin{aligned} & 11 / 18 / 199 \\ & 8 \end{aligned}$ | Manages the brand protection of Duke |
| Duke Energy <br> Renewable <br> Services, LLC | $\begin{aligned} & \text { United } \\ & \text { States } \end{aligned}$ | $\frac{10 / 22 / 201}{\underline{\underline{2}}}$ | To acquire and hold the Outland Energy onsite wind operating and maintenance business and to hold other renewable operating and maintenance service businesses as well. |
| Duke Energy <br> Renewables <br> Commercial. <br> LLC | United States | $\frac{12 / 16 / 201}{4}$ | This entity will be the long-term owner of beyond-the-meter commercial solar assets that are developed by REC Solar Commercial Corporation, an interest in which is being acquired through Project Caravan, and which will be the seller of the power output under PPAs between the entity and the commercial customer |
| Duke Energy Renewables Holding Company, LLC | United States | $\frac{10 / 24 / 199}{4}$ | After converting to a DE LLC in 2015 from a DE corporation $\mathrm{f} / \mathrm{k} /$ a Cinergy Investments. Inc., this company remains a non-utility subsidiary holding company that holds the majority of both Duke Energy Renewables and Cinergy's domestic non-utility businesses. |
| Duke Energy Renewables NC Solar. LLC | United <br> States | 2/25/2010 | To serve as a holding company for multiple solar project companies. |
| Duke Energy Renewables Solar, LLC | $\begin{aligned} & \text { United } \\ & \text { States } \end{aligned}$ | 5/13/2010 | To serve as a holding company to hold all solar projects of Duke Energy Generation Services Holding Company, Inc. other than those in North Carolina. |
| Duke Energy Renewables Wind. LLC | $\begin{aligned} & \text { United } \\ & \text { States } \end{aligned}$ | 5/23/2007 | Holding Company for project companies which will develop wind assets. |
| Duke Energy Renewables, | $\begin{aligned} & \text { United } \\ & \text { States } \end{aligned}$ | 2/11/1997 | Markets an array of energy-related products and services and develops, acquires, owns and operates certain energy-related projects. |

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| Inc. |  |  |  |
| :---: | :---: | :---: | :---: |
| Duke Energy Retiree Service Club | United States | 1/01/2016 | Organized and operated exclusively for charitable and educational purposes, including providing opportunities for retired employees of Duke Energy to serve their communities by volunteering with other local Section 501(c) (3) organizations. |
| Duke Energy Royal, LLC | Hemede <br> nited <br> States | 3/13/2002 | Holding Company, |
| Duke Energy Sabal Trail. LLC Dula | United States | 2/06/2015 | Will hold an investment in a ioint venture that will develop, construct, own and operate natural gas pipelines. |
| $\begin{aligned} & \text { Duke Energy } \\ & \text { SAM, LLC } \end{aligned}$ | United | $05 / 31 / 201$ | Holding Company |
| Duke Energy Services Canada ULC | F3+4th <br> fintumbine <br> anada | 9/17/2009 | Purchasing, selling and marketing natural gas, electric power and other energy products, |
| Duke Energy Services, Inc. | 12ethrate U <br> nited <br> States | 6/8/1959 | A A holding company. |
| Duke Energy <br> Trading and Marketing, <br> L.L.C. | Humel <br> nited <br> States | 7/10/1996 | Market natural gas, electricity and other energy related commodities. |
| Duke Energy <br> Transmission <br> Holding <br> Company, <br> LLC | Dentriv <br> nited <br> States | 7/16/2008 | Holding company for transmission joint venture. |
| Duke Energy Vermillion II, LLC | $\begin{aligned} & \text { Wetwer U } \\ & \text { nited } \\ & \text { States } \\ & \hline \end{aligned}$ | $\begin{aligned} & 10 / 14 / 201 \\ & 0 \end{aligned}$ | Owns and operates a generation facility. |

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|  | Pethrure | 10:13,4993 |  |
| :---: | :---: | :---: | :---: |
| Duke Investments, LLC |  nited States | 7/25/2000 | The Company may carry on any lawful business, purpose or activity. |
| Duke Project Services, Inc. | Unite <br> d <br> (Tanline $\underline{\underline{S t a}}$ <br> tes | 7/1/1966 | Engaged in engineering activities for coal projects. |
| Duke Supply Network, LLC |  <br> nited <br> States | 8/10/2000 | The Company may carry on any lawful business, purpose or activity. |
| Duke Technologies, Inc. | Hetatidete U <br> nited <br> States | 7/26/2000 | A holding company for various Cinergy investments and initiatives. |
| Duke Ventures II, LLC | $\begin{aligned} & \text { Heturyte } \underline{U} \\ & \text { nited } \\ & \underline{\underline{\text { States}}} \end{aligned}$ | 9/1/2000 | The Company may carry on any lawful business, purpose or activity |
| Duke Ventures Real Estate, LLC | Devinture U <br> nited <br> States | $\begin{aligned} & \text { 6/9/2104 } 2 \text { 2 } \\ & \underline{\underline{009}} \end{aligned}$ | Holder/owner of real property currently owned by Duke Ventures, LLC ${ }_{\text {e }}$ |
| Duke <br> Ventures, LLC | terietth Uni ted States | $\begin{aligned} & \hline 12 / 19 / 200 \\ & 0 \end{aligned}$ | Holding company |
| Duke/Fluor Daniel | munnte <br> $\underline{\underline{d}}$ <br> Fine Sta <br> tes | 9/1/1997 | Engineering activities to coal fired plants. |
| Duke/Fluor Daniel Caribbean, S.E. | Puerto Rico | 12/6/1996 | Execution of an engineering, procurement and construction services agreement between the partnership and AES Puerto Rico, L.P. |


| Duke/Fluor <br> Daniel El <br> Salvador S.A. <br> de C.V. | El <br> Salvador |  |  dormant. |
| :---: | :---: | :---: | :---: |
| Duke/Fluor <br> Daniel <br> International | $\begin{aligned} & \text { ted States } \\ & \text { tuni } \end{aligned}$ | 9/1/1994 | Provides engineering, construction and operation services inside the U.S. to coal fired electric plants outside the U.S. |
| Duke/Fluor <br> Daniel <br> International Services | tevettionin ted States | 9/1/1994 | Coal - irformen |
| Duke/Fluor Daniel International Services (Trinidad) Ltd. | Trinidad and Tobago | 12/3/1998 | Execution of an engineering, procurement and construction services agreement between Duke/Fluor Daniel International Services (partnership) and InCOGEN Limited. |
| Duke-America <br> Transmission <br> Company, <br> LLC | Pelawtite U <br> nited <br> States | 4/11/2011 | The Company is organized for the purpose of evaluating, analyzing and assessing potential Projects transmission facilities to determine whether such potential Projects can be authorized, constructed. owned and operated on a profitable basis. and for any purposes and activities necessary, convenient, or incidental to the conduct, promotion, or attainment of such purpose. |
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| Duthetfec +He: | Aumh Fatoine | 12+124)97 |  |
| Duke-Reliant Resources, Inc. | $\qquad$ | 1/14/1998 | Holds Cinergy 's investment in Reliant Services, LLC. |
| Punterther | Detatrate | +1:162004 |  |

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| Putyec inc: | Welatatic | $11.16 \cdot 2009$ |  |
| Eastman <br> Whipstock do Brasil Ltda. | Brazil | 5/21/1979 | Dormant entity |
| Eastman Whipstock, S.A. | Argentina | $\begin{aligned} & 10 / 14 / 198 \\ & 1 \end{aligned}$ | Dormant. $\mathrm{Hill}_{\text {itht }}$ |
| Eastover Land Company | $\begin{aligned} & \text { Kentrek+U } \\ & \text { nited } \\ & \underline{\text { States }} \end{aligned}$ | 6/30/1970 | Entity created for purposes of holding the land for Eastover Mining. |
| Eastover Mining Company | kerincly <br> nited <br> States | 7/15/1970 | Mining company <br>  |
| Emerald State Solar, LLC | United States | 4/18/2016 | Holding Company. |
| Encycle Corporation | Canada |  |  |
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|  |  |  |  |
| Energy <br> Pipelines <br> International <br> Company | Febatrate <br> nited <br> States | 4/28/1975 | Engineering \& Management Services. <br>  |
| titifinmment <br>  H.EP3 L.L.C. | Afinmentrin U <br> nited <br> States | $\begin{aligned} & 810 / 201041 \\ & \underline{0 / 1997} \end{aligned}$ |  alliance for development of power generation projects. |
| Equinox <br> Vermont <br> Corporation | virmentun <br> ited <br> States | 5/1/1990 | Non-regulated ownership of biomass and cogeneration facilities in Vermont and Maine ${ }_{\underline{\underline{\prime}} \text {. }}^{\text {a }}$ |
| ESG | United | 12/27/196 | Construction and Engineering Services. |

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| Engineering Corp. | States | $\underline{\underline{6}}$ |  |
| :---: | :---: | :---: | :---: |
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| Nentrentine Huntine <br> Everetts Wildcat Solar, LLC | $\begin{aligned} & \text { Dethituryev } \\ & \text { nited } \\ & \underline{\text { States }} \end{aligned}$ | $\begin{aligned} & +2 \underline{09} /+3 \underline{25 /} \\ & 20142014 \end{aligned}$ |  H24. <br>  photovoltaic electric generating facility in Martin County, NC. |
|  <br> $H$ First <br> Partners <br> Corporate <br> Limited <br> Partnership II | Detathiteve $\underline{U}$ $\underline{\text { nited }}$ $\underline{\underline{\text { States }}}$ | $\begin{aligned} & +12 / 422 / 2 \\ & 1+1996 \end{aligned}$ |  <br>  <br>  <br>  |
| Fresh Air <br> Energy X <br> LLC | United <br> States | 4/03/2014 | Twenty (20) megawatt (ac) solar photovoltaic project located near Shawboro Road in Currituck county, North Carolina. |
| Frontier Windpower. LLC | United <br> States | 8/21/2015 | To hold the development assets of the Frontier City Windpower project, which is under development in Oklahoma. |
| Frontier Windpower II, LLC | $\begin{aligned} & \underline{\text { United }} \\ & \underline{\underline{\text { States }}} \end{aligned}$ | $\underline{\underline{11 / 18 / 201}}$ | To hold certain leases and easements associated with Phase II of the Frontier City wind proiect that will be assigned by Frontier Windpower. LLC. |
|  |  |  |  |
| Florida <br> Progress <br> Funding <br> Corporation | $\begin{aligned} & \underline{\underline{\text { United }}} \\ & \underline{\underline{\text { States }}} \end{aligned}$ | 3/18/1999 | Obtains financing for Florida Progress Corporation and its direct and indirect subsidiaries and serves as depositor of statutory business trusts through which securities are issued. |
| Free State Windpower. LLC | United States | 2/1/2012 | Serves as a holding company to facilitate the financing of the Ironwood and Cimarron Windpower II wind facilities. |
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| :---: | :---: | :---: | :---: |
| Garysburg Solar LLC | United States | 9/24/2013 | Five MW (ac) Solar PV electric generating facility in Garysburg, North Carolina (Northampton County) |
| Gaston Solar LLC | United States | $\begin{aligned} & 10 / 08 / 201 \\ & 3 \end{aligned}$ | Developing a ground-mounted, fixed tilt 5 MW (ac) solar PV electric generating facility located in Gaston, NC in Northampton County |
| Gato Montes Solar, LLC | United States | 1/11/2013 | Construct and develop a 6/1 megawatt (DC) solar photovoltaic electric generation project located in the Solar Zone of the Univ of AZ Tech Park in Tucson, AZ |
| Green Frontier Windpower Holdings, LLC | $\begin{aligned} & \text { +2,tintrefe } \underline{U} \\ & \text { nited } \\ & \text { States } \\ & \hline \end{aligned}$ | 2/22/2010 | Holding company formed for the purpose of financing a portfolio of wind energy project companies. |
| Green Frontier Windpower, LLC | $\begin{aligned} & \text { Venturite } \mathrm{U} \\ & \text { nited } \\ & \text { States } \end{aligned}$ | 5/13/2010 | To serve as a holding company to hold certain wind power project companies that would be financed by Duke on a portfolio basis. |
| Greenville Gas and Electric <br> Light and Power Company | sumbunite <br> d <br> ( <br> tes | $\begin{aligned} & \hline 01 / 28 / 186 \\ & 1 \end{aligned}$ | This corporation shall have for its object the manufacture of gas, and the generating of electricity to be sold for lighting, heating, and all other purposes for which gas and electricity or either of them may be used. The corporation also preserves property rights. |
| Grid <br> Assurance <br> LLC | United States | 2/18/2015 | Supplier of electrical equipment and services to utilities. |
| Grove Arcade Restoration LLC | United States | $\begin{aligned} & \underline{\underline{9} / 29 / 199} \\ & \underline{\underline{9}} \end{aligned}$ | Restoration of Public Market. |
| Happy Jack Windpower, LLC | $\begin{aligned} & \text { tethitw, we } \underline{\underline{\mathrm{U}}} \\ & \underline{\text { nited }} \\ & \underline{\underline{\text { States}}} \end{aligned}$ | $\begin{aligned} & 10 / 27 / 200 \\ & 6 \end{aligned}$ | Owner of all the assets that comprise the 29.4 MW Happy Jack Windpower Project being developed in Cheyenne, Wyoming. |
| Hardy Storage Company, LLC | $\underline{\text { United }}$ | 3/12/2004 | A FERC regulated liquefied natural gas storage facility. |

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| HGA <br> Development. LLC | $\begin{aligned} & \text { United } \\ & \hline \text { States } \end{aligned}$ | 12/9/1999 | Real Estate Investments. |
| :---: | :---: | :---: | :---: |
| Highlander | $\begin{aligned} & \text { United } \\ & \text { States } \\ & \hline \end{aligned}$ | 9/3/2010 | Project company that owns, constructs and is developing a 14.6 MW (DC) ( 12 MW (ac)) solar PV electric generating facility located near the city of Twentynine Palms, CA. |
| Highlander <br> Solar 2, LLC | United <br> States | 9/3/2010 | Project company that owns, constructs and is developing a 11 MW (DC) 9 MW (ac)) solar PV electric generating facility located near the city of Twentynine Palms, CA. |
| Historic <br> Property <br> Management, <br> LLC | $\begin{aligned} & \underline{\text { United }} \\ & \underline{\text { States }} \end{aligned}$ | 12/9/1999 | Real Estate Rental - Holds investment interest in Tax Credit Projects. |
| HXOap Solar One, LLC | $\begin{aligned} & \underline{\text { United }} \\ & \text { States } \\ & \hline \underline{\text { St }} \end{aligned}$ | $\begin{aligned} & 04 / 30 / 201 \\ & 3 \end{aligned}$ | Solar Electricity Generation |
| IGC Aguaytia Partners, LLC | Cayman Islands | 2/8/2002 | Cayman company with ownership interests in the Aguaytia project in Peru. |
| $\begin{aligned} & \text { Inflexion } \\ & \text { Fund, LP } \end{aligned}$ | United States | 5/8/2002 | Real Estate Investments. |
| IPS-Cinergy Power Limited | Kenya | 4/28/1999 | Holds a joint venture in Tsavo Power Company in Kenya. |
|  |  |  |  |
|  | (itatertitilit | 2,42 24117 |  |
| $\begin{aligned} & \text { HS Ginewe Power } \\ & \text { timitud } \end{aligned}$ | Ktmin | +28\%1949 |  |
| Fronturd Windpewer Holdinge. f.1. ( | Hetamate | 1212910 | Severeathing comly |
| Ironwood Windpower, LLC | $\begin{aligned} & \text { Detatu+te } \underline{U} \\ & \text { nited } \\ & \text { States } \\ & \hline \end{aligned}$ | 12/8/2010 | Project Company that will hold the assets of the Ironwood Windpower project. |
| $\begin{aligned} & \text { Ironwood-Cim } \\ & \text { arron } \\ & \text { Windpower } \end{aligned}$ | United <br> States | 12/8/2010 | Serve as a holding company for the assets of Free State Windpower LLC. |

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| Holdings, LLC |  |  |  |
| :---: | :---: | :---: | :---: |
| $\begin{aligned} & \text { ISH Solar AZ, } \\ & \underline{\text { LLC }} \end{aligned}$ | $\begin{aligned} & \text { United } \\ & \text { States } \end{aligned}$ | 12/9/2011 | To hold the assets of a solar project generating facility located in Prescott Valley, AZ. |
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|  |  |  |  |
| Kanawha <br> River <br> Terminals, Inc. | United States | $\underline{4 / 3 / 1986}$ | Operates river docks on the Kanawha River and Ohio River in West Virginia. |
| Kentucky May <br> Coal <br> Company, Inc. | United States | $\underline{8}$ | Coal mining operation. |
| Kentucky May <br> Coal <br> Company, <br> LLC | United States | 2/28/2008 | Coal Mining. |
| Kinetic <br> Ventures I <br> LLC | United States | 4/18/1997 | Real Estate Investments. |
| Kinetic <br> Ventures II <br> LLC | United States | $\frac{12 / 15 / 199}{\underline{9}}$ | Real Estate Investments. |
| Kit Carson <br> Windpower II <br> Holdings, LLC | $\begin{aligned} & \text { United } \\ & \text { States } \end{aligned}$ | 7/24/2013 | Serves as a holding company for the interests of the Kit Carson Windpower II project company. |
| Kit Carson <br> Windpower II. <br> LLC | United States | 7/24/2013 | Project company that will develop, construct, commercialize, operate and maintain a 100 MW wind facility located in Kit Carson County, CO. |
| Kit Carson Windpower, | 2) nited | 6/23/2009 | To develop, construct, own and operate a 51 MW wind farm facility located in Kit Carson County, Colorado-near +3 unfinyent. |

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| LLC | States |  |  |
| :---: | :---: | :---: | :---: |
| KO <br> Transmission Company | Amuch U <br> nited <br> States | 4/11/1994 | Engaged in the transportation of natural gas in interstate commerce between Kentucky and Ohio. |
| Laurel Hill Wind Energy, LLC | Pemmovaratia United States | $\begin{aligned} & 12 / 14 / 200 \\ & 4 \end{aligned}$ | Limited Liability Company that owns and is developing and operating a wind powered electricity generation facility in Pennsylvania. |
| $\begin{aligned} & \text { Long Farm } 46 \\ & \text { Solar, LLC } \end{aligned}$ | United States | 9/22/2014 | Solar Energy Project in Garysburg, NC. |
| Longboard | United States | 6/05/2014 | Longboat Solar. LLC, a Delaware limited liability company, is developing a 26.73 MWDC/20MW (ac) solar generation facility located in San Bernardino County. California |
| Los Vientos <br> Windpower IA Holdings, LLC | United <br> States | 1/27/2011 | Serve as a holding company for the project company that will hold Phase I of the Los Vientos Windpower project. |
| Los Vientos <br> Windpower <br> IA. LLC | United <br> States | 1/27/2011 | Special purpose entity to hold Phase I of the Los Vientos Windpower project. |
| Los Vientos <br> Windpower IB <br> Holdings, LLC | United States | 8/2/2012 | To serve as a holding company for the interests of the Los Vientos Windpower phase IB project company. |
| Los Vientos <br> Windpower IB, LLC | United <br> States | 7/11/2011 | To own development rights, and ultimately to construct, own and operate the approximately 200 MW Phase IB of the Los Vientos Windpower project near Harlingen, TX. |
| Los Vientos <br> Windpower III <br> Holdings. LLC | United States | 7/24/2013 | Serves as a holding company for the interests of the Los Vientos Windpower III project company. |
| Los Vientos <br> Windpower <br> III, LLC | United States | 7/24/2013 | Project company that will develop, construct, commercialize, operate and maintain Phase III of the Los Vientos Windpower project. |
| Los Vientos <br> Windpower IV | United States | 7/24/2013 | Serves as a holding company for the interests of the Los Vientos Windpower IV project company. |

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| Holdings, LLC |  |  |  |
| :---: | :---: | :---: | :---: |
| Los Vientos Windpower IV. LLC | United $\underline{\text { States }}$ | 7/24/2013 | Project company that will develop, construct, commercialize, operate and maintain Phase IV of the Los Vientos Windpower project. |
| Los Vientos Windpower $\pm \underline{\underline{V}}$ Holdings, LLC | $\begin{aligned} & \text { thentive } \underline{\mathrm{U}} \\ & \underline{\underline{\text { nited }}} \\ & \underline{\text { States }} \end{aligned}$ | $\begin{aligned} & +7 / 2724 / 24 \\ & +\underline{\underline{2013}} \end{aligned}$ | Sire Serves as a holding company for the pinterests of the Los Vientos Windpower V project companv. |
| Los Vientos Windpower +V, LLC | $\begin{aligned} & \text { +edinkivere } \underline{\mathrm{U}} \\ & \text { nited } \\ & \text { States } \\ & \hline \end{aligned}$ | $\begin{aligned} & +7 / 2724 / 24 \\ & +2013 \end{aligned}$ | Project company that will develop, construct, commercialize, operate and maintain Phase V of the Los Vientos Windpower project , |
| Louisiana Energy Services, LLC | $\begin{aligned} & \text { Pelative } \underline{U} \\ & \text { nited } \\ & \text { States } \end{aligned}$ | 4/9/1990 | A limited partnership formed to design, license, construct, own and operate a centrifuge uranium enrichment plant to be located in the U.S., and sell and provide enrichment services and products on a profitable basis therefrom. |
| Martins Creek Solar NC, LLC | Unite <br> d <br> Uminasta tes | 4/8/2010 | Project company developing a 998 kilowatt (DC) solar photovoltaic generation facility located in Murphy Township, Cherokee County, North Carolina, |
| $\begin{aligned} & \text { Maxey Flats } \\ & \text { Site IRP LLC } \end{aligned}$ | $\begin{aligned} & \text { United } \\ & \text { States } \end{aligned}$ | 5/5/1995 | Real Estate Investments. |
| McDonald Corporate Tax Credit Fund, L.P. | United $\underline{\underline{\text { States }}}$ | 7/12/1993 | Investment in affordable housing. |
| MCP, LLC | $\begin{aligned} & \text { sumbunite } \\ & \text { d } \\ & \text { 世inturntryta } \\ & \text { tes } \end{aligned}$ | 8/18/2000 | Owner of record of the land on which the Mill Creek Combustion Turbine Station sits in Cherokee County, South Carolina. |
| Mesquite Creek Wind LLC | United States | 9/12/2008 | Wind power project company located near Lamesa, TX serving Mars, Inc. (Global food (candy) manufacturer) |
| Miami Power Corporation | H.thinn Unit ed States | 3/25/1930 | Owns an electric transmission line in Indiana. |
| Murphy Farm | tomunite | 1/27/2010 | Owns and is developing and constructing a 998 kilowatt (DC) solar PV electric generation |

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| Power, LLC | $\begin{aligned} & \underline{\mathrm{d}} \\ & \text { taveline Sta } \\ & \text { tes } \end{aligned}$ |  | facility located on a site in Culberson, NC. |
| :---: | :---: | :---: | :---: |
| National <br> Corporate Tax <br> Credit Fund <br> VI, a <br> California <br> Limited <br> Partnership | United States | 4/19/1996 | Investment in affordable housing. |
| National Methanol Company (IBN SINA) | Saudi <br> Arabia | 5/23/1981 | A joint venture with SABIC for the operation of a methanol production plant in Saudi Arabia. 50\% held by SABIC and 50\% held by CTE Petrochemicals Company (Duke's partnership with Celanese). |
| Nemaha Windpower, LLC | United States | 2/3/2017 |  |
| North Allegheny Wind, LLC | H) thene U <br> nited <br> States | 5/31/2006 | Single purpose entity which owns and operates a 70 MW wind generating facility in Blair and Cambria Counties, Pennsylvania. |
| North Carolina <br> Renewable <br> Properties, $\underline{\underline{\text { LLC }}}$ | United States | 6/3/2010 | Solar project company which owns and is developing and constructing a 998 kilowatt (DC) solar PV electric generation facility in Cherokee County, NC, at a site located at 480 Holiness Church Rd, Murphy, NC. |
| NorthSouth Insurance Company Limited | $\begin{aligned} & \text { fermuntrun Un } \\ & \text { ited } \\ & \text { States } \end{aligned}$ | $\begin{aligned} & +2 \underline{6} / 2 \underline{15 / 24} \\ & 2 \underline{2012} \end{aligned}$ | A captive insurance company. |
| Notrees Windpower, LP | $\begin{aligned} & \text { Henterev } \\ & \text { nited } \\ & \text { States } \\ & \hline \end{aligned}$ | 9/30/2005 | Owner of all the assets that comprise that Notrees Windpower Project being developed in Ector and Winkler Counties, Texas. |

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| :---: | :---: | :---: | :---: |
| Fiflimatain Praduet $1+6$ | Dekature | 719:3097 |  <br>  |
| Ocotillo Windpower, LP | Hetathitue U <br> nited <br> States | $\begin{aligned} & 12 / 22 / 200 \\ & 4 \end{aligned}$ | Owner of all the assets that comprise the 58.8 MW Ocotillo Windpower Project being developed near Big Spring, Texas. |
| Ohic Riviv Vather mapate. 11 ( | Hedturat | +1.78-2044 |  |
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|  |  | 42-592007 |  OHTahoma Ciliv. (Okfathithat. |
|  | f.etatiate | 10,20:1999 |  |
|  |  |  |  |
|  |  |  |  |
| PanEnergy Corp | Wetmentel <br> nited <br> States | 1/26/1981 | Parent Company, |
| Path 15 <br> Funding KBT. <br> LLC | United States | 3/31/2003 | This company was part of a group of companies DATC acquired from Atlantic Power Transmission, Inc. Through these companies. DATC owns $72 \%$ of the transmission system rights in the Path 15 transmission project, which is an 84 -mile, 500 -kilovolt transmission line in central California. |
| Path 15 <br> Funding TV. <br> LLC | United States | $11 / 16 / 200$ | This company was part of a group of companies DATC acquired from Atlantic Power Transmission, Inc. Through these companies. DATC owns $72 \%$ of the transmission system rights in the Path 15 transmission project, which is an 84-mile. 500 -kilovolt transmission |

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|  |  |  | line in central California. |
| :---: | :---: | :---: | :---: |
| Path 15 <br> Funding, LLC | $\frac{\text { United }}{\text { States }}$ | $\frac{\underline{12 / 27 / 200}}{\underline{2}}$ | This company was part of a group of companies DATC acquired from Atlantic Power Transmission. Inc. Through these companies, DATC owns $72 \%$ of the transmission system rights in the Path 15 transmission project, which is an $84-$ mile, 500 -kilovolt transmission line in central California. |
| $\begin{aligned} & \text { Peak Tower, } \\ & \text { LLC } \end{aligned}$ | $\begin{aligned} & \text { United } \\ & \text { States } \end{aligned}$ | $\underline{\underline{2 / 26 / 2010}}$ | Real Estate Rental. |
| Peru Energy <br> Holdings, LLC | Hekneve <br> nited <br> States | $\begin{aligned} & 10 / 26 / 199 \\ & 5 \end{aligned}$ | Delaware holding company which holds $99 \%$ in Gas Integral SRL (Peru) with regard to the Aguaytia project in Peru. |
| Phoenix Energy Technologies, Inc. | United States | $\begin{aligned} & 12 / 30 / 200 \\ & 8 \end{aligned}$ | Provides enterprise energy management and information software systems to commercial businesses using a software as a service, or SaaS, business model. Phoenix's platform system can save customers up to $10 \%$ on their energy bills and can serve as the base for an expanded distributed energy offering. |
| PHX <br> Management <br> Holdings, LLC | United States | $\begin{aligned} & 10 / 15 / 201 \\ & 5 \end{aligned}$ | Holding company that holds majority ownership interests in Phoenix Energy Technologies, Inc. |
| Piedmont ACP <br> Company, LLC | United States | $\begin{aligned} & 08 / 27 / 201 \\ & 4 \end{aligned}$ | Holds Piedmont's 7\% interest in Atlantic Coast Pipeline, LLC. |
| Piedmont Constitution Pipeline Company, LLC | United States | $\begin{aligned} & 11 / 08 / 201 \\ & 2 \end{aligned}$ | Sole asset is its ownership of $24 \%$ of the membership interests in Constitution Pipeline Company, LLC. |
| Piedmont <br> ENCNG <br> Company, LLC | United States | $\begin{aligned} & 05 / 07 / 200 \\ & 3 \end{aligned}$ | Owns 100\% of the membership interests in Piedmont ACP Company, LLC. |
| Piedmont Energy Company | United States | $\begin{aligned} & 01 / 11 / 199 \\ & 4 \end{aligned}$ | A "shell" and has no assets, it used to be a member of SouthStar Energy, but Piedmont divested of that holding upon being acquired by Duke Energy Corporation. |
| Piedmont | United | 01/30/199 | A subsidiary holding company whose sole purpose is to own interests in each of Piedmont |

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| Energy Partners, Inc. | States | 6 | Constitution Pipeline Company, LLC, Piedmont Energy Company, Piedmont Interstate Pipeline Company, and Piedmont Intrastate Pipeline Company. |
| :---: | :---: | :---: | :---: |
| Piedmont Hardy Storage Company, LLC | United States | $\begin{array}{\|l} 07 / 22 / 200 \\ 4 \end{array}$ | Holds Piedmont's 50\% interest in Hardy Storage Company, LLC. |
| Piedmont <br> Interstate <br> Pipeline <br> Company | United States | $\begin{array}{\|l} 09 / 08 / 199 \\ 2 \end{array}$ | Holds Piedmont's 45\% interest in Pine Needle LNG Company, LLC. |
| Piedmont <br> Intrastate <br> Pipeline <br> Company | United States | $\begin{aligned} & 04 / 04 / 199 \\ & 4 \end{aligned}$ | Holds Piedmont's $21.49 \%$ interest in Cardinal Pipeline Company, LLC. |
| Piedmont Natural Gas Company, Inc. | United States | $\begin{aligned} & 12 / 14 / 199 \\ & 3 \end{aligned}$ | Transport, store, buy, manufacture, produce or in any manner acquire, sell, exchange, deliver, distribute, dispose of, trade and deal in natural or manufactured gas or a mixture of both or their by-products and residual products; to construct, build, purchase, lease, equip or otherwise acquire and to hold, own, operate, improve, develop, manage and maintain pipe lines or systems of pipe lines for the transmission of natural gas; to purchase, build, construct, develop, improve, acquire, own, hold, lease, operate, manage and maintain works or facilities for the manufacture, production, accumulation and distribution of natural or manufactured gas or a mixture of both or their by-products and residual products, together with all such buildings, pipe lines, mains, machinery, including compressor units and compressor stations, apparatus, appliances, facilities, rights of way, easements, rights, privileges, and all such real and personal property as may be necessary, useful or convenient to the production, acquisition, storage and distribution of the aforesaid products. |
| Piedmont <br> Venture <br> Partners <br> Limited <br> Partnership | twin Unite <br> d <br>  <br> tes | 10/3/1996 | Venture capital firm created to invest in high-technology and biotechnology (including clean energy) private start-up companies in the research triangle (Raleigh, Durham and Chapel Hill) of NC and the Southeast. Currently in bankruptcy proceedings. |
| PIH Tax | United | 4/18/2001 | Holds Investments in Affordable Housing Fund. |

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| Credit Fund <br> III, Inc. | States |  |  |
| :--- | :--- | :--- | :--- |
| PIH Tax <br> Credit Fund | United <br> States | $\underline{\underline{4 / 18 / 2001}}$ | Holds Investments in Affordable Housing Fund. |
| $\underline{\text { IV, Inc. }}$ |  |  |  |

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| Energy, Inc. | States |  |  |
| :---: | :---: | :---: | :---: |
| Progress Fuels Corporation | United States | 3/30/1976 | Procurement and transportation of coal and other bulk cargoes, railcar repair and marine transportation services. |
| Progress <br> Materials, Inc. | United States | 8/18/1986 | To commercialize and manufacture Aardelite and operate Progress Environmental Laboratories. |
| Progress <br> Synfuel <br> Holdings, Inc. | United States | 12/7/1999 | Holder of membership interests in limited liability companies that own and/or operate synthetic coal plants. |
| Progress <br> Telecommuni- <br> cations <br> Corporation | United States | $\frac{10 / 15 / 199}{8}$ | Operate wholesale telecommunication services throughout the state of Florida. |
| Proyecto de Autoabastecim iento La Silla, S. de R.L. de C.V. | Mexico | 6/2/2009 | Mexican holding company used for various ind transactions within Duke Energy International. |
| $\begin{aligned} & \text { PT Attachment } \\ & \text { Solutions, } \\ & \text { LLC } \end{aligned}$ | $\begin{aligned} & \underline{\text { United }} \\ & \underline{\text { States }} \end{aligned}$ | $\underline{\underline{2 / 16 / 2006}}$ | Telecommunication Services. |
| PT Holding <br> Company LLC | $\begin{aligned} & \text { United } \\ & \text { States } \\ & \hline \end{aligned}$ | 1/17/2006 | Wireless Services. |
| Pumpiack <br> Solar I, LLC | $\begin{aligned} & \text { United } \\ & \text { States } \end{aligned}$ | $\underline{\underline{2 / 9 / 2012}}$ | Develop, finance, construct, own and operate a Solar PV Generating Facility. |
| Raleigh-Caro <br> Home/WCK <br> LLC | United States | $\begin{aligned} & \underline{\underline{10 / 26 / 199}} \\ & \underline{\underline{9}} \end{aligned}$ | Real Estate Investments. |
| RE Ajo 1 LLC | United States | 10/5/2009 | Project company that owns, is developing and will operate a 5.0 megawatt (DC) ground-mounted solar photovoltaic plant currently in construction located near Ajo, Pima County, AZ. |
| $\begin{aligned} & \text { RE AZ } \\ & \text { Holdings LLC } \end{aligned}$ | $\begin{aligned} & \text { United } \\ & \text { States } \\ & \hline \end{aligned}$ | $\begin{aligned} & \underline{10 / 11 / 201} \\ & \underline{0} \\ & \hline \end{aligned}$ | Commercial Solar Developer that owns 2 project solar companies in AZ: RE Ajo 1 LLC. and RE Bagdad Solar 1 LLC. |
| RE Bagdad | United | 8/13/2009 | Project company that owns, is developing and will operate a 16.6 megawatt (DC) |



| Solar 1 LLC | States |  | ground-mounted solar photovoltaic plant currently in construction located near Bagdad, AZ. |
| :---: | :---: | :---: | :---: |
| $\begin{aligned} & \text { RE SFCity1 } \\ & \text { GP, LLC } \end{aligned}$ | United States | 5/14/2009 | General Partner to RE SFCity 1 LP, which owns the 5.0 MW (DC) photovoltaic solar generating facility located in San Francisco, CA. |
| $\begin{aligned} & \text { RE SFCityl } \\ & \text { Holdco LLC } \end{aligned}$ | $\begin{aligned} & \text { United } \\ & \text { States } \end{aligned}$ | $6 / 23 / 2010$ | Limited Partner to RE SFCity1 LP, and owns all (99\%) of the outstanding limited partnership interests. As Sole Member of RE SFCity1 GP, LLC, it owns all (100\%) outstanding membership interests in RE SFCity1 GP. LLC. |
| $\frac{\text { RE SFCityl }}{\text { LP }}$ | $\begin{aligned} & \hline \text { United } \\ & \underline{\text { States }} \end{aligned}$ | 5/14/2009 | The Limited Partnership owns the RE SFCityl project. The project is the 5.0 MW (DC) photovoltaic solar generating facility located in San Francisco, CA. |
| Rio Bravo <br> Solar I, LLC | United States | $\begin{array}{\|l} \hline 03 / 22 / 201 \\ 2 \\ \hline \end{array}$ | 20 MW (ac) Solar Photovoltaic (PV) electric generating facility in Kern County, CA. |
| Rio Bravo Solar II, LLC | United States | $\begin{aligned} & \hline 04 / 05 / 201 \\ & 3 \end{aligned}$ | 20 MW (ac) solar PV electric generating facility in Kern County, CA |
| River Road <br> Solar, LLC | United States | $\begin{aligned} & 05 / 21 / 201 \\ & 4 \end{aligned}$ | Five megawatt (alternating current) solar photovoltaic electric generating facility located at 950 River Road, Winton, Hertford County, NC. |
| $\begin{aligned} & \text { RP - Orlando, } \\ & \text { LLC } \end{aligned}$ |  <br> nited <br> States | 3/5/2010 | Project company that has been developing two electric generation projects (Stanton project) and (Jetport project) to be located on property owned by the <br> Orlando Utilities Commission in Orlando, FL, $\qquad$ |
| Ryegate Associates | Unite d States | 4/30/1990 | Owns a biomass facility in Vermonts |
| Sabal River Transmission, LLC | United States | 5/10/2013 | Plan, design, construct, acquire, own, maintain and operate a natural gas pipeline and related facilities. |
| Sandy River Timber, LLC | Unite <br> $\underline{\underline{d}}$ <br> (ATHNH:Sta <br> tes | $\begin{aligned} & 10 / 26 / 200 \\ & 7 \end{aligned}$ | Assemblage of land for future generation project use, |
| $\begin{aligned} & \text { SanGroup } \\ & \text { LLC } \\ & \hline \end{aligned}$ | $\begin{aligned} & \text { United } \\ & \text { States } \\ & \hline \end{aligned}$ | 4/28/2008 | Joint Venture. |
| Seaboard Solar | United | 11/12/201 | Five MW (ac) Solar electric generating facility located in Seaboard, NC |

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| LLC | States | 3 |  |
| :---: | :---: | :---: | :---: |
| Seahorse do Brasil Servicos Maritimos Ltda. | Brazil | 3/30/1979 |  |
| $\begin{aligned} & \text { Surathioh Hind } \\ & \text { Hinergy } \\ & H . \end{aligned}$ | Hextidit | +7772008 | Wevery |
| Seville Solar <br> Holding <br> Company, <br> LLC | United States | $\begin{aligned} & 05 / 06 / 201 \\ & 4 \end{aligned}$ | Holding company for Seville Solar One, LLC; and Seville Solar Two, LLC. |
| Seville Solar Investments One LLC | United States | $\begin{aligned} & 04 / 28 / 201 \\ & 5 \end{aligned}$ | Investment company for solar projects. |
| Seville Solar One LLC | United States | $\begin{aligned} & \text { 05/06/201 } \\ & 4 \\ & \hline \end{aligned}$ | Solar Generation Facility |
| Seville Solar Two, LLC | United States | $\begin{array}{\|l} \hline 05 / 06 / 201 \\ 4 \\ \hline \end{array}$ | Solar Generation Facility |
|  |  |  |  |
|  |  |  |  |
| Shirley Wind LLC | United States | $\frac{10 / 20 / 200}{6}$ | Project Company which has developed and operates an approximately 20 megawatt wind-powered electric generation facility located in Brown County, WI. |
| Shreveport Red River Utilities, LLC | $\begin{aligned} & \text { Petat+iteve } \\ & \text { nited } \\ & \text { States } \\ & \hline \underline{\underline{\underline{U}}} \end{aligned}$ | $\begin{aligned} & 10 / 16 / 200 \\ & 0 \end{aligned}$ |  and maintain the Central Utilities Complex: <br>  |
| Silver Sage Windpower, LLC | $\begin{aligned} & \text { thetathen U } \\ & \text { nited } \\ & \text { States } \end{aligned}$ | 4/16/2007 | Holds a lease for some property in Laramie County, Wyoming. |
| Solar Star North Carolina I, LLC | $\begin{aligned} & \text { meteratre } \underline{U} \\ & \text { nited } \\ & \text { States } \end{aligned}$ | 11/7/2008 | Special purpose company devoted to developing, constructing, owning, operating and selling the electricity and associated renewable energy credits from its 1 megawatt (AC) solar electric generating facility in Shelby, NC (currently under construction). |
| Solar Star |  | 12/16/200 | Special purpose company devoted to developing, constructing, owning, operating and |

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| North Carolina II, LLC | nited <br> States | 9 | selling the <br> electricity and associated renewable energy credits from its 5 one-megawatt (AC) solar photovoltaic electric generating facilities in Murfreesboro, Hertford County, NC (currently under development). |
| :---: | :---: | :---: | :---: |
| SolNCPowerl 0, L.L.C. | United States | $\begin{aligned} & 08 / 01 / 201 \\ & 4 \end{aligned}$ | Solar Energy Project |
| SolNCPower5, LLC | United States | $\begin{aligned} & 10 / 17 / 201 \\ & 3 \end{aligned}$ | A 5.0 MW (ac) Solar Photovoltaic Electric Generating Facility located at 662 West Battleboro Avenue, Battleboro, Nash County, NC. |
| SolNCPower6, LLC | United States | $\begin{aligned} & 10 / 17 / 201 \\ & 3 \end{aligned}$ | Five MW solar project in Sunbury, NC. |
| South Atlantic Private Equity Fund IV, LP | United States | $06 / 26 / 199$ | This partnership provides equity funds to privately owned emerging growth companies in both technology and in Technology related markets, with an emphasis on investments located in the southeastern United States, Florida and Texas. |
| South Atlantic Private Equity Fund IV, LP | United States | 6/26/1997 | This partnership provides equity funds to privately owned emerging growth companies in both technology and in Technology related markets, with an emphasis on investments located in the southeastern United States, Florida and Texas. |
| South Construction Company, Inc. | Indiant Unit ed States | 5/31/1934 | Holds legal title to real estate and interests in real estate which are either not used and useful in the conduct of Duke Energy Indiana, Inc.'s business or which has some defect in title which is unacceptable to Duke Energy Indiana Inc. |
| Southern Power Company | With Unite <br> d <br> Antinat Sta <br> tes | $\begin{aligned} & 12 / 30 / 192 \\ & 7 \end{aligned}$ | The purpose of this entity is to generate, transmit, and distribute electric power and preserve property rights. |
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|  | 12etur | +0,272009 | Aenal |
|  | \#inmesent | +3484908 |  Himmereta: |


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| :---: | :---: | :---: | :---: |
| Spruce Finance Inc. | United States | $\begin{aligned} & \hline 03 / 05 / 201 \\ & 4 \\ & \hline \end{aligned}$ |  |
| Stenner Creek Solar LLC | United States | $\begin{aligned} & \text { 01/17/201 } \\ & 7 \\ & \hline \end{aligned}$ | Owner and seller of solar power. |
|  | HetawitreU <br> nited <br> States | $\begin{aligned} & ++1 / 22 / 4) \\ & 121996 \end{aligned}$ |  lawful business, purpose or activity. |
|  | ¢etarita | 9\%20'9499 |  <br>  |
|  | Detatiat | 1020'14999 | Provide |
|  | Delanare | 3-1849999 |  <br>  Ferwersytum |
|  | Bethurare | 82711948 |  <br>  |
|  | Dehntater |  |  |
| Summit Wind <br> Energy <br> Mesquite | United States | 8/01/2013 | Holding company and Sole Member of the Mesquite Creek Wind, LLC project company located near Lamesa, TX |

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| LLC | $\begin{aligned} & \text { fatrysinasta } \\ & \text { tes } \end{aligned}$ |  |  |
| :---: | :---: | :---: | :---: |
| TE Notrees, LLC | $\begin{aligned} & \text { Ied.undere } \\ & \underline{\text { nited }} \\ & \text { States } \\ & \hline \end{aligned}$ | 9/30/2005 | Holding company. |
| TE Ocotillo, LLC | Hethtife U <br> nited <br> States | $\begin{aligned} & 12 / 21 / 200 \\ & 4 \end{aligned}$ | Holding company. |
|  | 1) dathitio | \$112109? |  |
| TEC Aguaytia, Ltd. | Bermuda | $\begin{aligned} & \mid 12 / 17 / 199 \\ & 6 \end{aligned}$ | Bermuda holding entity with indirect ownership interest in the Aguaytia project in Peru. |
|  |  |  |  |
| Texas Eastern Arabian Ltd. | Bermuda | 7/25/1974 | Investments in tewn |
| Texas Eastern Arabian S.à r.l. | Luxembo urg | $\begin{aligned} & \hline 10 / 01 / 201 \\ & 5 \\ & \hline \end{aligned}$ | Luxembourg holding company for Duke Energy International's interest in National Methanol Company (Saudi Arabia). |
| Texoma Wind Holdings, LLC | United States | $\begin{array}{\|l} \hline 10 / 11 / 201 \\ 6 \\ \hline \end{array}$ | To serve as a holding company for Texoma Wind, LLC |
| Texoma Wind, LLC | United States | $\begin{aligned} & 10 / 11 / 201 \\ & 6 \end{aligned}$ | To own Los Vientos Windpower III Holdings, LLC; Los Vientos Windpower III, LLC; Los Vientos Windpower IV Holdings, LLC; Los Vientos Windpower IV, LLC; Los Vientos Windpower V Holdings, LLC; Los Vientos Windpower V, LLC; and Frontier Windpower, LLC |
| The Duke Energy Foundation | TwnUnite $\underline{\underline{d}}$ <br> Stand tes | 6/5/1984 | To receive, administer, and make donation of funds for educational, scientific, and charitable purposes. |
| Three Buttes Windpower, | Brhintine nited | 8/26/2008 | Develop, construct, own and operate the Campbell Hill Windpower project near Casper, Wyoming. |

PUCO Case No. 17-1263-EL-SSO 185065 วธี้

| LLC | States |  |  |
| :---: | :---: | :---: | :---: |
| Top of the World Wind Energy Holdings LLC | $\begin{aligned} & \text { pitineve } \underline{\underline{U}} \\ & \text { pited } \\ & \text { States } \end{aligned}$ | $\begin{aligned} & \text { 11/15/201 } \\ & 0 \end{aligned}$ | To act as the holding company of the project company that owns the Top of the World wind farm, and to pledge that ownership interest as security for a project financing arrangement upon the project. |
| Top of the World Wind Energy LLC | D.fentu <br> nited <br> States | 3/13/2008 | Developing windpower project in Wyoming, |
| TRES Timber, LLC | $\begin{aligned} & \text { dentintuite } \\ & \underline{\text { d }} \\ & \text { tes } \\ & \text { tes } \end{aligned}$ | $\begin{aligned} & 12 / 11 / 200 \\ & 6 \end{aligned}$ | Hold land for future project use ${ }_{\underline{\text { e }}}$ |
| Tri-State Improvement Company | Wmin Unite d States | 1/14/1964 | Acquiring and holding property in Ohio, Kentucky, and Indiana for substations, electric and gas rights of way, office space, and other uses in connection with the utility business of Duke Energy <br> Ohio, Inc., and its utility subsidiaries. |
| Tsavo Power Company Limited | Kenya | 1/22/1998 | Power plant at the Port of Mombasa, Kenya's main seaport. The facility sells power to Kenya <br> Power and Lighting Corporation through a Purchased Power Agreement. |
| TX Solar I LLC | $\begin{aligned} & \text { Hetawive } \mathrm{U} \\ & \text { nited } \\ & \text { States } \end{aligned}$ | 5/27/2009 | Special purpose company devoted to developing, constructing, owning, operating and selling the electricity and associated renewable energy credits from its 14 megawatt (AC) solar electric generating facility in San Antonio, TX |
| Unidad de Transacciones, S.A. de C.V. | El <br> Salvador | 9/18/1998 | Administrates the wholesale electricity market in El Salvador, operate the transmission system, maintain safety, quality and security of the entire system, coordinate the dispatch of energy from generating plants and provide market participants timely information and services for the development of their activities. |
| Victory Solar LLC | United States | $\begin{array}{\|l\|} \hline 09 / 15 / 201 \\ 5 \\ \hline \end{array}$ | 13 megawatt (ac) solar photovoltaic electric generating facility located in Adams County, Colorado |
| Washington Airport Solar, | United States | $\begin{aligned} & 10 / 16 / 201 \\ & 3 \end{aligned}$ | Development, construction, ownership and operation of solar photovoltaic facility. |

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| LLC |  |  | . |
| :---: | :---: | :---: | :---: |
| Washington <br> Millfield <br> Solar, LLC | $\begin{aligned} & \text { United } \\ & \underline{\text { States }} \end{aligned}$ | 5/23/2013 | Formed to develop. construct, own and operate a 7.5 megawatt (DC) solar photovoltaic facility located in Beaufort County, North Carolina. |
| Washington <br> White Post <br> Solar, LLC | United States | 9/10/2012 | Own, develop, construct, operate and maintain up to a 25 MW (DC) solar photovoltaic power project known as the Washington Solar Farm located in Beaufort County, NC. |
| Wateree <br> Power <br> Company | $\begin{aligned} & \hline \text { United } \\ & \underline{\text { States }} \end{aligned}$ | 2/26/1909 | The purpose of this entity is to generate, transmit, and distribute electric power and preserve property rights. |
| $\begin{aligned} & \text { West Texas } \\ & \text { Angelos } \\ & \text { Holdings LLC } \end{aligned}$ | United <br> States | 6/8/2012 | Developing, constructing, financing, owning and operating a possible solar photovoltaic project generating facility, with an aggregate capacity of between approximately 40-80 megawatts (AC) that would be sited near the city of Odessa, in Ector County, TX. |
| Winture Western <br> Carolina <br> Power <br> Company | Sulh Unite <br> d <br> Geredind <br> tes | $\begin{aligned} & 29 / 2610 / 14 \\ & 401907 \end{aligned}$ | The purpose of this entity is to generate, transmit, and distribute electric power and preserve property rights. |
| Wild Jack Solar Holdings LLC | United <br> States | $\begin{aligned} & 10 / 06 / 201 \\ & 5 \end{aligned}$ | To borrow funds in a project financing transaction. |
| Wild Jack Solar LLC | United <br> States | $\begin{aligned} & \hline 10 / 06 / 201 \\ & 5 \end{aligned}$ | To enter into a financing arrangement to fund two solar projects (Pumpjack Solar I, LLC and Wildwood Solar I, LLC). |
| Wildwood <br> Solar I. LLC | United <br> States | 2/9/2012 | Develop, finance. construct, own and operate Solar PV Generating Facility. |
| Wildwood Solar II, LLC | United States | $\begin{aligned} & \text { 03/22/201 } \\ & 2 \end{aligned}$ | 15 MW (ac) Solar photovoltaic (PV) electric generating facility in Kern County, CA |
| Wind Star Holdings, LLC | $\begin{aligned} & \text { United } \\ & \underline{\text { States }} \end{aligned}$ | $\underline{04 / 15 / 201}$ | Holding company for wind and solar financing project |
| Wind Star <br> Renewables, <br> LLC | United <br> States | $\frac{04 / 15 / 201}{4}$ | Borrowing company in wind and solar financing transaction |
| Hivery-(idfetinit | Tarti Unite | $210 / 2611 / 4$ |  |


| 14 <br> (unmundso <br> r Cooper Hill <br> Solar, LLC | d <br> (inn)intiSta <br> tes | 4422013 | mernepmelopment, construction. ownership and operation of solar photovoltaic facility. |
| :---: | :---: | :---: | :---: |
| Winton Solar LLC | United States | $\begin{aligned} & \hline 09 / 23 / 201 \\ & 3 \\ & \hline \end{aligned}$ | Five (5) MW (ac) solar PV electric generating facility located in Winton, North Carolina, in Hertford County. |
|  <br> Fitequy <br> HewnC <br> Institutional <br> Tax Credit <br> Fund. L.P. | Detatate $=$ $\underline{\text { nited }}$ States | $\begin{aligned} & 68 /+1 \times \underline{12 / 24} \\ & \div \underline{1994} \end{aligned}$ |  |
| Woodland Solar LLC | United States | $\begin{aligned} & \hline 09 / 19 / 201 \\ & 3 \\ & \hline \end{aligned}$ | Ground-mounted, fixed tilt 5 MW (ac) solar PV electric generating facility located in Woodland, North Carolina, Hampton County. |
| Hillow Tomment <br> Protidus <br> Zephyr Power <br> Transmission <br> LLC | $\begin{aligned} & \text { Hetawine } \underline{\underline{U}} \\ & \underline{\text { nited }} \\ & \underline{\underline{\text { States}}} \end{aligned}$ | $\begin{aligned} & \underline{12 / 5 /+2} \\ & \underline{\underline{2008}} \end{aligned}$ |  constructing, owning transmission lines. |

# VI. A CODE OF CONDUCT POLICY THAT COMPLIES WITH O.A.C. 4901:1-37-04 AND THAT EMPLOYEES OF THE UTILITY AND AFFILIATES MUST FOLLOW. 

Duke Energy Ohio<br>Affiliate Code of Conduct

## A. Introduction

This Affiliate Code of Conduct governs the actions of Duke Energy Ohio and its affiliates. It is intended to ensure that no competitive advantage flows from Duke Energy Ohio to an affiliate and vice versa. Compliance with this Code of Conduct shall be mandatory for all employees, consultants, and independent contractors of Duke Energy Ohio and its affiliates.

## B. The Code of Conduct

1. Duke Energy Ohio shall not release any proprietary customer information (e.g., individual customer load profiles or billing histories) to an affiliate, or otherwise, without the prior authorization of the customer, except as required by a regulatory agency or court of law.
2. Duke Energy Ohio shall make customer lists, which include name, address, and telephone number, available on a nondiscriminatory basis to all nonaffiliated and affiliated certified retail electric service providers transacting business in its service territory, unless otherwise directed by the customer. This paragraph does not apply to customer-specific information, obtained with proper authorization, necessary to fulfill the terms of a contract, or information relating to the provision of general and administrative support services. This information shall not be used by the certified retail electric service providers for any other purpose than the marketing of electric service to the customer.
3. Employees of Duke Energy Ohio's affiliates shall not have access to any information about Duke Energy Ohio's transmission or distribution systems (e.g., system operations,
capability, price, curtailments, and ancillary services) that is not contemporaneously available, readily accessible, and in the same form and manner available to nonaffiliated competitors providing retail electric service.
4. Duke Energy Ohio shall treat as confidential all information obtained from a competitive retail electric service provider, both affiliated and nonaffiliated, and shall not release such information unless a competitive retail electric service provider provides authorization to do so or unless the information was or thereafter becomes available to the public other than as a result of disclosure by the electric utility.
5. Duke Energy Ohio shall not tie (nor allow an affiliate to tie), as defined by state and federal antitrust laws, or otherwise condition the provision of Duke Energy Ohio's regulated services, discounts, rebates, fee waivers, or any other waivers of ordinary terms and conditions of service, including but not limited to tariff provisions, to the taking of any goods and/or services from Duke Energy Ohio's affiliates.
6. Duke Energy Ohio shall ensure effective competition in the provision of retail electric service by avoiding anticompetitive subsidies flowing from a noncompetitive retail electric service to a competitive retail electric service or to a product or service other than retail electric service, and vice versa.
7. Duke Energy Ohio, upon request from a customer, shall provide a complete list of all competitive retail electric service providers operating on the system, but shall not endorse any competitive retail electric service providers, indicate that an electric services company is an affiliate, or indicate that any competitive retail electric service provider will receive preference because of an affiliate relationship.
8. Duke Energy Ohio shall use reasonable efforts to ensure retail electric service consumers protection against unreasonable sales practices, market deficiencies, and market power and Duke Energy Ohio's compliance officer shall promptly report any such unreasonable sales practices, market deficiencies, and market power to the director of the utilities department (or a designee).
9. Employees of Duke Energy Ohio or persons representing Duke Energy Ohio shall not indicate a preference for an affiliated electric services company.
10. Duke Energy Ohio shall provide comparable access to products and services related to tariffed products and services and specifically comply with the following:
a) Duke Energy Ohio shall be prohibited from unduly discriminating in the offering of its products and/or services;
b) Duke Energy Ohio shall apply all tariff provisions in the same manner to the same or similarly situated entities, regardless of any affiliation or non-affiliation;
c) Duke Energy Ohio shall not, through a tariff provision, a contract, or otherwise, give its affiliates or customers of affiliates preferential treatment or advantages over nonaffiliated competitors of retail electric service or their customers in matters relating to any product and/or service;
d) Duke Energy Ohio shall strictly follow all tariff provisions;
e) Except to the extent allowed by state law, Duke Energy Ohio shall not provide discounts, rebates, or fee waivers for any state regulated monopoly service.
11. Shared representatives or shared employees of Duke Energy Ohio and its affiliated electric services company shall clearly disclose upon whose behalf their public representations are being made when such representations concern the entity's provision of electric services.

## C. Limited Exception

Notwithstanding the foregoing, in a declared emergency situation, Duke Energy Ohio may take actions necessary to ensure public safety and system reliability. Duke Energy Ohio shall maintain a log of all such actions that do not comply with the Code of Conduct, which log shall be subject to review by the Public Utilities Commission of Ohio and its staff.

## D. Violations

Violations of this Code of Conduct may subject the violating employee, consultant, or independent contractor to disciplinary action up to and including discharge from employment.

## VII. A DESCRIPTION OF ANY JOINT ADVERTISING AND/OR JOINT MARKETING ACTIVITIES BETWEEN THE UTILITY AND AFFILIATES.

Duke Energy Ohio does not intend to engage in joint advertising or joint marketing of any kind with any affiliate supplying a competitive retail electric service in the state or directly promote or market any product or service offered in the state by such affiliate, except as authorized by state statute or Commission order.

Duke Energy Corporation has in place several policies to protect its company brand. To best position the company for future growth and create value for all stakeholders, its franchised electric and gas utilities (with the exception of Duke Energy Progress and Piedmont Natural Gas) will use a single company name - Duke Energy. Some employees and executives who interact with state regulatory commissions and other official agencies will identify their businesses as Duke Energy Carolinas, Duke Energy Progress. Duke Energy Florida. Duke Energy Indiana, Duke Energy Ohio and Duke Energy Kentucky. Signs at facilities, logos on vehicles, uniforms and hard hats, language on our Web sites and other communications will simply use "Duke Energy."

The geographic identifiers (e.g., Duke Energy Ohio) or other corporate identifiers, where appropriate, are to be used in the following applications:

Regulatory filings in the franchised jurisdictions and in other public documents (press releases, fact sheets, etc.) referring to those filings, and on reports specific to the utility that are presented to regulators and for limited internal uses. Examples are financial reports, customer data, etc.

Business cards, stationery of large customer/regulator/legislator-facing employees in the respective organizations.

Other, non-regulatory-driven communications, publications, brochures, and reports should refer to Duke Energy only and use the Duke Energy logo. Such communications may describe regional operations: for example, an economic development brochure might refer to "doing business in the Carolinas" or a regulatory report might refer to the company's "Indiana operations." Geographic identifiers should be avoided in these uses. Geographic identifier logos should not be used on hard hats, vehicles, signage, or logo merchandise.

Marketing Communications researches trademarks and reviews and approves all new names and logos. Logos are based on the common, not legal, name of the business unit.

- All energy-related business units use the corporate name and logo as their primary identifiers, with the business unit name as a secondary identifier.
- Subsidiaries of energy-related business units use the corporate name and logo as their primary identifiers, with the subsidiary name as the secondary identifier.
- Energy-related business formed from joint ventures use the corporate name and logo only when the business's practices, policies and approaches mirror those of Duke Energy.
- Newly formed businesses use names and logos established on a case-by-case basis.


## VIII. PROVISIONS TO MAINTAIN THE COST ALLOCATION MANUAL.

Duke Energy Ohio maintains its CAM in accordance with O.A.C. Rule 4901:1-37-08. The
CAM is organized according to the aforementioned provision and includes the following information:

1. An organization chart of the holding company, depicting all affiliates, as well as a description of activities in which the affiliates are involved.
2. A description of all assets, services, and products provided to and from the electric utility and its affiliates.
3. All documentation including written agreements, accounting bulletins, procedures, work order manuals, or related documents, which govern how costs are allocated between affiliates.
4. A copy of the job description of each shared employee.
5. A list of names and job summaries for shared consultants and shared independent contractors.
6. A copy of all transferred employees' (from the electric utility to an affiliate or vice versa) previous and new job descriptions.
7. A $\log$ detailing each instance in which the electric utility exercised discretion in the application of its tariff provisions.
8. A log of all complaints brought to the electric utility regarding this chapter.
9. A copy of the minutes of each board of directors meeting, where it shall be maintained for a minimum of three years.

Duke Energy Ohio has established a CAM team comprised of representation from Duke Energy's various departments, including Rates, Regulatory Accounting, Corporate Accounting,

Human Resources, Compliance, and Legal. After initial development of the CAM, this team meets periodically to review changes to Duke Energy Ohio's and its affiliates' business and business practices, and will make the necessary modifications to the CAM. Duke Energy Ohio will send to the director of the Commission's utilities department, in accordance with O.A.C. Rule 4901:1-37-08(H), a summary of any significant changes in the CAM every twelve months, as applicable.

Duke Energy Ohio will keep CAM filed with its corporate entity records, located in the Legal Department, 139 East Main Street, Cincinnati, Ohio.

## IX. A DESCRIPTION AND TMLLINE OF ALL PLANNED TRAINING AND EDUCATION.

Duke Energy maintains an Ethics \& Compliance Department (Regulatory Compliance) as part of its Office of General Counsel. Regulatory Compliance is responsible for ensuring that employees and contractors receive required training in areas such as FERC Standards of Conduct and Affiliate Restrictions, Duke Energy's Code of Business Ethics, and codes of conduct overview. Thistrininy is matrandolficial versions of these training courses are maintained in the enterprise training system, MyTraining. MyTraining also maintains employee training completion records. The training material is also available for review on the Duke Energy Portal, an internal website for all employees in the Duke Energy holding company structure. Trainings are provided annually as well as to applicable new employees and contractors.

Training is deployed by Regulatory Compliance to impacted employees and contractors via computer-based training pursuant to a training protocol (e.g., individuals are provided 90 days to complete the training and a formalized follow-up process tracks completion).

Further, a document detailing requirements of the Ohio Corporate Separation Plan has been provided to the Retail Customer Products and Services department and is available on the Portal.

Regulatory Compliance also provides a mailbox (compliancereporting(a)duke-energy.com) as a resource to employees to encourage them to submit questions and/or concerns. These inquiries are used to identify compliance trends and/or areas that need follow-up.

# X. ACKNOWLEDGEMENT STATEMENT FOR ELECTRIC UTILITY AND affiliate employees who have access to any nonpublic ELECTRIC UTILITY INFORMATION. 

## Policy Statement

Each employee who completes the Corporate Separation/Code of Conduct related training will be required to acknowledge they have taken the training and that they are responsible for complying with applicable Regulatory Conditions.

## X. A DESCRIPTION OF TRAINING, INTERNAL COMPLIANCE MONITORING PROCEDURES, AND METHODS FOR CORRECTIVE ACTION FOR NON-COMPLIANCE.

The Corporate Separation/Code of Conduct Training plan has been designed to ensure that all appropriate employees and contractors throughout the Duke Energy Corporation holding company structure know and can implement the policies and procedures of Corporate Separation.

## A. Training Goal:

The goal of the Corporate Separation/Code of Conduct Training is to ensure that those employees and contractors who may currently or in the future be affected by the Commission's rules thoroughly understand the policies and are provided with the resources they need, in order to follow the Corporate Separation and Code of Conduct procedures.

Target Audience:

## B. Generally, the Corporate Separation/Code of Conduct Training will be

administered to all employees and contractors within the Duke Energy Corporation holding company structure who will be affected by compliance with the Commission's rules. Curriculum:

The Corporate Separation/Code of Conduct Training curriculum generally H (emsistconsists of materials and information contained in the Corporate Separation/Code of Conduct.

## C. Internal Compliance Monitoring:

To ensure that Duke Energy Ohio's Corporate Separation Plan and Affiliate Code of Conduct are properly implemented within the Duke Energy Corporation holding company structure, the following internal compliance monitoring process will be followed:

1. Employees and contractors are allowed a 60-day period during which to complete each required training module, with periodperiodic reminders during that period and overdue notices to management if the training is not completed.
2. Each employee/contractor will be required to attest to completion as noted in Section X of this document.
3. Duke Energy's Office of General Counsel will continue to provide a method for employees to ask questions regarding the Corporate Separation/Code of Conduct, as well as methods to report possible violations of the Corporate Separation and Code of Conduct Rules through posting of Compliance personnel contact information on the Duke Energy Portal, through the "ComplianceReporting" mailbox, and through the "EthicsLine" (anonymous reporting).
4. Possible violations reported to Duke Energy's Office of General Counsel will be investigated and documented. Upon completing the investigation, Duke Energy's Office of General Counsel will, if appropriate, recommend to senior management a course of action, including refresher training, to correct repeat violations.
5. Senior management, upon reviewing the investigative report, will determine whether disciplinary action is required.

## XI. DESIGNATION OF THE ELECTRIC UTILITY'S COMPLIANCE OFFICER.

Duke Energy Corporation maintains an Ethics and Compliance department within its Office of General Counsel. For purposes of this requirement, Duke Energy Ohio has designated an individual to act as a contact for the Commission Staff when seeking data regarding affiliate transactions, personnel transfers, and sharing of employees. This individual is:

<br>Jeanne W. Kingery<br>Duke Energy Ohio<br>155 East Broad Street, 20th Floor<br>Columbus, Ohio 43215<br>Telephone: (614) 222-133+1330<br>Fax: (614) 222-1337<br>E-mail: Hlizabeth.Wattsjeanne.kingery@duke-energy.com

## XII. A DETAILED LISTING OF THE ELECTRIC UTILITY'S ELECTRIC SERVICES AND THE ELECTRIC UTILITY'S TRANSMISSION AND DISTRIBUTION AFFILIATES' ELECTRIC SERVICES.

Duke Energy Ohio is an Ohio corporation engaged in the business of supplying electric generation, transmission, and distribution service to approximately 690,000 customers in southwestern Ohio, and is a public utility as defined by R.C. 4905.02 and R.C. 4905.03 .

## A. Generation:







 ennuet.As of December 1.2014, Duke Energy Ohio owns no generating assets and is not engaged in the generation business.

## B. Transmission:

Control of Duke Energy Ohio's transmission assets reside with a FERC-approved regional transmission organization (RTO). The RTO eotetretshas functional and operational control of Duke Energy Ohio's transmission assets and does not have control of any generation assets. The RTO shall operate in the public interest by preventing any transmission owner or competitive retail

[^10]electric market participant from gaining an unfair competitive advantage within its control area and by preventing the abuse of market power.

The RTO shall operate in the public interest by implementing efficient operating practices and procedures that prevent pancaking, by improving transmission reliability, by encouraging an open generation market, eliminating barriers to entry in the generation market and by eliminating market control over bottlenecked transmission. The RTO shall be large in scale to increase supply options for consumers and shall maintain a Board of Directors independent of transmission users. The RTO shall operate in a manner designed to satisfy the requirements of its customers and shall maintain real-time reliability of the transmission system that it operates.

## C. Distribution:

Duke Energy Ohio operates its distribution system under the governance and rate authority of the Commission. Duke Energy Ohio offers all customers safe and reliable distribution service on a non-discriminatory basis. Duke Energy Ohio's tariffs define rates for its distribution services and products. Duke Energy Ohio provides and operates new distribution facilities, or the extension of distribution facilities, pursuant to such tariffs.

In furtherance of the policies of the state of Ohio, Duke Energy Ohio may also offer products and services other than retail electric service, such as, but not limited to, those identified in this section, in order to ensure the availability to consumers of adequate, reliable. safe, efficient. nondiscriminatory, and reasonably priced retail electric service; to ensure diversity of suppliers by giving consumers an additional choice of supplier; to encourage innovation in cost-effective retail electric service including, but not limited to, demand-side management and waste energy recovery systems: to protect at-risk populations: to encourage the education of small business owners in this state regarding the use of, and encourage the use of energy efficiency programs and alternative
energy resources in their businesses; and to facilitate the state's effectiveness in the global economy. Such services will allow additional service options for residential and non-residential customers and will help to ensure customers the ability for an expeditious return from service interruptions, among other benefits. Duke Energy Ohio may use contractors or employees to provide other utility-related services. programs, maintenance, and repairs related to customer-owned property, equipment, and facilities. In addition, Duke Energy Ohio may provide products and services other than tariffed retail electric service in an effort to advance the State's interests in energy efficiency and peak demand reduction and to comply with the benchmarks set forth in R.C. 4928.66. These programs give the Company the opportunity to serve customers more completely and to assist in meeting statutory requirements.

No such special customer services will be provided except where the Company has informed the customer that such service may be available and obtained from other suppliers and the customer has acknowledged the same. A customer's decision to receive or not receive special customer services from the Company will not influence, or impact in any way, the delivery of competitive or non-competitive retail electric service to that customer by the company. Such special customer services shall be provided at a market rate negotiated with the customer, but in no case at less than the Company's fully allocated cost. Such special customer services shall be provided in a manner to not unduly limit the company's ability to supply electric service under its Commission-approved retail tariffs.
(REMAINDER OF:

## XIII. A COMPLAINT PROCEDURE TO ADDRESS ISSUES CONCERNING COMPLIANCE WITH O.A.C. 4901:1-37-05.

Duke Energy Ohio has adopted the complaint procedure set forth below. This complaint procedure is to be used to address complaints related to compliance with Duke Energy Ohio's Corporate Separation Plan. A copy of this complaint procedure will be made available upon request to:

Deputy General Counsel - Regulatory Section, Legal Department Duke Energy Ohio, Inc.<br>139 East Fourth Street<br>P. O. Box 960<br>Cincinnati, OH 45202

## A. Complaint Procedure

The following complaint procedure is to be used to address complaints related to compliance with Duke Energy Ohio's Corporate Separation Plan.

1. All complaints, whether written or verbal, shall be referred to the compliance officer designated by Duke Energy Ohio or such officer's designee.
2. The compliance officer, or the designee, shall orally acknowledge the complaint within five working days of its receipt.
3. The compliance officer or the designee shall prepare a written statement of the complaint that shall contain the name of the complainant and a detailed factual report of the complaint, including all relevant dates, companies involved, employees involved, and the specific claim.
4. The compliance officer or designee shall communicate the results of the preliminary investigation to the complainant in writing within thirty days after the complaint was received, including a description of any course of action that was taken.
5. All written statements of complaints and required investigations shall keep a file in the CAM, in accordance with paragraph (B)(14)(e) of O.A.C. 4901:1-37-05, of all such complaint statements for a period of not less than three years.
6. This complaint procedure shall not in any way limit the rights of a party to file a complaint with the commission.

## DUKE ENERGY OHIO, INC.

## Sixth Amended Corporate Separation Plan

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## SIXTH AMENDED CORPORATE SEPARATION PLAN

## I. OVERVIEW.

This Sixth Amended Corporate Separation Plan (Amended Plan) describes the processes and controls that Duke Energy Ohio, Inc. ${ }_{2}$ (Duke Energy Ohio or the Company) has implemented, consistent with Ohio Administrative Code (O.A.C.) Chapter 4901:1-37 and Ohio Revised Code (R.C.) Section 4928.17. Duke Energy Ohio's initial Corporate Separation Plan was approved in Case No. 99-1658-EL-ETP. Duke Energy Ohio filed its Amended Corporate Separation Plan as part of its application to establish an Electric Security Plan (ESP) in Case No. 08-920-EL-UNC et al. The Public Utilities Commission of Ohio (Commission) approved Duke Energy Ohio's ESP and Amended Corporate Separation Plan by order dated December 17, 2008. Duke Energy Ohio's Second Amended Corporate Separation Plan was filed in Case No. 09-495-EL-UNC and was approved by the Commission on April 5, 2011. Duke Energy Ohio's Third Amended Separation Plan was filed in Case No. 11-3549-EL-SSO, et al., and was approved by the Commission on November 22, 2011. Duke Energy Ohio's Fourth Amended Separation Plan was filed in Case No. 14-689-EL-UNC, et al., and was approved by the Commission on June 11, 2014. The Commission's decision was thereafter appealed and, on November 1, 2016, the Ohio Supreme Court reversed and remanded the decision. ${ }^{1}$ On March 2, 2015, Duke Energy Ohio filed a Fifth Amended Separation Plan in Case No. 15-441-EL-UNC. A decision has yet to be issued in respect of the Fifth Amended Separation Plan.

This Amended Plan is designed to comply with the regulations set forth in O.A.C. Chapter 4901:1-37. This Amended Plan governs the corporate separation of noncompetitive retail electric service from competitive retail electric service as well as the products and services offered by

[^11]certain affiliates of Duke Energy Ohio and is intended to be complementary to Duke Energy Ohio's Cost Allocation Manual (CAM). Duke Energy Ohio's CAM generally describes how costs are allocated between and among Duke Energy Ohio and its affiliates.

## II. PROVISIONS THAT MAINTAIN STRUCTURAL SAFEGUARDS.

O.A.C. 4901:1-37-4(A) sets forth required structural safeguards. Specifically, the provision provides:
(1) Each electric utility and its affiliates that provide services to customers within the electric utility's service territory shall function independently of each other.
(2) Each electric utility and its affiliates that provide services to customers within the electric utility's service territory shall not share facilities and services if such sharing in any way violates paragraph (D) of this rule.
(3) Cross-subsidies between an electric utility and its affiliates are prohibited. An electric utility's operating employees and those of its affiliates shall function independently of each other.
(4) An electric utility may not share employees and/or facilities with any affiliate, if the sharing, in any way, violates paragraph (D) of this rule.
(5) An electric utility shall ensure that all shared employees appropriately record and charge their time based on fully allocated costs.
(6) Transactions made in accordance with rules, regulations, or service agreements approved by the federal energy regulatory commission, securities and exchange commission, and the commission, which rules the electric utility shall maintain in its cost allocation manual (CAM) and file with the commission, shall provide a rebuttable presumption of compliance with the costing principles contained in this chapter.

Except as permitted by the Commission's rules and Title 49, Ohio Revised Code (R.C.), Duke Energy Ohio and its affiliates that provide services to customers within Duke Energy Ohio's service territory function independently of each other.

In December 2005, as a condition of the merger between Duke Energy Corporation (Duke Energy) and Cinergy Corp., the companies agreed to enter into several service agreements that address, among other things, cost allocation, provision of services, and pricing of transactions between and among Duke Energy holding company affiliates, including Duke Energy Ohio. A summary of the various agreements and the services and pricing for transactions permitted therein is included in Section IV of this document, some of which agreements were amended following the merger with Progress Energy, Inc., and, thereafter, the acquisition of Piedmont Natural Gas. Copies of the agreements are included in and are more fully described in Duke Energy Ohio's CAM. Duke Energy monitors compliance with these agreements as part of its utility operations in Ohio, Indiana, Kentucky, North Carolina, South Carolina, Florida, and Tennessee.

In addition to the general separation of books and records between Duke Energy Ohio and its affiliates, Duke Energy Ohio has implemented various safeguards to ensure compliance with the affiliate transaction rules and regulations. Employee access to regulated and non-regulated areas is electronically monitored to ensure there is complete separation. All employees receive annual training regarding types of information that cannot be communicated between regulated and non-regulated businesses.

To achieve operating efficiencies, Duke Energy Business Services LLC (DEBS), an affiliated service company, provides support functions. These services include accounting, treasury, human resources, communications, and legal functions. In general, DEBS employees are permitted to have greater access to information across the regulated and non-regulated businesses, but are prohibited from sharing such information with an employee who is not permitted to access the information directly. Costs related to DEBS employees are allocated pursuant to the Service

Company/Utility Service Agreement and the Service Company/Nonutility Service Agreement described in Section IV of this document.

## III. PROVISIONS THAT MAINTAIN SEPARATE ACCOUNTING.

Duke Energy Ohio maintains separate books and records from its affiliates in accordance with the Federal Energy Regulatory Commission (FERC) Uniform System of Accounts (USoA). The FERC USoA designates specific accounts where regulated and non-regulated transactions are to be recorded. Duke Energy Ohio and its affiliates have cost accounting procedures and systems in place and in operation that assure that each business unit and affiliate properly records the costs associated with that unit's or company's own activities and operations. These accounting procedures and systems are more fully set forth in the Company's CAM.
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## IV. A LIST IDENTIFYING FINANCIAL ARRANGEMENTS AND TRANSACTIONS.

Financial arrangements between Duke Energy Ohio and its affiliates, except as the Commission may approve, are subject to the following restrictions: (i) any indebtedness incurred by an affiliate shall be without recourse to the electric utility; (ii) Duke Energy Ohio shall not enter into any agreement with terms under which the electric utility is obligated to commit funds to maintain the financial viability of an affiliate; (iii) Duke Energy Ohio shall not make any investment in an affiliate under any circumstances in which the electric utility would be liable for the debts and/or liabilities of the affiliate incurred as a result of actions or omissions of an affiliate; (iv) Duke Energy Ohio shall not issue any security for the purpose of financing the acquisition, ownership, or operation of an affiliate; (v) Duke Energy Ohio shall not assume any obligation or liability as a guarantor, endorser, surety, or otherwise with respect to any security of an affiliate; and (vi) Duke Energy Ohio shall not pledge, mortgage, or use as collateral any assets of the electric utility for the benefit of an affiliate.

Duke Energy Ohio and its utility and non-utility affiliates operate pursuant to the terms and conditions of various service agreements. The terms and conditions of these agreements set forth the cost allocations for the transactions that are permitted to occur pursuant to the various Agreements. Duke Energy Ohio maintains copies of the current agreements in its CAM. Many of these agreements were approved by the Commission in Case No. 05-732-EL-MER, et al., as part of the merger between Duke Energy and Cinergy Corp. ${ }^{1}$ In general, there are three primary cost allocations that affect Duke Energy Ohio and its affiliates: (1) cost allocations from DEBS, the subsidiary service company of Duke Energy; (2) cost allocations between Duke Energy Ohio and

[^12]its wholly owned subsidiary Duke Energy Kentucky, Inc., for common costs; and (3) administrative and general (A\&G) cost allocations between its gas and electric operations for both capital and expense accounts. The agreements of which Duke Energy Ohio is a party include the following:

- Service Company/Utility Service Agreement - This agreement governs transactions between DEBS (the service company) and utility affiliates, including Duke Energy Ohio. This agreement was entered into as part of merger between Duke Energy and Cinergy Corp. In its Opinion and Order dated December 21, 2005, the Commission approved this agreement in Case No. 05-732-EL-MER et $a l^{2}$ DEBS provides its services at cost, except that, solely for the purpose of Internal Revenue Code Section 482, Duke Energy Ohio shall pay DEBS the market value of services. However, notwithstanding the Section 482 exception, for rate making purposes, services are rendered to Duke Energy Ohio at cost.
- Operating Companies Service Agreement (Operating Company Agreement) - This agreement governs transactions between Duke Energy Ohio and its utility affiliates. As compensation for any services rendered pursuant to the Operating Company Agreement, the company receiving services (Client Company) shall pay the service provider the fully embedded cost thereof (i.e., the sum of (i) direct costs, (ii) indirect costs and (iii) costs of capital), except to the extent otherwise required by Section 482 of the Internal Revenue Code. Services provided to or by Duke Energy Carolinas or Duke Energy Progress shall be priced in accordance with the applicable state Code of Conduct. Duke Energy Carolinas and Duke Energy

[^13]Progress may also provide and receive services under this agreement (and their Code of Conduct) at their fully embedded costs.

- Operating Company/Non-utility Companies Service Agreement (Affiliate Services Agreement) - This agreement governs transactions between Duke Energy Ohio and certain of its non-utility affiliates. As compensation for any services rendered pursuant to the Affiliate Services Agreement, the client company shall pay the service provider the fully embedded costs thereof, except as required by 482 of the Internal Revenue Code.
- Utility Money Pool Agreement - This agreement allows Duke Energy, DEBS, and Duke Energy's utility operating companies (including Duke Energy Ohio) to participate in a money pool arrangement, in order to better manage cash and working capital requirements. Under this arrangement, those companies with surplus short-term funds may contribute those funds into a money pool that is provided for short-term loans to affiliates (other than Duke Energy) participating under this arrangement. This surplus cash may be from internal or external sources. Each party receiving a loan pursuant to the agreement must repay the principal amount plus interest either on demand or within 365 days of receiving the loan. Interest incomes from the loans are allocated among the parties in proportion to their respective contribution to the funds.
- Tax Sharing Agreement - This agreement, between Duke Energy and its subsidiaries, provides for a consolidated federal income tax return and the allocation of consolidated federal income tax liabilities and benefits among the parties to the agreement.
- Gas and Propane Services Agreement - This agreement allows for Duke Energy Ohio to provide certain necessary services for the operation of Duke Energy Kentucky's Woodsdale Generating Station, which was formerly owned by Duke Energy Ohio.
- Agreement for Gypsum and FGD Waste Material Disposal Services - This agreement allows Duke Energy Kentucky to perform scrubber and FGD waste disposal services for Duke Energy Ohio.
- Inter-Company Asset Transfer Agreement - This Agreement permits asset transfer agreements for inventory items between Duke Energy Ohio and its affiliated regulated utility operating companies. The transfers among the regulated utilities are priced at the transferring party's "Cost" or through in-kind replacements, providing the transfers do not jeopardize the transferring party's ability to provide service. Under Section 1.2 of this agreement, "Cost" means (i) for inventory items accounted for in the FERC Uniform System of Accounts, account 154, the average unit price of such inventory item as recorded on the books for the transferor, plus stores, freight, handling, and other applicable costs and (ii) for assets other than inventory items, net book value. The pricing under this agreement is consistent with Ohio's affiliate transaction pricing rules. Duke Energy Ohio "Generation/Non-regulated" and regulated utilities use FERC's asymmetrical pricing for transfers among themselves. Detailed records will be kept to demonstrate that assets are transferred at fully allocated cost.
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Page 11 of 66 V. LIST OF ALL CURRENT AFFILIATES IDENTIFYING EACH AFFILIATE'S PRODUCT(S) AND OR
SERVICE(S).
Duke Energy has many subsidiaries within its family of companies. Duke Energy's Corporate Secretary maintains a hist of all
affiliates in the Duke Energy corporate holding company structure, which list will be made available to the Commission upon request.
The following list includes the list of affiliates within Duke Energy as of May 1, 2017.
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|  |  |  |  |
| :---: | :---: | :---: | :---: |
| Advance SC LLC | United States | 7/9/2004 | Distribute a portion of bulk power marketing revenues of Duke Power Company for certain South Carolina public assistance programs, education programs, economic development funding and manufacturing competitiveness funding. <br> FERC Form 1: Grant making, |
|  |  |  |  |
|  |  |  |  |
| APOG, LLC | United States | 6/22/2007 | To provide technical, engineering and procurement support services to and for the benefit of Member-owned or operated nuclear facilities. |
| Atlantic Coast Pipeline, LLC | United States | 8/27/2014 | Holding company for natural gas pipeline joint venture. |
| Baker House Apartments LLC | United States | 1/26/1998 | Real Estate Development. |
|  |  |  |  |
| Bethel Price Solar, LLC | United States | 10/11/2013 | Development, construction, ownership and operation of solar photovoltaic facility. |
| Bison <br> Insurance <br> Company <br> Limited | United States | 6/15/2012 | Bison Insurance Company Limited is a captive insurance company that insures the risks of Duke Energy Corporation and many of its subsidiaries and affiliates. Duke insures part or all of its risks with Bison, and Bison in turn retains a portion of its reinsurance premiums, claim costs and expenses and invests its cash just as any other insurance company would do. |
| Black <br> Mountain Solar, LLC | United States | 5/4/2011 | Developing, constructing and thereafter operating and maintaining a 9.87 megawatt "MW" DC solar photovoltaic electric generation facility in Mojave County, AZ, near the city of Kingman. |
| Caldwell <br> Power <br> Company | United States | 7/28/1921 | The purpose of this entity is to generate, transmit ${ }_{2}$ and distribute electric power and preserve property rights. |

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| Capitan Corporation | United States | 12/28/1931 | Real Estate Operations. |
| :---: | :---: | :---: | :---: |
| Caprock Solar 1 LLC | United States | 10/31/2014 | Development of a 25 MW solar power project near Tucumcari in Quay County, New Mexico. |
| Caprock Solar 2 LLC | United States | 10/31/2014 | Development of a 30 MW solar power project near Tucumcari in Quay County, New Mexico. |
| Caprock Solar Holdings 1, LLC | United States | 04/30/2015 | Holding Company |
| Caprock Solar Holdings 2, LLC | United States | 04/30/2015 | Holding Company |
| Carofund, Inc. | United States | 8/15/1995 | Investments in Real Estate Rental |
| CaroHome, LLC | United States | 4/21/1998 | Investments in Real Estate Rental |
| Carolinas Virginia Nuclear Power Associates, Inc. | United States | 10/4/1956 | The Duke Power nuclear program began in 1956 with the formation of the Carolinas Virginia Nuclear Power Associates, Inc. (CVNPA), consisting of Duke Power, Carolina Power \& Light, Virginia Electric Power Company, and South Carolina Electric \& Gas. CVNPA sponsored the construction and operation of the demonstration Carolinas-Virginia Tube Reactor (CVTR) at the Parr site, north of Columbia, SC. The CVTR began its demonstration mission in 1964 with a generating capacity of 17 Mwe, and completed its mission in January, 1967. Decommissioning of the plant was delayed until 2001; it currently is still on-going (Non-profit). |
| Carousel <br> Capital <br> Partners LP | United States | 3/27/1996 | Carousel Capital was formed in March 1996 as a venture capital fund that focused on investments in established, strategically positioned mid-sized companies located primarily in the Southeast. |
| Catamount Energy Corporation | United States | 6/23/1992 | Owns non-regulated power generation companies in the USA and United Kingdom, |

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| Catamount <br> Energy SC 1 | United Kingdom | $10 / 8 / 2002$ | Limited partnership that owns a Scottish limited company for <br> wind power development. |
| :--- | :--- | :--- | :--- |
| Catamount <br> Energy SC 2 | United Kingdom | $10 / 8 / 2002$ | Limited partnership that owns a Scottish limited company for <br> wind power development. |
| Catamount <br> Energy SC 3 | United Kingdom | $10 / 8 / 2002$ | Limited partnership that owns a Scottish limited company for <br> wind power development. |
| Catamount <br> Rumford <br> Corporation | United States | $4 / 11 / 1989$ | Limited Partner in a cogeneration plant in Maine. |
| Catamount <br> Sweetwater 1 <br> LLC | United States | $12 / 12 / 2003$ | Member of a Limited Liability Company that owns wind power <br> assets in Texas. |
| Catamount <br> Sweetwater 2 <br> LLC | United States | $5 / 5 / 2004$ | Member of a Limited Liability Company that owns wind power <br> assets in Texas. |
| Catamount <br> Sweetwater 3 <br> LLC | United States | $6 / 3 / 2004$ | Member of a Limited Liability Company that owns wind power <br> assets in Texas. |
| Catamount <br> Sweetwater <br> 4-5 LLC | United States | $9 / 8 / 2005$ | Member of a Limited Liability Company that owns wind power <br> assets in Texas. |
| Catamount <br> Sweetwater 6 <br> LLC | United States | $6 / 17 / 2003$ | Member of three Limited Liability Companies. <br> wind facility in Texas. |
| Catamount <br> Sweetwater <br> Corporation | United States | United States | $10 / 15 / 1901$ |
| Catamount <br> Sweetwater <br> Holdings LLC | The purpose of this entity is to generate, transmit and distribute <br> electric power and preserves property rights. |  |  |
| Catawba Mfg. <br> \& Electric <br> Power Co. | United States |  | Molding company that owns LLCs with interests in wind power <br> assets in Texas. |

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| CEC UK1 <br> Holding Corp. | United States | $9 / 11 / 2002$ | General Partner in Scottish limited partnerships. |
| :--- | :--- | :--- | :--- |
| CEC UK2 <br> Holding Corp. | United States | $9 / 11 / 2002$ | Limited Partner in Scottish limited partnerships. |
| Cedar Tree <br> Properties <br> Limited <br> Partnership | United States | $7 / 5 / 1994$ | Real Estate Rental. |
| Century Group <br> Real Estate <br> Holdings, LLC | United States | $2 / 6 / 2013$ | Holding company formed to purchase land in South Carolina. |
| CGP Global <br> Greece <br> Holdings, SA | Greece | $8 / 10 / 2001$ | Greek company which holds $51 \%$ (ownership of Attiki Denmark <br> ApS) interest in the Attiki Gas Project, and debt for the project. |
| Cimarron <br> Windpower II, <br> LLC | United States | $3 / 7 / 2011$ | Project company that has been developing, constructing, owning <br> and operating an approximately 131.1 megawatt wind-powered <br> electric generation facility located in Gray County, KS. |
| CinCap V, <br> LLC | United States | Markets electricity at wholesale. <br> Cinergy <br> Climate <br> Change <br> Investments, <br> LLC United States | $6 / 9 / 2003$ |
| Cinergy Corp. | United States | Formed to facilitate investments by Cinergy or its subsidiaries, <br> and other energy companies in forestation projects in the Lower <br> Mississippi River Valley, and possibly other sites, as a means for <br> removing carbon dioxide (CO $)$ from the atmosphere. |  |
| Cinergy <br> Global <br> (Cayman) <br> Holdings, Inc. | Cayman Islands | $9 / 30 / 1993$ | The parent holding company of Duke Energy Indiana (f/k/a <br> Duke Energy Indiana, Inc.), Duke Energy Ohio, Inc., and Duke <br> Energy Renewable Holding Company, LLC (f/k/a Cinergy <br> Investments, Inc.) |
| Cinergy | United States | Cayman holding entity. Formed to be utilized in connection with <br> future EWG or FUCO acquisitions by Cinergy Corp. |  |

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$\left.\begin{array}{|l|l|l|l|}\begin{array}{l}\text { Global } \\ \text { Holdings, Inc. }\end{array} & & & \text { Holdings B.V. and 1 share in CGP Global Holdings, SA. } \\ \hline \begin{array}{l}\text { Cinergy } \\ \text { Global Power } \\ \text { Africa } \\ \text { (Proprietary) } \\ \text { Limited }\end{array} & \text { South Africa } & 8 / 3 / 1999 & \text { South African entity is currently in process for dissolution. } \\ \hline \begin{array}{l}\text { Cinergy } \\ \text { Global Power, } \\ \text { Inc. }\end{array} & \text { United States } & 9 / 4 / 1997 & \begin{array}{l}\text { To engage in any lawful act or activity for which a corporation } \\ \text { may be organized under the General Corporation Law of the } \\ \text { State of Delaware as set forth in Title 8 of the Delaware Code } \\ \text { (the "GCL"). }\end{array} \\ \hline \begin{array}{l}\text { Cinergy } \\ \text { Global } \\ \text { Resources, } \\ \text { Inc. }\end{array} & \text { United States } & \begin{array}{l}\text { The U.S. holding company created for Cinergy's international, } \\ \text { non-regulated investments, as well as its domestic initiatives in } \\ \text { renewable generation. Through its subsidiaries, Cinergy Global } \\ \text { Resources, Inc. holds interests in power generation, transmission } \\ \text { and distribution projects worldwide and is also active in } \\ \text { European gas and electricity markets. Assets in } \\ \text { operation/development are located in various countries, } \\ \text { including the Czech Republic, Denmark, Greece, Kenya, Spain, } \\ \text { South Africa, England and Wales, Cayman Islands, the } \\ \text { Netherlands, Poland, the U.S. and the Republic of Zambia. }\end{array} \\ \hline \begin{array}{l}\text { Cinergy } \\ \text { Global Tsavo } \\ \text { Power }\end{array} & \text { Cayman Islands } & 5 / 15 / 1998 & \begin{array}{l}\text { Holds 48\% interest in IPS-Cinergy Power Limited, a Kenyan } \\ \text { entity, through its joint venture with Industrial Promotion } \\ \text { Services (Kenya) Limited which holds the other 51.8\% in } \\ \text { IPS-Cinergy Power Limited. }\end{array} \\ \hline \begin{array}{l}\text { Cinergy } \\ \text { Receivables } \\ \text { Company LLC }\end{array} & \text { United States } & \begin{array}{l}\text { Intended to and shall operate and function as a Qualified Special } \\ \text { Purpose Entity ("QSPE") as that term is defined in the Statement } \\ \text { of Financial Accounting Standards No. 140 ("FASB 140"). For } \\ \text { detailed purpose, please refer to Section 7 of the A\&R LLC } \\ \text { Agreement dated 3.31.2002. }\end{array} \\ \text { Cinergy Receivables Company LLC was formed for the purpose } \\ \text { of purchasing the accounts receivables and related rights of Duke }\end{array}\right\}$
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|  |  |  | Energy Indiana, Inc., Duke Energy Kentucky, Inc.: and Duke <br> Energy Ohio, Inc., and then securitizing such receivables <br> through a loan agreement with certain commercial banks. |
| :--- | :--- | :--- | :--- |
| Cinergy <br> Solutions - <br> Utility, Inc. | United States | $9 / 27 / 2004$ | To provide engineering, construction, operation and <br> maintenance services with respect to electric and natural gas <br> systems and infrastructure. |
| Claiborne <br> Energy <br> Services, Inc. | United States | $3 / 1 / 1990$ | Is the general partner of Clean Energy Partners Limited <br> Partnership, a limited partnership which was formed to develop, <br> own and operate a coal gasification electric power facility. Own <br> and operate a uranium enrichment facility. |
| Clear Skies <br> Solar <br> Holdings, LLC | United States | United States | $11 / 15 / 2012$ |
| Clear Skies <br> Solar, LLC | Holding company for Clear Skies Solar, LLC. |  |  |
| Colonial Eagle <br> Solar, LLC | United States | $11 / 15 / 2012$ | Parent company that will hold 9 solar project companies. |

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| CS Murphy <br> Point, LLC | United States | $1 / 12 / 2010$ | Project company which owns and is developing and constructing <br> a 998 kilowatt (DC) solar PV electric generation facility located <br> on a site in Notla Township, Cherokee County, NC at Wingate <br> Road, Murphy, NC 28906. |
| :--- | :--- | :--- | :--- |
| CSCC <br> Holdings <br> Limited <br> Partnership | West Indies | $5 / 17 / 2002$ | Canadian entity that previously held 50\% ownership interests in <br> Compania de Servicios de Compresion de Campeche S.A. de <br> C.V. Since the transfer of the Campeche platform to Pemex in <br> August 2007, this company is now dormant and on hold for <br> liquidation. |
| CTE <br> Petrochemical <br> s Company | Cayman Islands | $1 / 27 / 1981$ | Cayman partnership 50\% owned by Texas Eastern Arabian Ltd. <br> (Duke entity) and 50\% owned by sub of Duke's partner, Celanese <br> Corporation. CTE is the holding company for 50\% interest in <br> National Methanol Company, a methanol project in Saudi <br> Arabia and JV with SABIC. |
| D/FD <br> Holdings, LLC | United States | Brazil | Holding company for previous D/FD companies. |
| D/FD <br> International <br> Services Brasil <br> Ltda. | $12 / 15 / 2005$ | Formed to be the contracting entity for the DI Project (and <br> possibly other projects) in Brazil. |  |
| D/FD <br> Operating <br> Services LLC | United States | $3 / 7 / 1996$ | Onited States |
| DATC <br> Holdings Path <br> 15, LLC | Unitheration of electric generating plant. |  |  |
| DATC <br> Midwest <br> Holdings, LLC | United States | $10 / 16 / 2002$ | This company was part of a group of companies DATC acquired <br> from Atlantic Power Transmission, Inc. Through these <br> companies, DATC owns 72\% of the transmission system rights <br> in the Path 15 transmission project, which is an 84-mile, <br> $500-k i l o v o l t ~ t r a n s m i s s i o n ~ l i n e ~ i n ~ c e n t r a l ~ C a l i f o r n i a . ~$ |
| DATC Path 15 <br> Transmission, | United States | Holding company for DATC operating companies which will <br> own and operate commercial transmission projects in the <br> Midwest. |  |

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| LLC |  |  | companies, DATC owns $72 \%$ of the transmission system rights in the Path 15 transmission project, which is an 84-mile, 500-kilovolt transmission line in central California. |
| :---: | :---: | :---: | :---: |
| DATC Path 15, LLC | United States | 10/16/2002 | This company was part of a group of companies DATC acquired from Atlantic Power Transmission, Inc. Through these companies, DATC owns $72 \%$ of the transmission system rights in the Path 15 transmission project, which is an 84-mile, 500 -kilovolt transmission line in central California. |
| DE Nuclear Engineering, Inc. | United States | 3/17/1969 | Nuclear Engineering Services. |
| DEGS O\&M, LLC | United States | 8/30/2004 | To operate and maintain several facilities owned by subsidiaries of KGen, LLC. |
| DEGS of Narrows, LLC | United States | 3/17/2003 | Formed for the purpose of operating, maintaining and managing the existing utility system at the Celanese acetate manufacturing facility located in Narrows, Virginia. |
| DEGS Wind Supply II, LLC | United States | 8/26/2008 | To procure wind turbine generators from General Electric for projects under development by DEGS Wind I, LLC, and its affiliates. |
| DEGS Wind Supply, LLC | United States | 12/11/2007 | The purpose of the Company is to engage in any activity for which limited liability companies may be organized in the State of Delaware. |
| DETMI Management, Inc. | United States | 6/21/1994 | Holding company. |
| Dixilyn-Field (Nigeria) Limited | Nigeria | 11/14/1977 | Inactive, but still on the books. |
| Dixilyn-Field Drilling <br> Company | United States | 1/31/1977 | Inactive, but still on the books. |
| Dogwood | United States | 9/12/2012 | Solar project located near Scotland Neck, Halifax County, NC. |

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| Solar, LLC |  |  | Project company will hold solar assets for tax credit purposes. |
| :---: | :---: | :---: | :---: |
| DS <br> Cornerstone LLC | United States | 4/5/2012 | Joint Venture company formed to engage in developing, constructing, owning, financing, refinancing, selling or otherwise disposing of, operating, maintaining, improving and managing either or both of the Cimarron Windpower II or the Ironwood Windpower Project companies. |
| DTMSI <br> Management Ltd. | Canada | 9/17/2009 | Holding Company. |
| Duke Energy ACP, LLC | United States | 08/27/2014 | Will hold an investment in a joint venture LLC that will develop, construct, own and operate natural gas pipeline. |
| Duke Energy Americas, LLC | United States | 7/2/2004 | Holding Company. |
| Duke Energy Arabian Limited | Gibraltar | 1/26/2015 | Holding Company. |
| Duke Energy Beckjord Storage LLC | United States | 9/4/2013 | Own and operate battery storage project. |
| Duke Energy Beckjord, LLC | United States | 5/31/2012 | Owns and operates a generation facility. |
| Duke Energy Brazil Holdings I, C.V. | Brazil | 1/19/2015 | Brazilian limited partnership acting as a holding company in Duke Energy International's legal structure. |
| Duke Energy <br> Brazil <br> Holdings II, C.V. | Brazil | 1/19/2015 | Brazilian limited partnership acting as a holding company in Duke Energy International's legal structure. |
| Duke Energy Business | United States | 11/18/1998 | Management Services. |

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| Services LLC <br> Cuke Energy <br> Plant <br> Operations, <br> LLC <br> Duke Energy <br> Carolinas, <br> LLC <br> United States <br> United States | $5 / 29 / 2001$ | Performs the operations and maintenance and provides other <br> plant services for power generation <br> and energy facilities. |  |
| :--- | :--- | :--- | :--- |
| Duke Energy <br> China Corp. | United States | $11 / 27 / 1963$ | The production, transmission, distribution, and sale of electricity <br> in North and South Carolina <br> ( |
| Duke Energy <br> Clean Energy <br> Resources, <br> LLC | United States | $8 / 13 / 1976$ | Corporate staff operations; General Partner (1\%) in PanEnergy <br> Services Limited Partnership. |
| Duke Energy <br> Commercial <br> Enterprises, <br> Inc. | United States | $9 / 09 / 2016$ | Engage in rooftop solar leasing in South Carolina. |
| Duke Energy <br> Corporate <br> Services, Inc. | United States | $10 / 08 / 1992$ | Duke Energy Commercial Enterprises, Inc. (f/k/a Cinergy <br> Capital \& Trading, Inc.) is engaged in <br> the business of marketing energy commodities at wholesale. |
| Duke Energy <br> Corporation | United States | $6 / 26 / 2008$ | Serves as the holding company to Duke Energy Business <br> Services LLC. |
| Duke Energy <br> Florida Project <br> Finance, LLC | United States | $5 / 3 / 2005$ | Holding Company. |
| Duke Energy <br> Florida <br> Receivables <br> LLC | United States | $1 / 05 / 2016$ | Holding Company. |
| Duke Energy | United States | $1 / 27 / 2014$ | Receivables Financing Company. |

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| Florida Solar <br> Solutions, <br> LLC |  |  | and contract to sell the generation output to consumers. |
| :--- | :--- | :--- | :--- |
| Duke Energy <br> Florida, <br> Inc. | United States | $07 / 18 / 1899$ | The production, generation, transmission, distribution, and sale <br> of electricity in Florida. |
| Duke Energy <br> Generating <br> S.A. | Argentina | $3 / 11 / 1992$ | Argentine holding company for Duke's $90.87 \%$ interest in Duke <br> Energy Cerros S.A., an <br> Argentine company which serves as the operator for both <br> facilities in Argentina: Alto Valle and Palanicia Banderita. |
| Duke Energy <br> Generation <br> Services, Inc. | United States | $6 / 2 / 2000$ | Develops, acquires, owns and operates certain energy-related <br> businesses, formerly conducted by <br> Cinergy Solutions Holding Company, Inc. |
| Duke Energy <br> Global <br> Investments, <br> LLC | United States | $11 / 24 / 1972$ | Holding company with investment in international ventures. |
| Duke Energy <br> Group <br> Holdings, LLC | United States | $4 / 29 / 2005$ | Delaware limited liability company which holds the $100 \%$ <br> ownership interest in Duke Energy Group, LLC. |
| Duke Energy <br> Group, LLC | United States | $12 / 22 / 1987$ | Delaware limited liability company with interests in Duke's <br> international companies involved <br> with electric power projects and marketing of electric power. |
| Duke Energy <br> Indiana, Inc. | United States | The production, transmission, distribution, and sale of electricity <br> in north central, central, and <br> southern Indiana. |  |
| Duke Energy <br> Industrial <br> Sales, LLC | United States | The purpose of this entity is to engage in the sale of coal and <br> other supplies to industrial <br> companies. |  |
| Duke Energy <br> International <br> (Europe) <br> Holdings ApS | Denmark | Danish holding company slated for dissolution pending <br> dissolutions of its UK subsidiaries. |  |

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| Duke Energy <br> International <br> Argentina <br> Marketing/Tra <br> ding <br> (Bermuda) <br> Ltd. | Bermuda | $2 / 3 / 1999$ | Bermuda entity slated for dissolution. |
| :--- | :--- | :--- | :--- |
| Duke Energy <br> International <br> Asia Pacific <br> Ltd. | Bermuda | $8 / 24 / 2001$ | Bermuda holding company slated for dissolution pending <br> liquidation of its subsidiaries. |
| Duke Energy <br> International <br> Brazil <br> Holdings- Ltd. | Bermuda | $10 / 22 / 2001$ | Bermuda holding company for Duke Energy International's <br> assets in Brazil. |
| Duke Energy <br> International | Bermuda | $2 / 24 / 1999$ | Bermuda holding entity for Duke Energy International's assets in <br> El Salvador.- |
| El Salvador <br> Investments <br> No. 1 Ltd |  | $11 / 30 / 2007$ | Bermuda holding company for all of Duke Energy International's <br> interests in Latin America. |
| Duke Energy <br> International <br> Group, Ltd. | Bermuda |  |  |
| Duke Energy <br> International <br> Holding <br> S.á.r.l. | Luxembourg |  | $10 / 01 / 2015$ |
| Duke Energy <br> International <br> Holding, Ltd. | Bermuda | Luxembourg holding company for Duke Energy International's <br> interests in Latin America. |  |
| Duke Energy <br> International <br> Latin America, | Luxembourg | $11 / 30 / 2007$ | Holding company: |

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| S.á.r.l. - <br> U.S.Branch |  |  |  |
| :--- | :--- | :--- | :--- |
| Duke Energy <br> International <br> Latin America, <br> Ltd. | Bermuda | $8 / 4 / 1999$ | Bermuda holding company for all of Duke Energy International's <br> interests in Latin America. |
| Duke Energy <br> International <br> Mexico <br> Holding <br> Company <br> I, S. de R.L. de <br> C.V. | Mexico | $6 / 2 / 2009$ | Mexican holding company used for various transactions within <br> Duke Energy International. |
| Duke Energy <br> International <br> Netherlands <br> Financial <br> Services B.V. | Netherlands | $4 / 20 / 2000$ | Dutch entity used for various financial transactions within DEI. |
| Duke Energy <br> International | Bermuda |  |  |
| Peru <br> Investments <br> No. 1, Ltd. |  | $8 / 9 / 1999$ | Bermuda holding entity for the Peruvian companies. |
| Duke Energy <br> International <br> PJP Holdings, <br> Ltd. | Bermuda | $2 / 24 / 1999$ | Bermuda entity slated for dissolution: |
| Duke Energy <br> International <br> Uruguay <br> Holdings, LLC | United States | Uruguay | $10 / 16 / 2003$ |
| Duke Energy <br> International |  | Uruguayan limited liability holding entity for Duke Energy's assets <br> in Argentina and Ecuador. |  |

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| Uruguay Investments, S.R.L. |  |  |  |
| :---: | :---: | :---: | :---: |
| Duke Energy International, LLC | United States | 9/18/1997 | Delaware parent/holding company for all of the DEI subsidiaries. |
| Duke Energy Kentucky, Inc. | United States | 3/20/1901 | The transmission, distribution, and sale of electricity energy and the sale and transportation of natural gas in northern Kentucky. |
| Duke Energy Luxembourg I, S.á.r.l. | Luxembourg | 12/15/2014 | The corporate purpose of the Company is the holding of participations, in any form whatsoever, in other Luxembourg or foreign companies, the acquisition by purchase, subscription, or in any manner as well as the transfer by sale, exchange or otherwise of stocks, bonds, debentures, notes and other securities of any kind, and the ownership, administration and management of its portfolio. The Company may also hold interests in partnerships. |
| Duke Energy <br> Luxembourg <br> II, <br> S.á.r.l. | Luxembourg | 12/15/2014 | The corporate purpose of the Company is the holding of participations, in any form whatsoever, in other Luxembourg or foreign companies, the acquisition by purchase, subscription, or in any manner as well as the transfer by sale, exchange or otherwise of stocks, bonds, debentures, notes and other securities of any kind, and the ownership, administration and management of its portfolio. The Company may also hold interests in partnerships. |
| Duke Energy Luxembourg III, S.á.r.l. | Luxembourg | 12/15/2014 | The corporate purpose of the Company is the holding of participations, in any form whatsoever, in other Luxembourg or foreign companies, the acquisition by purchase, subscription, or in any manner as well as the transfer by sale, exchange or otherwise of stocks, bonds, debentures, notes and other securities of any kind, and the ownership, administration and management of its portfolio. The Company may also hold interests in partnerships. |
| Duke Energy Luxembourg IV, | Luxembourg | 12/15/2014 | The corporate purpose of the Company is the holding of participations, in any form whatsoever, in other Luxembourg or foreign companies, the acquisition by purchase, subscription, or in |

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| S.á.r.l. |  |  | any manner as well as the transfer by sale, exchange or otherwise of stocks, bonds, debentures, notes and other securities of any kind, and the ownership, administration and management of its portfolio. The Company may also hold interests in partnerships. |
| :---: | :---: | :---: | :---: |
| Duke Energy Marketing America, LLC | United States | 1/03/2001 | Energy marketing and energy management for unregulated merchant energy facilities of Duke Energy North America, LLC. |
| Duke Energy Merchants, LLC | United States | 4/23/1999 | Provides financial, risk management and asset management services to producers, transporters and users of global energy commodities and derivative products such as crude oil, refined products, <br> LPGs, residual fuels, coal, and fertilizer. |
| Duke Energy North <br> America, LLC | United States | 9/18/1997 | Development, ownership, and operation of energy facilities. |
| Duke Energy Ohio, Inc. | United States | 4/03/1837 | Engaged in the production, transmission, distribution and sale of electricity and the sale and transportation of natural gas in the southwestern portion of Ohio. |
| Duke Energy One, Inc. | United States | 9/5/2000 | Sells electric-related services to customers. |
| Duke Energy <br> Pipeline <br> Holding <br> Company, <br> LLC | United States | 08/27/2014 | Holding company for natural gas pipeline joint ventures. |
| Duke Energy <br> Progress <br> Receivables <br> LLC | United States | 10/16/2013 | Receivables financing company. |
| Duke Energy Progress, Inc. | United States | 4/6/1926 | The production, transmission, distribution, and sale of electricity in North and South Carolina |
| Duke Energy Receivables | United States | 7/16/2003 | Receivables finance company |

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| Finance <br> Company, <br> LLC |  |  |  |
| :--- | :--- | :--- | :--- |
| Duke Energy <br> Registration <br> Services, Inc. | United States | $11 / 18 / 1998$ | Manages the brand protection of Duke Energy Corporation. |
| Duke Energy <br> Renewable <br> Services, LLC | United States | $10 / 22 / 2012$ | To acquire and hold the Outland Energy onsite wind operating and <br> maintenance business and to hold other renewable operating and <br> maintenance service businesses as well. |
| Duke Energy <br> Renewables <br> Commercial, <br> LLC | United States | $12 / 16 / 2014$ | This entity will be the long-term owner of beyond-the-meter <br> commercial solar assets that are developed by REC Solar <br> Commercial Corporation, an interest in which is being acquired <br> through Project Caravan, and which will be the seller of the power <br> output under PPAs between the entity and the commercial <br> customer |
| Duke Energy <br> Renewables <br> Holding <br> Company, <br> LLC | United States | $10 / 24 / 1994$ | After converting to a DE LLC in 2015 from a DE corporation f/k/a <br> Cinergy Investments, Inc., this company remains a non-utility <br> subsidiary holding company that holds the majority of both Duke <br> Energy Renewables and Cinergy's domestic non-utility businesses. |
| Duke Energy <br> Renewables <br> NC Solar, LLC | United States | $2 / 25 / 2010$ | To serve as a holding company for multiple solar project <br> companies. |
| Duke Energy <br> Renewables <br> Solar, LLC | United States | $5 / 13 / 2010$ | To serve as a holding company to hold all solar projects of Duke <br> Energy Generation Services Holding Company, Inc. other than <br> those in North Carolina. |
| Duke Energy <br> Renewables <br> Wind, LLC | United States | Holding Company for project companies which will develop wind <br> assets. |  |
| Duke Energy <br> Renewables, <br> Inc. | United States | $2 / 11 / 1997$ | Markets an array of energy-related products and services and <br> develops, acquires, owns and operates certain energy-related <br> projects. |
| Duke Energy | United States | Organized and operated exclusively for charitable and educational |  |

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| Retiree <br> Service Club |  |  |
| :--- | :--- | :--- |
| Duke Energy <br> Royal, LLC | United States | purposes, including providing opportunities for retired employees <br> of Duke Energy to serve their communities by volunteering with <br> other local Section 501(c) (3) organizations. |
| Duke Energy <br> Sabal Trail, <br> LLC | United States | $3 / 13 / 2002$ |
| Duke Energy <br> SAM, LLC | United States | $2 / 06 / 2015$ |
| Duke Energy <br> Services <br> Canada ULC | Canada | Will hold an investment in a joint venture that will develop, <br> construct, own and operate natural gas pipelines. |
| Duke Energy <br> Services, Inc. | United States | $9 / 17 / 2009$ |
| Duke Energy <br> Trading and <br> Marketing, <br> L.L.C. | United States | $6 / 8 / 1959$ |
| Duke Energy <br> Transmission | United States | Purchasing, selling and marketing natural gas, electric power and <br> other energy products. |
| Holding <br> Company, <br> LLC | $7 / 10 / 1996$ | Market natural gas, electricity and other energy related <br> commodities. |
| Duke Energy <br> Vermillion II, <br> LLC | United States | $7 / 16 / 2008$ |
| Duke <br> Investments, <br> LLC | United States | Holding company for transmission joint venture. |
| Duke Project <br> Services, Inc. | United States | $7 / 1 / 1966$ |
| Duke Supply | United States | $8 / 10 / 2000$ |

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| Network, LLC |  |  | activity. |
| :--- | :--- | :--- | :--- |
| Duke <br> Technologies, <br> Inc. | United States | $7 / 26 / 2000$ | A holding company for various Cinergy investments and <br> initiatives. |
| Duke Ventures <br> II, LLC | United States | $9 / 1 / 2000$ | The Company may carry on any lawful business, purpose or <br> activity. |
| Duke Ventures <br> Real Estate, <br> LLC | United States | $6 / 9 / 2009$ | Holder/owner of real property currently owned by Duke Ventures, <br> LLC. |
| Duke <br> Ventures, LLC | United States | $12 / 19 / 2000$ | Holding company. |
| Duke/Fluor <br> Daniel | United States | $9 / 1 / 1997$ | Engineering activities to coal fired plants. |
| Duke/Fluor <br> Daniel <br> Caribbean, <br> S.E. | Puerto Rico | $12 / 6 / 1996$ | Execution of an engineering, procurement and construction <br> services agreement between the partnership and AES Puerto Rico, <br> L.P. |
| Duke/Fluor <br> Daniel El <br> Salvador S.A. <br> de C.V. | El Salvador | $9 / 1 / 1994$ | Currently dormant. <br> Provides engineering, construction and operation services inside <br> the U.S. to coal fired electric plants outside the U.S. |
| Duke/Fluor <br> Daniel <br> International | United States | United States | Coal -fired generating plant services. <br> Duke/Fluor <br> Daniel <br> International <br> Services |
| Duke/Fluor <br> Daniel <br> International <br> Services <br> (Trinidad) Ltd. | Trinidad and Tobago | $12 / 3 / 1998$ | Execution of an engineering, procurement and construction <br> services agreement between Duke/Fluor Daniel International <br> Services (partnership) and InCOGEN Limited. |

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| Duke-America <br> n <br> Transmission <br> Company, <br> LLC | United States | 4/11/2011 | The Company is organized for the purpose of evaluating, analyzing and assessing potential Projects transmission facilities to determine whether such potential Projects can be authorized, constructed, owned and operated on a profitable basis, and for any purposes and activities necessary, convenient, or incidental to the conduct, promotion, or attainment of such purpose. |
| :---: | :---: | :---: | :---: |
| Duke-Reliant Resources, Inc. | United States | 1/14/1998 | Holds Cinergy's investment in Reliant Services, LLC. |
| Eastman Whipstock do Brasil Ltda. | Brazil | 5/21/1979 | Dormant entity. |
| Eastman Whipstock, S.A. | Argentina | 10/14/1981 | Dormant. |
| Eastover Land Company | United States | 6/30/1970 | Entity created for purposes of holding the land for Eastover Mining. |
| Eastover Mining Company | United States | 7/15/1970 | Mining company. |
| Emerald State Solar, LLC | United States | 4/18/2016 | Holding Company. |
| Encycle Corporation | Canada |  |  |
| Energy <br> Pipelines <br> International <br> Company | United States | 4/28/1975 | Engineering \& Management Services. |
| EP3 L.L.C. | United States | 10/10/1997 | International marketing alliance for development of power generation projects. |
| Equinox Vermont Corporation | United States | 5/1/1990 | Non-regulated ownership of biomass and cogeneration facilities in Vermont and Maine. |

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| ESG <br> Engineering <br> Corp. | United States | $12 / 27 / 1966$ | Construction and Engineering Services. |
| :--- | :--- | :--- | :--- |
| Everetts <br> Wildcat Solar, <br> LLC | United States | $09 / 25 / 2014$ | To construct, own and operate a 5 mw ac solar photovoltaic electric <br> generating facility in Martin County, NC. |
| First Partners <br> Corporate <br> Limited <br> Partnership II | United States | $12 / 2 / 1996$ | Real Estate Investments. |
| Fresh Air <br> Energy X, <br> LLC | United States | $4 / 03 / 2014$ | Twenty (20) megawatt (ac) solar photovoltaic project located near <br> Shawboro Road in Currituck county, North Carolina. |
| Frontier <br> Windpower, <br> LLC | United States | $8 / 21 / 2015$ | To hold the development assets of the Frontier City Windpower <br> project, which is under development in Oklahoma. |
| Frontier <br> Windpower II, <br> LLC | United States | $11 / 18 / 2015$ | To hold certain leases and easements associated with Phase II of the <br> Frontier City wind project that will be assigned by Frontier <br> Windpower, LLC. |
| Florida <br> Progress <br> Funding <br> Corporation | United States | $3 / 18 / 1999$ | Obtains financing for Florida Progress Corporation and its direct <br> and indirect subsidiaries and serves as depositor of statutory <br> business trusts through which securities are issued. |
| Free State <br> Windpower, <br> LLC | United States | $2 / 1 / 2012$ | Serves as a holding company to facilitate the financing of the <br> Ironwood and Cimarron Windpower II wind facilities. |
| Garysburg <br> Solar LLC | United States | $10 / 08 / 2013$ | Five MW (ac) Solar PV electric generating facility in Garysburg, <br> North Carolina (Northampton County) |
| Gaston Solar <br> LLC | United States |  |  |
| Developing a ground-mounted, fixed tilt 5 MW (ac) solar PV |  |  |  |
| County generating facility located in Gaston, NC in Northampton |  |  |  |$|$| Construct and develop a 6/1 megawatt (DC) solar photovoltaic |
| :--- |
| electric generation project located in the Solar Zone of the Univ of |,

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|  |  |  | AZ Tech Park in Tucson, AZ |
| :---: | :---: | :---: | :---: |
| Green Frontier Windpower Holdings, LLC | United States | 2/22/2010 | Holding company formed for the purpose of financing a portfolio of wind energy project companies. |
| Green Frontier Windpower, LLC | United States | 5/13/2010 | To serve as a holding company to hold certain wind power project companies that would be financed by Duke on a portfolio basis. |
| Greenville Gas and Electric <br> Light and <br> Power <br> Company | United States | 01/28/1861 | This corporation shall have for its object the manufacture of gas, and the generating of electricity to be sold for lighting, heating, and all other purposes for which gas and electricity or either of them may be used. The corporation also preserves property rights. |
| Grid <br> Assurance <br> LLC | United States | 2/18/2015 | Supplier of electrical equipment and services to utilities. |
| Grove Arcade Restoration LLC | United States | 11/29/1999 | Restoration of Public Market. |
| Happy Jack Windpower, LLC | United States | 10/27/2006 | Owner of all the assets that comprise the 29.4 MW Happy Jack Windpower Project being developed in Cheyenne, Wyoming. |
| Hardy Storage Company, LLC | United States | 3/12/2004 | A FERC regulated liquefied natural gas storage facility. |
| HGA <br> Development, LLC | United States | 12/9/1999 | Real Estate Investments. |
| Highlander Solar 1, LLC | United States | 9/3/2010 | Project company that owns, constructs and is developing a 14.6 MW (DC) ( 12 MW (ac)) solar PV electric generating facility located near the city of Twentynine Palms, CA. |
| Highlander Solar 2, LLC | United States | 9/3/2010 | Project company that owns, constructs and is developing a 11 MW (DC) 9 MW (ac)) solar PV electric generating facility located near the city of Twentynine Palms, CA. |

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| LLC |  |  |  |
| :--- | :--- | :--- | :--- |
| Kinetic <br> Ventures II <br> LLC | United States | $12 / 15 / 1999$ | Real Estate Investments. |
| Kit Carson <br> Windpower II <br> Holdings, LLC | United States | $7 / 24 / 2013$ | Serves as a holding company for the interests of the Kit Carson <br> Windpower II project company. |
| Kit Carson <br> Windpower II, <br> LLC | United States | $7 / 24 / 2013$ | Project company that will develop, construct, commercialize, <br> operate and maintain a 100 MW wind facility located in Kit Carson <br> County, CO. |
| Kit Carson <br> Windpower, <br> LLC | United States | $6 / 23 / 2009$ | To develop, construct, own and operate a 51 MW wind farm <br> facility located in Kit Carson County, Colorado. |
| KO <br> Transmission <br> Company | United States | $12 / 14 / 2004$ | Limited Liability Company that owns and is developing and <br> operating a wind powered electricity generation facility in <br> Pennsylvania. |
| Laurel Hill <br> Wind Energy, <br> LLC | United States | Engaged in the transportation of natural gas in interstate commerce <br> between Kentucky and Ohio. |  |
| Long Farm 46 <br> Solar, LLC | United States | Solar Energy Project in Garysburg, NC. |  |
| Longboard <br> Solar, LLC | United States | $6 / 22 / 2014$ | $1 / 27 / 2011$ |
| Los Vientos <br> Windpower IA <br> Holdings, LLC | United States | Serve as a holding company for the project company that will hold <br> Phase I of the Los Vientos Windpower project. |  |
| Los Vientos <br> Windpower <br> IA, LLC | United States | $1 / 27 / 2011$ | Special purpose entity to hold Phase I of the Los Vientos <br> Windpower project. |
| Los Vientos <br> Windpower IB | United States | To serve <br> Windpower phase IB project company. |  |


| Holdings, LLC |  |  |
| :--- | :--- | :--- |
| Los Vientos <br> Windpower <br> IB, LLC | United States | $7 / 11 / 2011$ |
| Los Vientos <br> Windpower III <br> Holdings, LLC | United States | To own development rights, and ultimately to construct, own and <br> operate the approximately 200 MW Phase IB of the Los Vientos <br> Windpower project near Harlingen, TX. |
| Los Vientos <br> Windpower <br> III, LLC | United States | $7 / 24 / 2013$ |
| Los Vientos <br> Windpower IV <br> Holdings, LLC | United States | Serves as a holding company for the interests of the Los Vientos <br> Windpower III project company. |
| Los Vientos <br> Windpower <br> IV, LLC | United States | $7 / 24 / 2013$ |
| Los Vientos <br> Windpower V <br> Holdings, LLC | United States | Project company that will develop, construct, commercialize, <br> operate and maintain Phase III of the Los Vientos Windpower <br> project. |
| Los Vientos <br> Windpower V, <br> LLC | United States | Serves as a holding company for the interests of the Los Vientos <br> Windpower IV project company. |
| Louisiana <br> Energy <br> Services, LLC | United States | $7 / 24 / 2013$ |
| Martins Creek <br> Solar NC, LLC | United States | Project company that will develop, construct, commercialize, <br> operate and maintain Phase IV of the Los Vientos Windpower <br> project. |
| Serves as a holding company for the interests of the Los Vientos <br> Windpower V project company. |  |  |
| Maxey Flats <br> Site IRP LLC | United States | $4 / 24 / 2013$ |
| McDonald <br> Corporate Tax | United States | Project company that will develop, construct, commercialize, <br> operate and maintain Phase V of the Los Vientos Windpower <br> project. |

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| Credit Fund, L.P. |  |  |  |
| :---: | :---: | :---: | :---: |
| MCP, LLC | United States | 8/18/2000 | Owner of record of the land on which the Mill Creek Combustion Turbine Station sits in Cherokee County, South Carolina. |
| Mesquite Creek Wind LLC | United States | 9/12/2008 | Wind power project company located near Lamesa, TX serving Mars, Inc. (Global food (candy) manufacturer) |
| Miami Power Corporation | United States | 3/25/1930 | Owns an electric transmission line in Indiana. |
| Murphy Farm Power, LLC | United States | 1/27/2010 | Owns and is developing and constructing a 998 kilowatt (DC) solar PV electric generation facility located on a site in Culberson, NC. |
| National <br> Corporate Tax <br> Credit Fund <br> VI, a <br> California <br> Limited <br> Partnership | United States | 4/19/1996 | Investment in affordable housing. |
| National <br> Methanol <br> Company <br> (IBN SINA) | Saudi Arabia | 5/23/1981 | A joint venture with SABIC for the operation of a methanol production plant in Saudi Arabia. 50\% held by SABIC and 50\% held by CTE Petrochemicals Company (Duke's partnership with Celanese). |
| Nemaha Windpower, LLC | United States | 2/3/2017 |  |
| North Allegheny Wind, LLC | United States | 5/31/2006 | Single purpose entity which owns and operates a 70 MW wind generating facility in Blair and Cambria Counties, Pennsylvania. |
| North Carolina <br> Renewable <br> Properties, <br> LLC | United States | 6/3/2010 | Solar project company which owns and is developing and constructing a 998 kilowatt (DC) solar PV electric generation facility in Cherokee County, NC, at a site located at 480 Holiness Church Rd, Murphy, NC. |
| NorthSouth | United States | 6/15/2012 | A captive insurance company. |

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| Insurance <br> Company <br> Limited |  |  |  |
| :---: | :---: | :---: | :---: |
| Notrees Windpower, LP | United States | 9/30/2005 | Owner of all the assets that comprise that Notrees Windpower Project being developed in Ector and Winkler Counties, Texas. |
| Ocotillo Windpower, LP | United States | 12/22/2004 | Owner of all the assets that comprise the 58.8 MW Ocotillo Windpower Project being developed near Big Spring, Texas. |
| PanEnergy Corp. | United States | 1/26/1981 | Parent Company. |
| Path 15 <br> Funding KBT, LLC | United States | 3/31/2003 | This company was part of a group of companies DATC acquired from Atlantic Power Transmission, Inc. Through these companies, DATC owns $72 \%$ of the transmission system rights in the Path 15 transmission project, which is an 84 -mile, 500 -kilovolt transmission line in central California. |
| Path 15 <br> Funding TV, <br> LLC | United States | 11/16/2004 | This company was part of a group of companies DATC acquired from Atlantic Power Transmission, Inc. Through these companies, DATC owns $72 \%$ of the transmission system rights in the Path 15 transmission project, which is an 84 -mile, 500 -kilovolt transmission line in central California. |
| Path 15 Funding, LLC | United States | 12/27/2002 | This company was part of a group of companies DATC acquired from Atlantic Power Transmission, Inc. Through these companies, DATC owns $72 \%$ of the transmission system rights in the Path 15 transmission project, which is an 84 -mile, 500 -kilovolt transmission line in central California. |
| Peak Tower, LLC | United States | 2/26/2010 | Real Estate Rental. |
| Peru Energy <br> Holdings, LLC | United States | 10/26/1995 | Delaware holding company which holds $99 \%$ in Gas Integral SRL (Peru) with regard to the Aguaytia project in Peru. |
| Phoenix Energy | United States | 12/30/2008 | Provides enterprise energy management and information software systems to commercial businesses using a software as a service, or |

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| Technologies, Inc. |  |  | SaaS, business model. Phoenix's platform system can save customers up to $10 \%$ on their energy bills and can serve as the base for an expanded distributed energy offering. |
| :---: | :---: | :---: | :---: |
| PHX <br> Management <br> Holdings, LLC | United States | 10/15/2015 | Holding company that holds majority ownership interests in Phoenix Energy Technologies, Inc. |
| Piedmont ACP Company, LLC | United States | 08/27/2014 | Holds Piedmont's 7\% interest in Atlantic Coast Pipeline, LLC. |
| Piedmont Constitution Pipeline Company, LLC | United States | 11/08/2012 | Sole asset is its ownership of $24 \%$ of the membership interests in Constitution Pipeline Company, LLC. |
| Piedmont ENCNG <br> Company, LLC | United States | 05/07/2003 | Owns $100 \%$ of the membership interests in Piedmont ACP Company, LLC. |
| Piedmont Energy Company | United States | 01/11/1994 | A "shell" and has no assets, it used to be a member of SouthStar Energy, but Piedmont divested of that holding upon being acquired by Duke Energy Corporation. |
| Piedmont <br> Energy <br> Partners, Inc. | United States | 01/30/1996 | A subsidiary holding company whose sole purpose is to own interests in each of Piedmont Constitution Pipeline Company, LLC, Piedmont Energy Company, Piedmont Interstate Pipeline Company, and Piedmont Intrastate Pipeline Company. |
| Piedmont Hardy Storage Company, LLC | United States | 07/22/2004 | Holds Piedmont's 50\% interest in Hardy Storage Company, LLC. |
| Piedmont Interstate Pipeline Company | United States | 09/08/1992 | Holds Piedmont's 45\% interest in Pine Needle LNG Company, LLC. |

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| Piedmont <br> Intrastate <br> Pipeline <br> Company | United States | 04/04/1994 | Holds Piedmont's $21.49 \%$ interest in Cardinal Pipeline Company, LLC. |
| :---: | :---: | :---: | :---: |
| Piedmont <br> Natural Gas <br> Company, Inc. | United States | 12/14/1993 | Transport, store, buy, manufacture, produce or in any manner acquire, sell, exchange, deliver, distribute, dispose of, trade and deal in natural or manufactured gas or a mixture of both or their by-products and residual products; to construct, build, purchase, lease, equip or otherwise acquire and to hold, own, operate, improve, develop, manage and maintain pipe lines or systems of pipe lines for the transmission of natural gas; to purchase, build, construct, develop, improve, acquire, own, hold, lease, operate, manage and maintain works or facilities for the manufacture, production, accumulation and distribution of natural or manufactured gas or a mixture of both or their by-products and residual products, together with all such buildings, pipe lines, mains, machinery, including compressor units and compressor stations, apparatus, appliances, facilities, rights of way, easements, rights, privileges, and all such real and personal property as may be necessary, useful or convenient to the production, acquisition, storage and distribution of the aforesaid products. |
| Piedmont <br> Venture <br> Partners <br> Limited <br> Partnership | United States | 10/3/1996 | Venture capital firm created to invest in high-technology and biotechnology (including clean energy) private start-up companies in the research triangle (Raleigh, Durham and Chapel Hill) of NC and the Southeast. Currently in bankruptcy proceedings. |
| PIH Tax Credit Fund III, Inc. | United States | 4/18/2001 | Holds Investments in Affordable Housing Fund. |
| PIH Tax Credit Fund IV, Inc. | United States | 4/18/2001 | Holds Investments in Affordable Housing Fund. |
| PIH Tax | United States | 4/18/2001 | Holds Investments in Affordable Housing Fund. |

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| Credit Fund V, Inc. |  |  |  |
| :---: | :---: | :---: | :---: |
| PIH, Inc. | United States | 8/12/1997 | Holding Company for investments in affordable housing projects. |
| Pine Needle LNG Company | United States | 8/08/1995 | A FERC regulated liquefied natural gas storage facility. |
| Pioneer Transmission, LLC | United States | 7/31/2008 | Joint Venture company formed to engage in developing, constructing, owning transmission lines. |
| Powerhouse Square, LLC | United States | 1/13/1998 | Real Estate Investments. |
| PRAIRIE, LLC | United States | 10/29/1998 | Real Estate Investments. |
| Progress Capital Holdings, Inc. | United States | 5/17/1988 | Downstream holding company for Florida Progress subsidiaries, except Florida Power Corporation; Provides financing to subsidiaries. |
| Progress Energy EnviroTree, Inc. | United States | 12/22/2003 | Formed to hold a 5\% interest in Power Tree Carbon Company, LLC, a consortium of utilities with the purpose of generating credits similar to Emission Allowance Credits through tree planting projects designed to reduce carbon dioxide emissions and global warming. |
| Progress <br> Energy <br> Service <br> Company, LLC | United States | 7/12/2000 | Management Services. |
| Progress Energy, Inc. | United States | 8/19/1999 | Holding Company. |
| Progress Fuels Corporation | United States | 3/30/1976 | Procurement and transportation of coal and other bulk cargoes, railcar repair and marine transportation services. |
| Progress Materials, Inc. | United States | 8/18/1986 | To commercialize and manufacture Aardelite and operate Progress Environmental Laboratories. |
| Progress | United States | 12/7/1999 | Holder of membership interests in limited liability companies that |

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| Synfuel <br> Holdings, Inc. |  |  | own and/or operate synthetic coal plants. |
| :--- | :--- | :--- | :--- |
| Progress <br> Telecommuni- <br> cations <br> Corporation | United States | $10 / 15 / 1998$ | Operate wholesale telecommunication services throughout the state <br> of Florida. |
| Proyecto de <br> Autoabastecim <br> iento La Silla, <br> S. de R.L. de <br> C.V. | Mexico | $6 / 2 / 2009$ | Mexican holding company <br> used for various transactions within Duke Energy International. |
| PT Attachment <br> Solutions, <br> LLC | United States | $2 / 16 / 2006$ | Telecommunication Services. |
| PT Holding <br> Company LLC | United States | $1 / 17 / 2006$ | Wireless Services. <br> Pumpjack <br> Solar I, LLC United States |
| Raleigh-Caro <br> Home/WCK, <br> LLC | United States | $10 / 26 / 1999$ | Develop, finance, construct, own and operate a Solar PV <br> Generating Facility. |
| RE Ajo 1 LLC | United States | $10 / 5 / 2009$ | Project company that owns, is developing and will operate a 5.0 <br> megawatt (DC) ground-mounted solar photovoltaic plant currently <br> in construction located near Ajo, Pima County, AZ. |
| investments. |  |  |  |
| RE AZ <br> Holdings LLC | United States | Commercial Solar Developer that owns 2 project solar companies <br> in AZ: RE Ajo 1 LLC, and RE Bagdad Solar 1 LLC. |  |
| RE Bagdad <br> Solar 1 LLC | United States | Project company that owns, is developing and will operate a 16.6 <br> megawatt (DC) ground-mounted solar photovoltaic plant currently <br> in construction located near Bagdad, AZ. |  |
| RE SFCityl <br> GP, LLC | United States | General Partner to RE SFCity1 LP, which owns the 5.0 MW (DC) <br> photovoltaic solar generating facility located in San Francisco, CA. |  |
| RE SFCityl <br> Holdco LLC | United States | Limited Partner to RE SFCity1 LP, and owns all (99\%) of the <br> outstanding limited partnership interests. As Sole Member of RE |  |

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|  |  |  | SFCity1 GP, LLC, it owns all (100\%) outstanding membership <br> interests in RE SFCity1 GP, LLC. |
| :--- | :--- | :--- | :--- |
| RE SFCity1, <br> LP | United States | $5 / 14 / 2009$ | The Limited Partnership owns the RE SFCityl project. The project <br> is the 5.0 MW (DC) photovoltaic solar generating facility located in <br> San Francisco, CA. |
| Rio Bravo <br> Solar I, LLC | United States | $03 / 22 / 2012$ | 20 MW (ac) Solar Photovoltaic (PV) electric generating facility in <br> Kern County, CA. |
| Rio Bravo <br> Solar II, LLC | United States | $04 / 05 / 2013$ | 20 MW (ac) solar PV electric generating facility in Kern County, <br> CA |
| River Road <br> Solar, LLC | United States | $05 / 21 / 2014$ | Five megawatt (alternating current) solar photovoltaic electric <br> generating facility located at 950 River Road, Winton, Hertford <br> County, NC. |
| RP- Orlando, <br> LLC | United States | $3 / 5 / 2010$ | Project company that has been developing two solar photovoltaic <br> electric <br> generation projects (Stanton project) and (Jetport project) to be <br> located on property owned by the <br> Orlando Utilities Commission in Orlando, FL. |
| Ryegate <br> Associates | United States | $4 / 30 / 1990$ | Owns a biomass facility in Vermont. |
| Sabal River <br> Transmission, <br> LLC | United States | $5 / 10 / 2013$ | Plan, design, construct, acquire, own, maintain and operate a <br> natural gas pipeline and related facilities. |
| Sandy River <br> Timber, LLC | United States | United States | $10 / 26 / 2007$ |
| SanGroup, <br> LLC | Assemblage of land for future generation project use. |  |  |
| Seaboard Solar <br> LLC | United States | $11 / 12 / 2013$ | Five MW (ac) Solar electric generating facility located in <br> Seaboard, NC |
| Seahorse do <br> Brasil Servicos <br> Maritimos <br> Ltda. | Brazil | Dormant. |  |


| Seville Solar <br> Holding <br> Company, <br> LLC | United States | $05 / 06 / 2014$ | Holding company for Seville Solar One, LLC; and Seville Solar <br> Two, LLC. |
| :--- | :--- | :--- | :--- |
| Seville Solar <br> Investments <br> One LLC | United States | $04 / 28 / 2015$ | Investment company for solar projects. |
| Seville Solar <br> One LLC | United States | $05 / 06 / 2014$ | Solar Generation Facility |
| Seville Solar <br> Two, LLC | United States | $05 / 06 / 2014$ | Solar Generation Facility |
| Shirley Wind, <br> LLC | United States | $10 / 20 / 2006$ | Project Company which has developed and operates an <br> approximately 20 megawatt wind-powered electric generation <br> facility located in Brown County, WI. |
| Shreveport <br> Red River <br> Utilities, LLC | United States | $10 / 16 / 2000$ | Develop, own, operate <br> and maintain the Central Utilities Complex. |
| Silver Sage <br> Windpower, <br> LLC | United States | $4 / 16 / 2007$ | Holds a lease for some property in Laramie County, Wyoming. |
| Solar Star <br> North Carolina | United States | $11 / 7 / 2008$ | Special purpose company devoted to developing, constructing, <br> owning, operating and selling the <br> electricity and associated renewable energy credits from its 1 <br> megawatt (AC) solar electric <br> generating facility in Shelby, NC (currently under construction). |
| LLC |  | Special purpose company devoted to developing, constructing, <br> owning, operating and selling the <br> electricity and associated renewable energy credits from its 5 <br> one-megawatt (AC) solar <br> photovoltaic electric generating facilities in Murfreesboro, <br> Hertford County, NC (currently under <br> development). |  |
| Solar Star <br> North Carolina <br> II, LLC | United States | Solar Energy Project |  |
| SolNCPower1 | United States | $08 / 01 / 2014$ |  |

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| 0, L.L.C. |  |  |  |
| :--- | :--- | :--- | :--- |
| SolNCPower5, <br> LLC | United States | $10 / 17 / 2013$ | A 5.0 MW (ac) Solar Photovoltaic Electric Generating Facility <br> located at 662 West Battleboro Avenue, Battleboro, Nash County, <br> NC. |
| SolNCPower6, <br> LLC | United States | $10 / 17 / 2013$ | Five MW solar project in Sunbury, NC. |
| South Atlantic <br> Private Equity <br> Fund IV, LP | United States | $06 / 26 / 1997$ | This partnership provides equity funds to privately owned <br> emerging growth companies in both technology and in Technology <br> related markets, with an emphasis on investments located in the <br> southeastern United States, Florida and Texas. |
| South Atlantic <br> Private Equity <br> Fund IV, LP | United States | $6 / 26 / 1997$ | This partnership provides equity funds to privately owned <br> emerging growth companies in both technology and in Technology <br> related markets, with an emphasis on investments located in the <br> southeastern United States, Florida and Texas. |
| South <br> Construction <br> Company, Inc. | United States | $5 / 31 / 1934$ | Holds legal title to real estate and interests in real estate which are <br> either not used and useful in the <br> conduct of Duke Energy Indiana, Inc.'s business or which has some <br> defect in title which is <br> unacceptable to Duke Energy Indiana Inc. |
| Southern <br> Power <br> Company | United States | $12 / 30 / 1927$ | The purpose of this entity is to generate, transmit, and distribute <br> electric power and preserve <br> property rights. |
| Spruce <br> Finance Inc. | United States | $03 / 05 / 2014$ | United States |


| Corporation |  |  |
| :--- | :--- | :--- |
| Summit Wind <br> Energy <br> Mesquite <br> Creek, LLC | United States | $8 / 01 / 2013$ |
| Sweetwater <br> 4-5 Holdings <br> LLC | United States | Holding company and Sole Member of the Mesquite Creek Wind, <br> LLC project company located near Lamesa, TX |
| Sweetwater <br> Development <br> LLC | United States | $4 / 18 / 2007$ |
| Sweetwater <br> Wind 4 LLC | United States | Holding company that owns LLCs with interests in wind power <br> assets in Texas. |
| Sweetwater <br> Wind 5 LLC | United States | $41 / 5 / 2002$ |
| Sweetwater <br> Wind 6 LLC | United States | Developing a windpower project in Texas. |
| Sweetwater <br> Wind Power <br> L.L.C. | United States | $4 / 29 / 2004$ |
| Tallbear <br> Seville LLC | United States | $11 / 5 / 2002$ |
| Tarboro Solar <br> LLC | United States | Owns wind generation facility in Texas. |
| Taylorsville <br> Solar, LLC | United States | Owns wind generation assets in Texas. |
| TBP <br> Properties, <br> LLC | United States | $9 / 29 / 26 / 2013$ |

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| TEC Aguaytia, Ltd. | Bermuda | 12/17/1996 | Bermuda holding entity with indirect ownership interest in the Aguaytia project in Peru. |
| :---: | :---: | :---: | :---: |
| Texas Eastern Arabian Ltd. | Bermuda | 7/25/1974 | Investments in National Methanol Company ${ }_{\text {¢ }}$ |
| Texas Eastern Arabian S.à r.l. | Luxembourg | 10/01/2015 | Luxembourg holding company for Duke Energy International's interest in National Methanol Company (Saudi Arabia). |
| Texoma Wind Holdings, LLC | United States | 10/11/2016 | To serve as a holding company for Texoma Wind, LLC |
| Texoma Wind, LLC | United States | 10/11/2016 | To own Los Vientos Windpower III Holdings, LLC; Los Vientos Windpower III, LLC; Los Vientos Windpower IV Holdings, LLC; Los Vientos Windpower IV, LLC; Los Vientos Windpower V Holdings, LLC; Los Vientos Windpower V, LLC; and Frontier Windpower, LLC |
| The Duke Energy Foundation | United States | 6/5/1984 | To receive, administer, and make donation of funds for educational, scientific, and charitable purposes. |
| Three Buttes Windpower, LLC | United States | 8/26/2008 | Develop, construct, own and operate the Campbell Hill Windpower project near Casper, Wyoming, |
| Top of the World Wind Energy Holdings LLC | United States | 11/15/2010 | To act as the holding company of the project company that owns the Top of the World wind farm, and to pledge that ownership interest as security for a project financing arrangement upon the project. |
| Top of the World Wind Energy LLC | United States | 3/13/2008 | Developing windpower project in Wyoming. |
| TRES Timber, LLC | United States | 12/11/2006 | Hold land for future project use, |
| Tri-State Improvement Company | United States | 1/14/1964 | Acquiring and holding property in Ohio, Kentucky, and Indiana for substations, electric and gas rights of way, office space, and other uses in connection with the utility business of Duke Energy Ohio, Inc. ${ }_{\text {z }}$ and its utility subsidiaries. |

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| Tsavo Power <br> Company <br> Limited | Kenya | $1 / 22 / 1998$ | Power plant at the Port of Mombasa, Kenya's main seaport. The <br> facility sells power to Kenya <br> Power and Lighting Corporation through a Purchased Power <br> Agreement. |
| :--- | :--- | :--- | :--- |
| TX Solar I <br> LLC | United States | $5 / 27 / 2009$ | Special purpose company devoted to developing, constructing, <br> owning, operating and selling the <br> electricity and associated renewable energy credits from its 14 <br> megawatt (AC) solar electric <br> generating facility in San Antonio, TX. |
| Unidad de <br> Transacciones, <br> S.A. de C.V. | El Salvador | $9 / 18 / 1998$ | Administrates the wholesale electricity market in El Salvador, <br> operate the transmission system, maintain safety, quality and <br> security of the entire system, coordinate the dispatch of energy <br> from generating plants and provide market participants timely <br> information and services for the development of their activities. |
| Victory Solar <br> LLC | United States | $09 / 15 / 2015$ | 13 megawatt (ac) solar photovoltaic electric generating facility <br> located in Adams County, Colorado |
| Washington <br> Airport Solar, <br> LLC | United States | $10 / 16 / 2013$ | Development, construction, ownership and operation of solar <br> photovoltaic facility. |
| Washington <br> Millfield <br> Solar, LLC | United States | $5 / 23 / 2013$ | Formed to develop, construct, own and operate a 7.5 megawatt <br> (DC) solar photovoltaic facility located in Beaufort County, North <br> Carolina. |
| Washington <br> White Post <br> Solar, LLC | United States | $9 / 10 / 2012$ | Own, develop, construct, operate and maintain up to a 25 MW <br> (DC) solar photovoltaic power project known as the Washington <br> Solar Farm located in Beaufort County, NC. |
| Wateree <br> Power <br> Company | United States | $2 / 26 / 1909$ | The purpose of this entity is to generate, transmit, and distribute <br> electric power and preserve property rights. |
| West Texas <br> Angelos <br> Holdings LLC | United States | $6 / 8 / 2012$ | Developing, constructing, financing, owning and operating a <br> possible solar photovoltaic project generating facility, with an <br> aggregate capacity of between approximately 40-80 megawatts <br> (AC) that would be sited near the city of Odessa, in Ector County, <br> TX. |

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| Western <br> Carolina <br> Power <br> Company | United States | 9/10/1907 | The purpose of this entity is to generate, transmit, and distribute electric power and preserve property rights. |
| :---: | :---: | :---: | :---: |
| Wild Jack Solar Holdings LLC | United States | 10/06/2015 | To borrow funds in a project financing transaction. |
| Wild Jack Solar LLC | United States | 10/06/2015 | To enter into a financing arrangement to fund two solar projects (Pumpjack Solar I, LLC and Wildwood Solar I, LLC). |
| Wildwood <br> Solar I, LLC | United States | 2/9/2012 | Develop, finance, construct, own and operate Solar PV Generating Facility. |
| Wildwood Solar II, LLC | United States | 03/22/2012 | 15 MW (ac) Solar photovoltaic (PV) electric generating facility in Kern County, CA |
| Wind Star Holdings, LLC | United States | 04/15/2014 | Holding company for wind and solar financing project |
| Wind Star Renewables, LLC | United States | 04/15/2014 | Borrowing company in wind and solar financing transaction |
| Windsor Cooper Hill Solar, LLC | United States | 10/11/2013 | Development, construction, ownership and operation of solar photovoltaic facility. |
| Winton Solar LLC | United States | 09/23/2013 | Five (5) MW (ac) solar PV electric generating facility located in Winton, North Carolina, in Hertford County. |
| WNC <br> Institutional <br> Tax Credit <br> Fund, L.P. | United States | 8/12/1994 | Real Estate Investments. |
| Woodland Solar LLC | United States | 09/19/2013 | Ground-mounted, fixed tilt 5 MW (ac) solar PV electric generating facility located in Woodland, North Carolina, Hampton County. |
| Zephyr Power Transmission LLC | United States | 12/5/2008 | Joint Venture company formed to engage in developing, constructing, owning transmission lines. |

# VI. A CODE OF CONDUCT POLICY THAT COMPLIES WITH O.A.C. 4901:1-37-04 AND THAT EMPLOYEES OF THE UTILITY AND AFFILIATES MUST FOLLOW. 

## Duke Energy Ohio Affiliate Code of Conduct

## A. Introduction

This Affiliate Code of Conduct governs the actions of Duke Energy Ohio and its affiliates. It is intended to ensure that no competitive advantage flows from Duke Energy Ohio to an affiliate and vice versa. Compliance with this Code of Conduct shall be mandatory for all employees, consultants, and independent contractors of Duke Energy Ohio and its affiliates.

## B. The Code of Conduct

1. Duke Energy Ohio shall not release any proprietary customer information (e.g., individual customer load profiles or billing histories) to an affiliate, or otherwise, without the prior authorization of the customer, except as required by a regulatory agency or court of law.
2. Duke Energy Ohio shall make customer lists, which include name, address, and telephone number, available on a nondiscriminatory basis to all nonaffiliated and affiliated certified retail electric service providers transacting business in its service territory, unless otherwise directed by the customer. This paragraph does not apply to customer-specific information, obtained with proper authorization, necessary to fulfill the terms of a contract, or information relating to the provision of general and administrative support services. This information shall not be used by the certified retail electric service providers for any other purpose than the marketing of electric service to the customer.
3. Employees of Duke Energy Ohio's affiliates shall not have access to any information about Duke Energy Ohio's transmission or distribution systems (e.g., system operations, capability, price, curtailments, and ancillary services) that is not contemporaneously
available, readily accessible, and in the same form and manner available to nonaffiliated competitors providing retail electric service.
4. Duke Energy Ohio shall treat as confidential all information obtained from a competitive retail electric service provider, both affiliated and nonaffiliated, and shall not release such information unless a competitive retail electric service provider provides authorization to do so or unless the information was or thereafter becomes available to the public other than as a result of disclosure by the electric utility.
5. Duke Energy Ohio shall not tie (nor allow an affiliate to tie), as defined by state and federal antitrust laws, or otherwise condition the provision of Duke Energy Ohio's regulated services, discounts, rebates, fee waivers, or any other waivers of ordinary terms and conditions of service, including but not limited to tariff provisions, to the taking of any goods and/or services from Duke Energy Ohio's affiliates.
6. Duke Energy Ohio shall ensure effective competition in the provision of retail electric service by avoiding anticompetitive subsidies flowing from a noncompetitive retail electric service to a competitive retail electric service or to a product or service other than retail electric service, and vice versa.
7. Duke Energy Ohio, upon request from a customer, shall provide a complete list of all competitive retail electric service providers operating on the system, but shall not endorse any competitive retail electric service providers, indicate that an electric services company is an affiliate, or indicate that any competitive retail electric service provider will receive preference because of an affiliate relationship.
8. Duke Energy Ohio shall use reasonable efforts to ensure retail electric service consumers protection against unreasonable sales practices, market deficiencies, and market power and

Duke Energy Ohio's compliance officer shall promptly report any such unreasonable sales practices, market deficiencies, and market power to the director of the utilities department (or a designee).
9. Employees of Duke Energy Ohio or persons representing Duke Energy Ohio shall not indicate a preference for an affiliated electric services company.
10. Duke Energy Ohio shall provide comparable access to products and services related to tariffed products and services and specifically comply with the following:
a) Duke Energy Ohio shall be prohibited from unduly discriminating in the offering of its products and/or services;
b) Duke Energy Ohio shall apply all tariff provisions in the same manner to the same or similarly situated entities, regardless of any affiliation or non-affiliation;
c) Duke Energy Ohio shall not, through a tariff provision, a contract, or otherwise, give its affiliates or customers of affiliates preferential treatment or advantages over nonaffiliated competitors of retail electric service or their customers in matters relating to any product and/or service;
d) Duke Energy Ohio shall strictly follow all tariff provisions;
e) Except to the extent allowed by state law, Duke Energy Ohio shall not provide discounts, rebates, or fee waivers for any state regulated monopoly service.
11. Shared representatives or shared employees of Duke Energy Ohio and its affiliated electric services company shall clearly disclose upon whose behalf their public representations are being made when such representations concern the entity's provision of electric services.

## C. Limited Exception

Notwithstanding the foregoing, in a declared emergency situation, Duke Energy Ohio may take actions necessary to ensure public safety and system reliability. Duke Energy Ohio shall maintain a log of all such actions that do not comply with the Code of Conduct, which $\log$ shall be subject to review by the Public Utilities Commission of Ohio and its staff.

## D. Violations

Violations of this Code of Conduct may subject the violating employee, consultant, or independent contractor to disciplinary action up to and including discharge from employment.

## VII. A DESCRIPTION OF ANY JOINT ADVERTISING AND/OR JOINT MARKETING ACTIVITIES BETWEEN THE UTILITY AND AFFILIATES.

Duke Energy Ohio does not intend to engage in joint advertising or joint marketing of any kind with any affiliate supplying a competitive retail electric service in the state or directly promote or market any product or service offered in the state by such affiliate, except as authorized by state statute or Commission order.

Duke Energy Corporation has in place several policies to protect its company brand. To best position the company for future growth and create value for all stakeholders, its franchised electric and gas utilities (with the exception of Duke Energy Progress and Piedmont Natural Gas) will use a single company name - Duke Energy. Some employees and executives who interact with state regulatory commissions and other official agencies will identify their businesses as Duke Energy Carolinas, Duke Energy Progress, Duke Energy Florida, Duke Energy Indiana, Duke Energy Ohio and Duke Energy Kentucky. Signs at facilities, logos on vehicles, uniforms and hard hats, language on our Web sites and other communications will simply use "Duke Energy."

The geographic identifiers (e.g., Duke Energy Ohio) or other corporate identifiers, where appropriate, are to be used in the following applications:

Regulatory filings in the franchised jurisdictions and in other public documents (press releases, fact sheets, etc.) referring to those filings, and on reports specific to the utility that are presented to regulators and for limited internal uses. Examples are financial reports, customer data, etc.

Business cards, stationery of large customer/regulator/legislator-facing employees in the respective organizations.

Other, non-regulatory-driven communications, publications, brochures, and reports should refer to Duke Energy only and use the Duke Energy logo. Such communications may describe regional operations: for example, an economic development brochure might refer to "doing business in the Carolinas" or a regulatory report might refer to the company's "Indiana operations." Geographic identifiers should be avoided in these uses. Geographic identifier logos should not be used on hard hats, vehicles, signage, or logo merchandise.

Marketing Communications researches trademarks and reviews and approves all new names and logos. Logos are based on the common, not legal, name of the business unit.

- All energy-related business units use the corporate name and logo as their primary identifiers, with the business unit name as a secondary identifier.
- Subsidiaries of energy-related business units use the corporate name and logo as their primary identifiers, with the subsidiary name as the secondary identifier.
- Energy-related business formed from joint ventures use the corporate name and logo only when the business's practices, policies and approaches mirror those of Duke Energy.
- Newly formed businesses use names and logos established on a case-by-case basis.


## VIII. PROVISIONS TO MAINTAIN THE COST ALLOCATION MANUAL.

Duke Energy Ohio maintains its CAM in accordance with O.A.C. Rule 4901:1-37-08. The
CAM is organized according to the aforementioned provision and includes the following information:

1. An organization chart of the holding company, depicting all affiliates, as well as a description of activities in which the affiliates are involved.
2. A description of all assets, services, and products provided to and from the electric utility and its affiliates.
3. All documentation including written agreements, accounting bulletins, procedures, work order manuals, or related documents, which govern how costs are allocated between affiliates.
4. A copy of the job description of each shared employee.
5. A list of names and job summaries for shared consultants and shared independent contractors.
6. A copy of all transferred employees' (from the electric utility to an affiliate or vice versa) previous and new job descriptions.
7. A log detailing each instance in which the electric utility exercised discretion in the application of its tariff provisions.
8. A log of all complaints brought to the electric utility regarding this chapter.
9. A copy of the minutes of each board of directors meeting, where it shall be maintained for a minimum of three years.

Duke Energy Ohio has established a CAM team comprised of representation from Duke Energy's various departments, including Rates, Regulatory Accounting, Corporate Accounting,

Human Resources, Compliance, and Legal. After initial development of the CAM, this team meets periodically to review changes to Duke Energy Ohio's and its affiliates' business and business practices, and will make the necessary modifications to the CAM. Duke Energy Ohio will send to the director of the Commission's utilities department, in accordance with O.A.C. Rule 4901:1-37-08(H), a summary of any significant changes in the CAM every twelve months, as applicable.

Duke Energy Ohio will keep CAM filed with its corporate entity records, located in the Legal Department, 139 East Main Street, Cincinnati, Ohio.

## IX. A DESCRIPTION OF ALL PLANNED TRAINING AND EDUCATION.

Duke Energy maintains an Ethics \& Compliance Department (Regulatory Compliance) as part of its Office of General Counsel. Regulatory Compliance is responsible for ensuring that employees and contractors receive required training in areas such as FERC Standards of Conduct and Affiliate Restrictions, Duke Energy's Code of Business Ethics, and codes of conduct overview. Official versions of these training courses are maintained in the enterprise training system, MyTraining. MyTraining also maintains employee training completion records. The training material is also available for review on the Duke Energy Portal, an internal website for all employees in the Duke Energy holding company structure. Trainings are provided annually as well as to applicable new employees and contractors.

Training is deployed by Regulatory Compliance to impacted employees and contractors via computer-based training pursuant to a training protocol (e.g., individuals are provided 90 days to complete the training and a formalized follow-up process tracks completion).

Further, a document detailing requirements of the Ohio Corporate Separation Plan has been provided to the Retail Customer Products and Services department and is available on the Portal.

Regulatory Compliance also provides a mailbox (compliancereporting@duke-energy.com) as a resource to employees to encourage them to submit questions and/or concerns. These inquiries are used to identify compliance trends and/or areas that need follow-up.

## X. ACKNOWLEDGEMENT STATEMENT FOR ELECTRIC UTILITY AND AFFILIATE EMPLOYEES WHO HAVE ACCESS TO ANY NONPUBLIC ELECTRIC UTILITY INFORMATION.

## Policy Statement

Each employee who completes the Corporate Separation/Code of Conduct related training will be required to acknowledge they have taken the training and that they are responsible for complying with applicable Regulatory Conditions.
(REMAINDER OF PAGE INTENTIONALLY LEFT BLANK)

## XI. A DESCRIPTION OF TRAINING, INTERNAL COMPLIANCE MONITORING PROCEDURES, AND METHODS FOR CORRECTIVE ACTION FOR NON-COMPLIANCE.

The Corporate Separation/Code of Conduct Training plan has been designed to ensure that all appropriate employees and contractors throughout the Duke Energy Corporation holding company structure know and can implement the policies and procedures of Corporate Separation.

## A. Training Goal:

The goal of the Corporate Separation/Code of Conduct Training is to ensure that those employees and contractors who may currently or in the future be affected by the Commission's rules thoroughly understand the policies and are provided with the resources they need, in order to follow the Corporate Separation and Code of Conduct procedures.

Target Audience:
B. Generally, the Corporate Separation/Code of Conduct Training will be administered to all employees and contractors within the Duke Energy Corporation holding company structure who will be affected by compliance with the Commission's rules. Curriculum:

The Corporate Separation/Code of Conduct Training curriculum generally consists of materials and information contained in the Corporate Separation/Code of Conduct.

## C. Internal Compliance Monitoring:

To ensure that Duke Energy Ohio's Corporate Separation Plan and Affiliate Code of Conduct are properly implemented within the Duke Energy Corporation holding company structure, the following internal compliance monitoring process will be followed:

1. Employees and contractors are allowed a 60-day period during which to complete each required training module, with periodic reminders during that period and overdue notices to management if the training is not completed.
2. Each employee/contractor will be required to attest to completion as noted in Section X of this document.
3. Duke Energy's Office of General Counsel will continue to provide a method for employees to ask questions regarding the Corporate Separation/Code of Conduct, as well as methods to report possible violations of the Corporate Separation and Code of Conduct Rules through posting of Compliance personnel contact information on the Duke Energy Portal, through the "ComplianceReporting" mailbox, and through the "EthicsLine" (anonymous reporting).
4. Possible violations reported to Duke Energy's Office of General Counsel will be investigated and documented. Upon completing the investigation, Duke Energy's Office of General Counsel will, if appropriate, recommend to senior management a course of action, including refresher training, to correct repeat violations.
5. Senior management, upon reviewing the investigative report, will determine whether disciplinary action is required.

## XII. DESIGNATION OF THE ELECTRIC UTILITY'S COMPLIANCE OFFICER.

## Duke Energy Corporation maintains an Ethics and Compliance department within its

 Office of General Counsel. For purposes of this requirement, Duke Energy Ohio has designated an individual to act as a contact for the Commission Staff when seeking data regarding affiliate transactions, personnel transfers, and sharing of employees. This individual is:Jeanne W. Kingery<br>Duke Energy Ohio<br>155 East Broad Street, 20th Floor<br>Columbus, Ohio 43215

Telephone: (614) 222-1330
Fax: (614) 222-1337
E-mail: jeanne.kingery@duke-energy.com

## XIII. A DETAILED LISTING OF THE ELECTRIC UTILITY'S ELECTRIC SERVICES AND THE ELECTRIC UTILITY'S TRANSMISSION AND DISTRIBUTION AFFILIATES' ELECTRIC SERVICES.

Duke Energy Ohio is an Ohio corporation engaged in the business of supplying electric generation, transmission, and distribution service to approximately 690,000 customers in southwestern Ohio, and is a public utility as defined by R.C. 4905.02 and R.C. 4905.03.

## A. Generation:

As of December 1, 2014, Duke Energy Ohio owns no generating assets and is not engaged in the generation business.

## B. Transmission:

Control of Duke Energy Ohio's transmission assets reside with a FERC-approved regional transmission organization (RTO). The RTO has functional and operational control of Duke Energy Ohio's transmission assets and does not have control of any generation assets. The RTO shall operate in the public interest by preventing any transmission owner or competitive retail electric market participant from gaining an unfair competitive advantage within its control area and by preventing the abuse of market power.

The RTO shall operate in the public interest by implementing efficient operating practices and procedures that prevent pancaking, by improving transmission reliability, by encouraging an open generation market, eliminating barriers to entry in the generation market and by eliminating market control over bottlenecked transmission. The RTO shall be large in scale to increase supply options for consumers and shall maintain a Board of Directors independent of transmission users. The RTO shall operate in a manner designed to satisfy the requirements of its customers and shall maintain real-time reliability of the transmission system that it operates.

## C. Distribution:

Duke Energy Ohio operates its distribution system under the governance and rate authority of the Commission. Duke Energy Ohio offers all customers safe and reliable distribution service on a non-discriminatory basis. Duke Energy Ohio's tariffs define rates for its distribution services and products. Duke Energy Ohio provides and operates new distribution facilities, or the extension of distribution facilities, pursuant to such tariffs.

In furtherance of the policies of the state of Ohio, Duke Energy Ohio may also offer products and services other than retail electric service, such as, but not limited to, those identified in this section, in order to ensure the availability to consumers of adequate, reliable, safe, efficient, nondiscriminatory, and reasonably priced retail electric service; to ensure diversity of suppliers by giving consumers an additional choice of supplier; to encourage innovation in cost-effective retail electric service including, but not limited to, demand-side management and waste energy recovery systems; to protect at-risk populations; to encourage the education of small business owners in this state regarding the use of, and encourage the use of energy efficiency programs and alternative energy resources in their businesses; and to facilitate the state's effectiveness in the global economy.. Such services will allow additional service options for residential and non-residential customers and will help to ensure customers the ability for an expeditious return from service interruptions, among other benefits. Duke Energy Ohio may use contractors or employees to provide other utility-related services, programs, maintenance, and repairs related to customer-owned property, equipment, and facilities. In addition, Duke Energy Ohio may provide products and services other than tariffed retail electric service in an effort to advance the State's interests in energy efficiency and peak demand reduction and to comply with the benchmarks set forth in R.C. 4928.66. These programs give the Company the opportunity to serve customers more completely and to assist in meeting statutory requirements.

No such special customer services will be provided except where the Company has informed the customer that such service may be available and obtained from other suppliers and the customer has acknowledged the same. A customer's decision to receive or not receive special customer services from the Company will not influence, or impact in any way, the delivery of competitive or non-competitive retail electric service to that customer by the company. Such special customer services shall be provided at a market rate negotiated with the customer, but in no case at less than the Company's fully allocated cost. Such special customer services shall be provided in a manner to not unduly limit the company's ability to supply electric service under its Commission-approved retail tariffs.

## XIV. A COMPLAINT PROCEDURE TO ADDRESS ISSUES CONCERNING COMPLIANCE WITH O.A.C. 4901:1-37-05.

Duke Energy Ohio has adopted the complaint procedure set forth below. This complaint procedure is to be used to address complaints related to compliance with Duke Energy Ohio's Corporate Separation Plan. A copy of this complaint procedure will be made available upon request to:

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Deputy General Counsel - Regulatory Section, Legal Department
Duke Energy Ohio, Inc.
139 East Fourth Street
P. O. Box 960
Cincinnati, OH 45202
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## A. Complaint Procedure

The following complaint procedure is to be used to address complaints related to compliance with Duke Energy Ohio's Corporate Separation Plan.

1. All complaints, whether written or verbal, shall be referred to the compliance officer designated by Duke Energy Ohio or such officer's designee.
2. The compliance officer, or the designee, shall orally acknowledge the complaint within five working days of its receipt.
3. The compliance officer or the designee shall prepare a written statement of the complaint that shall contain the name of the complainant and a detailed factual report of the complaint, including all relevant dates, companies involved, employees involved, and the specific claim.
4. The compliance officer or designee shall communicate the results of the preliminary investigation to the complainant in writing within thirty days after the complaint was received, including a description of any course of action that was taken.
5. All written statements of complaints and required investigations shall keep a file in the CAM, in accordance with paragraph (B)(14)(e) of O.A.C. 4901:1-37-05, of all such complaint statements for a period of not less than three years.
6. This complaint procedure shall not in any way limit the rights of a party to file a complaint with the commission.
(REMAINDER OF PAGE INTENTIONALLY LEFT BLANK)

[^0]:    ${ }^{1}$ R.C. $4928.02(\mathrm{D})$ and (N).
    ${ }^{2}$ R.C. $4928.02(\mathrm{~A})$.

[^1]:    'In the Matter of the Application of Duke Energy Ohio, Inc., for an Increase in its Electric Distribution Rates, Case No. 12-1682-EL-AIR, et al., Opinion and Order, at pg. 6 (May 1, 2013).

[^2]:    ${ }^{2}$ In the Matter of the Application of Duke Energy Ohio for Authority to Establish a Standard Service Offer Pursuant to Section 4928.143, Revised Code, in the Form of an Electric Security Plan, Accounting Modifications and Tariffs for Generation Service, Case No. 14-841-EL-SSO, et al., Opinion and Order, at pg. 84 (April 2, 2015).

[^3]:    ${ }^{1}$ In the Matter of the Application of Duke Energy Ohio for Approval of the Second Amended Corporate Separation Plan Under Section 4928.17, Revised Code, and Chapter 4901:1-37, Ohio Administrative Code, Case No. 09-495-EL-UNC.
    ${ }^{2}$ Id, Opinion and Order (April 5, 2011).

[^4]:    ${ }^{1}$ Duke Energy Ohio is a party to other agreements with its utility affiliates that were not approved as part of the Duke-Cinergy merger. These agreements include but are not limited to the Miami Fort Operations Agreement, and Affiliate Inventory Asset Transfer Agreement, and the Natural Gas and Propane Services Agreement. These agreements allow Duke Energy Ohio to provide and receive services and goods at cost or otherwise according to FERC pricing regulations.

[^5]:    ${ }^{2}$ In the Matter of the Joint Application of Cinergy Corp., on Behalf of The Cincinnati Gas \& Electric Company, and Duke Energy Holding Corp. for Consent and Approval of a Change of Control of The Cincinnati Gas \& Electric Company, 05-732-EL-MER et al. (Finding and Order)(Dec. 21, 2005, at 14).

[^6]:    ${ }^{3}$ A subsequent plan for establishing the price of generation services is under consideration by the Public Utilities Commission of Ohio.

[^7]:    ${ }^{1}$ In re Application of Duke Energy Ohio, Inc., for Approval of its Fourth Amended Corporate Separation Plan, 148 Ohio St.3d 510, 2016-Ohio-7535

[^8]:    ${ }^{1}$ Duke Energy Ohio is a party to other agreements with its utility affiliates that were not approved as part of the Duke-Cinergy merger. These agreements include but are not limited to the Miami Fort Operations Agreement, and Affiliate Inventory Asset Transfer Agreement, and the Natural Gas and Propane Services Agreement. These agreements allow Duke Energy Ohio to provide and receive services and goods at cost or otherwise according to FERC pricing regulations.

[^9]:    ${ }^{2}$ In the Matter of the Joint Application of Cinergy Corp.,on Behalf of The Cincinnati Gas \& Electric Company, and Duke Energy Holding Corp. for Consent and Approval of a Change of Control of The Cincinnati Gas \& Electric Company, 05-732-EL-MER, et al., (Finding and Ordert, at pg. 14 (Dec. 21, $2005-\mathrm{at}-142005$ ).

[^10]:     (Gomatisiong-anto.

[^11]:    ${ }^{1}$ In re Application of Duke Energy Ohio, Inc., for Approval of its Fourth Amended Corporate Separation Plan, 148 Ohio St.3d 510, 2016-Ohio-7535

[^12]:    ${ }^{1}$ Duke Energy Ohio is a party to other agreements with its utility affiliates that were not approved as part of the Duke-Cinergy merger. These agreements include but are not limited to the Miami Fort Operations Agreement, and Affiliate Inventory Asset Transfer Agreement, and the Natural Gas and Propane Services Agreement. These agreements allow Duke Energy Ohio to provide and receive services and goods at cost or otherwise according to FERC pricing regulations.

[^13]:    ${ }^{2}$ In the Matter of the Joint Application of Cinergy Corp., on Behalf of The Cincinnati Gas \& Electric Company, and Duke Energy Holding Corp. for Consent and Approval of a Change of Control of The Cincinnati Gas \& Electric Company, 05-732-EL-MER, et al., Finding and Order, at pg. 14 (Dec. 21, 2005).

