

NRG Retail Northeast
3711 Market Street
Philadelphia, PA 19104

March 9, 2015

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

VIA FedEx

Ms. Rosemary Chiavetta
Secretary
Pennsylvania Public Utility Commission
P.O. Box 3265
Harrisburg, PA 17105-3265

Re: Reliant Energy Northeast LLC d/b/a NRG Home Natural Gas License Application

Dear Secretary Chiavetta:

Reliant Energy Northeast LLC d/b/a NRG Home ("NRG Home") a licensed Electric Generation Supplier (License No. A-2010-2192350), submits the enclosed application seeking a natural gas supplier license to serve residential and small commercial customers in the service territories of Columbia Gas of PA, Peoples Natural Gas Company, Peoples Gas – Equitable Division, Peoples Gas – TWP, National Fuel Gas, PECO, Philadelphia Gas Works (PGW), UGI Utilities, UGI Central Penn, and UGI Penn Natural.

Enclosed please find our completed application form and various attachments including:

- Attachment A – Articles of Incorporation/Certificate of Good Standing/Certificate of Authority/Fictitious Names;
- Attachment B – Response to Compliance Questions
- Attachment C – Financial Records, Statements and Ratings
- Attachment D – Tax Certification Statement;
- Attachment E – Statement of Managerial and Technical Fitness;
- Attachment F – Technical Fitness - Oversight of Marketing;
- Attachment G – NRG Home Officers/Resumes;
- Attachment H – Proof of Publication (Sample Newspaper Ad)
- Attachment I – Certificate of Service;
- Attachment J – Sample Disclosure Statement;
- Attachment K – Application Affidavit
- Attachment L – Operations Affidavit
- A check (No. 01001459) in the amount of \$350 for the application fee.

Reliant Energy Northeast LLC requests that the Commission grant Attachment B and Attachment E of this application confidential/ proprietary status. The attachments contain competitively sensitive information that Reliant Energy Northeast LLC does not disclose on any of its public reporting. Reliant Energy Northeast has marked Attachment B and Attachment E as "CONFIDENTIAL" and enclosed "REDACTED" copies in the submission.

Should you have any questions or require additional information, please contact me at 301.509.1508 or via email at lgibbons@nrg.com.

Sincerely,

A handwritten signature in black ink that reads "Leah Gibbons". The signature is written in a cursive, flowing style.

Leah Gibbons
Director Regulatory Affairs

Enclosures

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**PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU**

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Reliant Energy Northeast LLC, d/b/a NRG Home, for approval to offer, render, furnish, or supply natural gas supply services as a(n) Supplier to the public in the Commonwealth of Pennsylvania (Pennsylvania).

To the Pennsylvania Public Utility Commission:

1. IDENTIFICATION AND CONTACT INFORMATION

- a. **IDENTITY OF THE APPLICANT:** Provide name (including any fictitious name or d/b/a), primary address, web address, and telephone number of Applicant:

Reliant Energy Northeast LLC
 Doing Business as: NRG Home, NRG Retail Solutions, NRG Business Solutions, NRG Business
 3711 Market Street, Suite 1000
 Philadelphia, PA 19104
 Phone: 855-500-8703
 Fax: 866-472-1415

- b. **PENNSYLVANIA ADDRESS / REGISTERED AGENT:** If the Applicant maintains a primary address outside of Pennsylvania, provide the name, address, telephone number, and fax number of the Applicant's secondary office within Pennsylvania. If the Applicant does not maintain a physical location within Pennsylvania, provide the name, address, telephone number, and fax number of the Applicant's Registered Agent within Pennsylvania.

NA

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- c. **REGULATORY CONTACT:** Provide the name, title, address, telephone number, fax number, and e-mail address of the person to whom questions about this Application should be addressed.

Leah Gibbons
 Director, Regulatory Affairs
 3711 Market Street, Suite 1000
 Philadelphia, PA 19104
 Phone: 301-509-1508
 Fax: 832-584-2148
 NERetailRegulatory@nrg.com

- d. **ATTORNEY:** Provide the name, address, telephone number, fax number, and e-mail address of the Applicant's attorney. If the Applicant is not using an attorney, explicitly state so.

Deanne M. O'Dell, Esquire
 Eckert Seamans Cherin & Merlot, LLC
 213 Market Street, 8th Floor
 Harrisburg, PA 17101
 Phone: 717-255-3744
 Fax: 717-237-6019

* Note: Eckert, Seamans, Cherin & Merlot, LLC does not represent applicant for any issues involving Philadelphia Gas Works. For those issues, please contact Reliant Energy Northeast LLC whose contact information is provided in response to question number 1(a).

- e. **CONTACTS FOR CONSUMER SERVICE AND COMPLAINTS:** Provide the name, title, address, telephone number, fax number, and e-mail of the person and an alternate person responsible for addressing customer complaints. These persons will ordinarily be the initial point(s) of contact for resolving complaints filed with the Applicant, the Natural Gas Distribution Company, the Pennsylvania Public Utility Commission, or other agencies. The main contact's information will be listed on the Commission website list of licensed NGSs.

Primary: Sara Hudson
 Customer Service Supervisor
 3711 Market Street, Suite 1000
 Philadelphia, PA 19104
 Phone: 267-298-5405
 Fax: 800-520-8189
 sara.hudson@nrg.com

Secondary: Marion Stabile
 Senior Manager, Customer Service
 3711 Market Street, Suite 1000
 Philadelphia, PA 19104
 Phone: 267-295-5533
 Fax: 800-520-8189
 marion.stabile@nrg.com

2. BUSINESS ENTITY FILINGS AND REGISTRATION

a. **FICTITIOUS NAME:** *(Select appropriate statement and provide supporting documentation as listed.)*

The Applicant will be using a fictitious name or doing business as ("d/b/a")

Provide a copy of the Applicant's filing with Pennsylvania's Department of State Pursuant to 54 Pa. C.S. §311.

See Attachment A

Or

The Applicant will not be using a fictitious name.

b. **BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:**

(Select appropriate statement and provide supporting documentation. As well, understand that Domestic means being formed within Pennsylvania and foreign means being formed outside Pennsylvania.)

The Applicant is a sole proprietor.

- If the Applicant is located outside the Commonwealth, provide proof of compliance with 15 Pa. C.S. §4124 relating to Department of State filing requirements.

Or

The Applicant is a:

- domestic general partnership (*)
- domestic limited partnership (15 Pa. C.S. §8511)
- foreign general or limited partnership (15 Pa. C.S. §4124)
- domestic limited liability partnership (15 Pa. C.S. §8201)
- foreign limited liability general partnership (15 Pa. C.S. §8211)
- foreign limited liability limited partnership (15 Pa. C.S. §8211)

- Provide proof of compliance with appropriate Department of State filing requirements as indicated above.
- Give name, d/b/a, and address of partners. If any partner is not an individual, identify the business nature of the partner entity and identify its partners or officers.
- Provide the state in which the business is organized/formed and provide a copy of the Applicant's charter documentation.
- * If a corporate partner in the Applicant's domestic partnership is not domiciled in Pennsylvania, attach a copy of the Applicant's Department of State filing pursuant to 15 Pa. C.S. §4124.

or

The Applicant is a:

- domestic corporation (15 Pa. C.S. §1308)
- foreign corporation (15 Pa. C.S. §4124)
- domestic limited liability company (15 Pa. C.S. §8913)
- foreign limited liability company (15 Pa. C.S. §8981)
- Other (Describe):

- Provide proof of compliance with appropriate Department of State filing requirements as indicated above.
- Provide the state in which the business is incorporated/organized/formed and provide a copy of the Applicant's charter documentation.
- Give name and address of officers.

See Attachment A

3. AFFILIATES AND PREDECESSORS

(both in state and out of state)

a. **AFFILIATES:** Give name and address of any affiliate(s) currently doing business and state whether the affiliate(s) are jurisdictional public utilities. If the Applicant does not have any affiliates doing business, explicitly state so. Also, state whether the applicant has any affiliates that are currently applying to do business in Pennsylvania.

The following affiliates are doing business in Pennsylvania. None are jurisdictional public utilities.

Energy Plus Holdings LLC (3711 Market Street, Suite 1000, Philadelphia, PA 19104)
Independence Energy Group LLC (3711 Market Street, Suite 1000, Philadelphia, PA 19104)
Green Mountain Energy Company (3711 Market Street, Suite 1000, Philadelphia, PA 19104)
NRG Energy Center Harrisburg LLC (100North 10th Street, Harrisburg, PA 17101)
NRG Energy Center Pittsburgh LLC (111 South Commons Ave., Pittsburgh, PA 15212)

The following affiliates are doing business out of state.

Everything Energy LLC (211 Carnegie Center, Princeton, NJ 08540)
Cirro Energy, Inc (211 Carnegie Center, Princeton, NJ 08540)
Reliant Energy Retail Services, LLC (1201 Fannin Street, Houston, TX, 77002)

b. **PREDECESSORS:** Identify the predecessor(s) of the Applicant and provide the name(s) under which the Applicant has operated within the preceding five (5) years, including address, web address, and telephone number, if applicable. If the Applicant does not have any predecessors that have done business, explicitly state so.

Applicant does not have a predecessor but has used the following registered tradenames: NRG Home, NRG Business, NRG Business Solutions, Reliant, Reliant-NRG, Reliant Energy, NRG Retail Solutions, and NRG Residential Solutions.

4. OPERATIONS

a. **APPLICANT'S PRESENT OPERATIONS:** *(select and complete the appropriate statement)*

Definitions

- Supplier – an entity which provides natural gas supply services to retail gas customers utilizing the jurisdictional facilities of a natural gas distribution company
- Broker/Marketer - an entity that acts as an intermediary in the sale and purchase of natural gas but does not take title to the natural gas.

The Applicant is presently doing business in Pennsylvania as a

- natural gas interstate pipeline
- municipality providing service outside its municipal limits
- local gas distribution company
- retail supplier of natural gas services in the Commonwealth
- a natural gas producer
- a broker/marketer engaged in the business of supplying natural gas services
- Other. (Identify the nature of service being rendered)

Operating as an active EGS License # A-2010-2192350

or

The Applicant is not presently doing business in Pennsylvania.

b. **APPLICANT'S PROPOSED OPERATIONS:** The Applicant proposes to operate as a:

- Supplier or Aggregator of natural gas services
- Municipal supplier of natural gas services
- Cooperative supplier of natural gas services
- Broker/Marketer engaged in the business of supplying natural gas services
 - Check here to verify that your organization will not be taking title to the natural gas nor will you be making payments for customers.
- Other (Describe):

c. **PROPOSED SERVICES:** Describe in detail the natural gas supply services which the Applicant proposes to offer.

Reliant Energy Northeast LLC d/b/a NRG Home intends to supply natural gas to retail customers in the Commonwealth of Pennsylvania

d. **PROPOSED SERVICE AREA:** Check the box of each Natural Gas Distribution Company for which the Applicant proposes to provide service.

- | | |
|--|--|
| <input checked="" type="checkbox"/> Columbia | <input checked="" type="checkbox"/> Philadelphia Gas Works |
| <input checked="" type="checkbox"/> National Fuel Gas | <input checked="" type="checkbox"/> UGI Central Penn |
| <input checked="" type="checkbox"/> PECO | <input checked="" type="checkbox"/> UGI Penn natural |
| <input checked="" type="checkbox"/> Peoples Gas – Equitable Div. | <input checked="" type="checkbox"/> UGI Utilities |
| <input checked="" type="checkbox"/> Peoples Natural Gas | <input type="checkbox"/> Valley Energy |
| <input checked="" type="checkbox"/> Peoples TWP | <input type="checkbox"/> All of the above |

e. **CUSTOMERS:** Applicant proposes to provide services to:

- Residential Customers
- Small Commercial Customers - (Less than 6,000 Mcf annually)
- Residential and Small Commercial as Mixed Meter ONLY (CANNOT BE TAKEN WITH RESIDENTIAL AND/OR SMALL COMMERCIAL ABOVE)
- Large Commercial Customers - (6,000 Mcf or more annually)
- Industrial Customers
- Governmental Customers
- All of above
- Other (Describe):

f. **START DATE:** Provide the approximate date the Applicant proposes to actively market within the Commonwealth.

7/14/2015

5. COMPLIANCE

- a. **CRIMINAL/CIVIL PROCEEDINGS:** State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application, has been or is currently the defendant of a criminal or civil proceeding within the last five (5) years.

Identify all such proceedings (active or closed), by name, subject and citation; whether before an administrative body or in a judicial forum. If the Applicant has no proceedings to list, explicitly state such.

See Attachment B

- b. **SUMMARY:** If applicable; provide a statement as to the resolution or present status of any such proceedings listed above.

See Attachment B

- c. **CUSTOMER/REGULATORY/PROSECUTORY ACTIONS:** Identify all formal or escalated actions or complaints filed with or by a customer, regulatory agency, or prosecutory agency against the Applicant, an affiliate, a predecessor of either, or a person identified in this Application, for the prior five (5) years, including but not limited to customers, Utility Commissions, and Consumer Protection Agencies such as the Offices of Attorney General. If the Applicant has no actions or complaints to list, explicitly state such.

See Attachment B

- d. **SUMMARY:** If applicable; provide a statement as to the resolution or present status of any actions listed above.

See Attachment B

6. PROOF OF SERVICE

(Example Certificate of Service is attached at Appendix C)

- a.) **STATUTORY AGENCIES:** Pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14, provide proof of service of a signed and verified Application with attachments on the following:

See Attachment I

Office of Consumer Advocate
5th Floor, Forum Place
555 Walnut Street
Harrisburg, PA 17120

Office of the Attorney General
Bureau of Consumer Protection
Strawberry Square, 14th Floor
Harrisburg, PA 17120

Office of the Small Business Advocate
Commerce Building, Suite 1102
300 North Second Street
Harrisburg, PA 17101

Commonwealth of Pennsylvania
Department of Revenue
Bureau of Compliance
Harrisburg, PA 17128-0946

b.) **NGDCs:** Pursuant to Sections 1.57 and 1.58 of the Commission's Regulations, 52 Pa. Code §§1.57 and 1.58, provide Proof of Service of the Application and attachments upon each of the Natural Gas Distribution Companies the Applicant proposed to provide service in. Upon review of the Application, further notice may be required pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14. Contact information for each NGDC is as follows.

<p>Columbia Gas of PA, Inc. Thomas C. Heckathorn 200 Civic Center Drive Columbus, OH 43215 PH: 614.460.4996 FAX: 614.460.6442 theckathorn@nisource.com</p>	<p>Peoples Gas – Equitable Division Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburg, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com</p>
<p>National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 e-mail: wolfordd@natfuel.com</p>	<p>PECO Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 PH: 215.841.6452 Email: carlos.thillet@exeloncorp.com</p>
<p>The Peoples Natural Gas Company Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburg, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com</p>	<p>Philadelphia Gas Works Nicholas LaPergola 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6278 email: nicholas.lapergola@pgworks.com</p>
<p>Peoples TWP LLC (Formerly T. W. Phillips) Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburg, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com</p>	<p>UGI David Lahoff 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com</p>
<p>UGI Central Penn David Lahoff 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com</p>	<p>UGI Penn Natural David Lahoff 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com</p>
<p>Valley Energy Inc. Robert Crocker 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: bobc@ctenterprises.org</p>	

7. FINANCIAL FITNESS

- a. **BONDING:** In accordance with 66 Pa . C.S. Section 2208 (c), no natural gas supplier license shall be issued or remain in force unless the applicant or holder furnishes a bond or other security in a form and amount to ensure the financial responsibility of the natural gas supplier. The criteria used to determine the amount and form of such bond or other security shall be set by each NGDC. Provide documentation that the applicant has met the security requirement of each NGDC by submitting the letters sent by the NGDCs stating what bonding amounts they require.

This item is pending. Reliant Energy Northeast LLC d/b/a NRG Home has contacted each of the natural gas distribution companies included in this application and will provide proof of compliance with bonding/requirements as soon as possible.

- b. **FINANCIAL RECORDS, STATEMENTS, AND RATINGS:** Applicant must provide sufficient information to demonstrate financial fitness commensurate with the service proposed to be provided. Examples of such information which may be submitted include the following:

- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies.
- Published Applicant or parent company financial and credit information (i.e. 10Q or 10K). (SEC/EDGAR web addresses are sufficient)
- Applicant's accounting statements, including balance sheet and income statements for the past two years.
- Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form, evidence of Moody's, S&P, or Fitch ratings, and/or other independent financial service reports.
- A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee.
- Audited financial statements exhibiting accounts over a minimum two year period.
- Bank account statement, tax returns from the previous two years, or any other information that demonstrates Applicant's financial fitness.

See Attachment C

- c. **SUPPLIER FUNDING METHOD:** If Applicant is operating as anything other than **Broker/Marketer only**, explain how Applicant will fund its operations. Provide all credit agreements, lines of credit, etc., and elaborate on how much is available on each item.

NA

- d. **BROKER PAYMENT STRUCTURE:** If applicant is a broker/marketer, explain how your organization will be collecting your fees.

NA

- e. **ACCOUNTING RECORDS CUSTODIAN:** Provide the name, title, address, telephone number, FAX number, and e-mail address of Applicant's custodian for its accounting records.

John McDonnell
Accounting Director
3711 Market Street, Suite 1000
Philadelphia, PA 19104
Phone: 267-298-5301
john.mcdonnell@nrg.com

- f. **TAXATION:** Complete the TAX CERTIFICATION STATEMENT attached as Appendix D to this application.

All sections of the Tax Certification Statement must be completed. Absence (submitting N/A) of any of the TAX identification numbers (items 7A through 7C) shall be accompanied by supporting documentation or an explanation validating the absence of such information.

Items 7A and 7C on the Tax Certification Statement are designated by the Pennsylvania Department of Revenue. Item 7B on the Tax Certification Statement is designated by the Internal Revenue Service.

See Attachment D

8. TECHNICAL FITNESS:

To ensure that the present quality and availability of service provided by natural gas distribution companies does not deteriorate, the Applicant shall provide sufficient information to demonstrate technical fitness commensurate with the service proposed to be provided.

- a. **EXPERIENCE, PLAN, STRUCTURE:** such information may include:

- Applicant's previous experience in the natural gas industry.
- Summary and proof of licenses as a supplier of natural gas services in other states or jurisdictions.
- Type of customers and number of customers Applicant currently serves in other jurisdictions.
- Staffing structure and numbers as well as employee training commitments.
- Business plans for operations within the Commonwealth.
- Any other information appropriate to ensure the technical capabilities of the Applicant.

See Attachment E

- b. **PROPOSED MARKETING METHOD** (check all that apply)

- Internal – Applicant will use its own internal resources/employees for marketing
- External NGS – Applicant will contract with a **PUC LICENSED NGS**
- Affiliate – Applicant will use a **NON-NGS affiliate that is a nontraditional marketer and/or marketing services consultant**
- External Third-Party – Applicant will contract with a **NON-NGS third party nontraditional marketer and/or nonselling marketer**
- Other (Describe):

c. **DOOR TO DOOR SALES:** Will the Applicant be implementing door to door sales activities?

- Yes
 No

If yes, will the Applicant be using verification procedures?

- Yes
 No

If yes, describe the Applicant's verification procedures.

d. **OVERSIGHT OF MARKETING:** Explain all methods Applicant will use to ensure all marketing is performed in an ethical manner, for both employees and subcontractors.

See Attachment F

e. **OFFICERS:** Identify Applicant's chief officers, and include the professional resumes for any officers directly responsible for operations.

See Attachment G

9. DISCLOSURE STATEMENT:

DISCLOSURE STATEMENTS: If proposing to serve Residential and/or Small Commercial (less than 6,000 Mcf annually) Customers, provide a Residential and/or Small Commercial disclosure statement. A sample disclosure statement is provided as Appendix E to this Application.

- Natural gas should be priced in clearly stated terms to the extent possible. Common definitions should be used. All consumer contracts or sales agreements should be written in plain language with any exclusions, exceptions, add-ons, package offers, limited time offers or other deadlines prominently communicated. Penalties and procedures for ending contracts should be clearly communicated.

Not applicable for an applicant applying for a license exclusively as a broker/marketer.

See Attachment J

10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

- a. **STANDARDS OF CONDUCT AND DISCLOSURE:** As a condition of receiving a license, Applicant agrees to conform to any Uniform Standards of Conduct and Disclosure as set forth by the Commission. Further, the Applicant agrees that it must comply with and ensure that its employees, agents, representatives, and independent contractors comply with the standards of conduct and disclosure set out in Commission regulations at 52 Pa. Code § 62.114.

AGREED

- b. **REPORTING REQUIREMENTS:** Applicant agrees to provide the following information to the Commission:
- Reports of Gross Receipts: Applicant shall file an annual report with the Commission on an annual basis no later than April 30th following the end of the calendar year per 52 Pa. Code § 62.110.

AGREED

- c. **TRANSFER OF LICENSE:** The Applicant understands that if it plans to transfer its license to another entity, it is required to request authority from the Commission for permission prior to transferring the license. See 66 Pa. C.S. § 2208(d). Transferee will be required to file the appropriate licensing application.

AGREED

- d. **ASSESSMENT:** The Commission does not presently assess Natural Gas Suppliers for the purposes of recovery of regulatory expenses.

ACKNOWLEDGED

- e. **FURTHER DEVELOPMENTS:** Applicant is under a continuing obligation to amend its application if substantial changes occur to the information upon which the Commission relied in approving the original filing. See 52 Pa. Code § 62.105.

AGREED

- f. **FALSIFICATION:** The Applicant understands that the making of false statement(s) herein may be grounds for denying the Application or, if later discovered, for revoking any authority granted pursuant to the Application. This Application is subject to 18 Pa. C.S. §§4903 and 4904, relating to perjury and falsification in official matters.

AGREED

- g. **NOTIFICATION OF CHANGE:** If your answer to any of these items changes during the pendency of your application or if the information relative to any item herein changes while you are operating within the Commonwealth of Pennsylvania, you are under a duty to so inform the Commission, within thirty (30) days, as to the specifics of any changes which have a significant impact on the conduct of business in Pennsylvania. See 52 Pa. Code § 62.105.

AGREED

- h. **CEASING OF OPERATIONS:** Applicant is also required to officially notify the Commission if it plans to cease doing business in Pennsylvania, 90 days prior to ceasing operations.

AGREED

- i. **FEE:** The Applicant has enclosed or paid the required initial licensing fee of \$350.00 payable to the Commonwealth of Pennsylvania.

PAYMENT ENCLOSED

11. AFFIDAVITS

- a.) **APPLICATION AFFIDAVIT:** Complete and submit with your filing an officially notarized Application Affidavit stating that all the information submitted in this application is truthful and correct. An example copy of this Affidavit can be found at Appendix A.

See Attachment K

- b.) **OPERATIONS AFFIDAVIT:** Provide an officially notarized affidavit stating that you will adhere to the Public Utility Code of Pennsylvania and applicable federal and state laws. An example copy of this Affidavit can be found at Appendix B.

See Attachment L

12. NEWSPAPER PUBLICATIONS

Notice of filing of this Application must be published in newspapers of general circulation covering each county in which the applicant intends to provide service. Below is a list of newspapers which cover the publication requirements for Natural Gas Suppliers looking to do business in Pennsylvania.

The newspapers in which proof of publication are required is dependent on the service territories the applicant is proposing to serve. The chart below dictates which newspapers are necessary for each NGDC. If the applicant is proposing to serve the entire Commonwealth, please file proof of publication in all seven newspapers.

Please file with the Commission the Certification of Publication, along with a Photostatic copy of the notice to complete the notice requirements.

Proof of newspaper publications must be filed with the initial application. Applicants **do not** need a docket number in their publication. Docket numbers will be issued when all criteria on the item 14 checklist (see below) are satisfied.

	Erie Times-News	Harrisburg Patriot-News	Philadelphia Daily News	Pittsburg Post-Gazette	Scranton Times-Tribune	Williamsport Sun-Gazette	Johnstown Tribune-Democrat
Columbia Gas	X	X		X		X	X
Equitable Gas	X			X			
National Fuel Gas				X			
PECO			X				
Peoples Natural Gas	X			X			X
Peoples TWP LLC				X			
Philadelphia Gas Works			X				
UGI		X	X		X		
UGI Central Penn	X	X	X	X	X	X	X
UGI Penn Natural		X			X	X	
Valley Energy					X	X	
Entire Commonwealth	X	X	X	X	X	X	X

(Example Publications are provided at Appendices F and G)

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MAR 09 2015

13. SIGNATURE

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Applicant: Reliant Energy Northeast LLC

By: [Signature]

Title: Director - Regulatory Affairs

ATTACHMENT A
Q 2. a. Fictitious Name

Entity #: 4281688
Date Filed: 07/10/2014
Carol Alchela
Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Application for Registration of Fictitious Name
54 Pa.C.S. § 311

Name	CT - COUNTER		
Address			
City	State	Zip Code	
9205673	SO PA	23	

Commonwealth of Pennsylvania
FICTITIOUS NAME 2 Page(s)



Fee: \$70

In compliance with the requirements of 54 Pa.C.S. § 311 (relating to registration), the undersigned entity(ies) desiring to register a fictitious name under 54 Pa.C.S. Ch. 3 (relating to fictitious names), hereby state(s) that:

1. The fictitious name is:
NRG Home

2. A brief statement of the character or nature of the business or other activity to be carried on under or through the fictitious name is:
Retail electricity sales and related activities

3. The address, including number and street, if any, of the principal place of business (P.O. Box alone is not acceptable):

211 Carnegie Center	Princeton	New Jersey	08540	Mercer
Number and street	City	State	Zip	County

4. The name and address, including number and street, if any, of each individual interested in the business is:

Name	Number and Street	City	State	Zip
N/A				

2014 JUL 10 PM 3:32
DEPT OF STATE

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ATTACHMENT A

DSCB:54-311-2

5. Each entity, other than an individual, interested in such business is (are):

Reliant Energy Northeast LLC	Limited Liability Company	Delaware
Name	Form of Organization	Organizing Jurisdiction
211 Carnegie Center, Princeton, New Jersey 08540		
Principal Office Address		
CT Corporation System		PHILADELPHIA
PA Registered Office, if any		
Name	Form of Organization	Organizing Jurisdiction
Principal Office Address		
PA Registered Office, if any		

6. The applicant is familiar with the provisions of 54 Pa.C.S. § 332 (relating to effect of registration) and understands that filing under the Fictitious Names Act does not create any exclusive or other right in the fictitious name.

7. Optional: The name(s) of the agent(s), if any, any one of whom is authorized to execute amendments to, withdrawals from or cancellation of this registration in behalf of all then existing parties to the registration, is (are):

IN TESTIMONY WHEREOF, the undersigned have caused this Application for Registration of Fictitious Name to be executed this

9th day of July, 2014.

_____ Individual Signature	_____ Individual Signature
_____ Individual Signature	_____ Individual Signature
Reliant Energy Northeast LLC	_____ Entity Name
Reliant Energy Retail Holdings, LLC (Member)	_____ Entity Name
 Signature	_____ Signature
Lynne P. Wittkamp, Assistant Secretary	_____ Title
_____ Title	_____ Title

ATTACHMENT A

Entity #: 4281698
Date Filed: 07/10/2014
Carol Alchale
Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Application for Registration of Fictitious Name
54 Pa.C.S. § 311

Name	CT - COUNTER		
Address			
City	State	Zip Code	
9205673	SO PA	IL	

Commonwealth of Pennsylvania
FICTITIOUS NAME 2 Page(s)



Fee: \$70

In compliance with the requirements of 54 Pa.C.S. § 311 (relating to registration), the undersigned entity(ies) desiring to register a fictitious name under 54 Pa.C.S. Ch. 3 (relating to fictitious names), hereby state(s) that:

1. The fictitious name is:
NRG Business

2. A brief statement of the character or nature of the business or other activity to be carried on under or through the fictitious name is:
Retail electricity sales and related activities

3. The address, including number and street, if any, of the principal place of business (P.O. Box alone is not acceptable):

211 Carnegie Center	Princeton	New Jersey	08540	Mercer
Number and street	City	State	Zip	County

4. The name and address, including number and street, if any, of each individual interested in the business is:

Name	Number and Street	City	State	Zip
N/A				

2014 JUL 10 PM 3: 32
PA DEPT OF STATE

ATTACHMENT A

DSCB:54-311-2

5. Each entity, other than an individual, interested in such business is (are):

Reliant Energy Northeast I,LC	Limited Liability Company	Delaware
Name	Form of Organization	Organizing Jurisdiction
211 Carnegie Center, Princeton, New Jersey 08540		
Principal Office Address		
CT Corporation System		PHILADELPHIA
PA Registered Office, if any		
Name	Form of Organization	Organizing Jurisdiction
Principal Office Address		
PA Registered Office, if any		

6. The applicant is familiar with the provisions of 54 Pa.C.S. § 332 (relating to effect of registration) and understands that filing under the Fictitious Names Act does not create any exclusive or other right in the fictitious name.

7. Optional: The name(s) of the agent(s), if any, any one of whom is authorized to execute amendments to, withdrawals from or cancellation of this registration in behalf of all then existing parties to the registration, is (are):

IN TESTIMONY WHEREOF, the undersigned have caused this Application for Registration of Fictitious Name to be executed this

9th day of July, 2014

Individual Signature	Individual Signature
Individual Signature	Individual Signature
Reliant Energy Northeast LLC	Entity Name
<small>Entity Name</small> Reliant Energy Retail Holdings, LLC (Member)	Entity Name
 Signature	Signature
Lynne P. Wittkamp, Assistant Secretary	Title
Title	Title

ATTACHMENT A

Entity #: 4193815
Date Filed: 06/10/2013
Carol Alchele
Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Application for Registration of Fictitious Name
54 Pa.C.S. § 311

Name	CI-Counter		
Address			
City	State	Zip Code	
		8795373 SD3	

Document will be returned to the name and address you enter to the left.

Commonwealth of Pennsylvania
FICTITIOUS NAME 2 Page(s)



T1316841021

Fee: \$70

In compliance with the requirements of 54 Pa.C.S. § 311 (relating to registration), the undersigned entity(ies) desiring to register a fictitious name under 54 Pa.C.S. Ch. 3 (relating to fictitious names), hereby state(s) that:

1. The fictitious name is:
NRO Retail Solutions

2. A brief statement of the character or nature of the business or other activity to be carried on under or through the fictitious name is:
Retail electricity sales and related activities

3. The address, including number and street, if any, of the principal place of business (P.O. Box alone is not acceptable):
211 Carnegie Center Princeton, NJ 08540 Mercer
Number and street City State Zip County

4. The name and address, including number and street, if any, of each individual interested in the business is:

Name	Number and Street	City	State	Zip

ATTACHMENT A

DSCB:54-311-2

5. Each entity, other than an individual, interested in such business is (are):

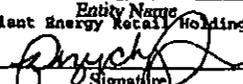
Reliant Energy Northeast LLC	Limited Liability Company	Delaware
<small>Name</small>	<small>Form of Organization</small>	<small>Organizing Jurisdiction</small>
211 Carnegie Center, Princeton, NJ 08540		
<small>Principal Office Address</small>		
C T Corporation System		Philadelphia
<small>PA Registered Office, if any</small>		
<small>Name</small>	<small>Form of Organization</small>	<small>Organizing Jurisdiction</small>
<small>Principal Office Address</small>		
<small>PA Registered Office, if any.</small>		

6. The applicant is familiar with the provisions of 54 Pa.C.S. § 332 (relating to effect of registration) and understands that filing under the Fictitious Names Act does not create any exclusive or other right in the fictitious name.

7. Optional: The name(s) of the agent(s), if any, any one of whom is authorized to execute amendments to, withdrawals from or cancellation of this registration in behalf of all then existing parties to the registration, is (are):

IN TESTIMONY WHEREOF, the undersigned have caused this Application for Registration of Fictitious Name to be executed this

7 day of June 2013.

<small>Individual Signature</small>	<small>Individual Signature</small>
<small>Individual Signature</small>	<small>Individual Signature</small>
<small>Reliant Energy Northeast LLC</small>	<small>Entity Name</small>
<small>Reliant Energy Retail Holdings, LLC (its number)</small>	<small>Entity Name</small>
 <small>Signature</small>	<small>Signature</small>
<small>Lynne Przychodzki - Secretary</small>	<small>Signature</small>
<small>Title</small>	<small>Title</small>

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RELIANT ENERGY NORTHEAST LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF FEBRUARY, A.D. 2015.

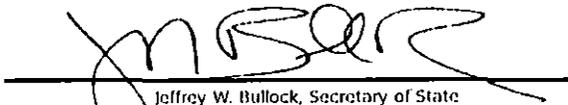
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

4840509 . 8300

150224208

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2133658

DATE: 02-19-15

Delaware

PAGE 1

The First State

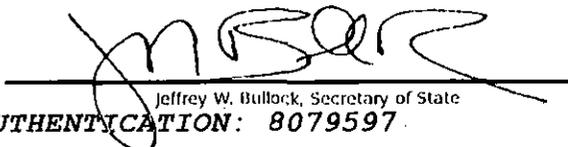
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "RELIANT ENERGY NORTHEAST LLC", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF JUNE, A.D. 2010, AT 12:10 O'CLOCK P.M.

4840509 8100

100687044



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8079597

DATE: 06-25-10

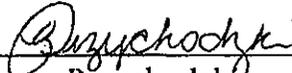
ATTACHMENT A

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:16 PM 06/24/2010
FILED 12:10 PM 06/24/2010
SRV 100687044 - 4840509 FILE

**CERTIFICATE OF FORMATION
OF
RELIANT ENERGY NORTHEAST LLC**

1. Name: The name of the limited liability company is Reliant Energy Northeast LLC.
2. Registered Office: The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.
3. Organizer: The name and address of the sole organizer of the limited liability company is Lynne Przychodzki, NRG Energy, Inc., 211 Carnegie Center, Princeton, NJ 08540.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Reliant Energy Northeast LLC this 24th day of June, 2010.



Lynne Przychodzki
Authorized Person

ATTACHMENT A

Entity #: 3968774
Date Filed: 07/20/2010
Basil L Merenda, Acting Secretary
Acting Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Application for Registration - Foreign
(15 Pa.C.S.)

- Registered Limited Liability General Partnership (§ 8211)
- Registered Limited Liability Limited Partnership (§ 8211)
- Limited Partnership (§ 8582)
- Limited Liability Company (§ 8981)

Name: CT CORP-COUNTER
 Address: _____
 City: 7892050 State: SO PA Zip Code: 40

Document will be returned to the name and address you enter to the left.

Commonwealth of Pennsylvania
APPLICATION FOR REGISTRATION 3 Page(s)



Fee: \$250

In compliance with the requirements of the applicable provisions (relating to registration), the undersigned, desiring to register to do business in this Commonwealth, hereby states that:

1. The name to be registered is:
Reliant Energy Northeast LLC

2. (If the name set forth in paragraph 1 is not available for use in this Commonwealth, complete the following):
The name under which the limited liability company/limited liability partnership/limited partnership proposes to register and do business in this Commonwealth is:

3. The name of the jurisdiction under the laws of which it was organized and the date of its formation:
Jurisdiction: Delaware Date of Formation: June 24, 2010

4. The (a) address of its initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street	City	State	Zip	County
(b) Name of Commercial Registered Office Provider				
<u>CT Corporation System</u>				<u>Philadelphia</u>

2010 JUL 20 PM 4:20
PA. DEPT. OF STATE

ATTACHMENT A

DSCB:15-8981/8211/8582-2

5. Check and complete one of the following:

The address of the office required to be maintained by it in the jurisdiction of its organization by the laws of that jurisdiction is:

Number and street	City	State	Zip

It is not required by the laws of its jurisdiction of organization to maintain an office therein and the address of its principal office is:

211 Carnegie Center	Princeton	NJ	08540
Number and street	City	State	Zip

6. For Restricted Professional Limited Liability Company Only. Strike out if inapplicable: The company is a restricted professional company organized to render the following professional service(s):

N/A

Limited Liability Partnership and Limited Partnership: Complete paragraphs 7 and 8

7. The name and business address of each general partner.

Name	Business Address

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contribution is:

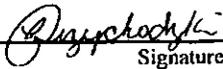
Number and street	City	State	Zip	County

The registered partnership hereby undertakes to keep those records until its registration to do business in the Commonwealth is canceled or withdrawn.

IN TESTIMONY WHEREOF, the undersigned has caused this Application for Registration to be signed by a duly authorized officer/member or manager thereof this

16th day of July, 2010.

RELIANT ENERGY NORTHEAST LLC
Name of Partnership/Company


Signature

SECRETARY
Title

ATTACHMENT A

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

FEBRUARY 19, 2015

RECEIVED

MAR 9 2015

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

Reliant Energy Northeast LLC

is duly registered as a Foreign Limited Liability Company under the laws of the Commonwealth of Pennsylvania and remains subsisting so far as the records of this office show, as of the date herein.

I DO FURTHER CERTIFY THAT, This Subsistence Certificate shall not imply that all fees, taxes, and penalties owed to the Commonwealth of Pennsylvania are paid.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Pedro A. Contes

Acting Secretary of the Commonwealth

ATTACHMENT A

2- Business Entity Filings and Registration

b. Name and addresses of officers

Elizabeth Killinger
President
NRG Retail
1201 Fannin, 11th Floor
Houston, TX 77002
713-537-2669
elizabeth.killinger@nrg.com

Gary Garcia
Vice President & Treasurer
NRG Energy
211 Carnegie Center
Princeton, NJ 08540
609-524-5366
gary.garcia@nrg.com

Catherine Sakach
Secretary
Energy Plus Holdings LLC
3711 Market Street, Suite 1000
Philadelphia, PA 19104
267-298-2778
cathy.sakach@nrg.com

Lynne Wittkamp
Assistant Secretary
NRG Energy
211 Carnegie Center
Princeton, NJ 08540
609-524-4590
lynne.wittkamp@nrg.com

Daniel Keane
Vice President
NRG Energy
211 Carnegie Center
Princeton, NJ 08540
609-524-4501
daniel.keane@nrg.com

Robert Thomas
General Counsel
NRG Retail
300 West Sixth Street, Suite 1600
Austin, TX 78701
512-691-6120
Robert.thomas@nrg.com

Heather Farber
Vice President
Energy Plus Holdings LLC
3711 Market Street, 10th Floor
Philadelphia, PA 19104
267-298-5374
heather.farber@nrg.com

Attachment B - REDACTED

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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[REDACTED]

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MAR - 9 2015

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Attachment B - REDACTED

[REDACTED]

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Attachment B - REDACTED

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ATTACHMENT C

7. B. FINANCIAL RECORDS, STATEMENTS, AND RATINGS: Applicant must provide sufficient information to demonstrate financial fitness commensurate with the service proposed to be provided.

Reliant Energy Northeast LLC d/b/a NRG Home does not prepare stand-alone audited financial statements, but is included in the financial statements of NRG Energy, Inc., its ultimate parent company. Reliant Energy Northeast LLC d/b/a NRG Home submits the following for consideration of the entity's financial fitness:

- NRG Energy, Inc.'s, Reliant Energy Northeast LLC's ultimate parent company, audited financials : www.nrgenergy.com/sec

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MAR - 9 2015

**Reliant Energy Northeast LLC
Balance Sheets
UNAUDITED
\$ in thousands**

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

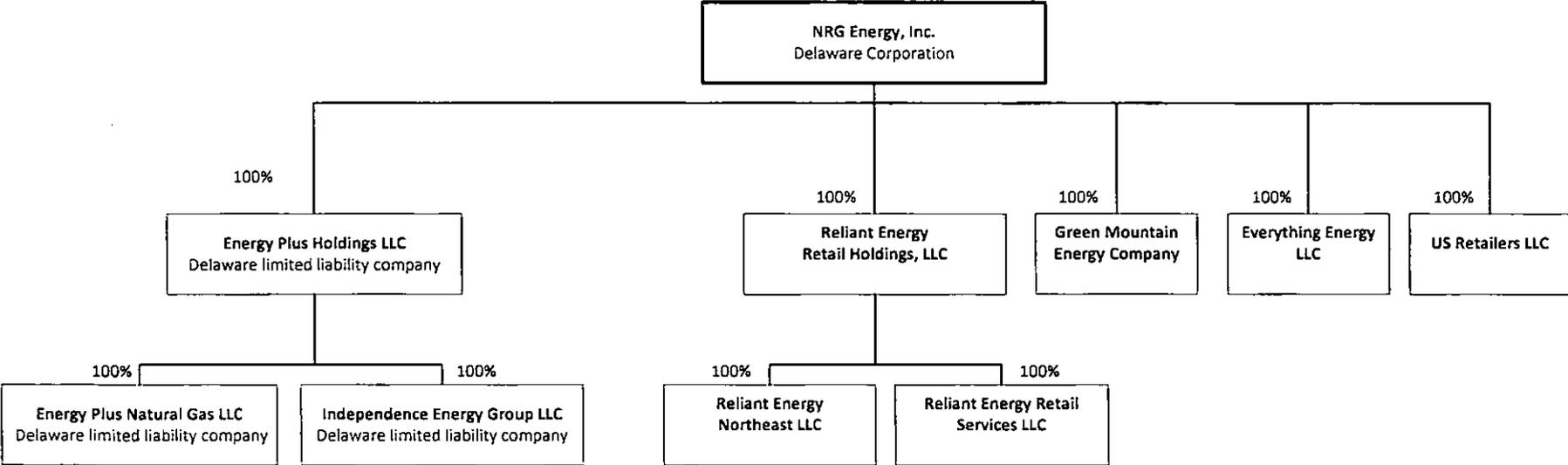
	<u>As of December 31,</u>	
	<u>2014</u>	<u>2013</u>
Assets		
Cash and Cash Equivalents	\$ -	\$ -
Account Receivable-Trade	105,428	56,722
Accounts Receivable-Affil	68,667	-
Derivative Asset - Current	7,231	14,804
Prepaid and Other Current Assets	4,772	5,689
Current Assets	<u>186,098</u>	<u>77,215</u>
Property, Plant and Equipment, net	-	-
Non Current Assets		
Intangible assets	30,585	6,806
Derivative instruments	3,247	7,212
Other	-	-
Non Current Assets	<u>33,832</u>	<u>14,018</u>
Total Assets	<u>\$ 219,930</u>	<u>\$ 91,233</u>

ATTACHMENT C

Liabilities and Members' Equity

Accounts Payable-Trade	\$ 201,345	\$ 43,662
Accounts Payable-Affil	-	26,374
Accrued Liabilities	18,002	7,282
Derivative Liability - Current	46,863	7,397
Other Current Liabilities	3,735	1,738
Current Liabilities	<u>269,945</u>	<u>86,453</u>
Non Current Liabilities		
Derivative instruments	1,982	6,754
Other	44	206
Non Current Liabilities	<u>2,026</u>	<u>6,960</u>
Liabilities	271,971	93,413
Equity	<u>(52,041)</u>	<u>(2,180)</u>
Liabilities & Equity	<u>\$ 219,930</u>	<u>\$ 91,233</u>

Attachment C ORGANIZATIONAL STRUCTURE



NRG Energy, Inc.

Ticker: NRG Moody's Org ID: 806927478



Long Term Rating > Ba3, Not on Watch	Market Segment: Corporates	Analyst: Toby Shea 212-563-1779 Backup Analyst: Jeffrey F. Cassella Managing Director: William L. Hess Rating Group: Corporate Finance
ST Issuer Level Rating > SGL-2, Not on Watch	Industry: ENERGY: UNREG - ELECTR	
Outlook > Stable	PRODUCTION	
Other Debts on Watch?: No	Peer Group: Unreg Utilities and Unreg Power Companies	
	Domicile: UNITED STATES	

CREDIT OPINION 30-Jun-14

Rating Rationale
NRG's Ba3 corporate family rating primarily reflects its position as the largest independent power producer in the U.S. in terms of generating capacity. The rating also incorporates the company's significant debt leverage and the current weak market conditions for U.S. merchant companies. These market conditions have been heavily driven by low natural gas prices, for which we do not foresee a meaningful recovery in the next few years due to the glut of natural gas reserves created by continued shale gas development. Surplus generating capacity has been an important contributing factor for the current market conditions as well. However, it appears that the US merchant power markets have bottomed out, with some markets showing potential for improvements. As the incumbent, NRG's retail operation in Texas also provides sizeable, stable cash flow. NRG's corporate family rating of Ba3 is rated three notches higher than the corporate family rating of B3 for its GenOn subsidiaries, reflecting NRG's limited support to GenOn and its subsidiaries.

Rating Outlook
The stable outlook reflects NRG's solid cash flow generation capabilities in the midst of a downturn for the sector. NRG has been active with shareholder friendly initiatives such as raising dividends and forming NRG Yield Co. These initiatives can have negative rating implications because of their effect on leverage; however, we would incorporate any mitigating factors and consider the facts and circumstances at the time to determine if a rating action is necessary.

What Could Change the Rating - Up
A fundamental improvement in the merchant power market or a moderation in NRG's current debt leverage to above 12% CFO-pre-working-capital/debt on a sustained basis could result in upward rating pressure.

What Could Change the Rating - Down
We may take a negative rating action should cash flow leverage deteriorate significantly to 7% CFO-pre-working-capital to debt without incorporating the effects of GenOn's financial position.

Read Full Report
Additional Issuer Research
Rating Factors Grid
Source: Moody's Investors Service

MARKET SIGNALS

MS Long Term Rating (as of 04-Apr-14)*	Current		
LT Corporate Family Ratings (Domestic)	Ba3		
Market Implied Ratings (as of 29-Jan-15)**	Current	3 Mo Ago	3 Mo Change
Senior Unsecured or Equivalent Rating	B1	B1	0
Bond-Implied	B1	Ba3	-1
CDS-Implied	B3	B2	-1
EDF-Implied	B3	B2	-1
Probability of Default (as of 29-Jan-15)**			
Expected Default Frequency (1-year)	0.50%	0.25%	0.25%
Spread (as of 29-Jan-15)**			
Fair Value Spread (bp)	286	181	105

Take me to Market Signals Charts >>

Source: Moody's Investors Service, **Moody's Analytics, Capital Markets Research Group

KEY INDICATORS

Access Analyst Adjusted Financials >>
Build Scenario Adjusted Credit Scores* >>

View: Table Chart Time-series Peer Group

Ratio	NRG Energy, Inc		
	2012 Dec	2013 Dec	LTM
(CFO Pre-W/C + Interest) / Interest	2.55	2.70	2.89
(CFO Pre-W/C) / Debt	7.20	9.27	8.87
(CFO Pre-W/C) / Net Debt	8.15	10.53	9.71
FCF / Debt	-12.74	-4.52	1.40
FCF / Net Debt	-14.42	-5.13	1.53
RCF / Debt	5.32	8.35	7.99
RCF / Net Debt	6.02	9.48	8.74

Source: Moody's Financial Metrics™
*FM add-on subscribers only

RELATED ISSUERS

- GenOn Americas Generation, L.L.C
- GenOn Energy, Inc.
- GenOn Mid-Atlantic, LLC
- GenOn REMA, L.L.C

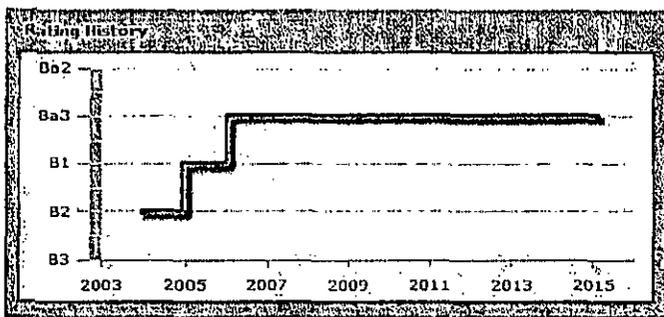
INDUSTRY RESEARCH

- Credit Policy: Shadow Banking in the West and China (Simplified Chinese translation) 28-Jan-15
- Exelon and Pepco's Proposed Merger Completes Another Regulatory Step, a Credit Positive 19-Jan-15

[View Family Tree >>](#)

LONG-TERM RATING

Rating Class History : LT Corporate Family Ratings (Domestic)



Source: Moody's Investors Service

COMPANY PROFILE

30-Jun-14

Headquartered in Princeton, New Jersey, NRG Energy, Inc. (NRG) owns and operates a large portfolio of unregulated generating facilities mainly in the US. As of May 8, 2014, the company has 53 GW of generation capacity, including 25 GW of gas, 17 GW of coal, 6 GW of oil, 3 GW of renewable and 1.1 GW of nuclear. NRG's unregulated retail energy business which includes Reliant Energy, Green Mountain Energy, Energy Plus Holdings and Cirro Energy serve more than 3 million residential, business, commercial and industrial customers in Texas and, increasingly, in certain markets in the Northeastern US.

Source: Moody's Investors Service

Utilities: Batteries are coming but utilities are not going away 06-Jan-15
Global Nuclear Generation Prospects Power Up in Asia but Power Down Elsewhere 24-Nov-14
Americas Energy Conference: Shale-Fueled Inflection Point for Pipeline Operators; Offshore Rig Oversupply to Persist 07-Nov-14
[Go to Infrastructure & Project Finance Industry Page >>](#)

RATING METHODOLOGIES

Unregulated Utilities and Unregulated Power Companies 31-Oct-14
Regulated Electric and Gas Utilities 23-Dec-13
Generic Project Finance Methodology 20-Dec-10
Global Regulated Water Utilities 15-Dec-09

COVENANT QUALITY ASSESSMENT

NRG Energy, Inc. - Post-Sale Snapshot - \$1,000m 6.25% Senior Notes due 2024 21-Apr-14

[View Interactive Covenants Database](#)

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JANUARY 30, 2015

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[Russia \(/en_US/web/guest/ratings/details?o_p_id=82&o_p_lifecycle=1&o_p_state=normal&o_p_mode=view&o_p_col_count=1&_stuts_action=%2Flanguage%2Fview&_B2_redirect=%2Fen_US%2Fweb%2Fguest%2Fratings%2Fdetails%2F-%2FInstrument-details%2FdebtType%2FSRSEC%2FEntityId%2F304263&languageId=ru_RU\)](#)

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[Japan \(/en_US/web/guest/ratings/details?o_p_id=82&o_p_lifecycle=1&o_p_state=normal&o_p_mode=view&o_p_col_count=1&_stuts_action=%2Flanguage%2Fview&_B2_redirect=%2Fen_US%2Fweb%2Fguest%2Fratings%2Fdetails%2F-%2FInstrument-details%2FdebtType%2FSRSEC%2FEntityId%2F304263&languageId=ja_JP\)](#)

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NRG Energy Inc. Senior Secured

Description	Rating Type	Rating	Rating Date	Regulatory Identifiers	CreditWatch/ Outlook	CreditWatch/ Outlook Data
Shelf Pfd SIV/Sr Unsecd/Sr Secd Debt 02/13/2009; sr secd prfm	Local Currency Preliminary LT	BB+	25-Jun-2009	EE		
US\$2.05 bl term bank in due 07/01/2018	Local Currency LT	BB+	08-Jun-2011	EE		
US\$2.05 bl term bank in due 07/01/2018	Recovery Rating	1	08-Jun-2011	--		
US\$2.05 bl term bank in due 07/01/2018	Recovery Rating	1	08-Jun-2011	--		
US\$2.05 bl term bank in due 07/01/2018	Local Currency LT	BB+	08-Jun-2011	EE		
US\$2.05 bl term bank in due 07/01/2018	Recovery Rating	1	08-Jun-2011	--		
US\$2.05 bl term bank in due 07/01/2018	Local Currency LT	BB+	08-Jun-2011	EE		
US\$2.3 bl revolver bank in due 07/01/2018	Local Currency LT	BB+	08-Jun-2011	EE		
US\$2.3 bl revolver bank in due 07/01/2018	Recovery Rating	1	08-Jun-2011	--		

Debt Types

[Senior Unsecured \(/en_US/web/guest/ratings/details/-/instrument-details/debtType/SRUNSEC/EntityId/304263\)](#)

[Preferred Stock \(/en_US/web/guest/ratings/details/-/instrument-details/debtType/PREDSI/EntityId/304263\)](#)

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Asia

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NRG Energy Inc. Preferred Stock

Description	Rating Type	Rating	Rating Date	Regulatory Identifiers	CreditWatch/ Outlook	CreditWatch/ Outlook Date
Shell Pfd Stk Sr Unsecd/Sr Secd Debt	Local Currency Preliminary LT	B-	25-Jun-2009	EE		
02/13/2009: pfd stk prkn						
US\$400 mil convertible perpetual pfd stk	Local Currency LT	B-	22-May-2009	EE		
Convertible						
US\$400 mil convertible perpetual pfd stk	Local Currency LT	B-	22-May-2009	EE		
Convertible						
US\$500 mil 5.75% mandatory conv pfd stk	Local Currency LT	B-	22-May-2009	EE		

Debt Types

[Senior Secured \(/en_US/web/quest/ratings/details/instrument-details/debtType/SRSEC/en/IN/304263\)](#)

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Live Report : NRG ENERGY, INC.

D-U-N-S® Number: 79-342-2213

Endorsement/Billing Reference: CSlaughter@reliant.com

D&B Address

Address 211 Carnegie Ctr
Princeton, NJ, US - 08540
Phone 609 524-4500
Fax 609-524-4501

Location Type Headquarters
Web www.nrgenergy.com

Added to Portfolio: 10/09/2014

Last View Date: 01/27/2015

Endorsement : CSlaughter@reliant.com

Company Summary

Currency: Shown in USD unless otherwise indicated

Score Bar

PAYDEX®		76	Paying 6 days past due
Commercial Credit Score Class		3	Moderate Risk of severe payment delinquency.
Financial Stress Score Class		3	Moderate Risk of severe financial stress.
Credit Limit - D&B Conservative		Unavailable	
D&B Rating		5A3	5A indicates 50 million and over, Credit appraisal of 3 is fair

D&B 3-month PAYDEX®

3-month D&B PAYDEX®: 77
Lowest Risk:100;Highest Risk :1

When weighted by amount, Payments to suppliers average 5 Days Beyond Terms

D&B PAYDEX®

D&B PAYDEX® 76
Lowest Risk:100;Highest Risk :1

When weighted by amount, Payments to suppliers average 6 days beyond terms

D&B Company Overview

This is a headquarters location
Branch(es) or Division(s) exist Y

Chief Executive	DAVID W CRANE, PRES-CEO
Stock Symbol	NRG
Year Started	1992
Employees	7786 (240 Here)
SIC	4911
Line of business	Power generation facilities; electric services
NAICS	221118
History Status	CLEAR
Financial Condition	GOOD

Public Filings

The following data includes both open and closed filings found in D&B's database on this company.

Record Type	Number of Records	Most Recent Filing Date
Bankruptcies	2	05/14/03
Judgments	0	-
Liens	0	-
Suits	1	05/14/13
UCCs	219	01/06/15

The public record items contained herein may have been paid, terminated, vacated or released prior to todays date.

Financial Stress Score Class

Commercial Credit Score Class

Commercial Credit Score Class: 3

Lowest Risk:1;Highest Risk :5

Detailed Trade Risk Insight™

Days Beyond Terms Past 3 Months

1
Days

Dollar-weighted average of **244** payment experiences reported from **98** Companies

Recent Derogatory Events

	Nov-14	Dec-14	Jan-15
Placed for Collection	-	-	-
Bad Debt Written Off	-	-	-

Financial Stress Score Class: 3

Lowest Risk:1;Highest Risk :5

Stock Performance

NRG : **25.77** ↓ -0.29 (-1.08%)

Previous Close:	26.05
Volume:	549438.00
Daily High:	25.89
Daily Low:	25.63
52-Week High:	38.10
52-Week Low:	23.77
P/E:	N/A
Market Cap:	8,709,687,840
EPS:	-0.90
Div/Yield:	2.26

FirstRain Company News



- **NRG Energy, SunShare sign Colorado**
2015-02-01T23:01:22 CST 11:01 PM-Bizjournals
- **McGuireWoods Team Knocks Out Class**
2015-01-30T15:01:30 CST 3:01 PM-Seeking Alpha
- **NRG Energy to sell solar power directly to**
2015-01-30T00:43:09 CST 12:43 AM-Power Sector
- **Comcast, NRG Energy end rewards program**
2015-01-28T23:12:19 CST 11:12 PM-Pittsburgh
- **Solar power firm to develop 5 'garden' projects,**
2015-01-28T18:16:09 CST 6:16 PM-Gazette -
- **NRG Energy to Build Community Solar**
2015-01-28T10:34:42 CST 10:34 AM-Renewable
- **Denver's SunShare lands "significant" solar**
2015-01-28T07:13:45 CST 7:13 AM-DenverPost
- **Tesla Motors, Inc. Has a New \$9 Billion Ally**
2015-01-26T21:53:33 CST 9:53 PM-Motley Fool
- **Nrg Energy : Files SEC Form SC 13G,**
2015-01-24T11:24:02 CST 11:24 AM-4-Traders
- **NRG Energy : eVgo : Network Expansion Helps**
2015-01-22T06:53:05 CST 6:53 AM-4-Traders
- **NRG Energy : eVgo : Network Provides More**
2015-01-22T06:51:41 CST 6:51 AM-4-Traders
- **NRG Energy (NRG) Downgraded From Buy to**
2015-01-21T10:01:18 CST 10:01 AM-TheStreet.com
- **CV expects to save \$400,000 through**

- **NRG Energy, Inc. Announces Quarterly**
2015-01-20T09:53:36 CST 9:53 AM-NRG Energy,
- **NRG Energy declares \$0.145 dividend**
2015-01-20T09:48:00 CST 9:48 AM-Seeking Alpha
- **NRG YIELD : Debuts Growth Plan for 2015 and**
2015-01-19T06:23:48 CST 6:23 AM-4-Traders
- **Starwood and NRG Energy bring sustainable**
2015-01-19T05:46:49 CST 5:46 AM-TravelDailyNews
- **CTA bus garage could be part of Fisk power**
2015-01-17T17:31:18 CST 5:31 PM-TRIB Local
- **NRG Energy: Kicking Its Residential Solar**
2015-01-16T17:04:17 CST 5:04 PM-Seeking Alpha
- **NRG Energy to provide sustainable power for**
2015-01-15T01:08:03 CST 1:08 AM-Greentech Lead
- **NRG Energy to Install Solar Panels at Starwood**
2015-01-14T17:15:40 CST 5:15 PM-NASDAQ.com
- **Blue Earth Sells 4.732MW Indiana Solar Project**
2015-01-13T23:49:36 CST 11:49 PM-ENF Ltd.
- **Starwood, NRG Energy Unveil Project To**
2015-01-13T23:44:22 CST 11:44 PM-RTTNews
- **Starwood and NRG Energy Bring Sustainable**
2015-01-13T23:00:00 CST 11:00 PM-Business Wire
- **CONSOL Energy, NRG Energy Among**
2015-01-11T21:49:17 CST 9:49 PM-citybizlist
- **Green Mountain Energy :: Fans | Green Energy**
2015-01-10T20:05:57 CST 8:05 PM-Green Energy
- **NRG YIELD : Completion of Acquisition or**
2015-01-06T15:30:05 CST 3:30 PM-4-Traders
- **NRG spinoff picks up new assets**
2015-01-06T03:09:17 CST 3:09 AM-BizJournals
- **Wind Projects Figure In NRG Yield's Recent**
2015-01-05T12:02:51 CST 12:02 PM-North American
- **NRG Yield, Inc. Completes Acquisition of**
2015-01-05T07:43:35 CST 7:43 AM-Yahoo - Finance

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Predictive Scores

Currency: Shown in USD unless otherwise indicated 

D&B Viability Rating Summary

The D&B Viability Rating uses D&B's proprietary analytics to compare the most predictive business risk indicators and deliver a highly reliable assessment of the probability that a company will go out of business, become dormant/inactive, or file for bankruptcy/insolvency within the next 12 months. The D&B Viability Rating is made up of 4 components:



Viability Score

Lowest Risk: 1

Highest Risk: 9

Compared to All US Businesses within the D&B Database:

- Level of Risk: **Low Risk**
- Businesses ranked 1 have a probability of becoming no longer viable: **0.2 %**
- Percentage of businesses ranked 1: **0.3 %**
- Across all US businesses, the average probability of becoming no longer viable: **14 %**



Portfolio Comparison

Lowest Risk: 1

Highest Risk: 9

Compared to All US Businesses within the same MODEL SEGMENT:

- Model Segment : **Available Financial Data**
- Level of Risk: **Low Risk**
- Businesses ranked 3 within this model segment have a probability of becoming no longer viable: **0.2 %**
- Percentage of businesses ranked 3 with this model segment: **15 %**
- Within this model segment, the average probability of becoming no longer viable: **0.6 %**



Data Depth Indicator

Predictive Data:A

Descriptive Data:G

Data Depth Indicator:

- ✓ Rich Firmographics
- ✓ Extensive Commercial Trading Activity
- ✓ Comprehensive Financial Attributes



Company Profile

Financial Data

Trade Payments

Company Size

Years in Business

Available

Available (3+ Trade)

Large

Established

Company Profile Details:

- Financial Data: **Available**
- Trade Payments: **Available (3+ Trade)**
- Company Size: **Large (Employees: 50+ or Sales: \$500K+)**
- Years in Business: **Established (5+)**



ADDITIONAL REMARKS SCHEDULE

PRODUCER MCGRIFF, SEIBELS & WILLIAMS, INC.		INSURED NRG Energy, Inc. including Reliant Energy Northeast LLC	
POLICY NUMBER			
CARRIER	NAIC CODE	ISSUE DATE: 02/25/2015	

ADDITIONAL REMARKS

THIS ADDITIONAL REMARKS FORM IS A SCHEDULE TO ACORD FORM,

FORM NUMBER: _____ FORM TITLE: _____

NRG Energy, Inc.
 Property Program Participation

Insurer:	Policy No:
AIQ	65305297
AEQIS (US)	PO5286602P
General Security Indemnity Company of AZ	2014 10F151735-1
Zurich American Ins. Co.	PWG 5955427-01
XL Insurance America, Inc.	US00065467PR14A
Westport Insurance Corp.	31377546
Validus Underwriting 1183	AJT090658F14
American Alternative Ins. Corp.	58-A2-PP-0000032-01
Travelers Syndicate 5000	P14UR00900
Argenta Syndicate 2121	P14UR00900
Atrium Syndicate 0609	P14UR00900
Arch Insurance Co.	P14UR00900
Houston Specialty Ins. Co.	P14UR00900
KILN Property Syndicate 0510	P14UR00900
Novae Syndicate 2007	P14UR00900
Canopus Engineering Syndicate 4444	P14UR00900
AEQIS Syndicate 9690	P14UR00900
Markel	P14UR00900
ACE London	P14UR00900
Torus Ins. (UK) Ltd	P14UR00901
Argo International Syndicate 1200	P14UR00901
Great Lakes Reinsurance (UK) PLC	P14UR00902
Amlin Syndicate 2001	P14UR00902
Aspen	PWAE6R14/PWAEJAP14
StarrTech	EUTN09161946
Terrorism	P13UT7005

SEVERAL LIABILITY NOTICE: The subscribing insurer's obligations under policies to which they subscribe are several and not joint and are limited solely to the extent of their individual subscriptions. The subscribing insurers are not responsible for the subscription of any co-subscribing insurer who for any reason does not satisfy all or part of its obligations.

ATTACHMENT E

8. a. Technical Fitness: Experience, Plan, Structure.

Reliant Energy Northeast LLC d/b/a NRG Home ("NRG Home") parent company, NRG Energy Inc. ("NRG Energy"), also owns Energy Plus Natural Gas LLC ("EPNG") which is a natural gas supplier serving natural gas customers in New York, New Jersey, Maryland, and Ohio. In addition, NRG Energy also owns Independence Energy Group LLC ("IEG") which was granted a natural gas supplier license in the state of Pennsylvania A-2013-2396449.

NRG Home plans to serve as a competitive supplier in the Commonwealth of Pennsylvania and leverage the experience and processes of its parent company and affiliates. NRG Home is dedicated to completing the necessary actions and commitments required to provide reliable retail natural gas service to Pennsylvania customers, and it brings together an experienced management team and a highly qualified technical staff to ensure the delivery of best in class value, service, and support to consumers in the Commonwealth of Pennsylvania.

The company has the necessary technical and managerial resources to enter into and comply with contracts to purchase capacity and energy, or ancillary services, as may be required by another independent organization to provide adequate natural gas to all NRG Home customers.

The management team and colleagues at NRG Home have first-hand knowledge of customer operations and utility business management and will draw on its technical and managerial expertise, in combination with its relationships with experts in the Pennsylvania market, to successfully develop and implement the infrastructure, systems, and processes to provide service to Pennsylvania natural gas customers.

The technical and managerial resources of NRG Home are more fully described in the biographies that have been attached to this application under Attachment G.

Attached below are type and number of customers NRG Home currently serves in other jurisdictions as well as the type and number of customers that EPNG currently serves in other jurisdictions.

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ATTACHMENT E

NRG HOME	As of January 2015		
	Residential	Small Commercial	Midmarket Commercial
Electric			
CT			
DC			
DE			
IL			
MA			
MD			
NJ			
NY			
PA			

EPNG	As of January 2015	
	Residential	Commercial
GAS		
MD		
NJ		
NY		
OH		

EPNG License numbers in other jurisdictions.

State	Energy Plus Natural Gas LLC
NY	Licensed- no license# given
NJ	GSL=0100
MD	# IR-2216
OH	11-222G(1)

8.c. DOOR TO DOOR SALES: Will the Applicant be implementing door to door sales activities?

If yes, describe the Applicant's verification procedures.

Tablet Enrollment

NRG Home employs tablets to enroll customers at the customer's home or at public events. The tables use GPS to verify all sales activity. NRG Home is able to locate the sales agent in real-time and remotely shut off any tablet in the event of any questionable activity. NRG Home can also locate any sales made by the agent and verify the route the agent has taken at any point throughout the day. This functionality also allows for reporting related to the frequency of sales, the timing between sales, and verification of distance of the sale vs. the location of the customer's home address. All reporting has related alerts that are sent out depending on situation.

TPV Process

NRG Home utilizes a third party verification process when completing any door-to-door enrollment so as to have a recorded verification from the customer, indicating they agree to all of the relevant information completed on the tablet and discussed with the sales agent. NRG Home confirms customer's name, address and that the person speaking is authorized to act on behalf of the account holder (if applicable in the market in question). NRG also confirms the customer's understanding of authorizing a switch of suppliers and that their natural gas delivery, meter reading and billing will continue to be provided by the utility. NRG Home makes it clear the new suppliers' supply charges will replace the current supply charges within their utility's name. Finally, NRG Home confirms that the customer agrees to allow NRG Home to take the necessary steps to become the customer's natural gas supplier.

ATTACHMENT F

8. d. OVERSIGHT OF MARKETING: Explain all methods Applicant will use to ensure all marketing is performed in an ethical manner, for both employees and subcontractors.

Sales/Marketing Materials: NRG Home employs a sales and marketing compliance review process that ensures that all customer-facing material is reviewed for regulatory and legal compliance prior to being deployed in the field. Our Creative Review Process (CRP) utilizes a Share Point site that serves as the central clearinghouse. All customer and external facing collateral material is submitted for review, including: all marketing message maps/documents; solicitation materials (direct mail, email, phone/door-to-door/face to face events/campaigns, etc.); marketing collateral; advertising (web, TV, radio, bill boards, etc.); agent training materials; agent scripts (sales, call center reps, TPV, etc.); welcome kits/letters; renewal letters; customer notices/communications; website content; press releases; etc. All NRG Home employees involved in the production of customer facing materials have access to the CRP system and submit their materials for review and approval.

NRG Home Call Center Reps: NRG customer service agent training content covers customer choice, product details, and market/sales regulations within 80 hours of instructor led training, and 40 hours of on the job training. Upon completion of training, all agents are required to sign a Quality Assurance Agreement indicating that they understand specific market/sales regulations and that they will follow applicable guidelines. All call center agents are audited each month to ensure quality standards and compliance with regulations, and there are penalties for non-compliance.

Face-to-Face Sales: NRG Home contracts with Vendors that provide the sales agents to conduct our face-to-face sales (both at the doorstep and in public venues). NRG Home ensures that these vendors and their agents are fully trained, knowledgeable about our products and services and the consumer protection rules, and most importantly, delivering quality sales and happy customers. To achieve those goals, NRG Home has established a comprehensive Quality Assurance Program that consists of five key components, including:

- **Full-time Quality Assurance Staff:** We employ full-time in-house staff located at our corporate office and in the field offices; their full time jobs are to train, monitor, evaluate, audit all face-to-face sales activities and proactively address concerns/issues in an effort to avoid/minimize complaints. They also ensure agents have the materials/resources they need. Market managers are assigned to each state to manage all face-to-face product offers and campaigns and interact with agents/vendors on an ongoing basis.
- **Robust training and certification process:** All agent training is conducted either by our own QA analysts or a vendor trainer that has been certified by our QA analyst. NRG Home provides all training materials. Training is ongoing depending on the season – in the summer – typically weekly.

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- Our onboarding process includes: required background checks, certification through training/testing – agents must score at least an 85% and the agent exam, agents must agree to sign/adhere to our code of ethics and consumer protection rules; we must obtain a digital or hard copy of all signed documents before an agent is certified to sell.
 - Agents trained on the code of ethics/consumer protection rules, uniform requirements, sales techniques, our products, and the proper procedures for completing the sales transaction and TPV. Training is typically two days – includes classroom/field training, followed by a week of shadowing.
- **Thorough auditing process:** includes performance measures and scoring metrics for individual agents. The goal is to identify trends/discrepancies that raise flags and help us to identify and address problems with our agents. Process includes face-to-face audits as well as audits of enrollment forms, TPV calls, and outbound surveying of customers.
- **Detailed performance measures for agents:** allows us to objectively rate and track agent performance; Agents rated on 24 areas of performance measured during face-to-face audits – range from visibility of ID badge, uniform/appearance, behavior, proper materials used, current disclosure statement, proper explanation of competition, utility and retailer roles; accuracy of product description, sales technique, accuracy of explanation of key terms, provision of rescission notice and copies of materials, proper completion of enrollment forms/tablet process, proper transfer to TPV.
- **Robust complaint handling/discipline process:** process established to address concerns/issues with agents; NRG Home monitors and tracks all complaints and categorizes them according to severity, and to specifically identify major/mid-level complaints (disputed enrollments, misrepresentation, behavior, PUC complaints, etc.); established guidelines dictate course of disciplinary action.

ATTACHMENT G

8. c. OFFICERS: Identify Applicant's chief officers, and include the professional resumes for any officers directly responsible for operations.

Elizabeth Killinger
President
NRG Retail
1201 Fannin, 11th Floor
Houston, TX 77002
713-537-2669
elizabeth.killinger@nrg.com

Robert Thomas
General Counsel
NRG Retail
300 West Sixth Street, Suite 1600
Austin, TX 78701
512-691-6120
Robert.thomas@nrg.com

Catherine Sakach
Secretary
Energy Plus Holdings LLC
3711 Market Street, Suite 1000
Philadelphia, PA 19104
267-298-2778
cathy.sakach@nrg.com

Heather Farber
Vice President
Energy Plus Holdings LLC
3711 Market Street, 10th Floor
Philadelphia, PA 19104
267-298-5374
heather.farber@nrg.com

Daniel Keane
Vice President
NRG Energy
211 Carnegie Center
Princeton, NJ 08540
609-524-4501
daniel.keane@nrg.com

Gary Garcia
Vice President & Treasurer
NRG Energy
211 Carnegie Center
Princeton, NJ 08540
609-524-5366
gary.garcia@nrg.com

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Lynne Wittkamp
Assistant Secretary
NRG Energy
211 Carnegie Center
Princeton, NJ 08540
609-524-4590
lynne.wittkamp@nrg.com

ATTACHMENT G

Officers Directly Responsible for Operations

Heather Farber - Managing Director, NRG Retail Northeast
Chris Phillips - Vice president, Retail Operations
Joe Holtman – Managing Director of Wholesale Supply Operations
Brian Grant – Director, East Retail IT
Mark Lamping- Vice President, Northeast Sales
Jordon McConnell – Director, Sales Strategy

Heather Farber, Managing Director, NRG Retail Northeast
3711 Market St. Suite 1000 Philadelphia, PA 19104
Phone: 1.267.298.5374
Heather.Farber@nrg.com

Ms. Farber is the managing director of the NRG Home and Energy Plus segments of the Northeast Retail business. In this capacity, she leads a team responsible for strategy, margin and portfolio management, offer and product management, segment customer experience, and analytics. Ms. Farber previously held various roles within the company covering marketing and communications, partnership launch and management, and market development.

Prior to joining NRG, Ms. Farber led data driven acquisition marketing channels, competitive intelligence, campaign development operations, and marketing compliance for Barclaycard US. Previously, Ms. Farber worked at MBNA America Bank where she was First Vice President, Market Development in the bank's Research and Development sector. Ms. Farber also worked in subscription marketing for *TV Guide* and *The Weekly Standard*. She holds bachelor's and master's degrees from Penn State University.

Joe Holtman, Managing Director of Wholesale Supply Operations
3711 Market St. Suite 1000 Philadelphia, PA 19104
Phone: 1.267.295.5409
Joe.Holtman@nrg.com

Joe Holtman joined the NRG retail companies in 2010 and brings extensive industry experience in his role as the Managing Director of Wholesale Supply Operations. He is responsible for: scheduling electricity purchases in PJM, NYISO and ISO-NE and natural gas purchases in 15 gas utilities across OH, PA, MD, NJ and NY; hedging electricity and natural gas supply purchases to mitigate market cost volatility; and meeting renewable portfolio standards and voluntary green power program requirements in the states in which the NRG retail companies operate. Prior to joining NRG, Mr. Holtman spent two years at Liberty Power as the Vice President of Wholesale Supply Operations. In his role at Liberty Power, he led the installation of a state-of-the-art risk management system and developed and implemented the necessary risk controls to ensure the company's strong financial success. In addition, Mr. Holtman was

ATTACHMENT G

responsible for Liberty's energy procurement program across five major US markets, utilizing physical and financial hedges to protect fixed-price retail sales margins. Prior to his tenure at Liberty Power, Mr. Holtman spent six years at the Consolidated Edison Company of New York where he served as the Director of Electricity Supply. At Con Ed, he was responsible for the purchase of \$3 billion of electricity supply annually, including financial hedging and accounting for four regulated utilities operating in three states. Earlier in his career, he spent fifteen years at Orange and Rockland Utilities where he was responsible for the purchase of \$220 million of electricity and natural gas annually. He also performed electric and gas capacity and energy planning and procurement, supply contracting, accounting, regulatory affairs and risk management.

Chris Phillips, Vice President, Retail Operations
1201 Fannin Street, GS-7303 Houston, Texas 77002
Phone: 713.537.5043
Chris.Phillips@nrg.com

Chris Phillips is Vice President of Retail Operations, and has responsibility for leading nationwide back office operations including transaction management, billing, payment processing, multi-brand customer care and credit & collections for our residential and commercial & industrial customers. Chris joined NRG in 2007. Prior to his current role, he held leadership roles in Reliant Energy's strategy and planning, customer care and mass operations driving operational excellence & transformational projects.

Before joining NRG, Chris spent fifteen years in management and operations. He served in progressive leadership roles at Fortune 500 companies including AT&T, Dell Corporation, Reliant Energy and Hewlett-Packard. He served in many roles focused on strategy development, call center operations, vendor management and back-office operations. Chris received a bachelor degree in Political Science from Texas A&M University and a Masters in Business Administration and a Masters of Management from the University Of Dallas Graduate School Of Management earning honors. He is Six Sigma and Project Management Professional certified.

Brian Grant, Director, East Retail IT
3711 Market St. Suite 1000 Philadelphia, PA 19104
Phone: 1.267.295.0625
Brian.C.Grant@nrg.com

Mr. Grant is responsible for defining the processes and procedures for the day to day IT functions, operations and quality assurance protocols for NRG Retail in the Northeast. His daily responsibilities include ensuring that all enrollments process accurately and efficiently through all of NRG's internal systems and integration points with its external vendors.

Mr. Grant brings a strong background in operational processes and quality assurance. During his tenure, Mr. Grant successfully implemented a quality assurance project life cycle process that included the implementation of new technology hardware as well as processes and gates to

ATTACHMENT G

increase the accuracy and efficiency of the energy enrollment process and customer service platforms. His continual focus on quality assurance and streamlined operational processes will ensure that NRG is poised to offer a best in class service experience to retail customers.

Mark Lamping, Vice President – NRG Energy, Northeast Retail Sales
1201 Fannin Street, Suite 9633 Houston, Texas 77002
Phone: 713.537.5303
Mark.Lamping@nrgenergy.com

Mr. Lamping joined the NRG retail affiliate Green Mountain Energy Company in March 2005 as Director of Residential Door to Door sales in Texas. In 2006, he expanded his role to also manage the Retail and Events business, and later expanded his role to lead all of Green Mountain's residential sales efforts nationally. In January 2013, Mr. Lamping assumed the role of Senior Vice President - Sales for all NRG Retail brands in the Northeast. Mr. Lamping has over 25 years of sales leadership and management experience. Prior to joining the NRG family, Mr. Lamping was Director of North American sales for a leading telecom solutions company. Before that, he led various sales efforts for a Fortune 100 company involving the sales and leasing of high-end electronic testing equipment. Mr. Lamping earned a Bachelor of Science degree in management from the University of Illinois at Chicago.

Jordon McConnell, Director, Sales Strategy
3711 Market St. Suite 1000 Philadelphia, PA 19104
Phone: 1.267.295.0625
Jordon.McConnell@nrg.com

Jordon McConnell leads sales strategy for NRG's retail business in the Northeast. Over the course of his career, Mr. McConnell has gained experience in a broad range of business functions including marketing, sales, product development, operations and financial analysis. Jordon has held leadership positions in a number of industries including energy, finance, professional services and business information with emphasis on consumer and small business segments. Prior to joining NRG Jordon led marketing strategy and helped launch the digital retail channel for D&B's small business segment. Previously Jordon held business development roles in the eBusiness segments of Prudential Securities and FirstUSA Bank. Jordon holds an MBA from the University of Delaware and a BA from Bucknell University.

ATTACHMENT H

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE

*Application of **Reliant Energy Northeast LLC** (d/b/a "**NRG Home**") For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier, Aggregator, or Marketer/Broker Engaged In The Business Of Supplying Natural Gas Supply Services, To The Public In The Commonwealth Of Pennsylvania.*

Reliant Energy Northeast LLC will be filing an application with the Pennsylvania Public Utility Commission ("PUC") for a license to provide natural gas supply services as a supplier or aggregator of natural gas. **Reliant Energy Northeast LLC** proposes to sell natural gas and related services in Columbia, National Fuel Gas, PECO, Peoples Gas- Equitable Div., Peoples Natural Gas, Peoples TWP, Philadelphia Gas Works, UGI Central Penn, UGI Penn Natural, and UGI Utilities under the provisions of the new Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of **Reliant Energy Northeast LLC** may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3265, Harrisburg, PA 17105-3265. You should send copies of any protest to **Reliant Energy Northeast LLC's** attorney at the address listed below.

By and through Counsel: Deanne M. O'Dell, Esquire

Eckert Seamans Cherin & Merlot, LLC

213 Market Street, 8th Floor

Harrisburg, PA 17101

717-255-3744

717-237-6019

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NRG HOME TERMS OF SERVICE FOR RESIDENTIAL NATURAL GAS SUPPLY

We appreciate your business. This document is a contract between us, NRG Home, and you that allows us to switch your natural gas account(s) to our service. It describes the nature of our service with you and provides important information for you to be aware of. We will begin supplying your natural gas under this contract, but your utility will continue to be responsible for delivering your natural gas sending you a bill for both of our services. This contract may be referred to as the "Terms of Service" or "Disclosure Statement."

Summary of Important Contract Information	
Length of Your Commitment	Month-to-month. We will begin providing service to you after your utility processes our request to switch your service. This takes 1-2 billing cycles.
Price for Your Natural Gas	You'll receive an introductory natural gas supply price of \$X.XXXXX per [gas UOM] for your first [XX] full billing cycle[s] and your price will be variable after that. We will determine the variable supply price in our discretion based on many different factors, which may include competitive prices, industry charges we are responsible for, applicable state and local taxes, profit margins, or other business conditions, and you'll see it listed on your monthly bill. Your variable supply price may change monthly, but no matter what, we will not increase your variable price in any given month by more than 30% from the prior month's supply price.
Applicable Fees	None
Savings	Our current and historical prices are not an indicator of our future prices and we do not guarantee any savings. Our prices may be higher than your utility's supply rate. You may contact us at the telephone number or internet address listed below to obtain historical price information.
Incentives	Rewards Program. Your plan may include rewards such as enrollment incentives and loyalty incentives. Please refer to the Reward Terms contained in your Welcome Confirmation for the details regarding your individual rewards.
Your Right to Rescind	You have 3 business days to rescind this contract. This is called your "Right to Rescind" period, which means you will not start service with us until after this period.
Your Right to Cancel	Once service has started, you may cancel by contacting us. It may take 1 or 2 billing cycles before the cancellation is finalized, depending on your utility's timeframe for processing our cancellation request.
Renewal	This contract automatically renews at the end of each monthly billing cycle for another month of service with us. This contract will continue to renew on a month to month basis until either of us cancels the contract. You may cancel without a cancellation fee.
Our Information	We are NRG Home, and under this contract, we will supply your natural gas. Our contact information is as follows: Internet address: www.nrqhomepower.com
Your Utility's Information	Your utility will continue to be responsible for delivering your natural gas and sending you a bill for both of our services. Their contact information is as follows: Columbia Gas at 1-888-275-4674 National Fuel Gas at 1-800-595-7510 PGW at 1-215-235-1000 PECO at 1-800-494-4000 Peoples Gas - Equitable Division at 1-800-654-6335 Peoples Natural Gas at 1-800-764-0111 UGI Central Penn Gas at 1-800-652-0550 UGI Penn Natural Gas at 1-800-276-2722 UGI Utilities at 1-800-276-2722

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PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAUA. Important Information

Length of Your Commitment: *Month-to-month.* We will begin providing service to you after your utility processes our request to switch your service. **This takes 1-2 billing cycles.** The switch will not occur before the expiration of your "Right to Rescind" period. Our service will continue until either of us cancels the contract.

Basic Service Price and Limits on Price Variability for Your Electricity:

For Your Natural Gas: Your introductory natural gas supply price will be \$X.XXXXX per [gas UOM] for your first [XX] full billing cycles. After your first [XX] billing cycles you will be charged a variable supply price. We will determine the

variable supply price in our discretion based on many different factors, which may include competitive prices, industry charges we are responsible for, applicable state and local taxes, profit margins, or other business conditions. For your reference, our natural gas supply prices include natural gas supply and transportation charges and estimated total state taxes, but they do not include any state sales tax, county tax, utility distribution charges or other utility fee or charge. Your variable supply price may change monthly, but, no matter what, we will not increase your variable price in any given month by more than 30% from the prior month's supply price. Our current and historical prices are not an indicator of our future prices and we do not

ATTACHMENT J

guarantee any savings. Our prices may be higher than your utility's supply rate

Billing: Your local utility is responsible for sending you a bill that includes the charges for our service and charges for the utility's service. You also agree to review your bills in a timely manner, and if there are any inaccuracies with the portion of the bill for our services, you agree to notify us within ninety days after the date of the bill. If we do not hear from you, you are agreeing that the billed amounts are correct and you are waiving any right to dispute the billed amounts to the extent permitted by law.

Right to Rescind: You have the "Right to Rescind" this contract for three business days, which means you can cancel your request to switch your natural gas service and never start service with us. You will receive a Welcome Confirmation from us, which will include this contract, and you will have until midnight of the third business day after receipt of the Welcome Confirmation to rescind this contract by contacting us at the telephone number or email address listed below. This contract is not binding until your "Right to Rescind" period has ended with no action on your part to rescind the contract.

Contract Renewal and Expiration Provisions or Change in Terms: This contract automatically renews at the end of each month and will continue to renew on a month to month basis until either of us cancels the contract. You may cancel without a cancellation fee. If you have a fixed term contract approaching the expiration date, or whenever we propose to change the terms of service in any type of contract, you will receive two separate written notifications that precede either the expiration date or the effective date of the proposed changes. These notifications will explain your options going forward.

Special Terms and Conditions: Rewards Program. Please refer to your Welcome Confirmation for the terms regarding your rewards program. If you cancel this contract, you may forfeit some or all of the rewards described in your Welcome Confirmation.

Applicable Fees: None. If you are currently in a contract with another natural gas supplier, the request to switch you to our service will automatically cancel your service with the other natural gas supplier. You are responsible for any penalties the other natural gas supplier may charge.

Your Right to Cancel: You may cancel this contract without having to pay a cancellation fee by calling us at our contact information listed below. We will request that the utility cancel your service with us, but the utility controls the effective date of your cancellation.

It may take 1 or 2 billing cycles before the cancellation is finalized, depending on your utility's timeframe for processing our cancellation request.

If you do cancel this contract, you may forfeit some of the rewards that we describe in your Welcome Confirmation, and you will be responsible for unpaid balances as of the cancellation date.

Our Right to Cancel and Cancellation Provisions: We have the right to cancel this contract for any reason as long as we give you thirty days' written notice, but if we are canceling the contract due to your conduct or your breach of this contract, you will have an opportunity to fix this condition within the thirty days. Your utility will control the effective date of our cancellation. If your utility terminates your service, this contract will be automatically cancelled.

It may take 1 or 2 billing cycles before the cancellation is finalized, depending on your utility's timeframe for processing our cancellation request.

If your utility terminates your natural gas service, this contract will be automatically cancelled.

Your Authorization to Release Your Information: This contract provides authorization for your utility to release all information regarding your natural gas account to us and for us to contact you about our other products and services or share information about your account with any designated rewards partner or with any third-party vendor we use to provide services and rewards to you. We reserve the right to share information with our affiliates, to the extent permitted by law. If you do not wish for us to share information about your account, you may cancel this contract by calling us at our contact information listed below.

Electronic Communication: If you provide us with your Email address, you are consenting to this contract and other forms of communication being provided to you in electronic form and you must provide us with any update to your valid Email address should it change. You are required to notify us of any change in Email address and/or any withdrawal of consent for the electronic transmission of contracts or other customer information. If you enroll electronically, please note that our website and application is best viewed in Internet Explorer 8.0 or higher.

Taxes: Any applicable tax charges are included on the one bill you will receive from your utility. If you are exempt from any taxes, you are responsible for requesting an exemption by filing all required documentation with us and/or your utility.

Background: We are licensed by the Pennsylvania Public Utility Commission (PUC) to offer and supply natural gas generation and related services in Pennsylvania. Our license number is TBD. We set the generation prices and charges that you pay. The Public Utility Commission regulates distribution prices and services. The Federal Energy Regulatory Commission regulates transmission prices and services.

Definitions:
Commodity charge or natural gas supply charge—Basic service charges for natural gas supply services to retail customers, excluding charges for natural gas distribution services.
Distribution Charge - Cost for delivering natural gas from your natural gas distribution company (your utility) to your home or business. These charges continue to be regulated by the PUC.

Contract Details: Our full, legal name is Reliant Energy Northeast LCC d/b/a NRG Home and NRG Retail Solutions, but we have used "NRG Home", "we", "us", or "our" to refer to ourselves for the purposes of this contract. We use "you" or

"your" to refer to you, the customer. This contract is for the sale and purchase of all of your natural gas for the residential account(s) listed in your Welcome Confirmation (letter or email). By entering into this contract, you are authorizing us to take the steps necessary to switch your natural gas supply service to us, and you agree to appoint us as your agent to acquire the necessary information to meet your natural gas needs as required by your "utility", which we use to refer to your local distribution company. Your utility is responsible for the delivery of natural gas to you and we are not. This Terms of Service is your entire contract with us and replaces any prior oral or written statements or representations.

Contract Changes: Whenever we propose to change the terms of service in any type of contract, you will receive two separate written notifications that precede the effective date of the proposed changes. These notifications will explain your options going forward. We will not change or alter the waiver of jury trial provision under any circumstances, and any changes to this contract must be made in writing.

Customer Complaints and Dispute Procedures: If you have questions about our prices or our service, you should call us at the contact information listed below. If you are not satisfied with the response from our Customer Care representative, you may ask that your questions be referred to one of our supervisors, who will respond promptly. If you remain unsatisfied with our attempts to resolve the issue, you may seek assistance from the PUC or request information from the PUC regarding your consumer protection rights. The PUC's contact information is listed below.

CAPs Notice: If you are participating in Customer Assistance Programs (CAPs), you may lose your CAP benefits if your utility does not permit such benefits to be portable. Please contact your utility for additional information.

CONTACT INFORMATION:

NRG HOME:

Internet address: www.NRGHomePower.com
Mailing address: P.O. Box 38781, Philadelphia, PA 19104
Email address: support@nrghomepower.com
Telephone number: 1-855-500-8703

YOUR UTILITY:

If you experience a power outage or other emergency, a problem with your natural gas meter or any other service need, please contact your local utility at the emergency number below.

Columbia Gas at 1-888-275-4674

National Fuel Gas at 1-800-595-7510

PGW at 1-215-235-1000

PECO at 1-800-494-4000

Peoples Gas – Equitable Division at 1-800-654-6335

Peoples Natural Gas at 1-800-764-0111

UGI Central Penn Gas at 1-800-652-0550

UGI Penn Natural Gas at 1-800-276-2722

UGI Utilities at 1-800-276-2722

Your utility has Universal Service programs available to customers who are on a limited or fixed income to assist them with utility bills. Some of these programs might include bill payment assistance and weatherization services. Information on your utility's Universal Service Program can be obtained by contacting:

Columbia Gas at 1-888-275-4674

National Fuel Gas at 1-800-595-7510

PGW at 1-215-235-1000

PECO at 1-800-494-4000

Peoples Gas – Equitable Division at 1-800-654-6335

Peoples Natural Gas at 1-800-764-0111

UGI Central Penn Gas at 1-800-652-0550

UGI Penn Natural Gas at 1-800-276-2722

UGI Utilities at 1-800-276-2722

PENNSYLVANIA PUBLIC UTILITY COMMISSION (PUC):

Mailing address: P.O. Box 3265, Harrisburg, PA 17105-3265

UTILITY CHOICE HOTLINE: 1-800-692-7380

B. Other Important Information Our Lawyers Make Us Include

Assignment: We may sell, transfer, pledge or assign the accounts, revenues or proceeds associated with this contract in connection with any financial contract, and we may assign the rights and obligations under this contract to another energy supplier consistent with applicable law. You may not assign this contract.

No Reliance: You acknowledge that (1) you are not relying on any advice, statements, recommendations or representations of ours other than the written representations in this contract; (2) that you consulted with your own advisors to the extent you deemed necessary; and (3) that you understand the risks of entering into this contract, including the risk that our prices may be higher than your utility's rates. You acknowledge that you are capable and willing to assume those risks (whether financial, economic or otherwise) and that you have made your own decision to enter into this contract.

Force Majeure: We will use commercially reasonable efforts to provide natural gas supply to you pursuant to this contract, but we do not guarantee a continuous supply of electricity. Certain Force Majeure events outside of our control may cause interruptions in service. If a Force Majeure event prevents us from performing any of our obligations in any way, our performance shall be excused for the duration of such event, and we will not be liable for damages associated

with any delay or failure to perform as a result. "Force Majeure" includes, without limitation, acts outside of our control, sabotage, riots or civil disturbances, acts of God, acts of the public enemy, acts of vandalism, terrorist acts, natural disasters, explosions, fires, or similarly cataclysmic occurrence, failure, shortage or unavailability of generating units or transmission facilities, nonperformance by your local utility, or any change in law or any other action by a governmental authority that materially impairs our ability to perform our obligations under this contract. We will give you reasonably prompt notice of any Force Majeure occurrence.

Severability: Each provision of this contract is made subject to the maximum extent permitted by law. If any are held to be unenforceable or invalid by any arbitrator or court of competent jurisdiction, we will negotiate an equitable adjustment to or an amendment of the affected provisions with you with a view toward effecting the purpose of this contract. In this case, the validity and enforceability of the remaining provisions shall not be affected.

LIMITATIONS ON WARRANTY AND DAMAGES: THE NATURAL GAS PROVIDED UNDER THIS CONTRACT WILL MEET THE QUALITY STANDARDS OF YOUR UTILITY. YOU UNDERSTAND AND AGREE THAT THERE ARE NO OTHER WARRANTIES, EITHER EXPRESS OR IMPLIED, ASSOCIATED WITH THE SERVICE PROVIDED BY US. WE HAVE NO

ATTACHMENT J

LIABILITY FOR SERVICE INTERRUPTIONS NOR ANY ASSOCIATED LOSS OR DAMAGE RESULTING FROM SUCH INTERRUPTIONS. TO THE MAXIMUM EXTENT PERMITTED BY PENNSYLVANIA LAW, LIABILITIES NOT EXCUSED BY REASON OF FORCE MAJEURE OR OTHERWISE SHALL BE LIMITED TO DIRECT ACTUAL DAMAGES. WE WILL BEAR NO LIABILITY TO YOU OR ANY THIRD PARTY FOR CONSEQUENTIAL, PUNITIVE, INCIDENTAL, SPECIAL, EXEMPLARY OR OTHER INDIRECT DAMAGES OR LOST PROFITS. THE LIMITATIONS IMPOSED ON REMEDIES AND THE MEASURE OF DAMAGES ARE WITHOUT REGARD TO THE CAUSE OR CAUSES OF THE HARM OR LOSS, INCLUDING THE NEGLIGENCE OF ANY PARTY, WHETHER SUCH NEGLIGENCE BE SOLE, JOINT OR CONCURRENT, OR ACTIVE OR PASSIVE.

ARBITRATION AND WAIVER OF JURY TRIAL:

TO THE FULLEST EXTENT PERMITTED BY PENNSYLVANIA LAW, ANY DISPUTE, CONTROVERSY OR CLAIM ARISING OUT OF, RELATING TO OR IN CONNECTION WITH THIS CONTRACT, SHALL BE FINALLY RESOLVED BY ARBITRATION BEFORE THE AMERICAN ARBITRATION ASSOCIATION ("AAA") CONDUCTED UNDER THE AAA COMMERCIAL RULES AND THE CONSUMER-RELATED DISPUTES SUPPLEMENTARY PROCEDURES, OR, AT THE ELECTION OF EITHER PARTY, BROUGHT AS A SMALL CLAIMS ACTION, IN THE MAGISTERIAL DISTRICT COURT OR PHILADELPHIA MUNICIPAL COURT, JUDICIAL SYSTEM OF PENNSYLVANIA, ("SMALL CLAIMS COURT"), IF THE DISPUTE OR CLAIM IS WITHIN THE SCOPE OF ITS JURISDICTION. BY ENTERING INTO THIS CONTRACT, YOU ARE GIVING UP YOUR RIGHTS TO SEEK REMEDIES IN COURT, OTHER THAN IN SMALL CLAIMS COURT, AND THE RIGHT TO A JURY TRIAL. THE ABILITY TO CONDUCT DISCOVERY IN ARBITRATION IS LIMITED AND THE ARBITRATOR'S DECISION IS SUBJECT TO VERY LIMITED REVIEW BY COURTS. ARBITRATORS CAN AWARD THE SAME DAMAGES AND RELIEF THAT A COURT CAN AWARD. THE AAA SHALL HAVE THE POWER TO RULE ON ANY CHALLENGE TO ITS OWN JURISDICTION OR TO THE VALIDITY OR ENFORCEABILITY OF ANY PORTION OF THIS ARBITRATION PROVISION. THE PARTIES AGREE THAT ALL CLAIMS INCLUDING STATUTORY, STATE OR FEDERAL CLAIMS, MAY BE MADE SOLELY ON AN INDIVIDUAL BASIS, AND THAT THIS CONTRACT DOES NOT PERMIT CLASS ACTIONS, EITHER IN ARBITRATION OR THROUGH A COURT PROCEEDING. AAA MAY NOT CONSOLIDATE MORE THAN ONE PERSON'S CLAIMS, AND MAY NOT OTHERWISE PRESIDE OVER ANY FORM OF A REPRESENTATIVE OR CLASS PROCEEDING. IN THE EVENT THE PROHIBITION ON CLASS ARBITRATION IS DEEMED INVALID OR UNENFORCEABLE, THEN THE ENTIRETY OF THIS ARBITRATION PROVISION SHALL BE NULL AND VOID. JUDGMENT ON THE ARBITRATOR'S AWARD CAN BE ENTERED IN ANY COURT HAVING JURISDICTION. THIS AGREEMENT EVIDENCES A TRANSACTION IN INTERSTATE COMMERCE, AND THUS THE FEDERAL ARBITRATION ACT GOVERNS THE INTERPRETATION AND ENFORCEMENT OF THIS PROVISION. THIS ARBITRATION PROVISION SHALL SURVIVE TERMINATION OF THIS AGREEMENT.

Other Provisions: This contract can change based on any future legislation, orders, rules, regulations or your local utility tariff or policy changes. This contract is made and shall be construed in accordance with the laws of Pennsylvania. There are no third party beneficiaries to this contract. This contract is binding upon us and you, as well as any successors or legal assigns. Failure to exercise any right we

have under this contract should not be considered as a waiver of the right to exercise any such right at a later date. The *headings and Summary of Important Information chart* in this contract are for reference only and do not affect the interpretation of this contract.

NRG-PA-PEV-EG-20150220

APPLICATION AFFIDAVIT

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MAR - 9 2015

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

[Commonwealth/State] of Pennsylvania :

ss.

County of Philadelphia :

John Holtz, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

[He/she is the Director (Office of Affiant) of Reliant Energy Northeast LLC (Name of Applicant);]

[That he/she is authorized to and does make this affidavit for said Applicant;]

That the Applicant herein Reliant Energy Northeast LLC has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as an natural gas supplier pursuant to 66 Pa. C.S. § 2208 (c)(1).

That the Applicant herein Reliant Energy Northeast LLC has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

That the Applicant herein Reliant Energy Northeast LLC acknowledges that it is under a duty to update information provided in answer to questions on this application and contained in supporting documents.

That the Applicant herein Reliant Energy Northeast LLC acknowledges that it is under a duty to supplement information provided in answer to questions on this application and contained in supporting documents as requested by the Commission.

That the facts above set forth are true and correct to the best of his/her knowledge, information, and belief, and that he/she expects said Applicant to be able to prove the same at hearing.

Signature

[Handwritten signature of John Holtz] of Affiant

Sworn and subscribed before me this 9 day of March, 2015.

Signature

[Handwritten signature] of official administering oath

My commission expires _____

COMMONWEALTH OF PENNSYLVANIA NOTARIAL SEAL KAMILA K. SERWIN, Notary Public City of Philadelphia, Phila. County My Commission Expires December 22, 2018



RECEIVED

OPERATIONS AFFIDAVIT

MAR - 9 2015

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

[Commonwealth/State] of Pennsylvania :

ss.

County of Philadelphia :

John Holtz , Affiant, being duly [sworn/affirmed] according to law,
deposes and says that:

[He/she is the Director (Office of Affiant) of Reliant Energy Northeast LLC
(Name of Applicant);]

[That he/she is authorized to and does make this affidavit for said Applicant;]

That Reliant Energy Northeast LLC , the Applicant herein, acknowledges that [Applicant] may have obligations pursuant to this Application consistent with the Public Utility Code of the Commonwealth of Pennsylvania, Title 66 of the Pennsylvania Consolidated Statutes; or with other applicable statutes or regulations including Emergency Orders which may be issued verbally or in writing during any emergency situations that may unexpectedly develop from time to time in the course of doing business in Pennsylvania.

That Reliant Energy Northeast LLC , the Applicant herein, asserts that [he/she/it] possesses the requisite technical, managerial, and financial fitness to render natural gas supply service within the Commonwealth of Pennsylvania and that the Applicant will abide by all applicable federal and state laws and regulations and by the decisions of the Pennsylvania Public Utility Commission.

That Reliant Energy Northeast LLC , the Applicant herein, certifies to the Commission that it is subject to, will pay, and in the past has paid, the full amount of taxes imposed by Articles II and XI of the Act of March 4, 1971 (P.L. 6, No. 2), known as the Tax Reform Act of 1971 and any tax imposed by Chapter 22 of Title 66. The Applicant acknowledges that failure to pay such taxes or otherwise comply with the taxation requirements of Chapter 28 shall be cause for the Commission to revoke the license of the Applicant. The Applicant acknowledges that it shall report to the Commission its jurisdictional natural gas sales for ultimate consumption, for the previous year or as otherwise required by the Commission. The Applicant also acknowledges that it is subject to 66 Pa. C.S. §506 (relating to the inspection of facilities and records).

Applicant, by filing of this application waives confidentiality with respect to its state tax information in the possession of the Department of Revenue, regardless of the source of the information, and shall consent to the Department of Revenue providing that information to the Pennsylvania Public Utility Commission.

ATTACHMENT L

That Reliant Energy Northeast LLC, the Applicant herein, acknowledges that it has a statutory obligation to conform with 66 Pa. C.S. §506 and the standards and billing practices of 52 PA. Code Chapter 56.

That the Applicant agrees to provide all consumer education materials and information in a timely manner as requested by the Office of Communications or other Commission bureaus. Materials and information requested may be analyzed by the Commission to meet obligations under applicable sections of the law.

That the facts above set forth are true and correct/true and correct to the best of his/her knowledge, information, and belief.

Signature 
of Affiant

Sworn and subscribed before me this 9 day of March, 2015.

Signature 
of official administering oath

My commission expires _____.

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
KAMILA K. SERWIN, Notary Public
City of Philadelphia, Phila. County
My Commission Expires December 22, 2018



RECEIVED

MAR - 9 2015

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU**CERTIFICATE OF SERVICE**

On this the ___ day of March 2015, I certify that a true and correct copy of the foregoing application form for licensing within the Commonwealth of Pennsylvania as a Natural Gas Supplier and all attachments have been served, as either a hardcopy or a searchable PDF version on a cd-rom, upon the following:

Office of Consumer Advocate
5th Floor, Forum Place
555 Walnut Street
Harrisburg, PA 17120

Office of the Attorney General
Bureau of Consumer Protection
Strawberry Square, 14th Floor
Harrisburg, PA 17120

Office of the Small Business Advocate
Commerce Building, Suite 1102
300 North Second Street
Harrisburg, PA 17101

Commonwealth of Pennsylvania
Department of Revenue
Bureau of Compliance
Harrisburg, PA 17128-0946

<p>Columbia Gas of PA, Inc. Thomas C. Heckathorn 200 Civic Center Drive Columbus, OH 43215 PH: 614.460.4996 FAX: 614.460.6442 theckathorn@nisource.com</p>	<p>Equitable Gas Company Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburg, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com</p>
<p>National Fuel Gas Distribution Corp. David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 e-mail: wolfordd@natfuel.com</p>	<p>PECO Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 PH: 215.841.6452 Email: carlos.thillet@exeloncorp.com</p>
<p>The Peoples Natural Gas Company Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburg, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com</p>	<p>Philadelphia Gas Works Nicholas LaPergola 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6278 email: nicholas.lapergola@pgworks.com</p>
<p>Peoples TWP LLC (Formerly T. W. Phillips) Lynda Petrichevich 375 North Shore Drive, Suite 600 Pittsburg, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: Lynda.w.petrichevich@peoples-gas.com</p>	<p>UGI David Lahoff 2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com</p>
<p>UGI Central Penn David Lahoff</p>	<p>UGI Penn Natural David Lahoff</p>

ATTACHMENT I

<p>2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com</p>	<p>2525 N. 12th Street, Suite 360 Reading, PA 19612-2677 PH: 610.796.3520 Email: dlahoff@ugi.com</p>
<p>Valley Energy Inc. Robert Crocker 523 South Keystone Avenue Sayre, PA 18840-0340 PH: 570.888-9664 FAX: 570.888.6199 email: bobc@ctenterprises.org</p>	



John Holtz, Director

From: (267) 298-5303
 Trish O'Donnell
 Energy Plus
 3711 Market Street
 1000
 Philadelphia, PA 19104

Origin ID: ESPA



J151215022303uv

Ship Date: 09MAR15
 ActWgt: 1.0 LB
 CAD: 4435531/INET3610

Delivery Address Bar Code



SHIP TO: (717) 772-7777

BILL SENDER

Rosemary Chiavetta
 Pennsylvania Public Utility Commiss
 Pennsylvania Public Utility Commiss
 Keystone Building, 2nd floor
 HARRISBURG, PA 17120

Ref #
 Invoice #
 PO #
 Dept #

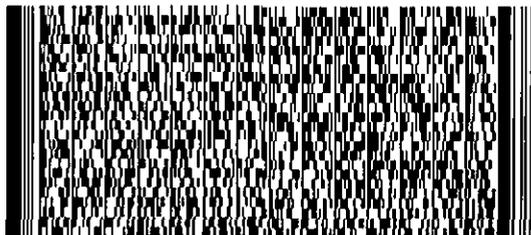
TUE - 10 MAR 3:00P
 STANDARD OVERNIGHT

TRK# 7730 8431 7262

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