

Stevens & Lee

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April 25, 2025

VIA HAND DELIVERY

Secretary Matthew Homsher
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17120

**Re: Application of Think Home Solutions, LLC for Approval to Offer, Render, Furnish
or Supply Electric Generation Service as a Broker/Marketer
Docket No. A-2025-_____**

Dear Secretary Homsher:

Enclosed for filing please find the Application of Think Home Solutions, LLC to provide electric generation services as a Broker/Marketer throughout the Commonwealth. Please note that Attachments 9(a)-(c) to the Application and the Tax Certification Statement contain confidential information and have been marked as such. **Think Homes Solutions, LLC hereby respectfully requests confidential treatment of these attachments and they are being provided in a separate envelope for filing under seal.**

Also enclosed is a check for the filing fee for the application.

Copies of this Application have been served on all of the Electric Distribution Companies in the Commonwealth and the required statutory advocates, the Attorney General, and the Department of Revenue, in accordance with the attached Certificate of Service.

Upon filing, please return a time-stamped copy of the Application to our courier. Thank you, and please feel free to contact me with any questions or concerns.

Sincerely,

STEVENS & LEE



Michael A. Gruin, Esq.

RCVD PUC SEC BUR
APR 25 2025 AM 11:55

Enclosures

Allentown • Bergen County • Bala Cynwyd • Fort Lauderdale • Harrisburg • Lancaster • New York
Philadelphia • Princeton • Reading • Rochester • Scranton • Valley Forge • Wilkes-Barre • Wilmington
A PROFESSIONAL CORPORATION

04/25/2025 SL1 2735145v1 117493.00001

BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

Application of Think Home Solutions, LLC, d/b/a _____, for approval to offer, render, furnish, or supply electricity or electric generation services as a(n) fas specified in item #4b below 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:

Think Home Solutions, LLC
107 John Street, Southport, CT 06890
www.ThinkEnergy.com
888-923-3633

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.

C T Corporation System
600 North 2nd Street
Suite 401
Harrisburg, PA 17101

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 and future inquiries should be addressed.

NOTE: To ensure timely receipt of regulatory information, a contact employed directly by the Applicant, and not a consultant, is preferred.

Lina Diaz
Regulatory Analyst
888-923-3633
Compliance@Energywell.com
P.O. Box 1288, Greens Farms, CT 06838

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.

Shane Puskar
Associate General Counsel
888-923-3633
SPuskar@energywell.com
P.O. Box 1288, Greens Farms, CT 06838

e. **CONTACTS FOR CONSUMER SERVICE AND COMPLAINTS:** (Required of ALL Applicants) 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 Electric 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 EGSs.

Lina Diaz
Regulatory Analyst
888-923-3633
Compliance@Energywell.com
P.O. Box 1288, Greens Farms, CT 06890

Shane Puskar
Associate General Counsel
888-923-3633
Spuskar@energywell.com
P.O. Box 1288, Greens Farms, CT 06890

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, Form DSCB: 54-311.

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. § 412 relating to Department of State filing requirements.

or

The Applicant is a:

- domestic general partnership (*)
- domestic limited partnership (15 Pa.C.S. § 8621)
- foreign general or limited partnership (15 Pa.C.S. §§ 411 and 412)
- domestic limited liability partnership (15 Pa.C.S. §§ 8201 and 8221)
- foreign limited liability general partnership (15 Pa.C.S. §§ 411 and 412)
- foreign limited liability limited partnership (15 Pa.C.S. §§ 411 and 412)

- 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. §§ 411 and 412.

or

The Applicant is a:

- domestic corporation (15 Pa.C.S. § 1308)
- foreign corporation (15 Pa.C.S. §§ 411 and 412)
- domestic limited liability company (15 Pa.C.S. § 8821)
- foreign limited liability company (15 Pa.C.S. §§ 411 and 412)
- Other (Describe):

- Provide proof of compliance with appropriate Department of State filing requirements as indicated above.
See Attachment 1.
- Provide the state in which the business is incorporated/organized/formed and provide a copy of the Applicant's charter documentation.
See Attachment 2.
- Give name and address of officers.
See Attachment 3.

3. AFFILIATES AND PREDECESSORS

(both in state and out of state)

a. **AFFILIATES:** Give name and address of any affiliates currently doing business and state whether the affiliates 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 4.

b. **PREDECESSORS:** Identify any predecessors of the Applicant and provide the names under which the Applicant has operated, including address, web address, and telephone number, if applicable. If the Applicant does not have any predecessors that have done business, explicitly state so.

Applicant does not have any predecessors that have done business.

c. **RELATED DOCKET NUMBERS:** Provide the Docket Numbers for any previous Pennsylvania PUC licenses for the Applicant, all affiliates, and any predecessors. If the Applicant does not have any related Docket Numbers, explicitly state so.

See Attachment 5.

4. OPERATIONS

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

Definitions

- Supplier – an entity that sells electricity to end-use customers utilizing the jurisdictional transmission and distribution facilities of an EDC.
- Aggregator - an entity that purchases electric energy and takes title to electric energy as an intermediary for sale to retail customers.
- Broker/Marketer - an entity that acts as an intermediary in the sale and purchase of electric energy but does not take title to electric energy.

- The Applicant is presently doing business in Pennsylvania as a
- municipal electric corporation
 - electric cooperative
 - local gas distribution company
 - provider of electric generation, transmission or distribution services
 - broker/marketer engaged in the business of supplying electricity 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 *(may check multiple)*:

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

c. **PROPOSED SERVICES:** Describe in detail the electric services or the electric generation services which the Applicant proposes to offer.

See Attachment 6.

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

- Citizens' Electric
- Duquesne Light
- Met-Ed
- PECO
- Penelec
- Penn Power

- Pike
- PPL
- UGI Utilities
- Wellsboro
- West Penn

Entire Commonwealth of PA

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

- Residential Customers
- Small Commercial Customers - (25 kW and Under)
- Large Commercial Customers - (Over 25 kW)
- Industrial Customers
- Governmental Customers
- All of above
- Other (Describe):

Residential and Small Commercial Customers in a Mixed Meter Capacity -

This customer class reflects situations in which a large commercial, industrial, and/or governmental customer account also contains features of residential and/or small commercial customers. In this instance, the residential and/or small commercial portion must be an incidental portion of the larger account. **This customer class alone does not allow marketing targeted directly to residential and/or small commercial customers.** Further information may be found in the Requirements Applicable to Mixed Meter Scenarios Secretarial Letter served March 25, 2011, at Docket No. M-2009-2082042.

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

Upon receipt of licensure from the Pennsylvania Public Utility Commission to operate within the Commonwealth of Pennsylvania.

5. COMPLIANCE

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

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

See Attachment 7.

- b. **CUSTOMER/REGULATORY/PROSECUTORY ACTIONS:** Identify all formal or escalated actions or complaints, in the Commonwealth of Pennsylvania or any state, 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. **Applicant should also include if it had a Pennsylvania PUC EGS or NGS license previously cancelled by the Commission.** If the Applicant has no actions or complaints to list, explicitly state such.

Type

See Attachment 8.

- c. **SUMMARY:** Provide a statement as to the resolution or present status of any proceedings or actions listed above. Additionally, provide details of any actions the applicant has undertaken that will prevent the items listed above from occurring if licensed in Pennsylvania.

Information regarding this question is provided in Attachments 7 and 8, respectively.

6. PROOF OF SERVICE

Required of ALL Applicants regardless of operating as a supplier, broker, marketer, or aggregator.
(Example Certificate of Service is attached at Appendix C)

- a. **STATUTORY AGENCIES:** Pursuant to Sections 1.57, 1.58, and 54.32(d) of the Commission's Regulations, 52 Pa. Code §§ 1.57, 1.58, and 54.32(d), provide proof of service of a signed and verified Application with attachments on the following:

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

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

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

Department of Revenue
Bureau of Compliance
PO Box 281230
Harrisburg, PA 17128-1230

Office of Small Business Advocate
Forum Place
555 Walnut Street, 1st Floor
Harrisburg, PA 17101

- b. **EDCs:** Pursuant to Sections 1.57, 1.58, and 54.32(d) of the Commission's Regulations, 52 Pa. Code §§ 1.57, 1.58, and 54.32(d), provide Proof of Service of the Application and attachments upon each Electric Distribution Company the Applicant proposes 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 EDC is as follows.

<p>Citizens' Electric Company: Citizens' Electric Company Attn: EGS Coordination 1775 Industrial Boulevard Lewisburg, PA 17837</p>	<p>Duquesne Light Company: Regulatory Affairs Duquesne Light Company 411 Seventh Street, MD 16-4 Pittsburgh, PA 15219</p>
<p>Met-Ed, Penelec, and Penn Power: Legal Department First Energy 2800 Pottsville Pike Reading, PA, 19612</p>	<p>PECO: Manager Energy Acquisition PECO Energy Company 2301 Market Street Philadelphia, PA 19101-8699</p>
<p>Pike County Light & Power Company: Vice President – Energy Supply Corning Natural Gas Holding Corporation 330 West William Street Corning, NY 14830</p>	<p>PPL: Office of General Counsel Attn: Kimberly A. Klock PPL Two North Ninth Street (GENTW3) Allentown, PA 18101-1179</p>
<p>UGI: UGI Utilities, Inc. Attn: Rates Dept. – Choice Coordinator 1 UGI Drive Denver, PA 17517</p>	<p>Wellsboro Electric Company: Wellsboro Electric Company Attn: EGS Coordination 33 Austin Street P. O. Box 138 Wellsboro, PA 16901</p>
<p>West Penn Power: Legal Department West Penn Power d/b/a Allegheny Power 800 Cabin Hill Drive Greensburg, PA 15601-1689</p>	

7. FINANCIAL FITNESS

- a. **FINANCIAL SECURITY:** In accordance with 66 Pa.C.S. § 2809(c)(1)(i) and 52 Pa. Code § 54.40(a), the Applicant is required to file a bond or other instrument to ensure its financial responsibilities and obligations as an EGS. Therefore, the Applicant is...
- Furnishing the **ORIGINAL** of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$250,000.
 - Furnishing the **ORIGINAL** of another initial security for Commission approval, to ensure financial responsibility, such as a parental guarantee, in the amount of \$250,000.
 - For Marketers and Brokers** - Filing for a modification to the \$250,000 requirement and furnishing the **ORIGINAL** of an initial bond, letter of credit or proof of bonding to the Commission in the amount of \$10,000. Applicant is required to provide information supporting an amount less than \$250,000. Such supporting information must include indication that the Applicant will not take title to electricity and will not pay electricity bills on behalf of its customers. Further details for modification may be described as well.

CRITICAL BONDING NOTES:

Applicant is required to maintain a bond or other financial instrument the entire time it maintains an EGS license with the Commonwealth of Pennsylvania. If Applicant's security instrument is not continuous, Applicant **MUST** submit a Rider, Amendment, or Continuation Certificate annually based on the expiration date of its security instrument.

At least sixty days (60) prior to the security instrument's expiration date, EGS suppliers should email pc-puc-tus-energy@pa.gov.onmicrosoft.com or call (717)783-5242 to determine the appropriate bonding amount based on a percentage of suppliers gross receipts resulting from the sale of generated electricity consumed in Pennsylvania. Once the amount has been determined, suppliers should overnight the updated security instrument(s) at least thirty (30) days prior to the expiration date to ensure adequate time for staff review and approval of the security instrument(s).

Template versions of a continuous bond (preferred), fixed-term bond, continuous letter of credit, and parental guarantee are attached at Appendix E, F, G, & H, respectively. Applicant's security must follow language from these examples, and must include the unmodified language outlined in Appendix D. Any deviation from these examples must be identified in the application and may not be acceptable to the Commission.

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 9(a) - (e).

- Actual (or proposed) organizational structure including parent, affiliated or subsidiary companies.
- Published Applicant or parent company financial and credit information (i.e. 10Q or 10K) (SEC/EDGAR web addresses are sufficient)
- Applicant's accounting statements, including balance sheet and income statements for the past two years.
- Evidence of Applicant's credit rating. Applicant may provide a copy of its Dun and Bradstreet Credit Report and Robert Morris and Associates financial form, evidence of Moody's, S&P, or Fitch ratings, and/or other independent financial service reports.
- A description of the types and amounts of insurance carried by Applicant which are specifically intended to provide for or support its financial fitness to perform its obligations as a licensee.
- Audited financial statements exhibiting accounts over a minimum two-year period.
- Bank account statements (3-12 recent consecutive months), 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.

Not applicable. Applicant is expecting to operate as a Broker/Marketer.

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

Applicant will not bill retail energy customers for its service.
Any fees received by THS will be paid by the electricity and/or natural gas supplier.

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.

Bujar Haxha
Vice President of Finance
888-923-3633
BHaxha@energywell.com
P.O. Box 1288, Greens Farms, CT 06838

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

All sections of the Tax Certification Statement must be completed. Submitting N/A on either the Sales Tax License Number or the Employer ID Number (items 7A and 7B) shall be accompanied by supporting documentation or an explanation validating the absence of such information.

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

Attached.

8. TECHNICAL FITNESS:

To ensure that the present quality and availability of service provided by electric utilities 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 10.

- Applicant's previous experience in the electricity industry..
- Summary and proof of licenses as a supplier of electric 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.
- Documentation of membership in PJM, ECAR, MAAC, other regional reliability councils, or any other membership or certification that is deemed appropriate to justify competency to operate as an EGS 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 EGS – Applicant will contract with a PUC LICENSED EGS broker/marketer
- Affiliate – Applicant will use a **NON-EGS** affiliate marketing company and or individuals.
- External Third-Party – Applicant will contract with a **NON-EGS** third party marketing company and or individuals
- Other (Describe):

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

- Yes
- No

If yes, will the Applicant be using verification procedures?

- Yes
- No

If yes, describe the Applicant's verification procedures.

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

See Attachment 11.

- 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 12.

- f. **FERC FILING:** Applicant has:

- Filed an Application with the Federal Energy Regulatory Commission to be a Power Marketer.
- Received approval from FERC to be a Power Marketer at Docket or Case Number _____.
- Not applicable

9. DISCLOSURE STATEMENTS:

Disclosure Statements: If proposing to serve Residential and/or Small Commercial (under 25 kW) Customers, provide a Residential and/or Small Commercial disclosure statement. A sample disclosure statement is provided as Appendix J to this Application.

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

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

10. VERIFICATIONS, ACKNOWLEDGEMENTS, AND AGREEMENTS

- a. **PJM LOAD SERVING ENTITY REQUIREMENT:** As a prospective EGS, the applicant understands that those EGSs which provide retail electric supply service (i.e. takes title to electricity) must provide either:
- proof of registration as a PJM Load Serving Entity (LSE), or
 - proof of a contractual arrangement with a registered PJM LSE that facilitates the retail electricity services of the EGS.

The Applicant understands that compliance with this requirement must be filed within 120 days of the Applicant receiving a license. As well, the Applicant understands that compliance with this requirement may be filed with this instant application.

(Select only one of the following)

- AGREED** - Applicant has included compliance with this requirement in the instant application, labeled in correspondence with this section (10).
- AGREED** - Applicant will provide compliance with this requirement within 120 days of receiving its license
- ACKNOWLEDGED** - Applicant is not proposing to provide retail electric supply service at this time, and therefore is not presently obligated to provide such information

- b. **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 § 54.43, as well as any future amendments.

AGREED

- c. **REPORTING REQUIREMENTS:** Applicant agrees to provide the following information to the Commission or the Department of Revenue, as appropriate:

- **Retail Electricity Choice Activity Reports:** The regulations at 52 Pa. Code §§ 54.201--54.204 require that all active EGSs report sales activity information. An EGS will file an annual report reporting for customer groups defined by annual usage. Reports must be filed using the appropriate report form that may be obtained from the PUC's Secretary's Bureau or the forms officer, or may be down-loaded from the PUC's internet web site.
- **Reports of Gross Receipts:** Applicant shall report its Pennsylvania intrastate gross receipts to the Commission on a quarterly and year to date basis no later than 30 days following the end of the quarter.
- **The Treasurer or other appropriate officer of Applicant shall transmit to the Department of Revenue by March 15, an annual report, and under oath or affirmation, of the amount of gross receipts received by Applicant during the prior calendar year.**
- **Net Metering Reports:** Applicant shall be responsible to report any Net Metering per the Standards on http://www.puc.pa.gov/consumer_info/electricity/alternative_energy.aspx. Scroll down to the Net Metering Standards Section.

- Applicant shall report to the Commission the percentages of total electricity supplied by each fuel source on an annual basis per 52 Pa. Code § 54.39(b)(4).
- Applicant will be required to meet periodic reporting requirements as may be issued by the Commission to fulfill the Commission's duty under Chapter 28 of the Public Utility Code, 66 Pa.C.S. Chapt. 28, pertaining to reliability and to inform the Governor and Legislature of the progress of the transition to a fully competitive electric market.

AGREED

d. **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. § 2809(D) and 52 Pa. Code § 54.41(a). Transferee will be required to file the appropriate licensing application.

AGREED

e. **ANNUAL FEES:** The Public Utility Code authorizes the PUC to collect an annual fee of \$350 from suppliers, brokers, marketers, and aggregators selling electricity in the Commonwealth of PA, and an annual supplemental fee based on annual gross intrastate revenues, applicable to suppliers only.

ACKNOWLEDGED

f. **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 § 54.34.

AGREED

g. **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. §§ 4902, 4903, and 4904, relating to perjury and falsification in official matters.

AGREED

h. **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 § 54.34.

AGREED

- i. **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

- j. **Electronic Data Interchange:** The Applicant acknowledges the Electronic Data Interchange (EDI) requirements and the relevant contacts for each EDC, as listed at Appendix M.

AGREED

- k. **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

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.
- b. **OPERATIONS AFFIDAVIT:** Provide an officially notarized affidavit stating that you will adhere to the reliability protocols of the North American Electric Reliability Council, the appropriate regional reliability council(s), and the Commission, and that you agree to comply with the operational requirements of the control area(s) within which you provide retail service. An example copy of this Affidavit can be found at Appendix B.

12. NEWSPAPER PUBLICATIONS

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

All Applicants MUST include a Commission issued Docket Number in their publications. Docket Numbers are issued to new applicants when an application packet is submitted to the PUC's Secretary's Bureau. **Newspaper publications published without a Commission issued Docket No. will be rejected.** For more information, see 52 Pa. Code § 54.35.

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 EDC. For example, an applicant that wants to operate in Penn Power 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 to the Commission before the applicant is licensed.**

	Erie Times-News	Harrisburg Patriot-News	Philadelphia Daily News or Philadelphia Inquirer	Pittsburgh Post-Gazette	Scranton Times-Tribune	Williamsport Sun-Gazette	Johnstown Tribune-Democrat
Citizens' Electric						X	
Duquesne				X			
Met Ed		X	X		X		
PECO			X				
Penelec	X	X			X	X	X
Penn Power	X			X			
Pike					X		
PPL		X	X		X	X	
UGI					X		
Wellsboro						X	
West Penn		X		X		X	X
Entire Commonwealth	X	X	X	X	X	X	X

(Newspaper Publication Templates are provided at Appendices K and L)

13. **SIGNATURE**

RECEIVED

APR 25 2025

Applicant:  _____

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

By: Jonathan Rubenstein

Title: General Counsel & Corporate Secretary

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 are complete.

Applicant: Think Home Solutions, LLC

	Signature	
	Filing Fee (CERTIFIED CHECK OR MONEY ORDER ONLY)	
	Application Affidavit	
	Operations Affidavit	
	Bond, Letter of Credit, or Parental/Affiliate Guarantee	
	Tax Certification Statement	
	Commonwealth Department of State Verification	
	Certificate of Service	

Applicant's Use

PUC Secretary's Bureau Use

APPLICATION AFFIDAVIT

RECEIVED

APR 25 2025

State of Texas

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

ss.

County of Dallas

Jacobson Ribenstein Affiant, being duly sworn according to law, deposes and says that:

He is the General Counsel of Think Home Solutions, LLC

That he is authorized to and does make this affidavit for said Applicant;

That the Applicant herein Think Home Solutions has the burden of producing information and supporting documentation demonstrating its technical and financial fitness to be licensed as an electric generation supplier pursuant to 66 Pa.C.S. § 2809 (b) and 52 Pa. Code § 54.37.

That the Applicant herein Think Home Solutions has answered the questions on the application correctly, truthfully, and completely and provided supporting documentation as required.

That the Applicant herein Think Home Solutions 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 Think Home Solutions 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.

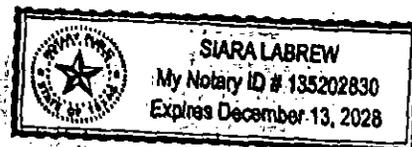
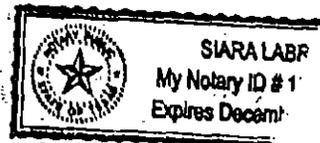
That the facts above set forth are true and correct to the best of his/her knowledge, information, and belief, and that he/she expects said Applicant to be able to prove the same at hearing.

Signature of Affiant

Sworn and subscribed before me this 10th day of April, 2025.

Signature of official administering oath

My commission expires 12/13/28



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OPERATIONS AFFIDAVIT

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

State of Texas

ss.

County of Dallas

Jonathan Ribenstein Affiant, being duly sworn according to law,
deposes and says that:

He is the General Counsel of Think Home Solutions, LLC

That he is authorized to and does make this affidavit for said Applicant;

That Think Home Solutions 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 Think Home Solutions the Applicant herein, asserts that it possesses the requisite technical, managerial, and financial fitness to render electric 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 Think Home Solutions 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 Code of 1971, 72 P.S. §§ 7101 et seq., and any tax imposed by Chapter 28 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 Gross Receipts and power 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).

As provided by 66 Pa.C.S. § 2810 (C)(6)(iv), 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.

That Time Home Solutions the Applicant herein, acknowledges that it has a statutory obligation to conform with 66 Pa.C.S. § 506, § 2807(c), § 2807(d)(2), § 2809(b) and the standards and billing practices of 52 Pa. Code Chapter 56.

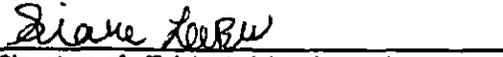
That the Applicant agrees to provide all consumer education materials and information in a timely manner as requested by the Bureau of Public Liaison or other Commission bureaus. Materials and information requested may be analyzed by the Commission to meet obligations under applicable sections of the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

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



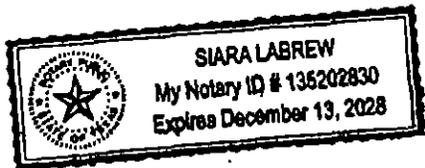
Signature of Affiant

Sworn and subscribed before me this 10th day of April, 2025.



Signature of official administering oath

My commission expires 12/13/28.



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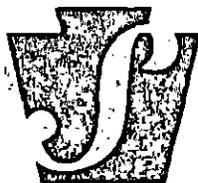
Home Solutions

Attachment 1
State Department Filing Requirements

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Pennsylvania Department of State
Bureau of Corporations and Charitable Organizations
PO Box 8722 | Harrisburg, PA 17105-8722
T: 717.787.1057
dos.pa.gov/BusinessCharities

April 11, 2025

CT Corporation System
600 NORTH SECOND STREET, SUITE 401
HARRISBURG, PA 17101

Entity Name: THINK HOME SOLUTIONS, LLC
Entity File Date: April 11, 2025
Entity Number: 0014310569
Filing Type: Foreign Limited Liability Company

The Bureau of Corporations and Charitable Organizations is happy to send your filed document. The Bureau is here to serve you and we would like to thank you for doing business in Pennsylvania.

Thank you for registering with the Department of State to do business in Pennsylvania. Like many other businesses, you may have employees, sell taxable products, or provide a taxable service to consumers in Pennsylvania. Please visit www.pa100.state.pa.us to register for business taxes with the Department of Revenue and the Department of Labor and Industry. You may also visit www.Business.pa.gov to find resources for businesses through all stages of development.

Beginning in 2025, annual reports are required for all domestic filing entities, limited liability general partnerships and registered foreign associations. More information will be forthcoming from the Bureau. However, to ensure that you receive notice of how and when to make annual reports, keep all information on file with the Bureau up-to-date, particularly registered office address.



Attachment 2
Applicant Charter Documents

- See 2(A) for a Certificate of Good Standing issued by the Secretary of State of the State of Delaware on April 10, 2025, for Think Home Solutions, LLC.
- See 2(B) for a copy of the Certificate of Formation issued by the Secretary of State of the State of Delaware on February 21, 2025, for Think Home Solutions, LLC.

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Delaware

The First State

I, CHARUNI PATIBANDA-SANCHEZ, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THINK HOME SOLUTIONS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF APRIL, A.D. 2025.

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



10107180 8300

SR# 20251497525

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

C. B. Sanchez

Charuni Patibanda-Sanchez, Secretary of State

Authentication: 203406484

Date: 04-10-25

Delaware

The First State

Page 1

I, CHARUNI PATIBANDA-SANCHEZ, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "THINK HOME SOLUTIONS, LLC", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF FEBRUARY, A.D. 2025, AT 9:06 O`CLOCK A.M.



10107180 8100
SR# 20250647914

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

C. P. Sanchez

Charuni Patibanda-Sanchez, Secretary of State

Authentication: 202989003
Date: 02-21-25

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:06 AM 02/21/2025
FILED 09:06 AM 02/21/2025
SR 20250647914 - File Number 10107180

CERTIFICATE OF FORMATION
OF
THINK HOME SOLUTIONS, LLC

February 20, 2025

The undersigned authorized person hereby adopts the following Certificate of Formation for the purposes of forming a limited liability company pursuant to the Delaware Limited Liability Act (6 Del. Code § 18-101 et seq.):

ARTICLE I

The name of the limited liability company is Think Home Solutions, LLC (the "Company").

ARTICLE II

The address of the Company's registered office and the name and address of its registered agent for service of process are as follows:

The Corporation Trust Company
Corporation Trust Center
1209 Orange Street
Wilmington, Delaware 19801

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation to be effective as of the date first above written.

By: /s/ Richard Radbil
Richard Radbil
Authorized Person

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Attachment 3 Officer Names and Addresses

Michael Fallquist
Chief Executive Officer
107 John Street
Southport, CT 06890

Christian McArthur
President & Chief Operating Officer
107 John Street
Southport, CT 06890

Roop Bhullar
Chief Financial Officer
107 John Street
Southport, CT 06890

Jonathan Rubenstein
General Counsel & Corporate Secretary
107 John Street
Southport, CT 06890

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Attachment 4 Affiliates of Think Home Solutions, LLC

Think Energy, LLC ("**Think Energy**") is an affiliate of Think Home Solutions, LLC. Think Energy is a licensed Electric Generation Supplier in the Commonwealth of Pennsylvania and is currently marketing retail electricity products to residents of Pennsylvania. Think Energy is also licensed as a Natural Gas Supplier. Think Energy is not a jurisdictional public utility.

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Attachment 5 Related Docket Numbers

Think Energy, LLC ("**Think Energy**") is an affiliate of Think Home Solutions, LLC ("**THS**" or "**Applicant**"). Think Energy is associated with the following Docket Numbers for PUC Licenses:

- A-2011-2268361
- A-2015-2510472
- A-2016-2534026

THS does not have any related Docket Numbers.

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Attachment 6
Proposed Services

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Think Home Solutions, LLC ("**THS**" or the "**Company**") is a newly formed entity that hopes to launch its innovative energy-management service in Pennsylvania. By signing up for THS's service, customers will grant THS agency authority to enroll customers for service with an energy supplier if the energy supplier chooses to offer an energy supply rate to the customer that is lower than the natural gas and/or electricity price to compare ("**PTC**") offered by the customer's local energy distribution company ("**EDC**"). Similarly, following customer enrollment with THS and placement with the energy supplier, if a distribution company's PTC is scheduled to fall below the price offered by the energy supplier, then the customer's service will be switched back to their local distribution company's PTC.

THS will not sign an energy supply contract with an energy supplier on the customer's behalf unless the customer benefits from the supplier's energy supply offer (*i.e.*, it is priced at a rate lower than the customer's EDC's PTC). THS's service will remain in effect until the customer opts out.

THS will not bill retail energy customers for its service. Any fees received by THS will be paid by the electricity and/or natural gas supplier.

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Attachment C-7 Civil Proceedings

In 2019, a lawsuit was filed in Cook County, Illinois, against Engie Retail, LLC n/k/a Think Energy, an affiliate of Think Home Solutions, LLC, by the estate of a former customer.¹ The lawsuit alleged that a door-to-door contractor of Engie Retail assaulted the former customer during the marketing of retail electricity services. Engie Retail denied all allegations in the lawsuit. In 2023, the lawsuit was settled by Engie Retail's door-to-door contractor with no liability for Engie Retail.

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¹ *Kevin Hamblet v. Doe Jane 1-2, Energy Group Consults, Entrust Energy East Inc., Entrust Energy Inc., Exclusive Mass Marketing, Ariel Gary, Think Energy, Unknown Defendants 1-5, ENGIE Retail, LLC.* (Case Number: 2019L009086).

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Attachment 8 Formal and Escalated Actions

Think Home Solutions, LLC ("THS") has no actions or complaints to list. THS provides the following list of formal complaints or escalated actions or complaints made against its affiliate, Think Energy, LLC ("Think Energy") in the past five years:

State	Date Opened	Docket No.	Resolution Status
PA	8/24/2020	C-2020-3021494	Resolved – Certificate of Satisfaction filed on 9/11/2020
PA	1/12/2023	F-2023-3037602	Resolved – Certificate of Satisfaction filed on 2/14/2023
PA	1/25/2023	F-2023-3037821	Resolved – Certificate of Satisfaction filed on 2/8/2023
PA	4/9/2025	F-2025-3054501	Pending



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Attachment 10 Technical Fitness – Experience, Plan, Structure

Experience in the Electricity Industry

Think Home Solutions, LLC (“THS” or the “Company”) is a newly formed entity that hopes to launch its innovative service in Pennsylvania. THS is not currently serving customers in any jurisdiction, but the Company is seeking licensure to operate in Ohio (Docket No. 25-0257-EL-AGG) and New Jersey (Docket No. EE25030114L). THS will leverage its team of energy professionals led by an executive team with over sixty years combined experience in the energy industry. In addition to their leadership roles for THS and its affiliates, members of THS’s executive team have previously held senior leadership with companies such as Commerce Energy, Viridian Energy, Just Energy, and Crius Energy.

Summary and Proof of Licenses as a Supplier of Electric Services in Other Jurisdictions

As noted above, THS has applied for licensure to operate in Ohio and New Jersey, and is now also seeking approval to operate in Pennsylvania.

Type of Customers and Number of Customers Applicant Serves

THS has yet to begin operating. Therefore, it currently does not have any customers.

Staffing Structure and Numbers and Training Commitments

Prior to launching its product and before engaging with customers, THS’s employees—including its 10-person Customer Care Team—and agents, such as independent contractors, will be trained on THS’s products, services, and enrollment processes.

Business Plans for Operations within the Commonwealth

(i) General Statement of Services

By signing up for THS’s service, customers will grant THS agency authority to enroll customers for service with an energy supplier (natural gas and/or electricity) if the energy supplier chooses to offer an energy supply rate to the customer that is lower than the price to compare (“PTC”) offered by the customer’s local energy distribution company (“EDC”). Similarly, following customer enrollment with THS and placement with the energy supplier, if a distribution

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company's PTC is scheduled to fall below the price offered by the energy supplier, then the customer's service will be switched back to their local distribution company's PTC.

THS's service will remain in effect until the customer opts out. THS will not sign an energy supply contract with an energy supplier on the customer's behalf unless the customer benefits from the supplier's energy supply offer (i.e., it is priced at a rate lower than the customer's EDC's PTC).

THS will notify customers via email prior to enrolling them with the energy supplier. This notification will provide details on the proposed plan offered by the supplier. If the customer does not opt out, then THS will enroll the customer with the supplier. Prior to the end of the customer's initial term with the supplier, THS will review the supplier's offer(s); if the supplier does not offer a price that is lower than the customer's EDC's PTC, then the customer will be returned to their EDC's PTC.

(ii) Enrollment Processes

To enroll with THS, customers will need visit its website, select the THS product, and affirmatively consent to THS's service by entering information on THS's enrollment form, selecting check boxes during the enrollment process, and clicking on a button that simultaneously completes the enrollment and evidences the customer's intent to contract with THS.

During this enrollment process, THS will present customers with multiple opportunities to review THS's Terms of Service and Letter of Authorization. These opportunities will occur at different stages. The first stage will present customers with the opportunity to read THS's Terms of Service prior to customers entering information on THS's enrollment form. The second stage will encourage customers to read THS's Terms of Service and Letter of Authorization (and any other relevant documents) by presenting these documents through a link (or links) that are embedded in the check boxes that a customer will need to select to complete an enrollment. Shortly following enrollment with THS, THS will email a copy of the customer's signed Terms of Service, Letter of Authorization, and other documents to the customer. Customers may access these documents, too, by contacting THS's Customer Service Department.

Customers may cancel THS's service by contacting THS via phone, email, or paper mail.



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Attachment 11
Oversight of Marketing

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Think Home Solutions, LLC ("**Applicant**") does not intend to utilize door-to-door marketing, nor does it intend to conduct outbound telesales to market its services. Customers will be required to electronically self-enroll for Applicant's services.

Applicant anticipates that it will utilize marketing services of independent contractors that operate on behalf of its affiliate, Think+ Network, LLC ("**Think+**") to market Applicant's services. These independent contractors are permitted to refer customers for THS's services and are prohibited from engaging in telemarketing, robocalling, the sending of unsolicited emails, faxes or SMS text messages, mass mailings or media campaigns (print/radio/television) ("media campaigns"), or door-to-door sales campaigns to promote Applicant or any of its affiliates.

Think+ monitors the online activity of its independent contractors using a platform from a third-party vendor called FieldWatch, which scans the internet, including social media platforms, for violations and violations of Think+'s policies. If FieldWatch detects violations of Think+'s Terms & Policies and/or marketing violations, it notifies Think+ so that Think+ can take action to remove the violation and, if necessary, institute disciplinary action against the independent contractor.

Furthermore, Applicant will also conduct regular reviews of enrollments from customers referred by independent contractors of Think+ by searching for abnormalities in the enrollments (e.g., validating that if customer's name is used in an email address that it is substantially similar or equal to the customer's name on the enrollment; validating that a customer's phone number and/or email address do not match the phone number and/or email address of an independent contractor; validating that there are not multiple and distinct customer referral enrollments associated with the same IP address; validating that a single phone number and/or email address is not used across multiple, distinct customer enrollments; and that no customer referral enrollments associated with independent contractors were entered prior to the independent contractor's training date). If any of these factors are identified, Think+ will open an investigation into the referral enrollments and the independent contractors associated with the referral enrollments. If Think+ reasonably suspects an independent contractor has violated its Terms & Policies, which includes prohibition on slamming and deceptive practices, Think+ will suspend the independent contractor pending investigation. If Think+ reasonably concludes that the independent contractor engaged in slamming, the independent contractor's position with Think+ is terminated.

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Attachment 12
Office Resumes

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Officer resumes are attached herein.

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MICHAEL J. FALLQUIST

49 Beachside Ave • Westport, CT • 06880

michael.fallquist@gmail.com • www.linkedin.com/in/michael-fallquist • 917-975-3638



Mike Fallquist is Chief Executive Officer of Think Energy. Think Energy is a fast-growing sustainable energy company offering clean electricity and community solar products to residential and small commercial customers across 18 states and the District of Columbia.

Think Energy is a portfolio company of Energywell where Mike serves as a Director & Chief Executive Officer. Funded in November 2021, Energywell is an investment company with a \$100 million capital commitment from Oaktree Capital Management, L.P. and Hartree Partners L.P. to create a technology-driven sustainable energy platform.

Prior to his role with Energywell, Mike served as Chief Executive Officer & Director of Crius Energy, a publicly listed retail energy and solar provider that served approximately 1.4 million customers and generated revenue of \$1.235 billion and adjusted EBITDA of \$88.8 million in 2018. He was responsible for capital markets activities and successfully raised \$330.8 million through four public offerings on the Toronto Stock Exchange. He led the successful acquisition of 12 companies in the retail energy and solar industries, including TriEagle Energy, U.S. Gas & Electric, SunEdison and Verengo Solar. He developed innovative sales and marketing partnerships with iconic companies such as Comcast and SolarCity, and led initiatives for Crius Energy that resulted in several awards, including receiving the Energy Supplier of the Year award at the Energy Marketing Conference in 2014 and multiple J.D. Power Awards for the “highest in residential customer satisfaction.”

Crius Energy was acquired by Vistra Energy on July 15, 2019, for a total enterprise value of approximately \$650 million.

Prior to this, Mike was the Founder & Chief Executive Officer of Regional Energy Holdings, a privately held company that owned and operated multiple retail energy companies. It was acquired by Crius Energy in 2012. In this role, he created a new category in retail energy offering higher quality renewable energy products to consumers through the Viridian Energy brand and pioneered the “white label” sales strategy with Cincinnati Bell, FairPoint Communications and Frontier Communications. These innovative sales strategies resulted in adding more than 250,000 customers in less than three years. He was named Ernst & Young Entrepreneur of the Year Award in the Clean-Tech category for the New York region in 2012.

Earlier, Mike was Chief Operating Officer of Commerce Energy, a deregulated provider of electricity and natural gas products serving approximately 150,000 customers in 10 states. He was recruited to be part of the executive management team that turned around the company. He planned and implemented a successful company-wide restructuring, resulting in annual expense savings of nearly \$11 million.

Beyond the retail energy industry, Mike has held various roles in commodities, finance and consulting, including work for the Macquarie Group in Australia and in the United States, Deloitte Consulting and Towers Perrin.

Mike earned a Master of Business Administration at the Cornell University Johnson Graduate School of Management in Ithaca, NY. He earned a Bachelor of Arts, Economics Concentration, at Colgate University in Hamilton, NY, where he was New York State NCAA Rowing Champion and President of the Men’s Rowing Team.

Mike lives in Westport, CT, with his wife and two children. He is an avid traveler, an aspiring golfer and loves coaching and playing sports with his children.

Christian McArthur

Westport, CT 06880 • 203.505.1417 • cmcarthur1977@gmail.com

Summary

Proven energy industry executive and innovator with a rare combination of leadership, strategic thinking, and technical knowhow who excels at building platforms that drive growth opportunities and enable nimble operations.

- Instrumental in the rapid expansion of two, publicly traded energy companies, accelerating growth organically and through strategic M&A, with experience managing acquisitions valued at more than \$850 million during career.
- Brings experience leading a highly successful restructuring, building operational efficiencies, optimization of portfolio, and establishing an agile culture that exceeded expectations for timing and level of cost reductions.
- Recognized for pioneering approach to retail energy products and services, energy trading and forecasting, innovative product engineering and development, business intelligence and analytics, and strategic management skills.
- Hands-on leader who attracts and develops top talent, builds high-performing teams across the organization, and delivers exceptional operating and financial performance.

Experience

Energywell

2020 – Present

Energywell is a forward-thinking energy company that offers retail energy, community solar, and technology solutions, empowering businesses and consumers with sustainable, innovative energy products.

President and Chief Operating Officer

(2020– Present)

Leads the company's operations, technology, product development, and risk management/trading functions. Key focuses on driving operational excellence and innovation in energy solutions while ensuring profitability, enabling Energywell's growth across deregulated markets, community solar initiatives, and technology platform opportunities.

- Lead acquisition, integration, and growth of Think Energy from Engie Resources. Enabled increase in customer portfolio by 230% while reducing OPEX and improving profitability.
- Successfully onboarded 8 licensing partners to the Proton platform, building a technology licensing business that grew to \$5M in ARR in under 3 years.
- Enabled the launch of Energywell's Community Solar business, growing to support 10 states and onboarding more than 30k customers in under 3 years.

Crius Energy

2014 – 2019

Crius (TSX: KWH.UN), one of the largest independent energy retailers in the United States, providing electricity, natural gas, and solar energy products, was acquired by Vistra Energy in 2019.

Chief Operating Officer

(2018 – 2019)

Managed P&L of retail energy business with more than \$1 billion in annual revenue and \$100 million in annual EBITDA, with direct ownership of Operations, Trading, and Technology teams and accountability for customer enrollments, customer billing and revenue, commodity fulfillment, cost of goods sold, and operating G&A.

- Created, secured board approval, and implemented comprehensive restructuring program that exceeded cost-saving target ahead of schedule and facilitated sale of the company.

- Implemented automation and rebuilt core business processes, creating operating efficiencies that enabled the company to reduce headcount 50% and cut \$25+ million from G&A expense.
- Reorganized and enhanced operations, trading, technology, and project teams, and established an Agile framework, culture, and mindset.
- Optimized customer portfolio, rationalized service offerings, and intentionally shrunk customer base 15%, eliminating unprofitable business resulting in enhancement of total embedded margin by 7.3% within one year with a 25% value enhancement per average customer.
- Instrumental in sale of the business at a 60% premium to pre-deal stock price as the lead in preparing due diligence data and analysis.

Executive Vice President, Procurement, Pricing, and Product Engineering (2014 – 2018)

Managed costing, pricing, and structuring retail electricity and natural gas transactions for international operations, overseeing trading, risk management strategy, product development and pricing, customer analytics, and forecasting.

- Developed trading and energy procurement platform, including technology, process, and people, that enabled Crius to more than double its customer portfolio in five years and deliver a CAGR of 23.2% in EBITDA.
- Drove M&A activity valued at more than \$200 million USD, enabling expansion of customer segment, market, and sales channel.
- Designed and oversaw implementation of new product and sales strategies, leading to significant organic growth of customer portfolio.
- Developed and managed all business intelligence activities for operations, sales, and finance, including financial forecasting, risk management reporting, customer portfolio, and analysis

Just Energy 2003 – 2013

Just Energy (TSX: JE; NYSE: JE) is consumer company focus on electricity and natural gas, water quality and filtration, and utility conservation.

Senior Vice President, Supply Operations

Managed commodity supply portfolio, pricing and structuring, load forecasting, demand response and business intelligence, and market-related business development across 20 jurisdictions in the U.S. and Canada with a team of 30. Chair of Pricing and Products Committee and Charter Member of Risk Committee. Rapidly advanced from Analyst to Manager, Director, VP, and SVP.

- Instrumental in international expansion, managing growth of the supply desk from three Canadian markets to 20 across Canada and the U.S., propelling growth from 690,000 customers to more than 4 million.
- Championed and implemented demand response strategy using smart thermostats, better engaging customers and delivering an additional revenue stream, leading to a 15% investment in ecobee in 2012.
- Led valuation of all major acquisitions; totaling more than \$650 million USD.

Education

University of Waterloo, MAsc. Electrical Engineering, 2003

Queen's University, BAsc. Engineering Physics, 2001

ROOP BHULLAR

Westport, CT 06880 • 917.226.0316
roop.bhullar@yahoo.com • www.linkedin.com/in/rbhullar

PROFILE

Highly accomplished, operationally oriented CFO and executive team member with 15+ years of progressive experience leading the finance function.

- Forward-looking thought partner to the CEO across all strategic, financial, and operational matters.
- Dynamic financial leader with hands-on experience across all stages of the business lifecycle, from start-up to IPO and exit/sale.
- Proven ability building high-performing teams and robust financial infrastructure spanning accounting, FP&A, financial reporting, treasury, tax, internal audit, and risk management.
- Brings extensive M&A and capital market expertise leading numerous acquisitions, reorganizations, equity and debt financings, and managing lender and investor relations.
- Multifaceted CFO with international and turnaround experience, legal and tax background, and demonstrated flexibility to oversee a wide range of functions beyond finance, including legal, HR and operations.
- Operates with highest level of integrity, builds and fosters strong and lasting relationships, and inspires trust and confidence with colleagues, staff, and external stakeholders.

EXPERIENCE

Energywell, Southport, CT

2021 – Present

Energywell is a private equity backed energy company that offers retail energy, community solar, and technology solutions, empowering businesses and consumers with sustainable, innovative energy products.

Chief Financial Officer

Leads the company's finance function, including accounting, finance/FP&A, financial reporting, audit, treasury, tax and human resources.

- Integrated and set up accounting processes and controls for Think Energy acquisition.
- Negotiated and set up \$40M credit facility with EEMNA and manage day to day credit facility operations
- Provided financial due diligence for acquisition opportunities being evaluated.

Crius Energy, Norwalk, CT

2010 – 2019

Crius Energy Trust (TSX: KWH.UN), a \$1.2 billion energy supplier providing electricity, natural gas, and solar energy products through multiple brands to more than 1.2 million customers across 19 states and DC, was acquired by Vistra Energy (NYSE: VST) in 2019.

Chief Financial Officer

Member of executive team leading accounting, finance/FP&A, financial reporting, treasury, tax, investor relations, communications, internal audit, risk management functions, and a 45-person staff.

- Provided financial leadership throughout company lifecycle – from pre-revenue startup in 2010 to a \$100 million IPO in 2012 and exit in 2019 via sale to strategic competitor for \$550 million that generated a seven-year CAGR in rate of return to IPO shareholders of 9.2%.
- Executed \$100 million IPO, including concurrent merger of equals, complex cross-border tax structuring, re-audit, and conversion of financial statements from U.S. GAAP to IFRS, followed by three secondary public equity offerings totaling \$245 million.

- Partnered with CEO to manage board relations and run all capital markets activities, including institutional and retail investor relations, deal and non-deal investor marketing and roadshows, maintaining an average of six sell-side equity analyst relationships, and successfully navigating a dissident activist shareholder campaign.
- Managed \$250 million credit facility and structured supplier agreement, securing multiple expansions over eight years and syndication of the facility in 2018.
- Oversaw highly active M&A program, including financial analysis and due diligence for deal pipeline and consummation and integration of 13 acquisitions totaling \$585 million.
- Finance lead on board-initiated strategic review process to enhance shareholder value, resulting in divestiture of a non-core business and more than \$25 million (35%) in annual G&A cost savings through strategic repositioning, workforce restructurings, and outsourcing initiatives.
- Provided hands-on leadership of all day-to-day operations, bootstrapping during rapid growth start-up phase, and built out robust and scalable financial infrastructure and team to achieve IPO-readiness, including internal controls and ERM frameworks to meet C-SOX requirements.
- Instrumental in conceiving and launching an environmentally focused retail brand and multi-level marketing sales channel that grew to the 45th largest in the world within five years (on *Direct Selling News Global 100* ranking), with 29,000 sales associates, 300,000 customers, and \$328 million in revenue.

Commerce Energy, Costa Mesa, CA

2008 – 2010

Commerce Energy Group, Inc. (AMEX: EGR), a \$460 million energy supplier providing electricity and natural gas to more than 150,000 customers across 10 states, was acquired by Universal Energy (TSX: UEC) in 2008 and Just Energy (NYSE/TSX: JE) in 2009.

Director, Finance

Recruited with executive turnaround team to head accounting, SEC reporting, finance/FP&A, audit, taxation, treasury, risk management, and counterparty credit/collateral.

- Selected to lead comprehensive post-acquisition transition of FP&A, accounting systems, personnel, and operations following both acquisitions, including coordinating financial and accounting due diligence, negotiations, and structuring of a five-year, \$40 million structured supplier and credit facility.
- Instrumental in avoiding bank foreclosure while company was in financial distress during 2008 credit crisis through vigilant liquidity management and financial leadership of business restructurings, including workforce reductions, \$11 million in cost-savings, and a \$15 million asset sale.
- Provided financial and analytical leadership for financial restructuring, including all negotiations, structuring, and due diligence with potential lenders and acquirers, negotiations with existing primary and subordinated lenders on amendments to loan agreements, debt refinancing, restructuring, and eventual sale of the business.

King Country Energy, Taumarunui, New Zealand

2003 – 2006

King Country Energy Ltd. (USX: KCE) is a \$75 million energy supplier and hydro-power generation company serving more than 19,000 customers in the central North Island region of New Zealand.

Finance Manager/Controller and Corporate Secretary

Member of executive team leading finance function, reporting to CEO and Board. Instrumental in management of strategy, sales/marketing, customer service, operations, commodity hedging/ risk management, IT, and HR.

- Re-engineered and streamlined financial reporting processes and up-skilled staff to improve team performance, including expediting year-end accounts and audit process by one month and monthly accounts process by more than 20 days, representing a reduction of more than 50%.
- Initiated and secured board approval for strategic review of retail electricity tariff structure and cost overhead benchmarking model, providing new insights allowing targeted improvements in margins and cost competitiveness, resulting in a 15% improvement in retail profitability.

- Headed cross-functional team initiative to benchmark and improve debt recovery, achieving a 22% improvement to industry-leading levels.

Deloitte, Auckland, New Zealand

1998 – 2003

Tax Manager, Senior Tax Consultant, Tax Consultant.

Managed ledger of 50+ multinational, national, and middle-market corporate clients, supervising a team of seven, including performance evaluation, training, and mentoring.

- Co-headed specialist M&A/Transaction Services team, providing due diligence and tax advice on mergers, international tax planning, and inbound and outbound deal structuring and execution.
- Received nationwide award for highest individual Client Service Matrix sales in 2002 and led winning team. Recognized as nationwide specialist in selling Depreciation Maximization products.
- Received merit-based two-year fast-track promotions to Senior Consultant and then Manager.

EDUCATION

UCLA Anderson School of Management, Los Angeles, CA

MBA, Finance & Strategy, 2008

Dean's Scholar (top 10% of class), Dean's List, Exceptional International Student Fellowship, Graduate Teaching Assistant (Business Strategy, Marketing Management), Director – South Asian Business Association.

University of Waikato, Hamilton, New Zealand

Bachelor of Management Studies (BMS Hon), Accounting, 1997

Bachelor of Laws (LLB), Commercial/Corporate Law, 1997

Graduated with First Class Honors and highest marks in Advanced Taxation, Constitutional Law, Administrative Law, and Intro to Accounting & Finance.

PROFESSIONAL AFFILIATIONS

Chartered Accountant: Member of Chartered Accountants Australia and New Zealand (CA ANZ), 2001

Admitted to the Bar as Barrister & Solicitor of New Zealand High Court, 1998

JONATHAN RUBENSTEIN

Dallas, Texas • 214.676.6354

jrubenstein77@gmail.com

PROFILE

Highly skilled attorney with extensive energy and intellectual property experience, both as a partner at one of the world's leading law firms and as an energy company executive. Handled, as a private practice attorney for nearly 20 years, significant matters for retail energy companies, oil and gas exploration companies, and service companies. Currently leading, as an executive and General Counsel for the past 3 years, a retail energy company's legal, regulatory, and compliance teams.

EXPERIENCE

Energywell, Southport, CT **2021 – Present**

Energywell is a private-equity-backed energy company that offers retail energy, community solar, and technology solutions, empowering businesses and consumers with sustainable, innovative energy products.

General Counsel and Corporate Secretary

Member of the Executive Team responsible for leading the company's legal, regulatory, and compliance functions.

- Evaluating various merger and acquisition opportunities, including the completion of Energywell's 2022 acquisition of Think Energy.
- Negotiating contracts with technology clients, licensing partners, and vendors.
- Leading and guiding the team of attorneys and regulatory compliance specialists with required regulatory filings, responses to inquiries from regulatory agencies regarding operations or customer complaints, and overseeing the company's network of independent contractors that market the company's products.

Baker Botts, L.L.P., Dallas, TX

2002 – 2021

One of the world's leading law firms in the fields of energy and intellectual property.

Partner

- Represented energy and technology companies in litigation matters on a wide range of commercial and intellectual property issues as well as transactional matters relating to ongoing litigation.
- Tried commercial and intellectual property lawsuits to juries in state and federal courts around the United States, and handled commercial arbitration matters in both the United States and around the world.
- Advised clients on cross-border disputes and foreign proceedings.

EDUCATION

Pepperdine University School of Law, Malibu, CA

J.D., magna cum laude, 2002

University of California at Los Angeles, Los Angeles, CA

Bachelor of Arts, Economics; Minor, Accounting, 1999

PROFESSIONAL AFFILIATIONS

State Bar of Texas (2002-Present)

CERTIFICATE OF SERVICE

On this the 25th day of April 2025, I certify that a true and correct copy of the foregoing Application and all **NON-CONFIDENTIAL** attachments have been served by First Class U.S. Mail upon the following:

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

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

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

Department of Revenue
Bureau of Compliance
PO Box 281230
Harrisburg, PA 17128-1230

Office of Small Business Advocate
Forum Place
555 Walnut Street, 1st Floor
Harrisburg, PA 17101

Vice President – Energy Supply
Corning Natural Gas Holding Corporation
330 West William Street
Corning, NY 14830

Legal Department
West Penn Power d/b/a Allegheny Power
800 Cabin Hill Drive
Greensburg, PA 15601-1689

Manager Energy Acquisition
PECO Energy Company
2301 Market Street
Philadelphia, PA 19101-8699

Regulatory Affairs
Duquesne Light Company
411 Seventh Street, MD 16-4
Pittsburgh, PA 15219

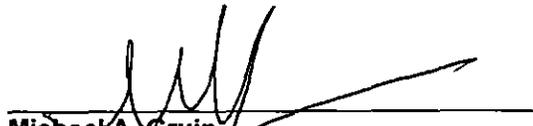
Office of General Counsel
Attn: Kimberly A. Klock
PPL
Two North Ninth Street (GENTW3)
Allentown, PA 18101-1179

Legal Department
First Energy
2800 Pottsville Pike
Reading PA, 19612

UGI Utilities, Inc.
Attn: Rates Dept. – Choice Coordinator
1 UGI Drive
Denver, PA 17517

Citizens' Electric Company
Attn: EGS Coordination
1775 Industrial Boulevard
Lewisburg, PA 17837

Wellsboro Electric Company
Attn: EGS Coordination
33 Austin Street
P. O. Box 138
Wellsboro, PA 16901


Michael A. Gruin

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