



Fuel Oil • Propane • Natural Gas • HVAC & Plumbing Service
73 Water Street • PO Box 777 • Bridgeton, NJ 08302-0499
800.557.1121 • 856.455-1111 • Fax 856.455.4085
www.woodruffenergy.com

DATE OF DEPOSIT

APR 19 2022

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Secretary Rosemary Chiavetta
PA Public Utility Commission
400 North Street Second Floor
Harrisburg PA 17120

April 15, 2022

Re: Woodruff Energy US LLC Application to Supply Natural Gas Services:

Dear Secretary Chiavetta:

Woodruff Energy US LLC has submitted an application to Supply Natural Gas Services in the Commonwealth of Pennsylvania. After reviewing, deficiencies were found. Attached are the following documents to cure these deficiencies.

1. Proof of Publications:

a. Philadelphia Inquirer

- i. Original Affidavit of Publication is attached**
- ii. The Philadelphia Inquirer tear sheet from Friday January 28, 2022 showing the Woodruff Energy US LLC's legal notice was published.**

b. Johnstown Tribune-Democrat

- i. The Original Affidavit from the Johnstown Tribune-Democrat, signed by Vivian Ohs and has the raised seal.**

2. Missing Registration documents from Pennsylvania Department of State:

- a. Certification from the Commonwealth of Pennsylvania Department of State certifying that Woodruff Energy US LLC (Limited Liability Company) is duly registered to do business in the Commonwealth of Pennsylvania.**

- b. The Commonwealth of Pennsylvania Entity Report showing Woodruff Energy US LLC (Limited Liability Company) is an entity in the Commonwealth of Pennsylvania and was filed on December 30, 2011.**

- c. Commonwealth of Pennsylvania Department of Revenue Sales Tax License has been continued and renewed with a new expiration date of 3/31/2027.

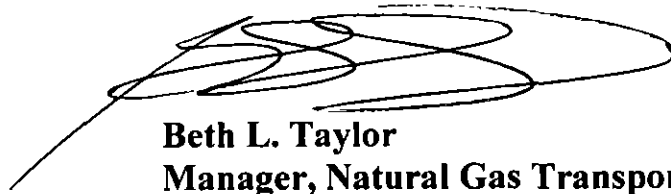
3. Missing Bonding letters from NGDCs:

- a. Letter from Valley Energy
- b. Letter from UGI
 - i. Letter from UGI
 - ii. Copy of UGI's Section 8 Gas Choice Tariff No. 7S showing bonding amount needed.
- c. Letter from Philadelphia Gas Works

Woodruff Energy US LLC has been corresponding with Jyolsna Balan Sobhana, Legal Assistant, Public Utility Commission, Secretary's Bureau – C&A regarding these deficiencies. Attached is the latest email correspondence.

Please review these documents and if you have any questions or need any additional information, please contact Robert A. Woodruff Jr., Manager or myself at 856 455 1111. If emailed is preferred, please use the following, bobwoodruff@woodruffenergy.com or btaylor@woodruffenergy.com.

Sincerely,



**Beth L. Taylor
Manager, Natural Gas Transportation
Woodruff Energy US LLC**

DATE OF DEPOSIT

APR 19 2022

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

enclosures:

The Philadelphia Inquirer

801 MARKET STREET, SUITE 300, PHILADELPHIA, PA 19107

Affidavit of Publication

On Behalf of:
WOODRUFF ENERGY US LLC
73 WATER ST
BRIDGETON, NJ 08302

STATE OF PENNSYLVANIA COUNTY OF PHILADELPHIA:

Before the undersigned authority personally appeared the undersigned who, on oath represented a and say: that I am an employee of The Philadelphia Inquirer, LLC, and am authorized to make this affidavit of publication, and being duly sworn, I depose and say:

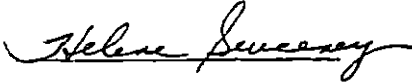
1. The Philadelphia Inquirer, LLC is the publisher of the Philadelphia Inquirer, with its headquarters at 801 Market Street, Suite 300, Philadelphia, Pennsylvania 19107.
2. The Philadelphia Inquirer is a newspaper that which was established in in the year 1829, since which date said daily newspaper has been continuously published and distributed daily in the City of Philadelphia, count and state aforesaid.
3. The printed notice or publication attached hereto set forth on attached hereto was published in all regular print editions of The Philadelphia Inquirer on

Legal Notices

as published in Inquirer Legals in the issue(s) of.

1/28/2022

4. Under oath, I state that the following is true and correct, and that neither I nor The Philadelphia Inquirer, LLC have any is interest in the subject matter of the aforesaid notice or advertisement.



Katherine V. Harley
Notary Public

My Commission Expires:

Commonwealth of Pennsylvania - Notary Seal
KATHERINE V. HARLEY, Notary Public
Philadelphia County
My Commission Expires May 25, 2025
Commission Number 1312529

Ad No 94524
Customer No 113386

COPY OF ADVERTISEMENT

PENNSYLVANIA PUBLIC UTILITY COMMISSION NOTICE

Application of WOODRUFF ENERGY US LLC for Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier/Aggregator Engaged In The Business Of Supplying Natural Gas Supply Services, To The Public In The Commonwealth Of Pennsylvania.

WOODRUFF ENERGY US 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. WOODRUFF ENERGY US LLC proposes to sell natural gas and related services in PHILADELPHIA GAS WORKS (PGW); PECO; COLUMBIA GAS OF PA, INC; AND UGI UTILITIES INC. 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 WOODRUFF ENERGY US LLC may be filed within 15 days of the date of this notice with the Secretary of the PUC, 400 North Street, Harrisburg, PA 17120. You should send copies of any protest to WOODRUFF ENERGY US LLC attorney at the address listed below.

By Woodruff Energy US LLC
and through Counsel:
THOMAS SEELEY
SEELEY LAW OFFICE LLC
34 FAYETTE STREET
BRIDGETON, NJ 08302
856 451 8050

DATE OF DEPOSIT

APR 19 2022

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ADVICE



All at fault in issue with wife, friends

Question: I'm quiet and reserved and my wife is very social and outgoing with a ton of friends of many backgrounds. I have a much smaller social circle. I've always been like this. I get along well with most of her friends; granted, I have made myself get out of my comfort zone to socialize this much. But she has this one group of friends I just can't connect with, despite really trying to do it. I don't find anything to talk about with them, and I don't approve of their personalities in general. Recently, for no apparent reason, that group seems to be leaving her (us) out of activities we normally did together. I haven't been rude or unpleasant, but my wife insists it is my fault we are being left out because of the way I am (reserved). Am I wrong? Answer: Everybody's wrong. In a fairly balanced distribution, which makes me kind of perverse/happy. You were wrong to keep forcing the issue with people you don't really like, and the "don't approve" bit is just icky. Friends are one of life's great pleasures — but being among friends plus one person who hates being there and keeps showing up and judging instead of just opting out? That is not a pleasure. You had the right idea in making the effort, but not in persisting; encouraging your wife to see these friends on her own time would have preempted this problem.

Your wife was wrong to blame you for losing these friends. And cruel, if she really targeted who you are vs. what you did. Yes, your personality wasn't a fit — but that inherent doesn't make anyone wrong or bad. From there, though, you and she both made choices you both could have made differently. It's those choices that belong at the center of any post-friend-ship debrif, not anyone's essential self. These friends, finally, were wrong to ghost you instead of having the courage to approach your wife, kindly and discreetly. Example: "I love when you come out with us. But, forgive me, your spouse seems underwhelmed — is that fair? Can we help?" Each of these is one facet of an "apparent reason" this group would move on. You kept clinging through unpleasant company and, when it didn't occur in you to stop, no one stepped in to suggest it. Now, alas, it's a marriage issue for you and your wife to solve. Questions: We go to our neighbors' after dinner. After guests have finished eating, the husband clears the dishes and starts washing them, ignoring his guests and making a lot of noise. When his wife is a slow eater — she finishes up in the kitchen, and the husband meanwhile is serving dessert. I understand the wish to have a clean kitchen, but I find it rather rude to do it in this manner. It would be nice to sit and relax and visit with your guests and not ignore them until your chores are completed. Your thoughts? Answer: So, you are hosted frequently, but you want to be hosted better? They invite you, feed you, dessert you, and clean up after you — gracefully. Often enough for you to develop a recurring frustration with their manners. Please, please work to cultivate recurring gratitude instead.

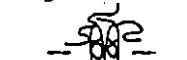
Plan This

Plan This

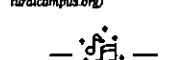
Continued from C1 (Pres. Jan. 28, 5-9 p.m., Jan. 29, noon-6 p.m., Germantown Avenue between 7th and Wilson Crowe Avenues, chestnuthillpa.com)



'Spamilton' an American Parody (Theater / in-person / comedy) The story of tonight just got funnier! Don't confuse this show with the hit Broadway musical featuring our melodic founding fathers. Spamilton, in addition to poking fun at Hamilton, parodies famous Broadway shows like Chicago and Book of Mormon. Proof of vaccination and masks are required to attend the performance. (RATED PG, Premieres Jan. 28 on Disney+)



Alvin Ailey American Dance Theater (Dance / in-person / theater) The Alvin Ailey American Dance Company has been dazzling audiences with its incredible artistry for over 60 years. This performance will include both new and classic works from the company. Proof of vaccination is required for all guests over 3, and negative COVID-19 tests are required for those under 3. (RATED PG, Jan. 28-30, 240 S. Broad St., kimmetropolitancampus.org)



Nicholas Payton (Music / in-person) New Orleans trumpeter Nicholas Payton eschews the word "jazz," preferring the broader term "Black American Music." His latest album, Smoke Sessions, was inspired by Miles Davis 1964 album "Four & More," and features bassist Ron Carter. (RATED PG, Jan. 28, 8 p.m., 3025 Walnut St., worldcafe.com)

Campbell Brothers: John Coltrane's A Love Supreme (Music / virtual and in-person) Rochester, N.Y., family band the Campbell Brothers are elite practitioners of the gospel music genre known as sacred steel, which puts the cry of the pedal steel guitar at the center of its heaven-sent sound. The group will be offering up their interpretation of John Coltrane's 1965 masterpiece A Love Supreme at the Zellerbach Theatre on



the Penn campus. The show is sold out, but virtual tickets are available. (RATED PG, Jan. 28, 8 p.m., pennlive.com)



'The Ice Age Adventures of Buck Wild' (Movie / virtual) Possum brothers Crash and Eddie get lost in the Lost World, and it takes a vessel to lead them on a prehistoric adventure to save that world from the rise of the dinosaurs. (RATED PG, Premieres Jan. 28 on Disney+)

'Home Tea' (Movie / virtual) When New Orleans Saints head coach Sean Payton was suspended for the 2012 NFL season, he decided to help coach his newly sixth-grade football team in this Red News Bears type comedy from Adam Sandler's production company. Kevin James stars as Payton. With Taylor Lautner. (RATED PG, Premieres Jan. 28 on Netflix)



Sound Museum Collective Presents: Sound, Identity, & Place (Community / virtual / LGBTQ / music) Tune in to a free performance and panel conversation that explores the community, ideas, and art of the queer electronic music scene in Philly. The virtual event starts with a short film screening, followed by an hour-long performance. The event wraps up in conversation with the artists. (Free, Jan. 29, 4-30 p.m., bartransgardens.org)



Art Star Crop Bazaar (Shopping / in-person / community / art) One person's seconds are another's great craft find. Come shop seconds and imperfect items from Philly makers at

Chestnut Hill hosts an ice festival on Friday night and Saturday afternoon, featuring live ice sculpting by Ice Sculpture Philly. Courtesy: Ice-Build



Ice Princess Weekend, Franklin Square (Seasonal / in-person / outdoors / kid-friendly) Disney descends on Franklin Square for two delightful hours each day this weekend. Headliner Elsa joins fellow royals Jasmine, Belle of Amberg, and Rapunzel. There will be ice sculpting too. Ages 2-12. (Free, Jan. 29-30, 5-7 p.m., 200 N. Sixth St., historicphiladelphia.org)



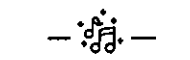
Free Admission for Norristown Residents, Elmwood Park Zoo (Zoo / in-person / ongoing / free / kid-friendly) On the last Sunday of every month (and the second-to-last in December because of Christmas), the only zoo in 1928 lets Norristown residents in for free, all afternoon, for their jaguar, porcupine and sloth-viewing pleasure. Pre-registration required. Ages 1+. (Free, Jan. 30, noon-4 p.m., 1661 Harding Blvd., Norristown, elmwoodparkzoo.com)



Birdhouse Factory, Circus Mechanics, Zellerbach Theatre (Theater / in-person / kid-friendly) Far from some cerebral reference to a little-known piece of live art, this circus perfor-

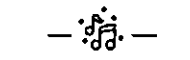
mance unfolds in a vintage on-stage factory that makes birdhouses and employs comedy, gravity defiance, flashy lighting, and acro-dancing to tell the story. Ages 7+. (RATED PG, Jan. 30, 3 p.m., 3860 Walnut St., pennlivearts.org)

MONDAY



Party Griffin (Music / in-person) Austin, Texas, songwriter Party Griffin is playing the Music Hall at World Cafe Live behind her 2019 self-titled solo album and also celebrating the 25th anniversary (a year later) of her debut album, Living With Ghosts, which came out in 1996. (RATED PG, Jan. 31, 8 p.m., 3025 Walnut St., worldcafe.com)

WEDNESDAY



There He Stood — A Tribute to Paul Robeson (Music / virtual / community) Honor the legacy of musician, actor, and activist Paul Robeson at this online tribute. The performance streams live from the Paul Robeson House in West Philly and features celebrated funk and jazz bassist Jamaladeen Tacuma with performance artist Osayande Sarul. (RATED PG, Feb. 2, 8pm/7pm)

Pati Smith (Music / virtual) Pati Smith is playing with her bandmates Lemmy Kaye and Tony Szuhanski in a virtual event available only to subscribers of the punk post and rockers' Substack newsletter. She's hoping that "between Groundhog Day, James Joyce's birthday, and the date's cosmic numerical occurrence of 2/2/2022," great things are bound to happen. (Subscriptions are \$5 a month, Feb. 2, 8 p.m., patismith.substack.com)

THURSDAY



Brendan Stoenck, The Violin Conspiracy (Community / in-person / music) Hear from classical musician and debut author Brendan Stoenck as he talks about his life, experiences working in music, and his new novel, The Violin Conspiracy. Books available for purchase; signing with the author will follow. Masks are required. (Free, Feb. 3, 7:30 p.m., 1901 Vine St., libwww.free-trolley.org)

REAL ESTATE advertisement for Annie E. Koons, listing properties in Philadelphia and Cherry Hill.

ARTS FOR RENT PHILLY advertisement listing various art and event spaces for rent.

merchandise marketplace INQUIRER.COM advertisement listing various items for sale.

legal notices INQUIRER.COM advertisement containing multiple legal notices and public notices.

APR 19 2022

COMMONWEALTH OF PENNSYLVANIA }
County of Cambria } SS

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION
NOTICE**
Application of **WOODRUFF ENERGY US LLC** for Approval To Offer, Render, or Furnish Natural Gas Services as a Supplier/Aggregator Engaged In The Business Of Supplying Natural Gas Supply Services, To The Public In The Commonwealth Of Pennsylvania.
WOODRUFF ENERGY US 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. **WOODRUFF ENERGY US LLC** proposes to sell natural gas and related services in **PHILADELPHIA GAS WORKS (PGW); PECO; COLUMBIA GAS OF PA, INC; AND UGI UTILITIES INC.** 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 **WOODRUFF ENERGY US LLC** may be filed within 15 days of the date of this notice with the Secretary of the PUC, 400 North Street, Harrisburg, PA 17120. You should send copies of any protest to **WOODRUFF ENERGY US LLC** attorney at the address listed below.
By **Woodruff Energy US LLC.**

On this 26th day of January A.D. 2022, 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 Sales Manager / Major Accounts 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,**

published that the of The J interest character of said publication are true.
and through Counsel:
**THOMAS SEELEY
SEELEY LAW OFFICE LLC
34 FAYETTE STREET, BRIDGETON, NJ 08302
856 451 8050**

ty of Cambria, and Commonwealth of Pennsylvania and e matter published in said publication in the regular issues , on January 26, 2022; and that the Affiant is not rtising and that all of the allegations as to time, place and

Christine Marhefka

STATEMENT OF ADVERTISING COSTS

Signed and sworn to before me on 26th day of January, 2022, by **Christine Marhefka** making the statement.

Juan Ohs

0.00 Lines @ \$2.50 per line	0.00
6 Inches @ \$25.00 per inch	150.00
Notary Fee	5.00
Clerical Fee	2.50
Total Cost	157.50

Commonwealth of Pennsylvania - Notary Seal
Vivian Ohs, Notary Public
Cambria County
My commission expires December 6, 2024
Commission number 1123017
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

VIVIAN OHS for publisher of TRIBUNE-DEMOCRAT
a newspaper of general circulation, hereby acknowledges receipt of the aforesaid and publication costs and certifies that the same has been duly paid.

TRIBUNE-DEMOCRAT
(Name of Newspaper)
By Juan Ohs

DATE OF DEPOSIT

APR 19 2022

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

04/06/2022

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

Woodruff Energy US Limited Liability Company

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

I DO FURTHER CERTIFY THAT this Certificate of Registration 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

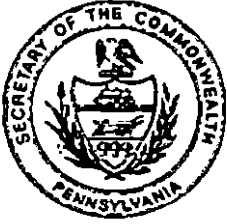
Leigh M. Chapman

Acting Secretary of the Commonwealth

Certification Number: TSC220406152194-1

Verify this certificate online at <http://www.corporations.pa.gov/orders/verify>

Document 2.a



Commonwealth of Pennsylvania
Bureau of Corporations and Charitable Organizations
401 North Street, Room 206, P.O. Box 8722
Harrisburg, PA 17105-8722
(717) 787-1057
www.dos.pa.gov/corps

Entity Report

April 06,2022

Examination of the indices in the Department of State on the above date show a Limited Liability Company was filed on December 30,2011 entitled:

Woodruff Energy US Limited Liability Company

Entity # 4076655

Citizenship: Foreign

With Address At: 90 Beaver Drive , Dubois ,PA, 15801

Filing History :

Date	Microfilm	Filing
12/30/2011		Creation Filing

**Commonwealth of Pennsylvania
Department of Revenue**

SALES TAX LICENSE

WOODRUFF ENERGY US LIMITED LIABILIT
73 WATER ST
BRIDGETON NJ 08302-2545 USA

Account ID: 85581586



License Type: Retail
Expiration Date: 03/31/2027

This license authorizes the holder to collect state and/or local sales, use and hotel occupancy tax. Licenses are issued for tax collection purposes and shall remain in force as specified herein unless sooner surrendered, suspended or revoked.

THIS LICENSE MUST BE PROMINENTLY DISPLAYED.
This license is not assignable or transferable.

Document 2.c.



VALLEY ENERGY

523 S. Keystone Avenue, P.O. Box 340, Sayre, PA 18840
800/998-4427 • 570/888-9664 • FAX 570/888-6199

March 10, 2022

Woodruff Energy US LLC
Ms. Beth Taylor, Manager
Natural Gas Department
73 Water St.
Bridgeton, NJ 08302
btaylor@woodruffenergy.com

DATE OF DEPOSIT

APR 19 2022

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Dear Ms. Taylor:

We understand that Woodruff Energy US LLC has applied with the Pennsylvania Public Utility Commission to supply natural gas services to the public in Pennsylvania including our company's service area.

Because Woodruff Energy US LLC intends to only provide natural gas aggregating, brokering, and consulting services at this time, we have determined that Woodruff Energy US LLC will not be required to post a bond or other form of financial security instrument to provide these services in our service area. However, if the services provided change in the future, we reserve the right to require security from Woodruff Energy US LLC as deemed appropriate.

If you have any questions, please contact Jamie Levering at 570-888-9664 (Ext. 5232).

Sincerely,

Edward E. Rogers
President & CEO

EER/ss

cc: J. Levering, Valley Energy

Document 3.a



UGI Utilities, Inc.
1 UGI Drive
Denver, PA 17517

610-796-3400

VIA E-MAIL

April 8, 2022

DATE OF DEPOSIT

Woodruff Energy US, LLC
73 Water Street
Bridgeton, Nj 08302

APR 19 2022

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ATTENTION: Robert A. Woodruff, Jr., Manager

RE: UGI Financial Security Requirements

Dear Mr. Woodruff,

UGI Utilities, Inc.–Gas Division (hereinafter “UGIU”) has reviewed the application of Woodruff Energy US, LLC (hereinafter “Woodruff Energy”) for approval to operate as a Natural Gas Supplier. Based on this review and the requirement that Woodruff Energy must post security as specified in the UGIU Supplier Coordination Tariff before it serves customers on the UGIU distribution systems, UGIU has determined that Woodruff Energy has demonstrated adequate creditworthiness to satisfy any costs UGIU may incur in the event they operate as a supplier of last resort due to a default on the part of Woodruff Energy. Such security forms and amounts can be found in Section 8 of UGIU’s Gas Choice Tariff No. 7S at https://ugi.outsystemsenterprise.com/UGITariff_FO/Tariffs.

This determination may change in the event there is a material deterioration in Woodruff Energy’s financial condition, if Woodruff Energy’s obligations to UGIU exceed the amount of the financial security provided, if the financial security is withdrawn or is deemed to be null and void or inadequate due to the material financial deterioration of any guarantor, or if Woodruff Energy fails to abide by the terms and conditions of the UGIU Gas Tariff and the UGIU Natural Gas Supplier Coordination Tariff.

Please feel free to contact me with any additional questions you may have.

Sincerely,

Sherry Epler
Senior Manager
Tariff & Supplier Administration

SE/rks

Document 3.b.i

RULES AND REGULATIONS**8. FINANCIAL SECURITY**

- 8.1 Financial Security. A Choice Supplier shall provide financial security to ensure that Company and/or other PUC-approved Supplier of Last Resort is able to receive, without undue delay, funds or other forms of remuneration sufficient to meet the financial consequences of a Choice Supplier's failure to perform its natural gas supply delivery service obligations hereunder. Company may also use such forms of financial security to satisfy in part or in whole a Choice Supplier's obligation to pay the penalties authorized by this Supplier Tariff. The amount and the form of the security, if not mutually agreed upon by the Company and the Choice Supplier, shall be based on the criteria established under 52 Pa. Code § 62.111(c) and as set forth in this Section 8.
- 8.2 Amount of Financial Security. A Choice Supplier seeking to be licensed to provide service on the Company's system shall be required to provide 1) a minimum surety level of \$50,000 or 2), if higher, the sum of the surety level requirements calculated on a customer basis equal to (i)\$60.00 per customer for residential customers; and ii)\$94.24/Dth times the Design Day Requirement (in Dth) for Choice Supplier's pool of non-residential customers. This security level shall be subject to adjustments as provided in Section 8.5. Provided, however, the Company reserves its right to file to change that methodology after the effective date of new rates established in the proceeding if the security levels prove inadequate.
- 8.3 Forms of Financial Security. For purposes of satisfying the amount of financial security determined under Section 8.2 hereof, the Choice Supplier shall provide financial security in one or more of the following manners, in a form reasonably acceptable to the Company and/or other PUC-approved Supplier of Last Resort, and shall reimburse Company for attorneys' fees and all related external costs incurred by Company in implementing and enforcing the form of financial security provided by Choice Supplier:
- (a) cash;
 - (b) performance bond;
 - (c) irrevocable letter of credit;
 - (d) guarantee from a third party;
 - (e) call options satisfying the requirements of Section 8.4 hereof;
 - (f) in the case of Choice Suppliers with annual operating revenues of less than \$1 million; real or personal property placed in escrow or other arrangement that would make the property readily available to Company in the event of the Choice Supplier's non-performance or entering into bankruptcy, provided that the Choice Supplier (i) provides a verified statement, certified by a third party report, showing that the Choice Supplier has clear title to the property and that the property has not been pledged as collateral, or otherwise encumbered in regard to any other legal or financial transaction; (ii) provides a current appraisal report of the market value of the property; and (iii) grant the Company, upon request, a security interest in such property in a form acceptable to Company;
 - (g) accounts receivable pledged or assigned to the Company pursuant to a Company PUC-approved POR program satisfying the requirements of Section 8.6 hereof;
or

RULES AND REGULATIONS**8. FINANCIAL SECURITY - CONTINUED**

(h) another form of financial security mutually acceptable to Company and Choice Supplier.

8.4 Call Option Requirements. A Choice Supplier may meet some or all of its financial security obligations determined under Section 8.2 hereof by providing to Company or paying the Company to procure a Call Option for a volume equal to the monthly Design Day Requirements of the Choice Supplier's customers served under Rate Schedules RT and NT. Unless otherwise authorized by Company, the Call Option must have a strike price equal to or less than the Choice Supplier's contract price(s) with its customers served under Rate Schedules RT and NT. The Call Option shall allow Choice Supplier or Company to call on a volume equal to the Choice Supplier's Design Day Requirement on each and every day the Call Option is in place such that the exercise on any day does not preclude or impact the ability to exercise the option on a subsequent day. Call Options shall be subject to the following requirements:

- (a) If procured by Choice Supplier, the Call Option must enable Company to exercise the Call Option in the event of non-performance by the Choice Supplier without obtaining the prior consent of Choice Supplier;
- (b) If procured by Choice Supplier, the Call Option may be exercised by it for any reason, including economic reasons, on any day when Company and/or other PUC-approved supplier of last resort does not need to exercise it because of Choice Supplier's failure to perform its natural gas supply delivery service obligations hereunder;
- (c) Company shall specify the period over which the Call Option may be exercised;
- (d) The Call Option may be a direct NYMEX instrument, or it may be obtained indirectly from a third party. If the Call Option is a direct NYMEX instrument, the Choice Supplier shall assign the applicable capacity to Company. If the Call Option is obtained indirectly from a third party, then the transaction point shall be at a Company-approved city gate receipt point; and
- (e) Choice Supplier shall be responsible for the cost of the Call Option.

8.5 Adjustments to Financial Security Level. From time to time, the Company shall review the financial security provided by a Choice Supplier and determine whether any adjustments are required consistent with the formula under Section 8.2 hereof. The Company shall use the following factors to determine whether any such adjustments are required:

- (a) A change in the Choice Supplier's recent operating history on Company's system or on other NGDS systems has materially affected Company system operation or reliability. A change that could materially affect the Company system or reliability may occur when the Choice Supplier fails to deliver natural gas supply sufficient to meet its customers' needs on 5 separate occasions within a 30-day period or fails to comply with Company Operational Flow Orders as defined at 52 Pa. Code § 69.11.

RULES AND REGULATIONS**8. FINANCIAL SECURITY - CONTINUED**

- (b) A significant change in the number of customers served, in the volume of gas delivered, or in the unit price of natural gas or a change in the class of customers being served by the Choice Supplier. A change over a consecutive 30-day period of 25% in the number of customers served, in the volume of gas delivered or in the average unit price of natural gas would represent a significant change.
- (c) A change in the Choice Supplier's credit reports that materially affects the Choice Supplier's creditworthiness. A Choice Supplier's creditworthiness could be materially affected when two of the following credit rating companies change the Choice Supplier's credit rating: Dun & Bradstreet, Standard & Poor's Rating Services, Inc., TransUnion LLC, EQUIFAX Inc., Experian Information Solutions, Inc.
- (d) A change in operational or financial circumstances that materially affects the Choice Suppliers' creditworthiness. A Choice Supplier's creditworthiness could be materially affected when two of the following investment rating companies change the Choice Supplier's rating of its issued securities from an investment grade or good rating to a speculative or moderate credit risk rating, and vice versa: Standard and Poor's Rating Services, Inc., Moody's Investment Services, Inc., Fitch, Inc., A.M. Best Company, Inc. and DBRS, Inc.

8.6 POR Requirements. A Choice Supplier may meet part or all of its financial security obligations determined under Section 8.2 hereof utilizing the accounts receivable pledged or assigned to the Company pursuant to a Company PUC-approved POR program, provided that Choice Supplier executes a Security Agreement which, among other things: (a) grants Company a first priority security interest in the accounts payable to Choice Supplier for the purchased receivables; and (b) grants Company an immediate right of set off against any account payable to Choice Supplier for any obligation owed by Choice Supplier to Company.

To reflect the variability in the amounts owed by Company to Choice Supplier for purchased receivables given seasonal variations in customer loads, the amount of this form of security will be determined pursuant to the following formula: (The average daily Mcf volume of gas delivered by the Choice Supplier during the lowest 30 day period of volume during the past 12 months for accounts enrolled in the POR program) times (the lowest rate per Mcf charged by the Choice Supplier during the past 12 months) times (the number of days between the purchase of and payment for a Choice Supplier's receivables).

8.7 Notice. If the Company determines, based on the criteria in Section 8.5 hereof, that an adjustment in the amount or type of security that a Choice Supplier must provide is warranted, the Company shall provide notice of its determination to the Choice Supplier in writing. The Choice Supplier shall comply with the Company's determination no later than 5 business days after the date the Choice Supplier was served with notice of the Company's determination. If the Choice Supplier disagrees with the Company's determination, the Choice Supplier may file a dispute with the Company, and the Company and the Choice Supplier must attempt to resolve the dispute within 30 days after the date that the Company was notified of the dispute.



PHILADELPHIA GAS WORKS

800 West Montgomery Avenue • Philadelphia, PA 19122

DATE: 4/8/2022

NAME: Woodruff Energy US LLC
ADDRESS: 73 Water Street
Bridgeton, NJ 08302

Email: btaylor@woodruffenergy.com

Dear: Ms. Beth Taylor

Re: Woodruff Energy US LLC

Philadelphia Gas Works ("PGW") is aware that Woodruff Energy US LLC has filed an application with the Pennsylvania Public Utility Commission to supply natural gas services to the public in Pennsylvania and specifically within the service territory of Philadelphia Gas Works. You have stated that, in performing these services, Woodruff Energy US LLC will take title to any delivered natural gas.

Under its tariff, Philadelphia Gas Works could require Woodruff Energy US LLC to provide a bond or other financial security instrument in an amount that Philadelphia Gas Works determines to be appropriate. Upon final approval of your application to PGW and prior to enrolling customers, security in the first year for firm pools will be required based on your estimated firm pool size. It will be updated annually based on actual firm pool size.

At this time, Woodruff Energy US LLC does not need to post a bond or other form of security.

If you have any questions concerning the foregoing, please contact me at 215-684-6725.

Sincerely,

A handwritten signature in black ink that reads 'J.C. Zuk'.

John C. Zuk
Sr. Vice President, Gas Management

/dls

ORIGIN ID:DYLA (856) 455-1111
BETH TAYLOR

SHIP DATE: 19APR22
ACTWGT: 1.00 LB
CAD: 100498934/NET4460

73 WATER STREET
PO BOX 777
BRIDGETON, NJ 08302
UNITED STATES US

BILL SENDER

TO SECRETARY ROSEMARY CHIAVETTA
PA PUBLIC UTILITY COMMISSION
400 NORTH STREET SECOND FLOOR

HARRISBURG PA 17120

(717) 783-5242

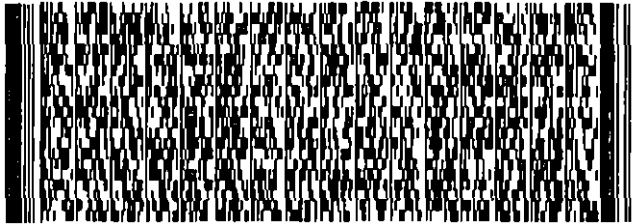
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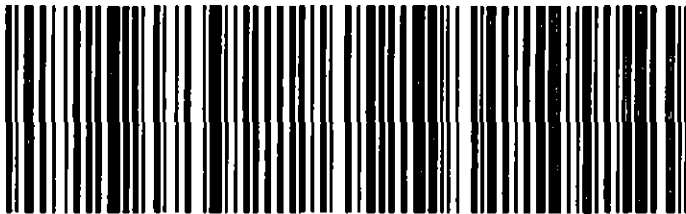
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