

# JONES DAY

500 GRANT STREET, SUITE 4500 • PITTSBURGH, PENNSYLVANIA 15219-2514

TELEPHONE: +1 412.391.3939 • FACSIMILE: +1 412.394.7959

October 12, 2016

## BY OVERNIGHT DELIVERY

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

RECEIVED

OCT 12 2016

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

## ATTENTION: Ms. Allyson Leonard

Re: EDF Energy Services, LLC Application for Approval to Offer, Render, Furnish or Supply Natural Gas Supply Services in the Commonwealth of Pennsylvania

Dear Secretary Chiavetta:

On behalf of our client, EDF Energy Services, LLC ("EDF"), Jones Day respectfully resubmits this Application for Approval to Offer, Render, Furnish or Supply Natural Gas Supply Services in the Commonwealth of Pennsylvania (the "Application"). On September 30, 2016, EDF submitted the Application to the Pennsylvania Public Utility Commission ("PUC"). In a letter from the PUC, dated October 4, 2016, the PUC indicated that the Application was being "return[ed] as unfiled because we are only receiving applications with the dates of 8/1/16."

On October 11, 2016, we contacted the PUC Secretary's Bureau by telephone and spoke with Ms. Allyson Leonard regarding the PUC's October 4, 2016 letter and the return of EDF's Application. Ms. Leonard stated that the letter was sent in error, that EDF's Application should not have been returned, and that, in light of this situation, EDF may resubmit its original Application materials to the PUC for processing, including the original CD-ROM and postal money order that were included with the Application, without needing to re-serve affected Natural Gas Distribution Companies ("NGDCs") or provide a new certificate of service.<sup>1</sup>

EDF also advised during this call that it intended to revise Section 4.d of its Application. That section, which is entitled "Proposed Service Area" and is located at page 8 of the

---

<sup>1</sup> Ms. Leonard stated that the original Application should be resubmitted even though some of its pages bear the PUC's "Received September 30, 2016" stamp and markings where a member of the PUC staff crossed out those stamps prior to returning the Application.

NAI-1502167896v2  
904658 - 660001

Application, identifies the NGDCs in whose service territories the Applicant proposes to provide natural gas supply service. EDF had indicated in its original Application that it was proposing to provide service in the service territories of all eleven of the listed NGDCs. However, in the interim, EDF decided that it would seek a more limited authorization to provide service in the service territories of *three* NGDCs: (i) Peoples TWP LLC, (ii) The Peoples Natural Gas Company, and (iii) Peoples Natural Gas–Equitable Division. Ms. Leonard advised that EDF may revise its previously submitted Application by substituting a revised version of the affected page into the original Application and removing previously submitted material pertaining to the eight NGDCs that are no longer relevant – specifically, proof of publication of legal notices in newspapers located in those NGDCs’ service territories. EDF has proceeded exactly as discussed with Ms. Leonard, as you will find reflected in the enclosed Application. EDF has made no other changes to the Application.

EDF respectfully requests that this Application be accepted for filing and that the PUC expedite its processing. To the extent that this submittal may be deemed not to conform with any PUC procedural or filing requirements, EDF respectfully requests waiver of such requirements.<sup>2</sup>

Correspondence and communications regarding this filing should be directed to the following persons:

Jennifer M. Hayes  
Jones Day  
500 Grant Street  
Suite 4500  
Pittsburgh, PA 15219  
(412) 394-7992  
jhayes@jonesday.com

Kevin J. McIntyre  
Andrew P. Mina  
Jones Day  
51 Louisiana Ave., N.W.  
Washington, D.C. 20001  
(202) 879-3939  
kjmccintyre@jonesday.com  
amina@jonesday.com

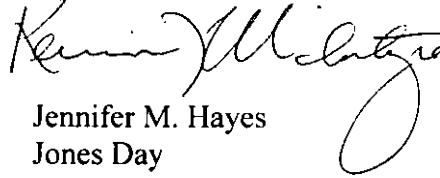
If there is any issue, or if you require further information, please contact Kevin J. McIntyre, at (202) 879-3917, or the counsel of record, Jennifer M. Hayes, at (412) 394-7922.

---

<sup>2</sup> See 52 Pa. Code § 1.91(a).

Thank you for your time and attention to this matter.

Respectfully submitted,



Jennifer M. Hayes  
Jones Day  
500 Grant Street  
Suite 4500  
Pittsburgh, PA 15219  
(412) 394-7992 (phone)  
jhayes@jonesday.com

RECEIVED

OCT 12 2016

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Kevin J. McIntyre  
Andrew P. Mina  
Jones Day  
51 Louisiana Ave., N.W.  
Washington, D.C. 20001  
(202) 879-3917 (phone)  
kjmccintyre@jonesday.com  
amina@jonesday.com

Counsel for EDF Energy Services, LLC

# JONES DAY

500 GRANT STREET • SUITE 4500 • PITTSBURGH, PENNSYLVANIA 15219.2514  
TELEPHONE: +1.412.391.3939 • FACSIMILE: +1.412.394.7959

Direct Number: (412) 394-7992  
jhayes@jonesday.com

September 30, 2016

VIA FEDEX

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

~~RECEIVED~~

~~SEP 30 2016~~

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

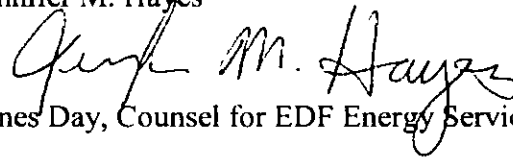
Re: EDF Energy Services, LLC Application for Approval to Offer, Render, Furnish or Supply Natural Gas Supply Services in the Commonwealth of Pennsylvania

Dear Secretary Chiavetta:

On behalf of our client, EDF Energy Services, LLC, enclosed please find a signed, verified Application Form for Parties Wishing to Offer, Render, Furnish or Supply Natural Gas Supply Services in the Commonwealth of Pennsylvania. Please expedite processing of this application. If there is any issue, or if you require further information, please contact me at (412) 394-7992 as soon as possible. Thank you for your time and attention to this application.

Sincerely,

Jennifer M. Hayes



Jones Day, Counsel for EDF Energy Services, LLC

RECEIVED

OCT 12 2016

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

~~RECEIVED~~

~~SEP 30 2016~~

Version Revised 07/01/16

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of EDF ENERGY SERVICES, LLC, d/b/a \_\_\_\_\_, 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:

EDF ENERGY SERVICES, LLC  
4700 W. Sam Houston Parkway N., Suite 250  
Houston, TX 77041  
WWW.EDFENERGYSERVICES.COM  
281-781-0333

~~RECEIVED~~

~~OCT 12 2016~~

- 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.

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

CAPITOL CORPORATE SERVICES, INC.  
600 N. 2ND ST., Harrisburg, PA 17108  
1-800-345-4647 (phone)  
1-800-432-3622 (fax)

- 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.

Angela Gregory, Manager Regulatory Affairs  
4700 W. Sam Houston Parkway N., Suite 250, Houston, TX 77041  
281-653-1039 (phone)  
281-563-1559 (fax)  
Angela.Gregory@edfenergyservices.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.

Leon F. DeJulius Jr.; Jennifer M. Hayes  
JONES DAY  
500 Grant Street  
Suite 4500  
Pittsburgh, PA 15219  
412-394-7992 (phone)  
412-394-7959 (fax)  
jhayes@jonesday.com

- 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 (2 REQUIRED) 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.

Bill Hellinghausen, Director of Regulatory Affairs  
4700 W. Sam Houston Pkwy N., Suite 250  
Houston, TX 77041  
281-653-1680 (phone)  
281-563-1559 (fax)  
bill.hellinghausen@edfenergyservices.com

Tom Jania, VP North American Retail Gas  
257 W. 80th Place  
Merrillville, IN 46410  
219-757-1747 (phone)  
219-769-0164 (fax)  
Tom.jania@edfenergyservices.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.

**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. See Attachment A.
- Provide the state in which the business is incorporated/organized/formed and provide a copy of the Applicant's charter documentation. See Attachment B.
- Give name and address of officers. See Attachment C.

### 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.

See Attachment D.

- 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.

EDF ENERGY SERVICES, LLC has not had any predecessors.

#### 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 an 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)

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.

The applicant proposes to offer natural gas supply services consistent with its experience in providing a broad suite of energy supply, management and optimization services: EDF Energy Services provides electricity, natural gas and environmental products to large-scale, energy-intensive commercial and industrial customers. Our product offerings form a complete suite of services that include energy supply, hedging strategies and risk management products along with options for demand response and on-site generation management. We partner with all of our customers to establish the best product combination to meet their business objectives. We provide an online portal that includes real-time market pricing, analysis and usage data to assist customers in making the best decisions for their energy budgets and goals.

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

- |  |   |
|--|---|
| <input type="checkbox"/> Columbia                                | <input type="checkbox"/> Philadelphia Gas Works |
| <input type="checkbox"/> National Fuel Gas                       | <input type="checkbox"/> UGI Central Penn       |
| <input type="checkbox"/> PECO                                    | <input type="checkbox"/> UGI Penn natural       |
| <input checked="" type="checkbox"/> Peoples Gas – Equitable Div. | <input 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 (Except Mixed Meter)
- Other (Describe):

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

As soon as possible.

## 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.

No entity or person identified in this application has been a defendant of a criminal proceeding within the past five (5) years. The Applicant, its affiliates and its predecessor are not named as a defendant in any civil proceeding other than litigation of the type common to companies such as the EDF companies in the ordinary course of business. Ongoing proceedings are not anticipated to result in any significant settlements, penalties or fines.

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

N/A

- 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.

From time to time EDF has had investigations and audits of its activities. There are currently ongoing investigations of wholesale operational activities which have resulted in minor settlement amounts, and some have been dismissed with no sanction.

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

Some audits and investigations have resulted in minor settlement amounts, and some have been dismissed with no sanction.

## 6. PROOF OF SERVICE

See attached 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:

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 202  
300 North Second Street  
Harrisburg, PA 17101

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

Bureau of Investigation & Enforcement  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street, 2 West  
Harrisburg, PA 17120

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><b>Columbia Gas of PA, Inc.</b>          Thomas C. Heckathorn          290 W. Nationwide Blvd.          Columbus, OH 43215          PH: 614.460.4996          FAX: 614.460.8426  <a href="mailto:theckathorn@nisource.com">theckathorn@nisource.com</a></p>	
<p><b>Peoples Natural Gas – Equitable Division</b>          Lynda Petrichevich          225 North Shore Drive          Pittsburgh, PA 15212          PH: 412.208.6528          FAX: 412.208.6577          e-mail: <a href="mailto:Lynda.w.petrichevich@peoples-gas.com">Lynda.w.petrichevich@peoples-gas.com</a></p>	<p><b>National Fuel Gas Distribution Corp.</b>          David D. Wolford          6363 Main Street          Williamsville, NY 14221          PH: 716.857.7483          FAX: 716.857.7479          e-mail: <a href="mailto:wolfordd@natfuel.com">wolfordd@natfuel.com</a></p>
<p><b>The Peoples Natural Gas Company</b>          Lynda Petrichevich          225 North Shore Drive          Pittsburgh, PA 15212          PH: 412.208.6528          FAX: 412.208.6577          e-mail: <a href="mailto:Lynda.w.petrichevich@peoples-gas.com">Lynda.w.petrichevich@peoples-gas.com</a></p>	<p><b>PECO</b>          Carlos Thillet, Manager, Gas Supply and Transportation          2301 Market Street, S9-2          Philadelphia, PA 19103          PH: 215.841.6452          Email: <a href="mailto:carlos.thillet@exeloncorp.com">carlos.thillet@exeloncorp.com</a></p>
<p><b>Peoples TWP LLC (Formerly T. W. Phillips)</b>          Lynda Petrichevich          225 North Shore Drive          Pittsburgh, PA 15212          PH: 412.208.6528          FAX: 412.208.6577          e-mail: <a href="mailto:Lynda.w.petrichevich@peoples-gas.com">Lynda.w.petrichevich@peoples-gas.com</a></p>	<p><b>Philadelphia Gas Works</b>          Nicholas LaPergola          800 West Montgomery Avenue          Philadelphia, PA 19122          PH: 215.684.6278          email: <a href="mailto:nicholas.lapergola@pqworks.com">nicholas.lapergola@pqworks.com</a></p>
<p><b>UGI Central Penn</b>          David Lahoff          2525 N. 12<sup>th</sup> Street, Suite 360          Reading, PA 19612-2677          PH: 610.796.3520          Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></p>	<p><b>UGI</b>          David Lahoff          2525 N. 12<sup>th</sup> Street, Suite 360          Reading, PA 19612-2677          PH: 610.796.3520          Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></p>
<p><b>Valley Energy Inc.</b>          Robert Crocker          523 South Keystone Avenue          Sayre, PA 18840-0340          PH: 570.888-9664          FAX: 570.888.6199          email: <a href="mailto:bobc@ctenterprises.org">bobc@ctenterprises.org</a></p>	<p><b>UGI Penn Natural</b>          David Lahoff          2525 N. 12<sup>th</sup> Street, Suite 360          Reading, PA 19612-2677          PH: 610.796.3520          Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></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.

EDF is in the process of ensuring financial responsibility with each NGDC and will provide documentation once received.

- 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:

See attachment E. As of December 31, 2015, EDF Energy Services, LLC was a subsidiary of EDF Trading North America, LLC and is incorporated into the 2014 and 2015 financial statements. Currently, EDF Energy Services, LLC is subsidiary of EDF Trading Limited. For 2016, financial statements of EDF Trading Holdings, LLC will consist of the information from EDF Energy Services, LLC and EDF Trading North America, LLC.

- 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.

- 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.

See Attachment E. EDF Energy Services, LLC normally establishes creditworthiness via a parental guarantee from EDF Trading Limited. In some instances when parental guarantees are not accepted, Letters of Credit are posted. A copy of Moody's report for EDF Trading Limited is included in Attachment E.

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

N/A

- 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.

Chris Stevens  
Director, Confirms and Settlements  
4700 W. Sam Houston Pkwy. N., Suite 250  
Houston, TX 77041  
Office – 281-653-5805  
Fax – 281-653-1405  
chris.stevens@edftrading.com

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

*All sections of the Tax Certification Statement must be completed. Absence (submitting N/A) of any of the TAX identifications 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.*

## 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: See Attachment F.

- 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.

- 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 non-selling 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.

As a member of the EDF group, the Applicant is subject to the ethical and business policies of EDF Energy. All employees of EDF Energy Services are obligated to act in accordance with the EDF Code of Conduct, which is implemented and regularly communicated within the Applicant's organization. Employees are required at all times to act honestly and with integrity to safeguard the revenue, property and reputation of the Company and other Company assets for which they are responsible. Employees are advised that they are expected to maintain the highest ethical standards and take appropriate action, even when others do not. The basic rule is that applicable legislation and regulations must be complied with. Employees complete annual compliance training and online ethics training. The Company is committed to promoting and encouraging a culture of openness, integrity and accountability.

EDF Energy Services pays sales representatives a market competitive salary and pays subcontractors based on a contract negotiated between EDF Energy Services and the subcontractor. For deals transacted by commissioned Brokers/Contractors, we embed a competitive margin that varies depending on the size, scope and market location of the customer and the Broker is paid after the delivery month in accordance with their specific agreement with EDF Energy Services.

e. **OFFICERS:** Identify Applicant's chief officers, and include the professional resumes for any officers directly responsible for operations. All resumes should include date ranges and job descriptions containing actual work experience.

See Attachment G.

## 9. **DISCLOSURE STATEMENT:**

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

**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.

See Attachment H.

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 30<sup>th</sup> 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. **ANNUAL FEES:** The Public Utility Code authorizes the PUC to collect an annual fee of \$350 from suppliers, brokers, marketers, and aggregators selling natural gas in the Commonwealth of PA, and a supplemental fee based on annual gross intrastate revenues, applicable to suppliers only.

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. FILING FEE:** The Applicant has enclosed or paid the required, non-refundable filing fee by **CERTIFIED CHECK OR MONEY ORDER** in the amount of \$350.00 payable to the Commonwealth of Pennsylvania. The Commission does not accept corporate or personal checks for filing fees.

PAYMENT ENCLOSED

**11. AFFIDAVITS**  
**(All affidavits must be notarized before filing.)**

**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 attached Appendix A.

**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 attached Appendix B.



**12. NEWSPAPER PUBLICATIONS**

*Required of ALL Applicants regardless of operating as a supplier, broker, marketer, or aggregator.*

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. 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. For example, an applicant that wants to operate in Peoples – Equitable would need to run ads in both The Erie Times-News and the Pittsburgh Post-Gazette. If the applicant is proposing to serve the entire Commonwealth, please file proof of publication in all seven newspapers.

The only acceptable verification of this requirement is with Notarized Proofs of Publication, which may be requested from each newspaper and must be supplied with this 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	Pittsburgh Post-Gazette	Scranton Times-Tribune	Williamsport Sun-Gazette	Johnstown Tribune-Democrat
Columbia Gas	X	X		X		X	X
National Fuel Gas				X			
PECO			X				
Peoples - Equitable	X			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)*

**RECEIVED**

OCT 12 2016

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**13. SIGNATURE**


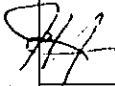



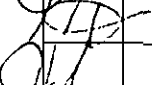

Applicant: EDF ENERGY SERVICES, LLC  
 By: *Gerald Nemeec*  
 Title: General Counsel

~~RECEIVED~~  
~~SEP 30 2016~~  
 PA PUBLIC UTILITY COMMISSION  
 SECRETARY'S BUREAU

**14. CHECKLIST**

For the applicant's convenience, please use the following checklist to ensure all relevant sections are complete. The Commission Secretary's Bureau will not accept an application unless each of the following sections is complete.

**Applicant:** EDF ENERGY SERVICES, LLC

	<b>Signature</b>	
	<b>Filing Fee (ONLY CERTIFIED CHECK OR MONEY ORDER)</b>	
	<b>Application Affidavit</b>	
	<b>Operations Affidavit</b>	
	<b>Proof of Publication</b>	
	<b>Tax Certification Statement</b>	
	<b>Commonwealth Department of State Verification</b>	
	<b>Certificate of Service</b>	

Applicant's Use

PUC Secretary's Bureau Use

Attachment A

Entity #: 4267992  
Date Filed: 05/09/2014  
Carol Aichele  
Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU

~~RECEIVED~~

~~SEP 30 2016~~

~~PA PUBLIC UTILITY COMMISSION  
SECRETARY'S 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  
**Rebekah Monica**

---

Address  
**4700 W. Sam Houston Parkway N., Ste 250**

---

City State Zip Code  
**Houston, TX 77041**

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

Commonwealth of Pennsylvania  
APPLICATION FOR REGISTRATION 3 Page(s)



T1413241168

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 of the limited liability company/limited liability partnership/limited partnership in the jurisdiction in which it is formed:

**EDF Energy Services, LLC**

2. The name under which the limited liability company/limited liability partnership/limited partnership proposes to register and do business in this Commonwealth is:

**EDF Energy Services, LLC**

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: 1/14/2014

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				County
<b>Capitol Corporate Services, Inc.</b>				<b>Dauphin</b>

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

OCT 12 2016

RECEIVED

2014 APR -3 PM 2: 32

PA DEPT OF STATE

2014 APR 23 PM 4: 28

PA DEPT OF STATE

2014 MAY -9 PM 2: 23

PA DEPT OF STATE

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:

4700 W. Sam Houston Parkway N., Ste 250 Houston, TX 77041

Number and street City State Zip

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

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

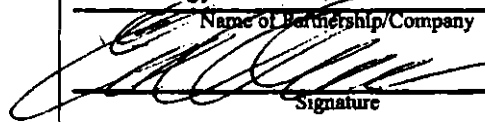
The registered partnership hereby undertakes to keep those records until its registration to do business in the Commonwealth is canceled or withdrawn.

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

1st day of April 2014

EDF Energy Services, LLC

Name of Partnership/Company



Signature

Senior Vice President

Title

# Delaware

*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 AMENDMENT OF "EDF INDUSTRIAL POWER SERVICES (TX), LLC", CHANGING ITS NAME FROM "EDF INDUSTRIAL POWER SERVICES (TX), LLC" TO "EDF ENERGY SERVICES, LLC", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JANUARY, A.D. 2014, AT 12 O'CLOCK P.M.

RECEIVED

OCT 12 2016

PA PUBLIC SAFETY DIVISION  
SECRETARY'S OFFICE



4244298 8100

140048953

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Handwritten signature of Jeffrey W. Bullock in black ink.

Jeffrey W. Bullock, Secretary of State

AUTHENTICATION: 1092728

DATE: 01-28-14


**STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT**

1. Name of Limited Liability Company: \_\_\_\_\_  
EDF Industrial Power Services (TX), LLC

2. The Certificate of Formation of the limited liability company is hereby amended  
as follows:

The name of the limited liability company is hereby  
changed from EDF Industrial Power Services (TX), LLC  
to "EDF Energy Services, LLC".

**IN WITNESS WHEREOF**, the undersigned have executed this Certificate on  
the 9th day of January, A.D. 2014.

By:   
Authorized Person(s)

Name: W. Eric Dennison

Print or Type

**Attachment C: 2.b. Give Name and Address of Officers**

John Rittenhouse	Chief Executive Officer
Brett McCarroll	SVP, Finance, Operations, Tax. & Treasury
Gerald Nemecek	General Counsel
Mary Anne Brelinsky	President

Address: 4700 W. Sam Houston Parkway N., Suite 250, Houston, TX 77041

~~RECEIVED~~  
SEP 30 2016  
PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

RECEIVED  
OCT 12 2016  
PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**Attachment D: 3.a. Affiliates**

Electricite de France, S.A. Site Cap Ampere1, Place Pleyel 93282 Saint Denis Cedex France

EDF Trading Limited 3<sup>rd</sup> Floor, Cardinal Place, 80 Victoria Street, London SW1E5JL

EDF Inc. 4700 W. Sam Houston Parkway Suite 250 Houston Tx 77041

EDF Trading Holdings, LLC 4700 W. Sam Houston Parkway Suite 250 Houston Tx 77041

EDF Trading North America, LLC 4700 W. Sam Houston Parkway Suite 250 Houston Tx 77041

EDF Industrial Power Services (CA), LLC 4700 W. Sam Houston Parkway Suite 250 Houston Tx 77041

Anahau Energy LLC 400 Continental Blvd., 6<sup>th</sup> Floor, El Segundo, CA 90245

EDF Renewable Energy 15445 Innovation Drive, San Diego, CA 92128

None are jurisdictional public utilities.

EDF ENERGY SERVICES, LLC does not currently have any affiliates applying to do business in Pennsylvania.

~~RECEIVED~~  
OCT 12 2016  
PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

~~RECEIVED~~  
SEP 30 2016  
PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU



Attachment E: Confidential

RECEIVED

OCT 12 2016

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

~~RECEIVED~~

~~SEP 30 2016~~

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

RECEIVED

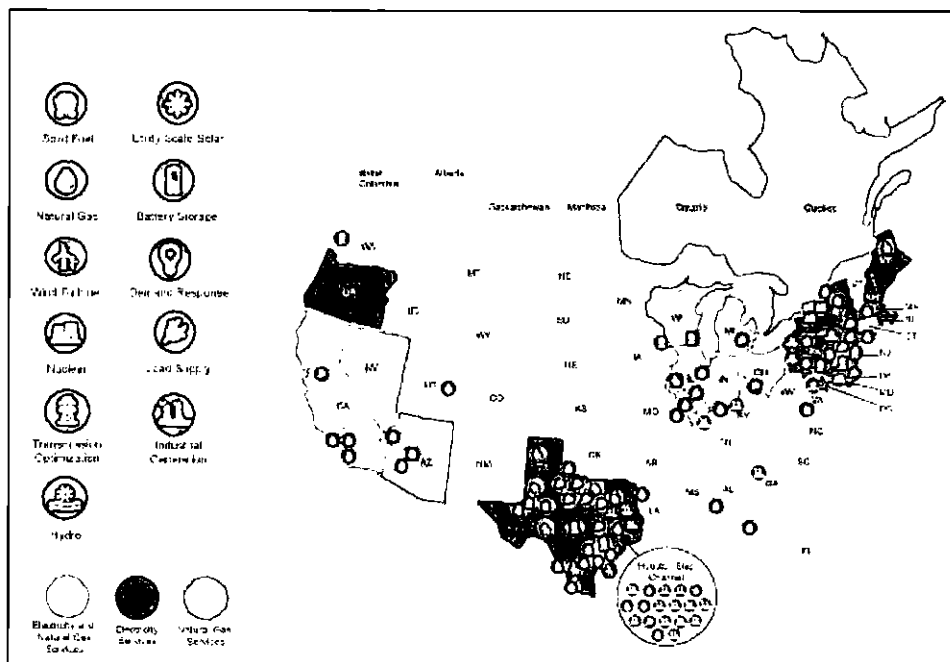
OCT 12 2016

**Attachment F: 8.a. Technical Fitness** PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**Previous experience:** EDF Energy Services was formed in 2005. EDF Energy Services provides electricity, natural gas and environmental products to large-scale, energy-intensive commercial and industrial consumers. EDF Energy Services is consistently ranked in the top 10 of suppliers to large commercial and industrial customers. EDF Energy Services has a growing footprint across North America. EDF Energy Services is active in most deregulated states and plans expansion throughout the retail markets. EDF Energy Services provides electricity, natural gas and environmental products in these markets, and the Company is one of the largest demand response providers in North America. EDF Energy Services also has one of the largest energy management portfolios in North America, with over 60 power stations that it dispatches and operates on behalf of our customers.

EDF Energy Services is part of the worldwide EDF group of specialized energy businesses. The EDF Group is global and acts throughout the energy value chain from production to distribution. It has significant interests in power generation, natural gas production and storage, environmental initiatives, transmission networks and retail consumer sales. In 2014, the EDF Group employed approximately 160,000 people worldwide, served 38.5 million customers and had sales of around €72 billion.

**Activities in Other States/Jurisdictions:** EDF Energy Services is licensed in Iowa, California and Nevada and is currently applying in Ohio. Additionally EDF Energy Services provides services in Indiana, Illinois and Michigan, which do not require licensing by the state public utility commission. EDF has offices in Texas, Indiana, New Hampshire and Canada. See map below demonstrating the presence of EDF Energy Services in North America.



RECEIVED

SEP 30 2016

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Customers: EDF Energy Services serves over 300 customers with approximately 1,450 meters behind 21 Local Distribution Companies. EDF Energy Services provides technology-driven 24/7 scheduling for its power generation and retail clients. Similarly, for multi-site, multi-state clients, EDF Energy Services has introduced an electronic billing system enabling customized invoicing. The Company offers a suite of client focused information technologies that can be accessed from office systems and portable Wi-Fi devices.

Proposed Organizational Structure: EDF Energy Services has an office of 16 people that will assist in the management of the Pennsylvania customers. They are comprised of the following:

- 1 General Manager
- 2 Traders
- 5 sales reps
- 6 gas analysts/account managers
- 2 invoicing specialists

EDF Energy Services recruits skilled professionals in each area and at every level of its operations.

REC-110

OCT 12 2016

**Attachment G: 8.e. Officers**

John Rittenhouse                      Chief Executive Officer  
 Brett McCarroll                      SVP, Finance, Operations, Tax, & Treasury  
 Mary Anne Brelinsky                President  
 Gerald Nemec                         General Counsel  
 Address: 4700 W. Sam Houston Parkway N., Suite 250, Houston, TX 77041

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

**JOHN HUNTER RITTENHOUSE**

Educational Background:

**University of Delaware** – B.S. Accounting, 1980  
**Fordham University** – MBA Finance, 1986

Qualifications:

Certified Public Accountant, New York State, 1982  
 B.S. Accounting 1980  
 MBA Finance 1986

Employment History

~~RECEIVED~~

~~SEP 30 2016~~

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

<b>Dates From/To</b>	<b>Firm's Name</b>	<b>Nature of Business</b>	<b>Position</b>
Apr 1999 – Present	EDF Trading Limited, London, UK	Electricity & Energy Products Trading & Marketing	Chief Executive Officer
Jan 1997 – Apr 1999	Louis Dreyfus Corporation, Wilton, CT, USA	Commodities Trading	Vice President Finance
Apr 1991 – Dec 1996	Louis Dreyfus Energy Ltd, London, UK	Oil Refinery, Marketing & Trading	Finance Director
Sep 1987 – Aug 1990	Intermarket Capital Associates, LP, New York, NY, USA	Bond Trading	Financial Controller and Treasurer
Jul 1985 – Jan 1987	Ceres Capital Corp. New York, NY, USA	Computer Equipment Leasing	Controller
Oct 1983 – Jul 1985	Pechiney Trading International, New York, NY, USA	Metals Trading	Controller
Aug 1980 – Oct 1983	Arthur Young & Co, New York, NY, USA	Audit Firm	Associate

John Rittenhouse is the Chief Executive of EDF Trading and EDF Trading North America. Supported by the executive team, he is responsible for the development and implementation of EDF Trading's strategy in its role as the wholesale market interface for the EDF Group and its third party customers. Prior to his appointment as Chief Executive in July 2008, he held the roles of Managing Director and Chief Financial Officer. He joined EDF Trading at its inception in 1998 and was appointed to the Board of Directors in April 2006.

## **BRETT MCCARROLL**

### Educational Background:

Steven F. Austin State University – Masters, BBA Accounting, 1999

### Qualifications:

Certified Public Accountant

### Employment History:

**EDF Trading North America, SVP, Finance & Operations**, Responsible for leading back office finance and operations personnel accountable for accounting and reporting, financial analytics, treasury management, tax, profit and loss validation and analysis, and wholesale settlements and confirmations - July 2014-Present

**Constellation, Executive Director, Mass Markets Operations**, Responsible for leading a team of 200+ back office operations personnel accountable for contract fulfillment and customer support, including contract execution and maintenance, customer enrollment, renewal and incentive fulfillment, invoicing, compliance, and customer care – April 2013-June 2014

**Constellation, Vice President, Retail Operations**, Provide oversight and leadership to back office function responsible for contract execution, document management, invoicing, and capture of retail power transactions – January 2011-April 2013

**Constellation, Executive Director, Accounting**, Provide oversight and leadership to accounting function responsible for wholesale gas trading, retail gas and power, and upstream oil and gas activities – December 2007-December 2010

**Deloitte & Touche, Senior Manager**, Member of Deloitte's energy risk accounting practice within the Global Energy Markets practice that focused on providing audit and consulting services to clients with energy transacting activities - January 2000-November 2007

## **MARY ANNE BRELINSKY**

### Educational Background:

**Master's in Business Administration**, May 2000

University of Houston, Clear Lake Campus, Houston, Texas

Grade Point Average: 3.9 / 4.0    Ranking: Top Ten Percent of MBA Class

**Bachelor of Science in Industrial and Management Engineering** May 1996

Rensselaer Polytechnic Institute, Troy New York, Grade Point Average: 3.7 / 4.0 In Major:  
4.0 / 4.0

### Employment History:

**Head of Retail, EDF Energy Services**. Responsible for EDF's retail activities for gas and power in North America. Manages commodity sales, hedging, and profitability for all retail clients in the US and Canada.    2013 - Present

**Vice President, EDF Trading North America**. Responsible for the origination, strategy, implementation, and profitability for all Energy Management clients in North America. Responsibilities included the QSE compliance program, Real Time Operations, scheduling, and settlement for the ERCOT assets.    July 2006 – December 2010.

**Sr. Manager of Transaction and Product Solutions, Reliant Energy**. Created and managed Reliant's Customer Transaction Desk. Supervised employees responsible for the support of ERCOT C&I deal flow. Managed the processes for the execution of Capacity Energy, Gas Triggering, LaaRs, Load Response, and Supplemental Purchase products for Reliant's

Commercial and Industrial market segment. Managed and executed all gas, power, and heat rate transactions for customers with ability to lock contract price components. February 2003 – July 2006

**Power Trader, Dynege Marketing and Trade, Houston, Texas.** Managed the long-term spark spread positions (power and natural gas) for Dynege's Texas and California assets. Optimized long term hedging portfolios for Texas retail contracts and over 1,200 MW of generation in ERCOT and SP15 markets. January 2002 – February 2003

**Manager, Dynege Marketing and Trade, Houston, Texas.** Acted as Dynege's QSE manager during the deregulation of the power market. Responsible for all ERCOT interfaces and market rule implementation. Developed bidding strategy for the real time markets and stewarded Dynege's P&L resulting from the deregulated market. Also managed a 600 MW Cogeneration power plant in Channelview, Texas. Was responsible for determining the daily output for the facility, fuel nomination, and viability of long-term projects. July 2000-December 2001

**Process Engineer, Operations Support Department, ExxonMobil Corporation, Baytown, Texas.** Responsible for the day-to-day optimization and technical support for the recovery section of a world scale olefins plant. Responsible for unit project initiatives and coordination activities requiring the Plant Operations group, the laboratory, and inter-plant workforce. Other responsibilities include generating monitoring reports, catalyst management, and lost opportunity. February 2000 – July 2000

**Raw Material Analyst/Material Balance Engineer, Business Optimization Department, ExxonMobil Corporation, Baytown, Texas.** Managed monthly product and supply material balances to within the required tolerances. Coordinated issue resolution between the controllers organization, third party customers and suppliers, and plant operations. Developed raw material stewardship package that has become a "best practice" at other Exxon steam cracking facilities. June 1996 - February 2000

## **GERALD NEMEC**

### Educational Background:

**UNIVERSITY OF HOUSTON LAW CENTER, HOUSTON, TEXAS**

Doctor of Jurisprudence, May 1998, Cum Laude, Licensed in Texas - 1998

**UNIVERSITY OF TEXAS, AUSTIN, TEXAS**

Bachelor of Science, Mechanical Engineering, May 1991

### Employment History:

**GENERAL COUNSEL, EDF TRADING NORTH AMERICA**

Houston, Texas, August 2015 – Present

**SENIOR LEGAL COUNSEL, MERCURIA ENERGY AMERICA**

Houston, Texas, October 2014 – August 2015

**EXECUTIVE DIRECTOR/ASSISTANT GENERAL COUNSEL, J.P.MORGAN**

Houston, Texas, September 2007 – October 2014

**LNG COUNSEL, REPSOLYPF, S.A.**

The Woodlands, Texas, February 2005 – September 2007

**COUNSEL, APACHE CORPORATION.**

Houston, Texas, March 2003 – February 2005

**SENIOR COUNSEL, ENRON NORTH AMERICA CORP.**

Houston, Texas, September, 1998 – March 2003

**PLANNING ENGINEER, ENRON NORTH AMERICA CORP.**

Houston, Texas, May 1995 - September 1998 (Natural Gas Asset Group)

**PLANNING ENGINEER, ENRON TRANSPORTATION SERVICES**

Houston, Texas, October 1993 - May 1995 (Transwestern Pipeline)

**DESIGN ENGINEER, PHILLIPS 66 COMPANY** Sweeny, Texas, June 1991 - October 1993 (Sweeny Petrochemical Complex)

Attachment H: 9 Disclosure Statement

**Disclosure Statement shall in substance contain the following:**

**Background**

We at EDF Energy Services, LLC are licensed by the Pennsylvania Public Utility Commission to offer and supply natural gas services in Pennsylvania. Our PUC license number is A-XXXXXXXXXX.

- We set the prices and charges that you pay. The Public Utility Commission regulates distribution or delivery prices and services. The Federal Energy Regulatory Commission regulates interstate pipeline prices and services.
- If you ask us, we can bill you directly for our service.
- Right of Recession - You may cancel this agreement at any time before midnight of the third business day after receiving this disclosure.

**Definitions**

- Interstate Pipeline Charges - Charges for moving natural gas to the distribution lines of a distribution company.
- Nonbasic Charges – [To define each nonbasic service being offered.]

**Terms of Service**

**1. (a) Basic Service Prices** – [Itemize Basic Services billing for and their prices].

You will pay rate per (Mcf/Dth/ccf) for the commodity of natural gas.

[To include any variable pricing conditions and limits, if charging a variable rate.]

You will pay rate per (Mcf/Dth/ccf) for other natural gas service.

[To include transmission service prices if billed.]

**(b) Nonbasic Service Prices** – [Itemize Nonbasic Services offered and prices].

**2. Length of Agreement**

You will buy your natural gas services for the above street address from *EDF Energy Services, LLC* beginning [date] through [date of expiration, if any].

**3. Special Terms and Conditions** – [To list and explain all that apply].

Sign-up bonuses

Add-ons

Limited time offers

Other Sales Promotions

Exclusions

**4. Special Services** – [Explanation of price, terms and conditions, including advanced metering deployment, if applicable].

**5. Penalties, Fees and Exceptions** – [List any that apply, including a late payment charge. The print size for this section will be larger than the print in the rest of the agreement].

EDF ENERGY SERVICES, LLC  
1000 MARKET STREET, SUITE 1000  
PHILADELPHIA, PA 19104



OCT 12 2016

PA PUBLIC UTILITY  
SECRETARY'S BUREAU

~~RECEIVED~~

~~SEP 30 2016~~

PA PUBLIC UTILITY  
SECRETARY'S BUREAU



**6. Cancellation Provisions** – *[This category may consist of both customer initiated cancellation provisions and supplier initiated cancellation provisions].*

**7. Renewal Provision** – *[If this is a fixed term agreement with automatic renewal, explain the procedure here].*

**8. Agreement Expiration/Change in Terms**

If you have a fixed term agreement with us that is longer than 3 months and it is approaching the expiration date, we will send you advance written notices at about 90 days and 60 days before the expiration date. If we propose to change our terms of service in any type of agreement, we will send you advance written notices at about 90 days and 60 days before the effective date of the change. If we are billing you directly for our services, then we will provide the notices as a bill message, a bill insert, or in a separate corresponding mailing. If the NGDC is billing our charges for us, then we will provide the notices in separate corresponding mailings. We will explain your options to you in these two advance notifications.

**9. Dispute Procedures**

Contact us with any questions concerning our terms of service. You may call the PUC if you are not satisfied after discussing your terms with us.



Appendix A

APPLICATION AFFIDAVIT

RECEIVED

SEP 19 2016

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

[Commonwealth/State] of TEXAS

ss.

County of HARRIS

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

[He/she is the General Counsel & Secretary (Office of Affiant) of EDF Energy Services, LLC (Name of Applicant);]

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

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

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

That the Applicant herein EDF Energy Services, 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 EDF Energy Services, 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] Signature of Affiant

Sworn and subscribed before me this 26th day of July, 2016.

OCT 12 2016

[Signature] Signature of official administering oath

My commission expires 7/23/17



Appendix B

OPERATIONS AFFIDAVIT

~~RECEIVED~~

~~SEP 27 2016~~

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

[Commonwealth/State] of TEXAS :

ss.

County of HARRIS :

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

[He/she is the General Counsel & Secretary (Office of Affiant) of EDF Energy Services, LLC  
(Name of Applicant);]

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

That EDF Energy Services, 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 EDF Energy Services, 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 EDF Energy Services, 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.

*[Faint circular stamp]*

OCT 12 2016

**Appendix B (Continued)**

That EDF Energy Services, 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.

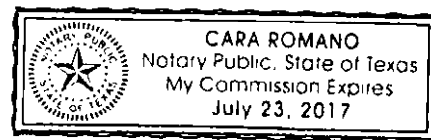
That the facts above set forth are true and correct/true and correct to the best of his/her knowledge, information, and belief.

*[Handwritten Signature]*  
Signature of Affiant

Sworn and subscribed before me this 26<sup>th</sup> day of July, 2014.

*CARA ROMANO*  
Signature of official administering oath

My commission expires 7/23/17.



COMMONWEALTH OF PENNSYLVANIA }  
 County of Cambria } SS

PENNSYLVANIA  
 PUBLIC UTILITY COMMISSION  
 NOTICE

Application of EDF ENERGY SERVICES, LLC For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier Engaged in The Business Of Supplying Natural Gas Supply Services, To The Public in The Commonwealth Of Pennsylvania.

EDF ENERGY SERVICES, 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 of natural gas services. EDF ENERGY SERVICES, LLC proposes to sell natural gas and related services in the utility service areas of Columbia Gas of PA, Inc.; Peoples Natural Gas - Equitable Division; The Peoples Natural Gas Company; Peoples TWP LLC (Formerly T. W. Phillips); UGI Central Penn; UGI; UGI Penn Natural; National Fuel Gas Distribution Corp.; PECO; Valley Energy Inc.; and Philadelphia Gas Works under the provisions of the Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of EDF ENERGY SERVICES, LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3285, Harrisburg, PA 17105-3285. You should send copies of any protest to EDF ENERGY SERVICES, LLC attorneys at the address listed below.

publishes  
 that the  
 of The J  
 interests  
 character

By and through Counsel:  
 Leon F. DeJulius, Jr. and Jennifer M. Hayes  
 Jones Day  
 500 Grant Street  
 Suite 4500  
 Pittsburgh, PA 15219  
 jhayes@jonesday.com  
 Phone: 412-394-7992  
 Fax: 412-394-7969

On this 20th day of September A.D. 2016, before me, the subscriber, a Notary Public in and for said County and State, personally appeared Christine Marhefka, who being duly sworn according to law, deposes and says as Classified Advertising Manager of the Tribune-Democrat, Johnstown, PA, a newspaper of general circulation as defined by the "Newspaper Advertising Act", a merger September 8, 1952, of the Johnstown Tribune, established December 7, 1853; and of the Johnstown Democrat, established March 5, 1863,

County of Cambria, and Commonwealth of Pennsylvania and the matter published in said publication in the regular issues of, on September 20, 2016; and that the Affiant is not advertising and that all of the allegations as to time, place and

*Christine Marhefka*  
 STATEMENT OF ADVERTISING COSTS

Sworn and Subscribed before me this 20th day of September, 2016.

*Vivian Ohs*

0.00 Lines @ \$2.50 per line	0.00
7.5 Inches @ \$25.00 per inch	187.50
Notary Fee	5.00
Clerical Fee	2.50
<b>Total Cost</b>	<b>195.00</b>

COMMONWEALTH OF PENNSYLVANIA  
 Notarial Seal  
 Vivian Ohs, Notary Public  
 City of Johnstown, Cambria County  
 My Commission Expires Dec. 6, 2016  
 MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

To The Tribune-Democrat, Johnstown, PA  
 For publishing the notice or publication  
 attached hereto on the above stated dates.

PUBLISHER'S RECEIPT FOR ADVERTISING COSTS

\_\_\_\_\_ for publisher of \_\_\_\_\_  
 a newspaper of general circulation, hereby acknowledges receipt of the aforesaid  
 and publication costs and certifies that the same has been duly paid.

\_\_\_\_\_  
 (Name of Newspaper)

By \_\_\_\_\_

*[Signature]*

OCT 12 2016

PA PUBLIC UTILITY COMMISSION  
 SECRETARY

PROOF OF PUBLICATION  
In  
THE ERIE TIMES-NEWS  
COMBINATION EDITION

Jones Day  
500 Grant Street Suite 4500  
Pittsburgh PA 15219-2514

REFERENCE: 91548 225303  
PUC Notice

STATE OF PENNSYLVANIA)  
COUNTY OF ERIE ) SS:

Tom Mezler, being duly sworn, deposes and says that: (1) he/she is a designated agent of the Times Publishing Company (TPC) to execute Proofs of Publication on behalf of the TPC; (2) the TPC, whose principal place of business is at 205 W. 12th Street, Erie, Pennsylvania, owns and publishes the Erie Times-News, established October 2, 2000, a daily newspaper of general circulation, and published at Erie, Erie County Pennsylvania; (3) the subject notice or advertisement, a true and correct copy of which is attached, was published in the regular edition(s) of said newspaper on the date(s) referred to below. Affiant further deposes that he/she is duly authorized by the TPC, owner and publisher of the Erie Times-News, to verify the foregoing statement under oath, and affiant is not interested in the subject matter of the aforesaid notice or advertisement, and that all allegations in the foregoing statement as to time, place and character of publication are true.

PUBLISHED ON: 09/21/16

TOTAL COST: \$409.00 AD SPACE: 0 Lines

FILED ON: 09/21/16

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION  
NOTICE

*Application of EDF ENERGY SERVICES, LLC For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier Engaged in The Business Of Supplying Natural Gas Supply Services, To The Public in The Commonwealth Of Pennsylvania.*

EDF ENERGY SERVICES, 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 of natural gas services. EDF ENERGY SERVICES, LLC proposes to sell natural gas and related services in the utility service areas of Columbia Gas of PA, Inc.; Peoples Natural Gas - Equitable Division; The Peoples Natural Gas Company; Peoples TWP LLC (Formerly T. W. Phillips); UGI Central Penn; UGI; UGI Penn Natural; National Fuel Gas Distribution Corp.; PECO; Valley Energy Inc.; and Philadelphia Gas Works under the provisions of the Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of EDF ENERGY SERVICES, LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, P.O. Box 3285, Harrisburg, PA 17105-3285. You should send copies of any protest to EDF ENERGY SERVICES, LLC attorneys at the address listed below.

By and through Counsel: Leon F. DeJulius, Jr. and Jennifer M. Hayes

Jones Day  
500 Grant Street  
Suite 4500  
Pittsburgh, PA 15219  
jhayes@jonesday.com  
Phone: 412-384-7862  
Fax: 412-384-7860

8-121303

Sworn to and subscribed before me this 21 day of Sept. 2016

Affiant: [Signature]  
NOTARY: Ann K. Wilson

COMMONWEALTH OF PENNSYLVANIA  
NOTARIAL SEAL  
Ann K. Wilson, Notary Public  
City of Erie, Erie County  
My Commission Expires March 16, 2019  
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

**Proof of Publication of Notice in Pittsburgh Post-Gazette**

Under Act No 587, Approved May 16, 1929, PL 1784, as last amended by Act No 409 of September 29, 1951

Commonwealth of Pennsylvania, County of Allegheny, ss P. Reed, being duly sworn, deposes and says that the Pittsburgh Post-Gazette, a newspaper of general circulation published in the City of Pittsburgh, County and Commonwealth aforesaid, was established in 1993 by the merging of the Pittsburgh Post-Gazette and Sun-Telegraph and The Pittsburgh Press and the Pittsburgh Post-Gazette and Sun-Telegraph was established in 1960 and the Pittsburgh Post-Gazette was established in 1927 by the merging of the Pittsburgh Gazette established in 1786 and the Pittsburgh Post, established in 1842, since which date the said Pittsburgh Post-Gazette has been regularly issued in said County and that a copy of said printed notice or publication is attached hereto exactly as the same was printed and published in the \_\_\_\_\_ regular \_\_\_\_\_ editions and issues of the said Pittsburgh Post-Gazette a newspaper of general circulation on the following dates, viz:

**21 of September, 2016**

Affiant further deposes that he/she is an agent for the PG Publishing Company, a corporation and publisher of the Pittsburgh Post-Gazette, that, as such agent, affiant is duly authorized to verify the foregoing statement under oath, that affiant is not interested in the subject matter of the afore said notice or publication, and that all allegations in the foregoing statement as to time, place and character of publication are true.

*P. Reed*

PG Publishing Company

Sworn to and subscribed before me this day of:  
September 21, 2016

*Linda M. Gaertner*

COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL

Linda M. Gaertner, Notary Public  
City of Pittsburgh, Allegheny County  
My Commission Expires Jan. 31, 2019

MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

**STATEMENT OF ADVERTISING COSTS**

JONES DAY  
500 GRANT ST STE 4500  
PITTSBURGH PA 15219

To PG Publishing Company

Total \_\_\_\_\_ \$387.45

**Publisher's Receipt for Advertising Costs**

PG PUBLISHING COMPANY, publisher of the Pittsburgh Post-Gazette, a newspaper of general circulation, hereby acknowledges receipt of the aforesaid advertising and publication costs and certifies that the same have been fully paid.

Office  
2201 Sweeney Drive  
CLINTON, PA 15026  
Phone 412-263-1338

PG Publishing Company, a Corporation, Publisher of  
Pittsburgh Post-Gazette, a Newspaper of General Circulation

By *[Signature]* Barnes J. Arbuthnot

I hereby certify that the foregoing is the original Proof of Publication and receipt for the Advertising costs in the subject matter of said notice.

Attorney For

**COPY OF NOTICE OR PUBLICATION**

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE Application of EDF ENERGY SERVICES, LLC For Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier Engaged in The Business of Supplying Natural Gas Supply Services, To The Public in The Commonwealth of Pennsylvania EDF ENERGY SERVICES, 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 of natural gas services. EDF ENERGY SERVICES, LLC proposes to sell natural gas and related services in the utility service areas of Columbia Gas of PA, Inc.; Peoples Natural Gas - Equitable Division; The Peoples Natural Gas Company; Peoples TWP LLC (Formerly T. W. Phillips); UGI Central Penn; UGI; UGI Penn Natural; National Fuel Gas Distribution Corp.; PECO, Valley Energy Inc.; and Philadelphia Gas Works under the provisions of the Natural Gas Choice and Competition Act.

The PUC may consider this application without a hearing. Protests directed to the technical or financial fitness of EDF ENERGY SERVICES, 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 EDF ENERGY SERVICES, LLC attorneys at the address listed below.

By and through Counsel: Leon F. DeJulius, Jr. and Jennifer M. Hayes, Jones Day, 500 Grant Street, Suite 4500 Pittsburgh, PA 15219 jhayes@jonesday.com, Phone: 412-394-7992 Fax: 412-394-7959

### Appendix C

*Required of ALL Applicants regardless of operating as a supplier, broker, marketer, or aggregator.*

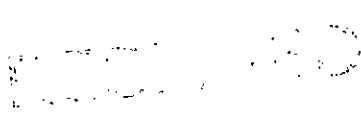
### Example CERTIFICATE OF SERVICE

On this the 28th day of September 2016, 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 **NON-CONFIDENTIAL** attachments have been served, as either a hardcopy or a searchable PDF version on a cd-rom, upon the following:

<p><b>Office of Consumer Advocate</b> 5th Floor, Forum Place 555 Walnut Street Harrisburg, PA 17120</p>	<p><b>Office of the Attorney General</b> Bureau of Consumer Protection Strawberry Square, 14th Floor Harrisburg, PA 17120</p>
<p><b>Office of the Small Business Advocate</b> Commerce Building, Suite 202 300 North Second Street Harrisburg, PA 17101</p>	<p><b>Commonwealth of Pennsylvania</b> Department of Revenue Bureau of Compliance Harrisburg, PA 17128-0946</p>
<p><b>Columbia Gas of PA, Inc.</b> Thomas C. Heckathorn 290 W. Nationwide Blvd. Columbus, OH 43215 PH: 614.460.4996 FAX: 614.460.8426 theckathorn@nisource.com</p>	<p style="text-align: center;"><b>RECEIVED</b> SEP 30 2016 PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU</p> <p><b>Bureau of Investigation &amp; Enforcement</b> Pennsylvania Public Utility Commission Commonwealth Keystone Building 400 North Street, 2 West Harrisburg, PA 17120</p>
<p><b>Peoples Natural Gas – Equitable Division</b> Lynda Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: <a href="mailto:Lynda.w.petrichevich@peoples-gas.com">Lynda.w.petrichevich@peoples-gas.com</a></p>	<p><b>National Fuel Gas Distribution Corp.</b> David D. Wolford 6363 Main Street Williamsville, NY 14221 PH: 716.857.7483 FAX: 716.857.7479 e-mail: <a href="mailto:wolfordd@natfuel.com">wolfordd@natfuel.com</a></p>
<p><b>The Peoples Natural Gas Company</b> Lynda Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: <a href="mailto:Lynda.w.petrichevich@peoples-gas.com">Lynda.w.petrichevich@peoples-gas.com</a></p>	<p><b>PECO</b> Carlos Thillet, Manager, Gas Supply and Transportation 2301 Market Street, S9-2 Philadelphia, PA 19103 PH: 215.841.6452 Email: <a href="mailto:carlos.thillet@exeloncorp.com">carlos.thillet@exeloncorp.com</a></p>
<p><b>Peoples TWP LLC (Formerly T. W. Phillips)</b> Lynda Petrichevich 225 North Shore Drive Pittsburgh, PA 15212 PH: 412.208.6528 FAX: 412.208.6577 e-mail: <a href="mailto:Lynda.w.petrichevich@peoples-gas.com">Lynda.w.petrichevich@peoples-gas.com</a></p>	<p><b>Philadelphia Gas Works</b> Nicholas LaPergola 800 West Montgomery Avenue Philadelphia, PA 19122 PH: 215.684.6278 email: <a href="mailto:nicholas.lapergola@pgworks.com">nicholas.lapergola@pgworks.com</a></p>

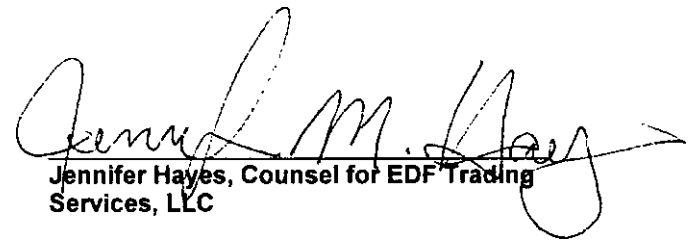


<p><b>UGI Central Penn</b>  David Lahoff  2525 N. 12<sup>th</sup> Street, Suite 360  Reading, PA 19612-2677  PH: 610.796.3520  Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></p>	<p><b>UGI</b>  David Lahoff  2525 N. 12<sup>th</sup> Street, Suite 360  Reading, PA 19612-2677  PH: 610.796.3520  Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></p>
<p><b>Valley Energy Inc.</b>  Robert Crocker  523 South Keystone Avenue  Sayre, PA 18840-0340  PH: 570.888-9664  FAX: 570.888.6199  email: <a href="mailto:bobc@ctenterprises.org">bobc@ctenterprises.org</a></p>	<p><b>UGI Penn Natural</b>  David Lahoff  2525 N. 12<sup>th</sup> Street, Suite 360  Reading, PA 19612-2677  PH: 610.796.3520  Email: <a href="mailto:dlahoff@ugi.com">dlahoff@ugi.com</a></p>



OCT 12 2016

PA PUBLIC UTILITIES COMMISSION  
SECRETARY, 300 N. 4TH ST.

  
Jennifer Hayes, Counsel for EDF Trading  
Services, LLC



**UPS Next Day Air<sup>SM</sup>**  
**UPS Worldwide Express<sup>SM</sup>**

**Shipping Document**

WEIGHT	LR	PAR	WEIGHT	DIMENSIONAL WEIGHT (If Applicable)	LARGE PACKAGE	SHIPPER RELEASE
	<input type="checkbox"/>	<input checked="" type="checkbox"/>			<input type="checkbox"/>	<input type="checkbox"/>

EXPRESS (INTL)

DOCUMENTS ONLY

The shipper authorizes UPS to act as forwarding agent for export control and customs purposes. The shipper certifies that these commodities, technology or software were acquired from the United States in accordance with the Export Administration Regulations. Diversion contrary to U.S. law is prohibited.

**SATURDAY DELIVERY**

1Z 271 874 22 1026 6685



1Z 271 874 22 1026 6685

SHIPMENT FROM

UPS ACCOUNT NO. **271874**

REFERENCE NUMBER  
**904658-660001**

TELEPHONE **3837**  
**202-879-3805**

**Andrew Mina**

**JONES DAY**

**51 LOUISIANA AVE NW**

**WASHINGTON**

**DC 20001-2145**

**UPS Next Day Air<sup>SM</sup>**

DELIVERY TO

Attn: Allyson Leonard TELEPHONE **1111**  
 Rosemary Chiavetta, Secretary  
 Pennsylvania Public  
 Utility Commission

**400 North Street**

**Harrisburg PA 17120**

1Z 271 874 22 1026 6685



1Z 271 874 22 1026 6685

SHIPMENT ID NUMBER **2718 747C HSC**

DATE OF SHIPMENT  
**5/11/10**

0101911202609 1/10 S

United Parcel Service, Louisville, KY

**RECEIVED**

**OCT 12 2016**

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

00211

080635 02

0971030

79 of 1500

EXPORT EXPORT

DELIVERY

**JONES DAY**

51 LOUISIANA AVENUE, N.W.  
WASHINGTON, D.C. 20001-2113

**FIRST CLASS**

**JONES DAY**

51 Louisiana Avenue, N.W.  
Washington, D.C. 20001-2113

TO: Rosemary Chiavetta, Secretary  
Pennsylvania Public  
Utility Commission  
Commonwealth Keystone Bldg.  
400 North Street  
Harrisburg, PA 17120  
  
Attention: Ms. Allyson Leonard