



August 6, 2013

VIA E-FILING (NON-CONFIDENTIAL)

VIA FEDERAL EXPRESS (CONFIDENTIAL)

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17120

Re: Petition of UGI Energy Services, Inc. for Approval to Transfer the Electric Generation Supplier License of UGI Energy Services, Inc. to UGI Energy Services, LLC; Docket Nos. A-110076 and A-2013-2369288;

Replies to Data Requests

Dear Secretary Chiavetta:

Enclosed for e-filing, is a **NON-CONFIDENTIAL**, redacted version of the Replies of UGI Energy Services, Inc. d/b/a UGI EnergyLink ("Supplier") to the Data Requests of the Bureau of the Technical Utility Services ("TUS"), dated July 23, 2013 (Set I), in connection with the above-captioned petition. The originals of the **NON-CONFIDENTIAL** replies, which include original signatures for the verifications and cover letter, are being sent via federal express.

An original and one copy of a **CONFIDENTIAL** version of this filing is being filed via federal express, and Supplier requests, pursuant to 52 Pa. Code §5.423, that the information in this version be stamped "Confidential" and filed under seal and not be made available for public inspection. The Confidential version shall be made available only to the Commission and its staff for the purposes of evaluating this filing.

Should you have any questions concerning this filing, please contact me at (610)-992-3750.

Respectfully yours,

Melanie J. El Atieh
Counsel for UGI Energy Services, Inc.

Enclosure

Cc: James R. Shurskis, Bureau of TUS (via e-mail)

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Re: Petition of UGI Energy Services, Inc. for :
Approval to Transfer the Electric Generation : Docket Nos. A-110076; A-2013-
Supplier License of UGI Energy Services, : 2369288
Inc. to UGI Energy Services, LLC :

Responses of Supplier to TUS Data Requests (Set I)

TUS I-1

Data Request:

Regarding UGIES' Pennsylvania gross receipts tax report for the prior three calendar years:

- a. Has it paid its self-assessment in full?
- b. How much has it paid?
- c. How much is still due?
- d. Has the report been settled with the Department of Revenue?
- e. What was the final settlement amount?

Response:

- a. Yes. The self-assessment has been paid in full calendar years 2010, 2011 and 2012.
- b. [*BEGIN CONFIDENTIAL INFORMATION*] [REDACTED.] [*END CONFIDENTIAL INFORMATION*]

See **Exhibit TUS I-1(b)*CONFIDENTIAL*** for the applicable GRT reports.
- c. No balances are due at this time.
- d. The PA Department of Revenue statement of account as of 12/11/2012 indicates no balance due for 2010 and 2011. See **Exhibit TUS I-1(d)*CONFIDENTIAL***. Year 2012 was filed in May 2013, and is pending.
- e. [*BEGIN CONFIDENTIAL INFORMATION*] [REDACTED.] [*END CONFIDENTIAL INFORMATION*]

UGIES Witness: **Andrew S. Koehler, Controller**

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Re: Petition of UGI Energy Services, Inc. for :
Approval to Transfer the Electric Generation : Docket Nos. A-110076; A-2013-
Supplier License of UGI Energy Services, : 2369288
Inc. to UGI Energy Services, LLC :

Responses of Supplier to TUS Data Requests (Set I)

TUS I-2

Data Request:

Regarding UGIES' Pennsylvania gross receipts tax report for the current calendar year:

- a. Has it made a prepayment toward its Pennsylvania gross receipts tax for the current calendar year?
- b. What is the total amount of any prepayment?
- c. What is its balance with the Department of Revenue?
- d. Estimate the amount of gross receipts tax due for the current year.

Provide all documents that support the answers to these questions.

Response:

- a. Yes, the prepayment for calendar year 2013 was made in March 2013. Please see a copy of the Supplier's bank's confirmation of payment transmittal in **Exhibit TUS I-2(a)*CONFIDENTIAL***.
- b. **[*BEGIN CONFIDENTIAL INFORMATION*] [REDACTED.] [*END CONFIDENTIAL INFORMATION*]**
- c. **[*BEGIN CONFIDENTIAL INFORMATION*] [REDACTED.] [*END CONFIDENTIAL INFORMATION*]**
- d. **[*BEGIN CONFIDENTIAL INFORMATION*] [REDACTED.] [*END CONFIDENTIAL INFORMATION*]**

UGIES Witness: Andrew S. Koehler, Controller

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Re: Petition of UGI Energy Services, Inc. for :
Approval to Transfer the Electric Generation : Docket Nos. A-110076; A-2013-
Supplier License of UGI Energy Services, : 2369288
Inc. to UGI Energy Services, LLC :

Responses of Supplier to TUS Data Requests (Set I)

TUS I-3

Data Request:

Summarize any other outstanding tax issues UGIES has with the Pennsylvania Department of Revenue.

Response:

Supplier is not aware of any outstanding issues with the PA Department of Revenue.

UGIES Witness: Andrew S. Koehler, Controller

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Re: Petition of UGI Energy Services, Inc. for :
Approval to Transfer the Electric Generation : Docket Nos. A-110076; A-2013-
Supplier License of UGI Energy Services, : 2369288
Inc. to UGI Energy Services, LLC :

Responses of Supplier to TUS Data Requests (Set I)

TUS I-4

Data Request:

UGIES states that it will cease to exist upon Commission approval of transfer? Has the company provided formal notification to the Pennsylvania Department of Revenue that it intends to go out of existence/withdraw from Pennsylvania for tax purposes?

Response:

The PA Department of Revenue will be notified at the time the final corporate tax return is filed. Supplier will file the final corporate tax return after the *LLC Conversion* has been completed. Prior notice is not required to be given to the PA Department of Revenue before the final corporate tax return is filed.

To complete the *LLC Conversion*, a certificate of merger (evidencing the merger of UGIES, Inc. into UGIES, LLC) and a certificate of dissolution (evidencing the dissolution of UGIES, Inc.) will be filed with the PA Secretary of State. Supplier will complete the *LLC Conversion* promptly after it receives the Commission's approval of the above-captioned petition and the *Petition of UGI Energy Services, Inc. for Approval to Transfer the Natural Gas Supplier License of UGI Energy Services, Inc. to UGI Energy Services, LLC*, at Docket No. A-125018 and A-2013-2369286.

UGIES Witness: Andrew S. Koehler, Controller

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Re: Petition of UGI Energy Services, Inc. for :
Approval to Transfer the Electric Generation : Docket Nos. A-110076; A-2013-
Supplier License of UGI Energy Services, : 2369288
Inc. to UGI Energy Services, LLC :

Responses of Supplier to TUS Data Requests (Set I)

TUS I-5

Data Request:

What type of notice regarding its license transfer has or will UGIES provide to its customers, the electricity distribution companies and the providers of last resorts? On what date(s) has or will these notices be given? Provide copies of all written and electronic notices of abandonment.

Response:

With respect to notice to its customers of the *LLC Conversion*, Supplier sent written notice to all of its retail customers in Pennsylvania during the week August 5, 2013. A copy of the template notice, which was reviewed and approved by the Bureau of Consumer Services, is attached hereto as **Exhibit TUS I-5(A)**.

With respect to notices sent to the electric distribution companies (“EDCs”) (which, in Pennsylvania, the EDCs are the providers of last resort), Supplier has sent two separate notices. First, Supplier served a copy of the above-captioned Petition on each EDC on May 3, 2013, as evidenced by the Certificate of Service attached to the Petition.

Additionally, Supplier sent a separate written notification, on July 31, 2013, to the EDCs where Supplier currently operates (“EDC Notice”), which includes the following:

- Duquesne Light Company
- Pennsylvania Power Company (Penn Power) – FirstEnergy Company
- Metropolitan Edison Company (Met-Ed) – FirstEnergy Company
- Pennsylvania Electric Company (Penelec) – FirstEnergy Company
- West Penn Power – FirstEnergy Company
- PPL Electric Utilities
- PECO Energy Company – Exelon Company
- UGI Utilities, Inc. – Electric Division

NON-CONFIDENTIAL VERSION

In the EDC Notice, Supplier (1) provided notice of the *LLC Conversion* and of the above-captioned Petition, and (2) sought each EDC's consent to assignment of any existing supplier coordination, electronic data interchange, billing services and/or purchase of receivables agreements from UGIES, Inc. to UGIES, LLC. Copies of the EDC Notices are attached hereto as **Exhibit TUS I-5(B)**.

UGIES Witness: Craig S. Blume, Director – Power Marketing

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Re: Petition of UGI Energy Services, Inc. for :
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Supplier License of UGI Energy Services, : 2369288
Inc. to UGI Energy Services, LLC :

Responses of Supplier to TUS Data Requests (Set I)

TUS I-6

Data Request:

Are there any open issues regarding contracts, agreements or other arrangements which UGIES may have with any party under its license that affects or may affect the flow of electricity at retail? Provide a summary of each and its current status. Provide copies of all contracts, agreements or other arrangements that are involved.

Response:

As described in response to TUS I-5, Supplier is currently obtaining each EDC's consent to assignment of any existing supplier coordination, electronic data interchange, billing services and/or purchase of receivables agreements from UGIES, Inc. to UGIES, LLC. The EDC maintains copies of all such agreements. Supplier is currently in the process of obtaining such consents to assignment from the EDCs. Supplier will notify TUS once it has received all of the necessary consents from the EDCs and provide a copy of such consent.

After the *LLC Conversion* is completed, Supplier will need to provide the EDCs with its new DUNS number for purposes of EDI transactions.

Other than as stated above, Supplier is not aware of any open issues regarding contracts, agreements or other arrangements which UGIES may have with any party under its EGS license that may affect the flow of electricity at retail.

UGIES Witness: Craig S. Blume, Director – Power Marketing

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

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Approval to Transfer the Electric Generation : Docket Nos. A-110076; A-2013-
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Inc. to UGI Energy Services, LLC :

Responses of Supplier to TUS Data Requests (Set I)

TUS I-7

Data Request:

Regarding other issues which may create a claim on the bond or other security which UGIES maintains for its license:

- a. Are there any outstanding or potential customer issues? If yes, explain.
- b. Are there any outstanding or potential issues with any Independent System Operator, Regional Transmission Organization or similar entity involved in the Pennsylvania retail electricity market? If yes, explain.
- c. Are there any outstanding or potential issues with any entity that provides your company with electricity on the wholesale market? If yes, explain.

Provide copies of all contracts, agreements or other arrangements that are involved.

Response:

- a. Supplier is not aware of any outstanding or potential customer issues.
- b. Supplier currently operates in the PJM and NYISO markets. Supplier is not aware of any outstanding or potential issues with either PJM or NYISO. Additionally, Supplier is a Registered Entity of ReliabilityFirst. Supplier is not aware of any outstanding or potential issues with ReliabilityFirst.

PJM, NYISO and ReliabilityFirst each require Supplier to submit certain documentation regarding the *LLC Conversion* after the *LLC Conversion* has been completed. Supplier will submit all necessary documentation with PJM, NYISO and ReliabilityFirst, as applicable, after the *LLC Conversion* has been completed.

NON-CONFIDENTIAL VERSION

In particular, PJM requires the following to be submitted after the *LLC Conversion* is completed: Updated Affiliate Disclosure Form, attached as **Exhibit TUS I-7(A)**, official state documentation, and a letter on new company letterhead stating the change with a signature.

After the *LLC Conversion* is completed, NYISO requires submission of a letter on new company letterhead and the documents attached hereto as **Exhibit TUS I-7(B)**.

ReliabilityFirst requires the submission of a Registration-Revision form after the *LLC Conversion* is completed, attached hereto as **Exhibit TUS I-7(C)**.

- c. Supplier is not aware of any outstanding or potential issues with any entity that provides Supplier with electricity in the wholesale market.

UGIES Witness: Craig S. Blume, Director – Power Marketing

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

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Inc. to UGI Energy Services, LLC :

Responses of Supplier to TUS Data Requests (Set I)

TUS I-8

Data Request:

File a copy of the abandonment request with the Pennsylvania Department of Revenue, Bureau of Corporation Taxes. Provide a certification of service demonstrating compliance with this requirement.

Response:

See response to TUS I-4 above.

UGIES Witness: Andrew S. Koehler, Controller

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

**Re: Petition of UGI Energy Services, Inc. :
for Approval to Transfer the Electric : Docket Nos. A-110076; A-2013-2369288
Generation Supplier License of UGI :
Energy Services, Inc. to UGI Energy :
Services, LLC :**

VERIFICATION

I, Andrew S. Koehler, hereby state that the facts set forth in the foregoing document are true and correct to the best of my knowledge, information and belief and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. §4904 (relating to unsworn falsification to authorities).

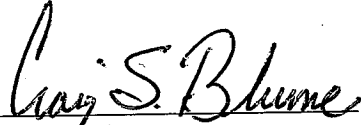
By: 
Name: Andrew S. Koehler
Title: Controller

**BEFORE THE
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Generation Supplier License of UGI :
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VERIFICATION

I, Craig S. Blume, hereby state that the facts set forth in the foregoing document are true and correct to the best of my knowledge, information and belief and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. §4904 (relating to unsworn falsification to authorities).

By: 
Name: Craig S. Blume
Title: Director – Power Marketing

NON-CONFIDENTIAL VERSION

Exhibit TUS I-1(b)

CONFIDENTIAL

PA Department of Revenue GRT Report
for CY 2010, 2011 and 2012

(See attached.)

NON-CONFIDENTIAL VERSION

Exhibit TUS I-1(d)

CONFIDENTIAL

PA Department of Revenue Statement of Account as of 12/11/2012

(See attached.)

NON-CONFIDENTIAL VERSION

Exhibit TUS I-2(a)

CONFIDENTIAL

Mellon Bank Payment Confirmation

(See attached.)