

FILE

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March 26, 2019

VIA OVERNIGHT MAIL

& VIA E-MAIL: <alla.magaziner-tempesta@puco.ohio.gov>

Ms. Alla Magaziner-Tempesta
The Public Utilities Commission of Ohio
180 East Broad Street
Columbus, OH 43215-3793

14-1004-GA-AGG

14-1003-EL-AGG

PUCO

2019 APR -2 AM 8:17

RECEIVED-DOCKETING DIV

RE: ***Accenture LLP (Ohio Retail Natural Gas Broker/Aggregator and Electric Aggregator/Power Broker Certificate No(s). 14-364G and 14-837E) – Corporate Reorganization***

Ms. Magaziner-Tempesta:

On behalf of our client, Accenture LLP, a corporation formed in the state of Illinois and currently licensed as a retail natural gas broker/aggregator and electric aggregator/power broker in Ohio, this letter serves to notify the Public Utilities Commission of Ohio of a corporate reorganization.

Background

The transactions are largely administrative in nature. Accenture plc, the ultimate parent company of Accenture LLP, is a global professional services company providing a broad range of services and solutions in strategy, consulting, digital, technology and operations. Accenture has steadily worked to simplify and reduce the administrative burdens associated with its organizational structure, and to increase its operational and economic efficiency through further consolidation of the Accenture group companies.

Current Ownership Structure

As the enclosed Structure Chart illustrates, Accenture LLP is owned in part by Accenture LLC (U.S.) (94.4%) and Accenture Inc. (U.S.) (5.6%). This will change as a result of the reorganization detailed here. The majority owner, Accenture LLC (U.S.), is a wholly-owned subsidiary of Accenture Sub Inc. (U.S.), and in turn, Accenture Sub Inc. (U.S.) is a wholly-owned subsidiary of Accenture Inc. (U.S.). The corporate status of Accenture Sub Inc. (US) will change. Accenture Inc. (U.S.) is a wholly-owned subsidiary of Accenture plc, a publicly traded company and ultimate shareholder in the Accenture group. Accenture plc is an Irish public limited company. Accenture plc's ordinary shares are listed on the New York Stock Exchange.

Proposed Transactions

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Technician mmm Date Processed 04/02/19

In order to simplify the Accenture group's structure, it is proposed to carry out the following steps:

- A new company (Accenture Sub II Inc.) has been created and 5% of the partnership interest in Accenture LLP, previously held by Accenture LLC, and have been transferred to Accenture Sub II Inc.
- Accenture Sub Inc. has been converted to Accenture Sub LLC. This will be done under Delaware law (state of incorporation) as at February 28, 2019. Applicable Delaware law provides for continuity of existence and as such

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Accenture Sub Inc. will not be deemed to have been liquidated and Accenture Sub LLC will not be deemed a new company, and all assets and liabilities will not be deemed to have been transferred.

Other than the step described above, no change in capitalization, constitution or operations of Accenture LLP are proposed.

Changes to Officers and Directors of Accenture Sub LLC and Accenture Sub II Inc

As a result of the change notified above, converting Accenture Sub Inc to Accenture Sub LLC, the current directors of Accenture Sub Inc (now LLC) will be removed. All officers will remain in place.

Accenture Sub II Inc will have the following directors/officers appointed:

Directors: Joel Unruch, Norma Evans and Ronald Roberts

Officers:	President	Joel Unruch
	Treasurer	Scott K. Ahlstrom
	Vice President	Dina Eppley
	Assistant Treasurer	Brian Kowles
	Vice President	Norma Evans
	Secretary	Ron Roberts

It is our understanding that such a transaction only requires written notice and an updated organizational chart for your records. Please process and update accordingly.

As requested, the following exhibit is attached for your convenience:

Exhibit A: Proposed Structure Chart

* * *

Finally, please acknowledge receipt of this notice by date-stamping and returning the acknowledgement copy of this letter in the enclosed self-addressed envelope.

We thank you in advance for your assistance with this matter. If you have any questions, please feel free to contact me at (816) 472-1515.

Yours sincerely,



Brian F. Ellis
Attorney at Law
For the Firm

: BFE

Enclosure(s)