



PUCO USE ONLY – Version 1.08		May 2016
Date Received	Renewal Certification Number	ORIGINAL CRS Case Number
		16 -2160 - GA-CRS

RENEWAL CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS SUPPLIERS

Please **type or print** all required information. Identify all attachments with an exhibit label and title (*Example: Exhibit A-15 - Company History*). All attachments should bear the legal name of the Applicant. Applicants should file completed applications and all related correspondence with the Public Utilities Commission of Ohio, Docketing Division, 180 East Broad Street, Columbus, Ohio 43215-3793.

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

SECTION A - APPLICANT INFORMATION AND SERVICES

A-1 Applicant intends to renew its certificate as: (check all that apply)

☐ Retail Natural Gas Aggregator ☐ Retail Natural Gas Broker ☒ Retail Natural Gas Marketer

A-2 Applicant information:

Legal Name Kiwi Energy NY LLC
Address 111 East 14th Street, #105, New York, NY 10003

Telephone No. 877-208-7636 Web site Address kiwienergy.us

Current PUCO Certificate No. 16-563G(1) Effective Dates Dec. 3, 2016 to Dec. 3, 2018

A-3 Applicant information under which applicant will do business in Ohio:

Name Kiwi Energy NY LLC d/b/a Kiwi Energy
Address 111 East 14th Street, #105, New York, NY 10003

Web site Address kiwienergy.us Telephone No. 877-208-7636

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

Kiwi Energy NY LLC d/b/a/ Kiwi Energy
Spring Energy RRH, LLC d/b/a Spring Power & Gas
Arrow Energy RRH, LLC d/b/a Arrow Energy

A-5 Contact person for regulatory or emergency matters:

Name Lindsay Kreppel Title Director of Regulatory Affairs and New Markets

Business Address 200 Park Avenue South, Suite 1301, New York, NY 10003

Telephone No. 646-844-6144 Fax No. 888-404-1288 Email Address compliance@rrhenergy.us

A-6 Contact person for Commission Staff use in investigating customer complaints:

Name Gregory Hasiak Title Operations Manager
Business address 111 East 14th Street, #105, New York, NY 10003
Telephone No. 718-853-2681 Fax No. 888-812-2284 Email Address compliance@rrhenergy.us

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

Customer service address 111 East 14th Street, #105, New York, NY 10003
Toll-Free Telephone No. 877-208-7636 Fax No. 877-266-5208 Email Address info@kiwienergy.us

A-8 Provide "Proof of an Ohio Office and Employee," in accordance with Section 4929.22 of the Ohio Revised Code, by listing name, Ohio office address, telephone number, and Web site address of the designated Ohio Employee

Name Ethan Harman Title Associate Consultant
Business address 341 South Third Street #100-268, Columbus, OH 43215
Telephone No. 937-441-1293 Fax No. 888-404-1288 Email Address

A-9 Applicant's federal employer identification number 900944460

A-10 Applicant's form of ownership: (Check one)

☐ Sole Proprietorship ☐ Partnership
☐ Limited Liability Partnership (LLP) ☒ Limited Liability Company (LLC)
☐ Corporation ☐ Other

A-11 (Check all that apply) Identify each natural gas company service area in which the applicant is currently providing service or intends to provide service, including identification of each customer class that the applicant is currently serving or intends to serve, for example: *residential, small commercial, and/or large commercial/industrial (mercantile) customers*. (A mercantile customer, as defined in Section 4929.01(L)(1) of the Ohio Revised Code, means a customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within the state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside of this state. In accordance with Section 4929.01(L)(2) of the Ohio Revised Code, "Mercantile customer" excludes a not-for-profit customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within this state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside this state that has filed the necessary declaration with the Public Utilities Commission.)

<input checked="" type="checkbox"/> Columbia Gas of Ohio	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input type="checkbox"/> Large Commercial / Industrial
<input checked="" type="checkbox"/> Dominion East Ohio	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input type="checkbox"/> Large Commercial / Industrial
<input checked="" type="checkbox"/> Duke Energy Ohio	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input type="checkbox"/> Large Commercial / Industrial
<input checked="" type="checkbox"/> Vectren Energy Delivery of Ohio	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input type="checkbox"/> Large Commercial / Industrial

A-12 If applicant or an affiliated interest previously participated in any of Ohio's Natural Gas Choice Programs, for each service area and customer class, provide approximate start date(s) and/or end date(s) that the applicant began delivering and/or ended services.

☐ Columbia Gas of Ohio

<input type="checkbox"/> Residential	Beginning Date of Service		End Date	
<input type="checkbox"/> Small Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Industrial	Beginning Date of Service		End Date	

☐ Dominion East Ohio

<input type="checkbox"/> Residential	Beginning Date of Service		End Date	
<input type="checkbox"/> Small Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Industrial	Beginning Date of Service		End Date	

☐ Duke Energy Ohio

<input type="checkbox"/> Residential	Beginning Date of Service		End Date	
<input type="checkbox"/> Small Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Industrial	Beginning Date of Service		End Date	

☐ Vectren Energy Delivery of Ohio

<input type="checkbox"/> Residential	Beginning Date of Service		End Date	
<input type="checkbox"/> Small Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Large Commercial	Beginning Date of Service		End Date	
<input type="checkbox"/> Industrial	Beginning Date of Service		End Date	

A-13 If not currently participating in any of Ohio's four Natural Gas Choice Programs, provide the approximate start date that the applicant proposes to begin delivering services:

<input type="checkbox"/>	Columbia Gas of Ohio	Intended Start Date	
<input type="checkbox"/>	Dominion East Ohio	Intended Start Date	
<input type="checkbox"/>	Duke Energy Ohio	Intended Start Date	
<input type="checkbox"/>	Vectren Energy Delivery of Ohio	Intended Start Date	

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- A-14 Exhibit A-14 "Principal Officers, Directors & Partners,"** provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.
- A-15 Exhibit A-15 "Company History,"** provide a concise description of the applicant's company history and principal business interests.
- A-16 Exhibit A-16 "Articles of Incorporation and Bylaws,"** provide the articles of incorporation filed with the state or jurisdiction in which the applicant is incorporated and any amendments thereto, *only if the contents of the originally filed documents changed since the initial application.*
- A-17 Exhibit A-17 "Secretary of State,"** provide evidence that the applicant is still currently registered with the Ohio Secretary of the State.

SECTION B - APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED

- B-1 Exhibit B-1 "Jurisdictions of Operation,"** provide a current list of all jurisdictions in which the applicant or any affiliated interest of the applicant is, at the date of filing the application, certified, licensed, registered, or otherwise authorized to provide retail natural gas service, or retail/wholesale electric services.
- B-2 Exhibit B-2 "Experience & Plans,"** provide a current description of the applicant's experience and plan for contracting with customers, providing contracted services, providing billing statements, and responding to customer inquiries and complaints in accordance with Commission rules adopted pursuant to Section 4929.22 of the Revised Code and contained in Chapter 4901:1-29 of the Ohio Administrative Code.
- B-3 Exhibit B-3 "Summary of Experience,"** provide a concise and current summary of the applicant's experience in providing the service(s) for which it is seeking renewed certification (e.g., number and types of customers served, utility service areas, volume of gas supplied, etc.).
- B-4 Exhibit B-4 "Disclosure of Liabilities and Investigations,"** provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocations of authority, regulatory investigations, or any other matter that could adversely impact the applicant's financial or operational

status or ability to provide the services for which it is seeking renewed certification since applicant last filed for certification.

- B-5 Exhibit B-5 "Disclosure of Consumer Protection Violations,"** disclose whether the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant has been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws since applicant last filed for certification.

☒ No ☐ Yes

If Yes, provide a separate attachment labeled as Exhibit B-5 "Disclosure of Consumer Protection Violations," detailing such violation(s) and providing all relevant documents.

- B-6 Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation,"** disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail natural gas or retail/wholesale electric service denied, curtailed, suspended, or revoked, or whether the applicant or predecessor has been terminated from any of Ohio's Natural Gas Choice programs, or been in default for failure to deliver natural gas since applicant last filed for certification.

☒ No ☐ Yes

If Yes, provide a separate attachment, labeled as Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation," detailing such action(s) and providing all relevant documents.

SECTION C - APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED

- C-1 Exhibit C-1 "Annual Reports,"** provide the two most recent Annual Reports to Shareholders. If applicant does not have annual reports, the applicant should provide similar information, labeled as Exhibit C-1, or indicate that Exhibit C-1 is not applicable and why.
(This is generally only applicable to publicly traded companies who publish annual reports.)
- C-2 Exhibit C-2 "SEC Filings,"** provide the most recent 10-K/8-K Filings with the SEC. If applicant does not have such filings, it may submit those of its parent company. An applicant may submit a current link to the filings or provide them in paper form. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 that the applicant is not required to file with the SEC and why.
- C-3 Exhibit C-3 "Financial Statements,"** provide copies of the applicant's two most recent years of audited financial statements (balance sheet, income statement, and cash flow statement). If audited financial statements are not available, provide officer certified financial statements. If the applicant has not been in business long enough to satisfy this requirement, it shall file audited or officer certified financial statements covering the life of the business. If the applicant does not have a balance sheet, income statement, and cash flow statement, the applicant may provide a copy of its two most recent years of tax returns (with social security numbers and account numbers redacted).
- C-4 Exhibit C-4 "Financial Arrangements,"** provide copies of the applicant's current financial arrangements to conduct competitive retail natural gas service (CRNGS) as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.)

Renewal applicants can fulfill the requirements of Exhibit C-4 by providing a current statement from an Ohio local distribution utility (LDU) that shows that the applicant meets the LDU's collateral requirements.

First time applicants or applicants whose certificate has expired as well as renewal applicants can meet the requirement by one of the following methods:

1. The applicant itself stating that it is investment grade rated by Moody's, Standard & Poor's or Fitch and provide evidence of rating from the rating agencies.
2. Have a parent company or third party that is investment grade rated by Moody's, Standard & Poor's or Fitch guarantee the financial obligations of the applicant to the LDU(s).
3. Have a parent company or third party that is not investment grade rated by Moody's, Standard & Poor's or Fitch but has substantial financial wherewithal in the opinion of the Staff reviewer to guarantee the financial obligations of the applicant to the LDU(s). The guarantor company's financials must be included in the application if the applicant is relying on this option.
4. Posting a Letter of Credit with the LDU(s) as the beneficiary.

If the applicant is not taking title to the electricity or natural gas, enter "N/A" in Exhibit C-4. An N/A response is only applicable for applicants seeking to be certified as an aggregator or broker.

C-5 Exhibit C-5 "Forecasted Financial Statements," provide two years of forecasted income statements for the applicant's **NATURAL GAS related business activities in the state of Ohio Only**, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer. The forecasts should be in an annualized format for the two years succeeding the Application year.

C-6 Exhibit C-6 "Credit Rating," provide a statement disclosing the applicant's current credit rating as reported by two of the following organizations: Duff & Phelps, Fitch IBCA, Moody's Investors Service, Standard & Poor's, or a similar organization. In instances where an applicant does not have its own credit ratings, it may substitute the credit ratings of a parent or an affiliate organization, provided the applicant submits a statement signed by a principal officer of the applicant's parent or affiliate organization that guarantees the obligations of the applicant. If an applicant or its parent does not have such a credit rating, enter "N/A" in Exhibit C-6.

- C-7 Exhibit C-7 “Credit Report,”** provide a copy of the applicant’s current credit report from Experian, Dun and Bradstreet, or a similar organization. An applicant that provides an investment grade credit rating for Exhibit C-6 may enter “N/A” for Exhibit C-7.
- C-8 Exhibit C-8 “Bankruptcy Information,”** provide a list and description of any reorganizations, protection from creditors, or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or within the two most recent years preceding the application.
- C-9 Exhibit C-9 “Merger Information,”** provide a statement describing any dissolution or merger or acquisition of the applicant within the two most recent years preceding the application.
- C-10 Exhibit C-10 “Corporate Structure,”** provide a description of the applicant’s corporate structure, not an internal organizational chart, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale electricity or natural gas to customers in North America. If the applicant is a stand-alone entity, then no graphical depiction is required and applicant may respond by stating that they are a stand-alone entity with no affiliate within the two most recent years preceding the application.

SECTION D – APPLICANT TECHNICAL CAPABILITY

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- D-1 Exhibit D-1 “Operations,”** provide a current written description of the operational nature of the applicant’s business. Please include whether the applicant’s operations will include the contracting of natural gas purchases for retail sales, the nomination and scheduling of retail natural gas for delivery, and the provision of retail ancillary services, as well as other services used to supply natural gas to the natural gas company city gate for retail customers.
- D-2 Exhibit D-2 “Operations Expertise,”** given the operational nature of the applicant’s business, provide evidence of the applicant’s current experience and technical expertise in performing such operations.
- D-3 Exhibit D-3 “Key Technical Personnel,”** provide the names, titles, email addresses, telephone numbers, and background of key personnel involved in the operational aspects of the applicant’s current business.

Applicant Signature and Title



Sworn and subscribed before me this 24th day of October Month 2019 Year



Signature of official administering oath

Richard Booth

Print Name and Title

Samantha Lipsky

My commission expires on

1/27/2022

SAMANTHA LIPSKY
Notary Public - State of New York
No. 01LI6296169
Qualified in Kings County
My Commission Expires 01/27/2022



The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service Affidavit Form (Version 1.07)

In the Matter of the Application of)

Kiwi Energy NY LLC)
for a Certificate or Renewal Certificate to Provide)
Competitive Retail Natural Gas Service in Ohio.)

Case No. 16 - 2160 -GA-CRS

County of new york

State of new york

Richard Booth

[Affiant], being duly sworn/affirmed, hereby states that:

- (1) The information provided within the certification or certification renewal application and supporting information is complete, true, and accurate to the best knowledge of affiant.
- (2) The applicant will timely file an annual report of its intrastate gross receipts and sales of hundred cubic feet of natural gas pursuant to Sections 4905.10(A), 4911.18(A), and 4929.23(B), Ohio Revised Code.
- (3) The applicant will timely pay any assessment made pursuant to Section 4905.10 or Section 4911.18(A), Ohio Revised Code.
- (4) Applicant will comply with all applicable rules and orders adopted by the Public Utilities Commission of Ohio pursuant to Title 49, Ohio Revised Code.
- (5) Applicant will cooperate with the Public Utilities Commission of Ohio and its staff in the investigation of any consumer complaint regarding any service offered or provided by the applicant.
- (6) Applicant will comply with Section 4929.21, Ohio Revised Code, regarding consent to the jurisdiction of the Ohio courts and the service of process.
- (7) Applicant will inform the Public Utilities Commission of Ohio of any material change to the information supplied in the certification or certification renewal application within 30 days of such material change, including any change in contact person for regulatory or emergency purposes or contact person for Staff use in investigating customer complaints.
- (8) Affiant further sayeth naught.

Affiant Signature & Title

[Signature] President of Retail Operations

Sworn and subscribed before me this

25th

day of

October

Month

2018

Year

[Signature]

Signature of Official Administering Oath

Samantha Lipsky

Print Name and Title

SAMANTHA LIPSKY
Notary Public - State of New York
No. 01L16296169
Qualified in Kings County
My Commission Expires 01/27/2022

My commission expires on

01/27/2022

Exhibit A-14

Principal Officers, Directors, Partners

Donald Cheesman

Chairman
200 Park Avenue South
Suite 1301
New York, NY 10003
917-545-5630

Stephen Eskrigge

President
200 Park Avenue South
Suite 1301
New York, NY 10003
917-545-1163

Richard Booth

President of Retail Operations
200 Park Avenue South
Suite 1301
New York, NY 10003
281-814-0735

Michael Lori

Vice President of Supply
200 Park Avenue South
Suite 1301
New York, NY 10003
201-470-3612

Lisa Hawkins

Chief Financial Officer
200 Park Avenue South
Suite 1301
New York, NY 10003
646-543-1911

Exhibit A-15**Company History**

Kiwi Energy NY LLC was formed in December 2008, (originally incorporated as Frontier Utilities, Inc. (NY)) with Donald Cheesman and Stephen Eskrigge as shareholders. In 2012, with the sale of their Texas based company Frontier Utilities Inc., the shareholders rebranded Frontier Utilities, Inc. (NY) as Kiwi Energy Inc. and the operations were moved from Texas to New York for the purpose of providing retail energy services in New York. On November 1, 2013, Kiwi Energy Inc. merged with Kiwi Energy 2 LLC. On January 17, 2013, the Articles of Incorporation were amended to change the name of Kiwi Energy 2 to Kiwi Energy NY LLC ("Kiwi Energy").

Kiwi Energy NY LLC was registered as a foreign LLC in Ohio on August 29, 2016. Kiwi Energy focuses on providing environmentally conscious products backed by friendly and efficient service and is dedicated to providing honest, innovative, electricity, gas and renewable energy services and products. It currently operates in New York and Ohio.

Kiwi Energy has several affiliates. One affiliate is Spring Energy RRH LLC which does business as Spring Power and Gas in New Jersey, Maryland and Pennsylvania. Arrow Energy RRH, LLC, another affiliate, is deemed eligible to do business in Ohio, but has not yet commenced business.

Exhibit A-16

Articles of Incorporation and Bylaws

No change.

Exhibit A-17

Secretary of State

See attached Certificate of Good Standing from the Ohio Secretary of State.

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

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show a Report of Use of Fictitious Name of KIWI ENERGY, Registration Number 3942764, filed in this office on September 20, 2016, filed by Kiwi Energy Ny Llc, 200 Park Ave S, Ste 1301, New York, NY 100003, under article 1329.01 of the Ohio Revised Code, and is currently in FULL FORCE AND EFFECT upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 23rd day of October, A.D. 2018.*

Jon Husted

Ohio Secretary of State

Validation Number: 201829601814

Exhibit B-1

Jurisdictions of Operation

Kiwi Energy NY LLC is authorized by the Federal Energy Regulatory Commission (“FERC”) to sell electricity at market based rates under FERC Docket No. ER13-1698-000. Kiwi Energy NY LLC has been deemed eligible to provide retail electricity and natural gas in the state of New York and Ohio.

Arrow Energy RRH, LLC, an affiliate of Kiwi Energy NY LLC, has been deemed eligible to provide retail electricity and natural gas in the state of Ohio.

Spring Energy RRH, LLC d/b/a Spring Power & Gas, an affiliate of Kiwi Energy NY LLC, is licensed to provide retail electricity and natural gas in New Jersey, Maryland and Pennsylvania.

Exhibit B-2

Experience and Plans

Kiwi Energy NY LLC (“Kiwi Energy”) contracts with customers directly through traditional marketing and sales methods including but not limited to door-to-door, telemarketing and online enrollment. In all marketing and sales operations, Kiwi Energy adheres to all Ohio consumer protection laws, PUCO regulations and standards, utility market rules and procedures and applicable federal laws. Kiwi Energy uses third party verification when required in its sales and marketing activity and will enroll customers consistent with the procedures outlined in the Ohio Administrative Code.

Kiwi Energy maintains a customer service hotline for customers in Ohio at 1-877-208-7636, in addition to an e-mail address at info@kiwienergy.us in order to respond to customer inquiries and complaints. Kiwi Energy uses utility consolidated billing to provide bills to customers and posts rates to the PUCO Apples-to-Apples site as required.

Exhibit B-3**Summary of Experience**

Kiwi Energy's officers and management came to the Company with years of experience managing the kinds of business, technical and customer service issues that commonly arise during the operation of a retail energy company.

Owners

Donald Cheesman and Stephen Eskrigge have a strong record of establishing and managing successful energy companies in deregulated markets. They have been major shareholders and the key managers of six successful energy companies in the deregulated energy markets in the United States, Australia and New Zealand: Kiwi Energy NY LLC, Frontier Utilities Inc., Energy Online, Victoria Electricity, Queensland Electricity, Direct Connect Australia Pty Ltd. The New Zealand market has been fully deregulated since 1998 while the Victorian market in Australia deregulated in 2003. In the past few years, Victoria has been one of the most competitive energy markets in the world. The Queensland market in Australia opened to competition in 2007 and now rivals Victoria for competitiveness.

Richard Booth and Kitty Bromhead bring 10 years of experience in overseeing operations and acquiring customers in the competitive energy markets in the United States, New Zealand and Australia. Richard is currently the President of Retail Operations at Kiwi Energy NY LLC and Spring Energy RRH, LLC d/b/a Spring Power & Gas. Kitty was the Vice President of Retail Operations until April 2016. Although she has resigned, she maintains her joint ownership, with her husband Richard. Richard oversees the operations at Kiwi Energy NY LLC, an energy supplier in New York and Ohio, and Spring Power & Gas, an energy supplier in New Jersey, Maryland and Pennsylvania. The Companies currently have a combined customer base of more than 70,000. Previously, Richard and Kitty were in similar roles at Frontier Utilities based in Texas. Prior to their roles at Frontier Utilities, Richard was the General Manager of Sales and Marketing and Kitty was the Internal Sales Manager at Victoria Electricity. Both were responsible for a team of 200 employees which consisted of 12 supply partners and 150 staff members. This team covered customer acquisition and retention, and marketing and electricity, gas and telecommunications markets in Victoria, New South Wales, Queensland and South Australia. Richard's team was also responsible for Ecogold, a loyalty program which included an environmental fund with ongoing communication of special offers to customers from various business partners. When Richard and Kitty left Victoria Electricity to set up Frontier Utilities in Texas, the company had more than 400,000 customers. Prior to joining Victoria Electricity, Richard managed the commercial sales team at Energy Online, where Kitty was also employed.

Lisa Hawkins joined Kiwi Energy as the Chief Financial Officer in April 2012. Lisa is responsible for managing the financial and economic risks of the company. She manages the financial planning, record keeping, and reporting for Kiwi Energy and Spring Power & Gas. Prior to joining Kiwi, Lisa was a Manager within the Assurance Practice at PricewaterhouseCoopers, LLP ("PwC"). There she gained significant experience in public and private client audits within a range of industries including mortgage banking, oil & gas, manufacturing, and other financial services. She assisted her clients with SEC filings, including Form 10-K and 10-Q filings, governmental compliance requirements and public and private debt/equity offering transactions. She has served multinational corporations as well as venture capital funds. She earned a Bachelor's degree in Business Administration and Master in Professional Accounting from The University of Texas and is a licensed Certified Public Accountant in both the states of Texas and New York.

Michael Lordi has been the VP of Supply for Kiwi Energy since July 2014. He has over 25 years of experience in the energy industry. After receiving a degree in electrical engineering, Michael joined the transmission planning department at Consolidated Edison Company in New York. He continued power system planning and operations at the Northeast Power Coordinating Council (NPCC). At NPCC, Michael performed studies that determine power transfer capabilities in the Northeast and Mid-Atlantic regions. Michael moved to trading electricity and natural gas when he joined Enron Power Marketing. Michael next held a senior trading position at Duke/Louis Dreyfus and CNG Energy Services. At CNG, Michael was responsible all wholesale and retail electricity activities. Following CNG, Michael joined Électricité de France (EDFT) in London. At EDFT, he was head of all electricity trading and asset optimization in Europe. Before joining Kiwi Energy, Michael was the Executive Director of Retail Energy Business Development at Gulf Oil. At Gulf Oil, Michael was responsible for the retail electric business unit including supply desk activities.

Previous Experience in the Industry

Kiwi Energy NY LLC

Kiwi Energy NY LLC was formed in December 2008, (originally incorporated as Frontier Utilities Inc. (NY)) with Donald Cheesman and Stephen Eskrigge as shareholders. In 2012, with the sale of their Texas based company Frontier Utilities Inc., the shareholders rebranded Frontier Utilities Inc. (NY) as Kiwi Energy and the operations were moved from Texas to New York. Kiwi Energy markets predominantly to New York residential with some small commercial customers and has contracted with more than 70,000 customers in New York. The current utility service areas include the following: National Grid, ConEd, New York State Electric & Gas, Rochester Gas & Electric, Orange & Rockland and Central Hudson. Kiwi Energy also operates in Ohio in the Duke Energy territory.

Kiwi Energy has several affiliates. One affiliate is Spring Energy RRH LLC which operates as Spring Power and Gas in New Jersey, Maryland and Pennsylvania. Arrow Energy RRH, LLC, another affiliate, is deemed eligible to do business in Ohio, but has not yet commenced business.

Previous Experience in the Industry: Continued

Frontier Utilities Inc.

Frontier Utilities Inc. was formed in August 2008 with Donald Cheesman and Steve Eskrigge as shareholders. Frontier Utilities commenced trading in 2009. Frontier Utilities Inc. grew to more than 10,000 customers where it was acquired by the Quintana Group in 2011 which allowed the principles to concentrate on their Northeast energy business.

Victoria Electricity

Victoria Electricity was formed in 2002 with Donald Cheesman, Steve Cheesman and listed investment company Infratil (see www.infratil.com) as shareholders. Victoria Electricity commenced trading in 2004 and currently supplies in excess of 300,000 customers. In 2007, Infratil purchased Cheesman and Eskrigge's shares and now holds 100 percent of the company. Victoria Electricity has been responsible for approximately 30% of market churn in Victoria. Queensland Electricity Pty Ltd, NSW Electricity Pty Ltd, South Australia Electricity Pty Ltd, run a similar model to Victoria Electricity and were also purchased by Infratil in 2007. In 2010, they were consolidated into one company called Lumo Energy (see www.kumoenergy.com.au).

Direct Connect Australia Pty Ltd

Direct Connect was founded by Donald Cheesman and Steve Eskrigge in 2004 and is the dominant utility connection company in Australia providing energy, telecommunications, insurance and other products to individuals and customers who are moving locations. This company provides energy retailers with direct access to the large moving market and assists more than 300 people per day to move premises (see www.directconnect.com.au).

Energy Online Ltd

Energy Online (EOL) was established by Donald Cheesman and Steve Eskrigge in 1998 to seize the opportunity provided by the deregulating New Zealand energy market. After an initial growth period, Cheesman and Eskrigge sold their shares to a telecommunications company, Newcall Communications, but remained on the Board and operationally responsible for the company. In 2002, Energy Online was sold to Genesis Power, the largest integrated generator retailer in New Zealand. Genesis continues to operate Energy Online independently as a growth brand. EOL currently supplies more than 60,000 customers (refer to www.energyonline.co.nz)

Agility CIS Ltd

Agility CIS Ltd. (Agility) is a New Zealand-based company, providing billing and customer-management solutions to Australasia's retail energy companies. Since 1998 Agility has been developing, integrating and supporting its flagship product, Orion, a comprehensive system for customer management and utility service billing. Orion is designed and developed to facilitate flexibility and ease of use in a competitive, service-focused market. Orion can be tailored for any specific requirement, and fully supports electricity, gas, internet/data and water products. Agility is the dominant system supplier to second tier retailers in Australasia and supports a number of energy retail operations in the U.S. including Frontier Utilities and Kiwi Energy (refer to www.agilitycis.co.nz).

Exhibit B-4

Disclosure of Liabilities and Investigations

In an effort towards full disclosure, Kiwi Energy NY LLC had a lawsuit filed against it on August 9, 2017 in Supreme Court of the State of New York, County of Kings. It is titled Duane and Kerry Austin, Individually and on behalf of Others Similarly Situation v. Kiwi Energy NY, LLC and can be found at Index No. 515350/2017. One cause of action was withdrawn and another cause of action was dismissed at the Motion to Dismiss stage. There are three remaining alleged causes of action: (1) violation of NY General Business Law Section 349, (2) violation of NY General Business Law Section 349-d, and (3) breach of contract. This lawsuit is pending.

Exhibit C-1

Annual Reports

Kiwi Energy NY LLC is a wholly-owned subsidiary of Richmond Road Holdings LLC, a privately owned entity. As such, we do not have Annual Reports to Shareholders.

Exhibit C-2

SEC Filings

Kiwi Energy NY LLC is a wholly-owned subsidiary of Richmond Road Holdings LLC, a privately owned entity. As such, we are not required submit to public filings with the SEC.

Exhibit C-3

Financial Statements

This exhibit contains confidential and proprietary information. This information has been submitted under seal and Kiwi Energy requests confidential treatment.

Exhibit C-4

Financial Arrangements

This exhibit contains confidential and proprietary information. This information has been submitted under seal and Kiwi Energy requests confidential treatment.

Exhibit C-5

Forecasted Financial Statements

This exhibit contains confidential and proprietary information. This information has been submitted under seal and Kiwi Energy requests confidential treatment.

Exhibit C-6

Credit Rating

As Kiwi Energy NY LLC and parent company Richmond Road Holdings LLC are privately held entities, neither maintains an investment grade credit rating. However, see Experian Credit report included in Exhibit C-7.

Exhibit C-7

Credit Report

See Experian CreditScore Report for Kiwi Energy NY LLC attached.



Report Originally Retrieved 10/04/2018

Note: This report was requested and billed to your account within the past 7 days.

For help reading this report, please review our [sample report](#).

Search inquiry: Kiwi Energy Ny Llc / New York / NY / (My company)

CreditScoreSM Report as of: 10/04/18 11:16 ET

Kiwi Energy Ny LLC

Address:	200 Park Ave S Ste 1301 New York, NY 10003-1550 United States	SIC Code:	1711-Plumbing, Heating & A/C Contractors
Phone:	212-388-0468	NAICS Code:	238220-Plumbing, Heating, And Air-Conditioning Contractors
Experian BIN:	409599850	Business Type:	Corporation
Agent:	Ct Corporation System	Experian File Established:	February 2016
Agent Address:	4400 Easton Commons Way Columbus, OH	Experian Years on File:	2 Years
		Years in Business:	More than 2 Years
		Total Employees:	10
		Sales:	\$2,209,000
		Filing Data Provided by:	New York
		Date of Incorporation:	08/29/2016

Experian Business Credit Score

Back to top

27

Business Credit Score

The objective of the Experian Business Credit Score is to predict payment behavior. High Risk means that there is a significant probability of delinquent payment. Low Risk means that there is a good probability of on-time payment.

Key Score Factors:

- Nbr of active commercial accts within the last 12 mos.
- Number of commercial accounts with net 1-30 days term.
- Number of recently active commercial accounts.
- Number of commercial accounts including commercial leases.

Business Credit Scores range from a low of 1 to high of 100 with this company receiving a score of 27. Higher scores indicate lower risk. This score predicts the likelihood of serious credit delinquencies within the next 12 months. This score uses tradeline and collections information, public filings as well as other variables to predict future risk.

4

Financial Stability Risk Rating



Medium-High Risk

A Financial Stability Risk Rating of 4 indicates a 10% potential risk of severe financial distress within the next 12 months.

Key Rating Factors:

- Number of active commercial accounts.
- Number of commercial accounts.
- Risk associated with the company's industry sector.
- Risk associated with the business type.

Financial Stability Risk Ratings range from a low of 1 to high of 5 with this company receiving a rating of 4. Lower ratings indicate lower risk. Experian categorizes all businesses to fit within one of the five risk segments. This rating predicts the likelihood of payment default and/or bankruptcy within the next 12 months. This rating uses tradeline and collections information, public filings as well as other variables to predict future risk.

This location does not yet have an estimated Days Beyond Terms (DBT), or a Payment Trend Indicator. This is often the result of too few active Payment Tradelines.

Please refer to Experian's www.BusinessCreditFacts.com website for more information on establishing Payment Tradelines.

UCC Filings:	10
✖ Businesses Scoring Worse:	26%
✔ Bankruptcies:	0
✔ Liens:	0
✔ Judgments Filed:	0
✔ Collections:	0

* The information herein is furnished in confidence for your exclusive use for legitimate business purposes and shall not be reproduced. Neither Experian nor its sources or distributors warrant such information nor shall they be liable for your use or reliance upon it.

© 2018 Experian Information Solutions Inc.

[Back to top](#)

[Contact us](#) [Score Planner](#) [Legal terms](#) [Privacy](#)

© 2018 Experian Information Solutions, Inc. All rights reserved.

Experian and the Experian marks herein are service marks or registered trademarks of Experian.

Exhibit C-8

Bankruptcy Information

Kiwi Energy NY LLC and affiliates have not made any bankruptcy filings to date.

Exhibit C-9

Merger Information

On November 1, 2013, Kiwi Energy Inc. merged with Kiwi Energy NY LLC.

Exhibit C-10**Corporate Structure**

Kiwi Energy NY LLC is a wholly owned subsidiary of Richmond Road Holdings LLC and an affiliate of Spring Energy RRH, LLC dba Spring Power & Gas, Arrow Energy RRH LLC, New England Power & Gas RRH LLC, and RRH Energy Services LLC. Kiwi Energy NY LLC is an energy supplier currently providing retail electricity and natural gas supply service to customers in New York and Ohio. Spring Energy RRH LLC is an energy supplier currently providing retail electricity and natural gas supply service to customers in New Jersey, Maryland and Pennsylvania. Arrow Energy RRH, LLC, an energy supplier, is licensed to provide retail energy and natural gas supply service to customers in Ohio; however, has not yet commenced operations. The remaining affiliated entities are currently not licensed.

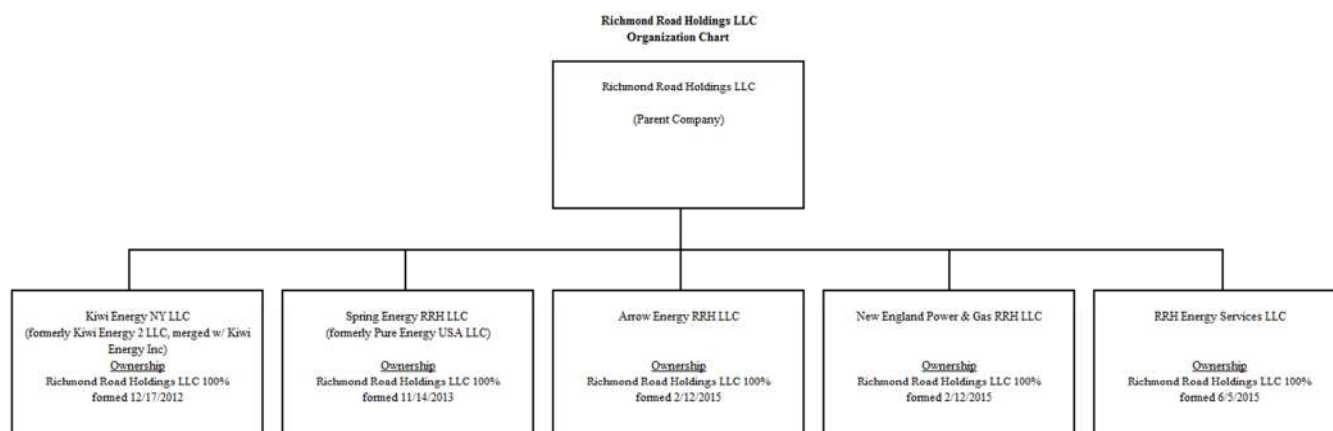


Exhibit D-1

Operations

Kiwi Energy NY LLC's business operations include the contracting of natural gas purchases for retail sales, the nomination and scheduling of retail natural gas for delivery, and the provision of retail ancillary services, as well as other services used to supply natural gas to the natural gas city gate for retail customers.

Exhibit D-2**Operations Expertise**

Richard Booth, President of Retail Operations.

Richard Booth brings more than 12 years of experience in overseeing operations and acquiring customers in the competitive energy markets in the United States, New Zealand and Australia. Richard currently oversees the operations at Kiwi Energy NY LLC d/b/a Kiwi Energy (currently operating in New York and Ohio). Richard also oversees the operations for Spring Energy RRH LLC, which operates as Spring Power & Gas in New Jersey, Maryland and Pennsylvania. Previously, Richard was in a similar role at Frontier Utilities based in Texas. Prior to his role at Frontier Utilities, Richard was the General Manager of Sales and Marketing at Victoria Electricity where he was responsible for a team of 200 employees which consisted of 12 supply partners and 150 staff members. This team covered customer acquisition and retention, and marketing and electricity, gas and telecommunications markets in Victoria, New South Wales, Queensland and South Australia. Richard's team was also responsible for Ecogold, a loyalty program which included an environmental fund with ongoing communication of special offers to customers from various business partners. When Richard left Victoria Electricity to set up Frontier Utilities in Texas, the company had more than 400,000 customers. Prior to joining Victoria Electricity, Richard managed the commercial sales team at Energy Online.

Lisa Hawkins, Chief Financial Officer.

Lisa joined Kiwi Energy as the Chief Financial Officer in April 2012. Lisa is responsible for managing the financial and economic risks of the company. She manages the financial planning, record keeping, and reporting for Kiwi Energy. Prior to joining Kiwi, Lisa was a Manager within the Assurance Practice at PricewaterhouseCoopers, LLP ("PwC"). There she gained significant experience in public and private client audits within a range of industries including mortgage banking, oil & gas, manufacturing, and other financial services. She assisted her clients with SEC filings, including Form 10-K and 10-Q filings, governmental compliance requirements and public and private debt/equity offering transactions. She has served multinational corporations as well as venture capital funds. She earned a Bachelor's degree in Business Administration and Master in Professional Accounting from The University of Texas and is a licensed Certified Public Accountant in both the states of Texas and New York.

Michael Lordi, Vice President of Supply.

Michael has been the VP of Supply for Kiwi Energy since July 2014. He has over 25 years of experience in the energy industry. After receiving a degree in electrical engineering, Michael joined the transmission planning department at Consolidated Edison Company in New York. He continued power system planning and operations at the Northeast Power Coordinating Council (NPCC). At NPCC, Michael performed studies that determine power transfer capabilities in the Northeast and Mid-Atlantic regions. Michael moved to trading electricity and natural gas when he joined Enron Power Marketing. Michael next held senior trading position at Duke/Louis Dreyfus and CNG Energy Services. At CNG, Michael was responsible all wholesale and retail electricity activities. Following CNG, Michael joined Électricité de France (EDFT) in London. At EDFT, he was head of all electricity trading and asset optimization in Europe. Before joining Kiwi Energy, Michael was the Executive Director of Retail Energy Business Development at Gulf Oil. At Gulf Oil, Michael was responsible for the retail electric business unit including supply desk activities.

Exhibit D-3

Key Technical Personnel

Richard Booth
President of Retail Operations
richardbooth@rrhenergy.us
281-814-0735

Lisa Hawkins
Chief Financial Officer
lisahawkins@rrhenergy.us
646-543-1911

Michael Lordi
Vice President of Supply
michaellordi@rrhenergy.us
917-310-2259

Nikki Clark
Vice President of Marketing and Business Development
nikkiclark@rrhenergy.us
718-635-4265

Gregory Hasiak
Operations Manager
gregoryhasiak@rrhenergy.us
718-853-2681

Lindsay Kreppel
Director of Regulatory Affairs and New Markets
lindsaykreppel@rrhenergy.us
646-844-6144

This foregoing document was electronically filed with the Public Utilities

Commission of Ohio Docketing Information System on

11/2/2018 12:12:38 PM

in

Case No(s). 16-2160-GA-CRS

Summary: Application Renewal Certification Application Competitive Retail Natural Gas Suppliers electronically filed by Mrs. Gretchen L. Petrucci on behalf of Kiwi Energy NY LLC