

PIPP Supplier Application

Duke Energy Ohio, Inc.'s Percentage of Income Plan ("PIPP") RFP

PIPP SUPPLIER APPLICATION Duke Energy Ohio, Inc.'s PIPP RFP

INSTRUCTIONS

This document is the PIPP Supplier Application.

For further information, consult the Information Website.

Unless otherwise defined, capitalized terms in this document have the definitions provided in either the Glossary or the Master PIPP Supply Agreement.

PIPP SUPPLIER APPLICATION SUBMISSION

To become Registered Bidders for the PIPP RFP, Applicants must submit the following through the PIPP RFP online portal by the PIPP Supplier Application Due Date:

- 1. PDF Application Form:** One (1) scanned copy of the PIPP Supplier Application document with valid signatures, notarized signatures where applicable;

- 3. Supporting Documentation:** One (1) copy of required financial statements and other requested documents supporting the Application as specified in Appendix A; and

- 4. Changes to Credit Documents (Optional):** Any suggested modifications to the templates for the Pre-Bid Letter of Credit, the Letter of Intent to Provide a Guaranty, the Letter of Reference, the SSO Supplier Letter of Credit, or the Form of Guaranty ("Credit Documents") must be provided to the PIPP RFP Manager in an electronic, red-lined version.

Inquiries may be directed to the PIPP RFP Manager by email at Duke-EnergyPIPPRFPManager@crai.com. Inquiries also can be made through the Information Website.

The completed PIPP Supplier Application and modifications to the Credit Documents MUST be received by the PIPP RFP Manager no later than 12:00 p.m. noon prevailing Eastern Time on the PIPP Supplier Application due date as posted in the timeline on the Information Website.

CONFIDENTIALITY OF PIPP SUPPLIER APPLICATION SUBMISSIONS

All Applicants are required to comply with the Communications Protocols.

Confidentiality requirements specific to the PIPP Supplier Application are reiterated below.

CONFIDENTIALITY OF CREDIT INFORMATION

Any information and materials that you submit in this PIPP Supplier Application may be provided on a confidential basis to the PIPP RFP Manager Team and the Public Utilities Commission of Ohio (“PUCO” or “Commission”) and their representatives. Information that you provide in this PIPP Supplier Application, except for information regarding bidding agreements provided in Section 1.11, may be provided on a confidential basis to representatives of Duke Energy Ohio for a creditworthiness assessment.

PIPP SUPPLIER APPLICATION Duke Energy Ohio, Inc.’s PIPP RFP

This PIPP Supplier Application is the application form to become a Registered Bidder in Duke Energy Ohio’s PIPP RFP. Only certified CRES Suppliers in the Duke Energy Ohio service area will be allowed to participate in the RFP.

I. Background Information

Before completing this form, please review the Bidding Rules document for this RFP (“Bidding Rules”), the Master PIPP Supply Agreement, the Communications Protocols, and other documents posted on the Information Website so that you understand the conditions under which the RFP will be conducted.

II. Confirmation of Receipt

Online delivery: Once your PIPP Supplier Application is submitted online through the PIPP RFP online portal, an email will be sent to the Authorized Representative and Delegate to confirm receipt of the completed online application.

III. Incomplete Applications

If your PIPP Supplier Application is incomplete or requires clarification, the PIPP RFP Manager will send a deficiency notice to your Authorized Representative by email. You will have until 12:00 p.m. noon prevailing Eastern Time on the PIPP Supplier Application Due Date, or until 5:00 p.m. prevailing Eastern Time on the Business Day following the Business Day during which a deficiency notice is sent to you, whichever comes later, to respond. If you do not correct or adequately explain the deficiency within the time allowed, your PIPP Supplier Application may be rejected and you may be unable to participate in the RFP. All corrections to remedy deficiencies within an Applicant's PIPP Supplier Application must be sent via email. The Authorized Representative needs to sign and date next to the correction(s) to the PIPP Supplier Application and send to the PIPP RFP Manager by email to Duke-EnergyPIPPRFPManager@crai.com.

IV. Late Applications

PIPP Supplier Applications received after the stated deadline will NOT be accepted under any circumstances.

V. Notification to Registered Bidders

If you become a Registered Bidder for the RFP, the PIPP RFP Manager will send a Notification to Registered Bidder to your Authorized Representative by email after the PIPP Supplier Application Due Date.

PIPP SUPPLIER APPLICATION FORMS

1.1 Applicant Basic Information

Name of Applicant (Company Name)

Legal Name of Applicant (if different from above)

Place of Incorporation, if applicable

Federal Tax I.D.

D&B DUNS #

Please state whether the Applicant is a corporation, partnership, etc

Years in Business

URL for Applicant's Website

Has the Applicant participated in a prior Duke Energy Ohio, Inc. PIPP RFP?

If yes, indicate the most recent RFP date (month, year):

1.2 Authorized Representative

The Authorized Representative is authorized to represent the Applicant in the RFP. The Authorized Representative will receive all documentation related to the RFP if and when the Applicant becomes a Registered Bidder, including any RFP procedures and Confidential Information required for the submission of bids. The Authorized Representative must ensure that only authorized persons act on behalf of the Applicant in the RFP. The Authorized Representative is the only person authorized to distribute RFP procedures and Confidential Information and should do so in accordance with the Communications Protocols. The integrity of the RFP depends upon each Authorized Representative safeguarding Confidential Information and passwords used in the RFP. The PIPP RFP Manager will communicate exclusively with the Authorized Representative or, if instructed by the Authorized Representative, with a Delegate, as designated in this PIPP Supplier Application.

The person designated below is the Applicant's Authorized Representative.

Last Name

Given Name(s)

Title

Street Address

City

State

Zip Code

Telephone No.

Cell Phone No.

Fax No.

Email Address

Communications with the Authorized Representative for purposes of the PIPP Supplier Application are typically done via email and courier.

The Applicant hereby acknowledges that any notification or other communication given by the PIPP RFP Manager to the Applicant with respect to the PIPP Supplier Application shall be delivered by courier to the address provided above or emailed to the email address above and shall be deemed received by the Applicant at the time of delivery, provided that where delivery occurs after 5:00 p.m. prevailing Eastern Time on a Business Day or on a day which is not a Business Day, receipt shall be deemed to occur at 8:00 a.m. prevailing Eastern Time on the following Business Day.

This certification must be signed by the Authorized Representative and the signature must be notarized.

I hereby certify that I am authorized by the Applicant to serve as Authorized Representative, to represent the Applicant both (i) in the RFP, and (ii) to represent the Applicant for purposes of this PIPP Supplier Application. I further certify that I will be responsible for all Confidential Information regarding the RFP and I will distribute Confidential Information only to other individuals who are authorized to act on behalf of the Applicant according to the Communications Protocols.

Signature of Authorized Representative

Date

Signature and Seal from Notary Public

Date

The person designated in this section by the Applicant is the Delegate. The PIPP RFP Manager will communicate with the Delegate if instructed to do so by the Authorized Representative.

Last Name

Given Name(s)

Company Name

Title

Street Address

City

State

Zip Code

Telephone No.

Cell Phone No.

Fax No.

Email Address

1.3 Designation of the Applicant's Authorized Representative and Delegate for the RFP

This certification should be signed by an officer or director of the Applicant and should either be notarized or attested with the corporate seal. The person making this certification cannot be either the Authorized Representative or the Delegate.

I certify that I am an officer or director of the Applicant, empowered to undertake contracts and bind the Applicant. I have read and accept the Bidding Rules, the provisions contained in the Master PIPP Supply Agreement, and the provisions of the Communications Protocols pertaining to bidders in the RFP.

All the information contained in this Application is true and correct to the best of my knowledge. If there are material changes to the Applicant's information provided in this PIPP Supplier Application, I agree to notify the PIPP RFP Manager. I designate _____ to act as the Authorized Representative of the Applicant in the RFP and _____ to act as Delegate for the Authorized Representative. I am not designating myself as Authorized Representative or Delegate.

Signature of Officer or Director of the Applicant

Date

Printed Name

Title

Signature and Seal from Notary Public

Date

1.4 Applicant's Legal Representative in Ohio

Please check here if the Applicant's Authorized Representative is also the Applicant's Legal Representative. The Applicant's Legal Representative in Ohio must:

- be a legal counsel or a representative agent;
- have an address in Ohio; and
- be authorized and agree to accept service of process on the Applicant's behalf.

The person designated below is the Applicant's Legal Representative or Representative Agent.

Last Name

Given Name(s)

Title

Company Name

Street Address

City

State

Zip Code

Telephone No.

Cell Phone No.

Fax No.

Email Address

This certification must be signed by the Legal Representative and the signature must be notarized.

I agree to serve as Legal Representative of the Applicant. I am authorized and I agree to receive service of process on the Applicant's behalf.

Signature of Legal Representative

Date

Signature and Seal from Notary Public

Date

1.5 Applicant's Credit Representative

The Applicant's Credit Representative is the Applicant's in-house Credit Representative who can answer questions or provide information about the Applicant's credit with respect to the requirements for the RFP.

The person designated below is the Applicant's Credit Representative.

Last Name

Given Name(s)

Title

Street Address

City

State

Zip Code

Telephone No.

Cell Phone No.

Fax No.

Email Address

1.6 General Requirements to Participate in the RFP

1. If the Applicant already is a Transmission Customer of PJM who has executed the applicable PJM Agreements as that term is defined in the Master PIPP Supply Agreement, please check and please provide a copy of the signature page of the PJM Agreements.

Otherwise, please certify that there exist no known impediments for the Applicant to execute the applicable PJM Agreements prior to the start of the supply period.

Signature of Authorized Representative

Date

2. If the Applicant already has PJM E-Accounts necessary to provide PIPP Supply, please check and please provide documentation from PJM that the Applicant has a PJM E-Account.

Otherwise, please certify that there exist no known impediments for the Applicant to establish any PJM E-Accounts necessary to provide PIPP Supply and execute the PJM E-Account contract(s) for the supply period by the start of the supply period.

Signature of Authorized Representative

Date

3. If the Applicant already is a PJM Market Participant and a Load Serving Entity in PJM, please check and please provide documentation from PJM that the Applicant is a Market Participant.

Otherwise, please certify that there exist no known impediments for the Applicant to become a PJM Market Participant and a Load Serving Entity in PJM by the start of the supply period.

Signature of Authorized Representative

Date

4. Further, please certify that:

- a) The Applicant and its corporate officers have no indictments or pending criminal litigation in any federal, state or local jurisdiction relating to the Applicant;
- b) The Applicant and its corporate officers have no criminal convictions;
- c) The Applicant has no civil penalties, judgments, sanctions or consent decrees arising out of the violation of any law, rule, regulation or ordinance in connection with its business activities;
- d) The Applicant has not had any permit or authority to do business in any jurisdiction revoked or suspended; and
- e) The Applicant has never been barred from public bidding or sanctioned for unauthorized disclosure of confidential information.

Signature of Authorized Representative

Date

If you are unable to make these certifications in Section 1.6, subsections (1) to (4), please state which certifications you are unable to make and explain all reasons in the space given below.

1.7 Financial and Credit Information for the Applicant

Please provide the following information for the Applicant:

- a) If the Applicant is an SEC registrant, provide the Form 10-K most recently filed with the SEC. If unavailable, please provide most recent audited annual financial information (including a balance sheet, income statement, cash flow statement, and related footnotes);
- b) If the Applicant is an SEC registrant, provide the Form 10-Q most recently filed with the SEC. If unavailable, please provide most recent quarterly financial information (including a balance sheet, income statement, cash flow statement, and related footnotes);
- c) If the Applicant is not an SEC registrant, or if the Applicant is an SEC registrant and both the Form 10-K and Form 10-Q most recently filed with the SEC are not available, please provide most recent annual (audited) and quarterly financial data, including related footnotes, accompanied by an attestation by the Applicant's Chief Financial Officer that the information submitted is true, correct and a fair representation of the Applicant's financial condition;
- d) The following financial information along with page references to the relevant financial filings submitted;

	Amount (\$)	Financial Document Page Number	Financial Document Source	Date of Financial Document Source
Goodwill				
Shareholders' Equity				
Net Intangible Assets				

- e) Applicant's senior unsecured debt ratings from the following three rating agencies if available;

	Rating	Date of the Rating
Moody's		
Standard & Poor's		
Fitch		

If senior unsecured debt ratings are unavailable, but corporate or issuer ratings are available, please provide the corporate or issuer ratings, and the date of the rating, along with documentation showing the name of the rating agency, the type of rating, and the rating of the Applicant:

	Rating	Date of the Rating
Moody's		
Standard & Poor's		
Fitch		

- f) If the Applicant has not been incorporated or otherwise formed under the laws of the United States, the Applicant is asked to provide in addition to a)-f) above:
- i. A legal opinion acceptable to Duke Energy Ohio of counsel qualified to practice in the foreign jurisdiction in which the Applicant is incorporated or otherwise formed that the Master PIPP Supply Agreement will become the binding obligation of the Applicant in the jurisdiction in which it has been incorporated or otherwise formed.
 - ii. Any additional information that the Applicant wishes to give that could provide comparable credit assurances to those that are provided by other Applicants that have been incorporated or otherwise formed under the laws of the United States.

An Applicant that has not been incorporated or otherwise formed under the laws of the United States and that does not provide this information or any information that could provide comparable assurances of creditworthiness will be required to post the maximum Pre-Bid Security with its PIPP Supplier Application.

Further, if such Applicants become PIPP Suppliers, they will be required to submit additional documents as detailed in Article 5 of the Master PIPP Supply Agreement, including:

- A legal opinion of counsel qualified to practice in the foreign jurisdiction in which the PIPP Supplier is incorporated or otherwise formed that this Agreement is, or upon the completion of execution formalities will become, the binding obligation of the PIPP Supplier in the jurisdiction in which it has been incorporated or otherwise formed;
- The sworn certificate of the corporate secretary (or similar officer) of such PIPP Supplier that the person executing the Agreement on behalf of the PIPP Supplier has the authority to execute the Agreement and that the governing board of such PIPP Supplier has approved the execution of the Agreement; and

- The sworn certificate of the corporate secretary (or similar officer) of such PIPP Supplier that the PIPP Supplier has been authorized by its governing board to enter into agreements of the same type as the Master PIPP Supply Agreement.

Is the Applicant and/or its parent:

	Applicant		Parent	
	Yes	No	Yes	No
Operating under federal bankruptcy laws or bankruptcy laws in any jurisdiction?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Subject to pending litigation or regulatory proceedings (in state court, or in federal court, or from regulatory agencies, or in any other jurisdiction) which could materially impact the Applicant's and/or parent's financial condition?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Subject to collection lawsuits or outstanding judgments that could impact solvency?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please provide a statement disclosing any existing, pending or past adverse rulings, judgments, litigation, contingent liabilities, revocations of authority, administrative, regulatory (State, FERC, SEC or DOJ) investigations and any other matters relating to financial or operational status for the past three years that arise from the sale of electricity or natural gas, or that materially affect current financial or operational status.

1.8 Guarantor Information

The Guarantor information is required only if the Applicant expects to have a third party act as a Guarantor should the Applicant become a PIPP Supplier.

Please check here if this section does not apply to you because you will not have a third party act as a Guarantor and proceed to the next section.

Basic Information for the Guarantor

Name of Guarantor

Legal Name of Guarantor (if different from above)

Place of Incorporation, if applicable

Federal Tax I.D.

D&B DUNS #

Please state whether the Guarantor is a corporation, partnership, etc

Years in Business

Guarantor's Contact Information

Last Name

Given Name(s)

Title

Street Address

City

State

Zip Code

Telephone No.

Cell Phone No.

Fax No.

Email Address

The Guarantor's Credit Representative

The Guarantor's in-house Credit Representative is the individual who can answer questions or provide information about the Guarantor's credit with respect to the requirements for the RFP.

The person designated below is the Guarantor's Credit Representative.

Last Name

Given Name(s)

Title

Street Address

City

State

Zip Code

Telephone No.

Cell Phone No.

Fax No.

Email Address

Please provide the following information for the Guarantor:

- a) If the Guarantor is an SEC registrant, provide the Form 10-K most recently filed with the SEC. If unavailable, please provide most recent audited annual financial information (including a balance sheet, income statement, cash flow statement, and related footnotes);
- b) If the Guarantor is an SEC registrant, provide the Form 10-Q most recently filed with the SEC. If unavailable, please provide most recent quarterly financial information (including a balance sheet, income statement, cash flow statement, and related footnotes);
- c) If the Guarantor is not an SEC registrant, or if the Guarantor is an SEC registrant and both the Form 10-K and Form 10-Q most recently filed with the SEC are not available, please provide most recent annual (audited) and quarterly financial data, including related footnotes, accompanied by an attestation by the Guarantor's Chief Financial Officer that the information submitted is true, correct and a fair representation of the Applicant's financial condition;
- d) The following financial information along with page references to the relevant financial filings submitted;

	Amount (\$)	Financial Document Page Number	Financial Document Source	Date of Financial Document Source
Goodwill				
Shareholders' Equity				
Net Intangible Assets				

- e) Guarantor’s senior unsecured debt ratings from the following three rating agencies if available;

	Rating	Date of the Rating
Moody’s		
Standard & Poor’s		
Fitch		

If senior unsecured debt ratings are unavailable, but corporate or issuer ratings are available, please provide the corporate or issuer ratings, and the date of the rating, along with documentation showing the name of the rating agency, the type of rating, and the rating of the Guarantor:

	Rating	Date of the Rating
Moody’s		
Standard & Poor’s		
Fitch		

- f) If the Guarantor has not been incorporated or otherwise formed under the laws of the United States, the Guarantor is asked to provide in addition to a)-f) above:
- i. A legal opinion acceptable to Duke Energy Ohio of counsel qualified to practice in the foreign jurisdiction in which the Guarantor is incorporated or otherwise formed that the Guaranty will become the binding obligation of the Guarantor in the jurisdiction in which it has been incorporated or otherwise formed.
 - ii. Any additional information that the Guarantor wishes to give that could provide comparable credit assurances to those that are provided by other Guarantors that have been incorporated or otherwise formed under the laws of the United States.

An Applicant whose Guarantor has not been incorporated or otherwise formed under the laws of the United States and that does not provide this information or any information that could provide comparable assurances of creditworthiness will be required to post the maximum Pre-Bid Security with its PIPP Supplier Application.

Further, if an Applicant with such a Guarantor becomes an PIPP Supplier, the Guarantor will be required to submit additional documents as detailed in Article 5 of the Master PIPP Supply Agreement, including:

- A legal opinion of counsel qualified to practice in the foreign jurisdiction in which the Guarantor is incorporated or otherwise formed that this Guaranty is, or upon the completion of execution formalities will become, the binding obligation of the Guarantor in the jurisdiction in which it has been incorporated or otherwise formed;
- The sworn certificate of the corporate secretary (or similar officer) of such Guarantor that the person executing the Guaranty on behalf of the Guarantor has the authority to execute the Guaranty and that the governing board of such Guarantor has approved the execution of the Guaranty; and
- The sworn certificate of the corporate secretary (or similar officer) of such Guarantor that the Guarantor has been authorized by its governing board to enter into agreements of the same type as the Guaranty.

Is the Guarantor and/or its parent (if applicable):

	Guarantor		Parent	
	Yes	No	Yes	No
Operating under federal bankruptcy laws or bankruptcy laws in any jurisdiction?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Subject to pending litigation or regulatory proceedings (in state court, or in federal court, or from regulatory agencies, or in any other jurisdiction) which could materially impact the Guarantor's and/or parent's financial condition?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Subject to collection lawsuits or outstanding judgments that could impact solvency?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please provide a statement disclosing any existing, pending or past adverse rulings, judgments, litigation, contingent liabilities, revocations of authority, administrative, regulatory (State, FERC, SEC or DOJ) investigations and any other matters relating to financial or operational status for the past three years that arise from the sale of electricity or natural gas, or that materially affect current financial or operational status of the Guarantor.

1.9 Additional Certifications

The RFP Bidding Rules, the Master PIPP Supply Agreement, the Communications Protocols, and the Information Website include important information that an Applicant should understand prior to participating in the RFP.

- a) Please certify that you are a certified CRES Supplier in the Duke Energy Ohio service area.

Signature of Authorized Representative Date

- b) Please certify that you have read the RFP Bidding Rules and that you will comply with these rules.

Signature of Authorized Representative Date

- c) Please certify that you have read the Master PIPP Supply Agreement and that you accept its terms. Please also certify that if you become a winning Bidder, you will execute the Master PIPP Supply Agreement within three (3) Business Days following the close of the RFP:

Signature of Authorized Representative Date

- d) No Registered Bidder in the RFP shall substitute another party, transfer its rights to another party, or otherwise assign its status as a Registered Bidder to another party. Any such substitutions, transfers, or assignments shall be null and void and will result in the exclusion of the Registered Bidder from the RFP. Please certify that you agree to the limitation set forth in this paragraph.

Signature of Authorized Representative Date

The Bidding Rules and Communications Protocols include restrictions on the disclosure of Confidential Information. For purposes of the following certifications, the definition of Confidential Information relative to bidding strategy is defined according to Section 11 of the Bidding Rules:

- e) Please certify that you agree not to disclose any Confidential Information relative to bidding strategy to any party that may have an effect on the participation of another bidder, prospective bidder, or on any of the bids that another bidder would be willing to submit.

Signature of Authorized Representative Date

- f) Please certify that, to the extent Confidential Information relative to bidding strategy is disclosed within your organization or to a third party, you will ensure that sufficient precautions are taken to ensure that such Confidential Information is not made public or made available to another Bidder. Such precautions include, but are not limited to confidentiality agreements, non-disclosure agreements, firewalls, and other contractual or structural protections that would maintain the confidential nature of a Bidder's bidding strategy.

Signature of Authorized Representative Date

If unable to make the certifications requested above please identify the nature of your need to disclose Confidential Information without sufficient precautions to ensure that such Confidential Information is not made public or made available to another bidder.

1.10 Bidding Agreements

Please note that Duke Energy Ohio will not review information provided in this section.

Please check here if you will be bidding independently and not as a party to any bidding agreement with another party or through any other arrangement involving joint or coordinated bidding with any other party and proceed to the next section.

Otherwise, please indicate below whether you are a party to or a part of a bidding agreement, a joint venture, a bidding consortium, or other arrangements for purposes of participating in the RFP or pertaining to bidding in the RFP. Please also provide the names of the other parties to the bidding agreement or other arrangement.

Note: All parties involved in a bidding agreement, a joint venture, a bidding consortium, or other arrangements for purposes of participating in the RFP must be certified CRES Suppliers who have applied to serve customers within the Duke Energy Ohio service area. Any party that is not a certified CRES Supplier in the Duke service area is not allowed to participate in this RFP, whether they are acting independently or as part of an arrangement with a CRES Supplier.

Other parties to the arrangement:

- | | |
|--|---|
| <input type="checkbox"/> Bidding Agreement | <input type="checkbox"/> Bidding Consortium |
| <input type="checkbox"/> Joint Venture | <input type="checkbox"/> Other (define) |

If you are part of a bidding agreement, bidding consortium or joint venture, you must nominate a single party to the bidding agreement, bidding consortium or joint venture to fulfill the creditworthiness requirements. This party may have a Guarantor. Please indicate below which party from the bidding agreement, bidding consortium, or joint venture will be fulfilling the creditworthiness requirements:

Name of the single Party fulfilling the creditworthiness requirements:

The Authorized Representative of the party named above must sign here to acknowledge the fact that this party has agreed to fulfill the creditworthiness requirements:

Signature of Authorized Representative

Date

1.11 Justification of Omissions

If you are unable to provide all documents or all information requested in this PIPP Supplier Application, please justify fully any omissions in the space provided below.

1.12 Pre-Bid Security

All Applicants will be required to submit pre-bid security for an amount equal to \$250,000. Applicants may also be required to post additional pre-bid security. If required, this amount will be equal to \$500,000. The amount of pre-bid security required will be based on the credit information provided in Section 1.7 or Section 1.8 of this PIPP Supplier Application.

NOTE: Stand-alone investment-grade companies with a sufficient Independent Credit Threshold (ICT) to cover the amount of additional Pre-Bid Security are not required to post additional security. All other Bidders are required to post additional Pre-Bid Security in the form of a Letter of Intent to Provide a Guaranty and/or a Letter of Reference for an amount not to exceed their ICT. If necessary, additional cash or a Letter of Credit may be provided in lieu of a Letter of Reference.

After your PIPP Supplier Application has been reviewed and approved by the PIPP RFP Manager, your Authorized Representative will be sent a notification including the amount of pre-bid security that is required in order to participate in the PIPP RFP. While proposed changes to credit documents are due by the PIPP Supplier Application Due Date, pre-bid security and additional pre-bid security will be due at a later date.

Credit Documents in support of your Pre-Bid Security should be in the form provided on the Information Website or as approved in modified form.

Please check here if you plan to submit a cash deposit as Pre-Bid Security.

Please check here if you plan to submit a Letter of Credit as Pre-Bid Security.

Please check here if you plan to submit a Letter of Intent to Provide a Guaranty from the named Guarantor on the PIPP Supplier Application Forms [Section 1.8] as additional Pre-Bid Security.

Please check here if you plan to submit a Letter of Reference from a bank as additional Pre-Bid Security.

If you plan to submit a Letter of Credit, in the space below, please provide instructions for returning the Letter of Credit once it can be cancelled.

If you plan to submit a cash deposit, please attach a copy of your W9 (for tax ID) and banking information on your company's letterhead (signed and dated) and, in the space below please provide wiring instructions for returning your cash deposit.

1.13 Certifications by Authorized Representative

Please consult the list of certified CRES Suppliers within the Duke Energy Ohio service area. The following certifications are those contained in the “Association and Confidential Information Rules” of the Bidding Rules for the RFPs (“Bidding Rules”). Please consult the criteria for associations and the definition of Confidential Information in the Bidding Rules. Please also consult the Communications Protocols to understand the requirements regarding the treatment of Confidential Information.

Please make the following certifications. All Registered Bidders, including each party to a Bidding Consortium, Bidding Agreement or Joint Venture for the purpose of bidding in the RFP, must make these certifications. The following certifications (1) to (8) will apply from the time you become a Registered Bidder until the results of the RFP are finalized. Completion of the following certifications also signifies your acknowledgement that you do not know of or cannot reasonably anticipate, at the time of this PIPP Supplier Application, any events that might cause these certifications to become untrue during the period to which each certification applies. If you cannot make one or more of these certifications, please disclose the necessary information to explain why you cannot make these certifications.

- (1) Please certify that you are not associated with another certified CRES Supplier in the Duke Energy Ohio service area according to the criteria as defined in the Bidding Rules.

Signature of Authorized Representative

Date

If unable to make certification (1) requested above please identify the certified CRES Supplier(s) in the Duke Energy Ohio service area with whom you are associated and the nature of the association.

- (2) Please certify that, other than parties explicitly named in Section 1.10 of your PIPP Supplier Application as parties with whom you have entered into a Bidding Agreement, Joint Venture for the purpose of bidding in the RFP, or Bidding Consortium or other arrangement pertaining to bidding in the RFP, you have not entered into any agreement with another certified CRES Supplier in the Duke Energy Ohio service area, directly or indirectly, regarding bids in the RFP, including, but not limited to, the amount to bid.

Signature of Authorized Representative

Date

- (3) Please certify that any person who will be advising or assisting you with bidding strategy in the RFP, with estimation of the value of the product, or with the estimation of the risks associated with serving PIPP Load (an advisor) will either (i) not provide any similar advice or assistance to any other certified CRES Supplier in the Duke Energy Ohio service area; or (ii) if such person will provide similar advice or assistance to another certified CRES Supplier in the Duke Energy Ohio service area, or if such person will be privy to Confidential Information relative to any other certified CRES Supplier's bidding strategy, that appropriate protections have been put into place to ensure that the advisor does not serve as a conduit of information between, or as a coordinator of the bidding strategies of, multiple bidders, and please describe such appropriate protections in the space below.

Signature of Authorized Representative

Date

If unable to make certification (3) requested above please name the advisor(s) and the Registered Bidder(s) concerned.

- (4) Please certify that you are not a party to any contract for the purchase of power that might be used as a source of supply for PIPP Service, and that (i) would require the disclosure of any Confidential Information (Confidential Information relative to the bidding strategy or Confidential Information regarding the RFP) to the counterparty under such a contract; or (ii) that would require the disclosure of any Confidential Information (Confidential Information relative to the bidding strategy or Confidential Information regarding the RFP) to any other party; or (iii) that would provide instructions, direct financial incentives, or other inducements for the Bidder to act in a way determined by the counterparty in the agreement and/or in concert with any other Bidder in the RFP. Notwithstanding the above, you may, during negotiations prior to the RFP for contractual arrangements for power to serve PIPP Load were you to be a winner at the RFP, discuss with the counterparty to such arrangements the nature of the standard products to be purchased, the volume, and the price at which you are willing to buy these products, so long as such arrangements do not result in violation of (i), (ii) or (iii) above.

Signature of Authorized Representative

Date

If unable to make certification (4) requested above please disclose the contractual terms that prevent you from making the certification. Please identify the counterparty and if applicable, the party to whom information disclosure must be made under the terms of the contract.

- (5) Please certify that you do not have any knowledge of Confidential Information that is relevant to the bidding strategy of any other certified CRES Supplier in the Duke Energy Ohio service area.

Signature of Authorized Representative

Date

If unable to make certification (5) requested above please name the other certified CRES Supplier(s) in the Duke Energy Ohio service area and the nature of the Confidential Information.

- (6) Please certify that you will not disclose Confidential Information relative to your bidding strategy except to bidders that were explicitly named in your PIPP Supplier Application as parties with whom you have entered into a Bidding Agreement, Joint Venture for the purpose of bidding in the RFP, or Bidding Consortium or other arrangement pertaining to bidding in the RFP, Bidders with which you are associated as disclosed through certification (1), to your advisors, and to your financial institution.

Signature of Authorized Representative

Date

If unable to make certification (6) requested above please explain.

- (7) Please certify that, other than entities with which you are affiliated and other than bidders with which you have entered a Bidding Agreement, or Joint Venture for purposes of the RFP, or Bidding Consortium, or other arrangement pertaining to the RFP, no party has agreed to defray any of the costs of participating in the RFP, including the cost of preparing the bid, the cost of any financial guarantees, the cost to be paid upon winning, and any other participation cost.

Signature of Authorized Representative

Date

If unable to make certification (7) requested above please explain.

- (8) Please certify your agreement that the submission of any bid in the RFP creates a binding and irrevocable offer to provide service under the terms set forth in the Master PIPP Supply Agreement and that a binding and enforceable contract to provide service with respect to the PIPP Load for which you were a winner in the RFP shall arise under the Master PIPP Supply Agreement. Please note that failure to execute the Master PIPP Supply Agreement within three (3) Business Days of the conclusion of the RFP may result in the forfeiture of the Letter of Credit.

Signature of Authorized Representative

Date

If unable to make certification (8) requested above please explain.

The following certifications (9) and (10) will apply from the date on which you make the certifications.

- (9) Please certify that you will not disclose any Confidential Information regarding the RFP to any party except your advisors and Bidders with which you are associated as disclosed in certification (1).

Signature of Authorized Representative

Date

If unable to make certification (9) requested above please explain.

- (10) Please certify that you will continue to abide by your prior confidentiality certifications. You will not disclose any Confidential Information regarding the RFP to any party except to your advisor and Bidders with which you are associated. Please certify that you will destroy all documents, written or electronic, provided by the PIPP RFP Manager that contain Confidential Information regarding the RFP within five (5) days of the close of the bidding, or earlier if so instructed by the PIPP RFP Manager.

Signature of Authorized Representative

Date

If unable to make certification (10) requested above please explain.

1.14 Ongoing Obligations

Please note that all obligations, terms and conditions set forth in the Bidding Rules and Master PIPP Supply Agreement remain in effect and apply to the certifications made herein, including but not limited to the following:

- Section 11 of the Bidding Rules - Sanctions can be imposed on a bidder for failing to disclose information relevant to determining associations, for coordinating with another bidder, or for failing to abide by any of the certifications that it will have made in its PIPP Supplier Applications. Such sanctions can include, but are not limited to, termination of the Master PIPP Supply Agreement, loss of all rights to provide supply for Duke Energy Ohio to serve any load won by such bidder, forfeiture of financial guarantees and other fees posted or paid, prosecution under applicable state and federal laws, debarment from participation in future competitive bidding process, and other sanctions that may be appropriate. For any failure to disclose information or for any violation of the certifications, the PIPP RFP Manager will make a recommendation on a possible sanction.

1.15 Justification of Omissions

If you are unable to provide all documents or all information requested in this PIPP Supplier Application, please justify fully any omissions in the space provided below.

Appendix A – Enclosures to the PIPP Supplier Application

This is a checklist of documents to be enclosed with this PIPP Supplier Application. Please submit only one copy of required supporting documents to the application unless noted otherwise.

- A copy of the completed PIPP Supplier Application with valid signatures and valid notarized signatures of Sections 1.2, 1.3 and 1.4 [*Instructions Part 1*]

For the Applicant:

- A copy of the signature page of the applicable PJM Agreements as that term is defined in the Master PIPP Supply Agreement [*Section 1.6*]
- If the Applicant is an SEC registrant, provide the Form 10-K most recently filed with the SEC. If unavailable, please provide most recent audited annual financial information (including a balance sheet, income statement, cash flow statement, and related footnotes) [*Section 1.7*]
- If the Applicant is an SEC registrant, provide the Form 10-Q most recently filed with the SEC. If unavailable, please provide most recent quarterly financial information (including a balance sheet, income statement, cash flow statement, and related footnotes) [*Section 1.7*]
- If the Applicant is not an SEC registrant, or if the Applicant is an SEC registrant and both the Form 10-K and Form 10-Q most recently filed with the SEC are not available, please provide most recent annual (audited) and quarterly financial data, including related footnotes, accompanied by an attestation by the Applicant's Chief Financial Officer that the information submitted is true, correct and a fair representation of the Applicant's financial condition [*Section 1.7*]
- Senior unsecured debt ratings or, if unavailable, corporate or issuer ratings [*Section 1.7*]
- If the Applicant has not been incorporated or otherwise formed under the laws of the United States, (i) a legal opinion acceptable to Duke Energy Ohio of counsel qualified to practice in the foreign jurisdiction in which the Applicant is incorporated or otherwise formed that the Master PIPP Supply Agreement will become the binding obligation of the Applicant in the jurisdiction in which it has been incorporated or otherwise formed, and (ii) any additional information that the Applicant wishes to give that could provide comparable credit assurances to those that are provided by other Applicants that have at least two credit ratings from accepted credit ratings agencies. [*Section 1.7*]

For the Guarantor:

- If the Guarantor is an SEC registrant, provide the Form 10-K most recently filed with the SEC. If unavailable, please provide most recent audited annual financial information (including a balance sheet, income statement, cash flow statement, and related footnotes) [Section 1.8]
- If the Guarantor is an SEC registrant, provide the Form 10-Q most recently filed with the SEC. If unavailable, please provide most recent quarterly financial information (including a balance sheet, income statement, cash flow statement, and related footnotes) [Section 1.8]
- If the Guarantor is not an SEC registrant, or if the Guarantor is an SEC registrant and both the Form 10-K and Form 10-Q most recently filed with the SEC are not available, please provide most recent annual (audited) and quarterly financial data, including related footnotes, accompanied by an attestation by the Guarantor's Chief Financial Officer that the information submitted is true, correct and a fair representation of the Applicant's financial condition [Section 1.8]
- Senior unsecured debt ratings or, if unavailable, corporate or issuer ratings [Section 1.8]
- If the Guarantor has not been incorporated or otherwise formed under the laws of the United States, (i) a legal opinion acceptable to Duke Energy Ohio of counsel qualified to practice in the foreign jurisdiction in which the Guarantor is incorporated or otherwise formed that the Guaranty will become the binding obligation of the Guarantor in the jurisdiction in which it has been incorporated or otherwise formed, and (ii) any additional information that the Guarantor wishes to give about the Guarantor's financial standing that could provide comparable credit assurances to those that are provided by other Guarantors that have at least two credit ratings from accepted credit rating agencies. [Section 1.8]
- One copy of W9 Form (for Tax ID) and one copy of banking information on your company's letterhead (signed and dated) (if submitting Cash Deposit as Pre-Bid Security) [Section 1.12]

Appendix B – Proposed Modifications to Credit Documents (Optional)

The standard forms of the Pre-Bid Security Letter of Credit, Supplier Letter of Credit, Letter of Reference, Letter of Intent to Provide a Guaranty, and Form of Guaranty are acceptable to Duke Energy Ohio and will be posted to the Information Website. However, an Applicant has the option to submit a draft of proposed modifications to each of the Credit Documents clearly identifying proposed changes in an electronic, redlined version. The draft Credit Document(s) can be submitted through the PIPP RFP online portal, or by email to Duke-EnergyPIPPRFPManager@crai.com by the PIPP Supplier Application Due Date.

Duke Energy Ohio will assess, in its sole and exclusive discretion, whether such modifications are acceptable. The draft Credit Document(s) will be reviewed in accordance with the following process:

- Upon receipt of the PIPP Supplier Application, the PIPP RFP Manager will redact the draft Credit Document(s) to remove any information identifying the Applicant. The PIPP RFP Manager will then forward the redacted version to a credit and legal representative of Duke Energy Ohio.
- The credit and legal representative will determine whether such modifications are acceptable. The credit and legal representative shall inform the PIPP RFP Manager of its decision no later than seven (7) Business Days following the PIPP Supplier Application Due Date.
- Upon receipt of the Duke Energy Ohio's' decision, the PIPP RFP Manager will notify the Applicant of Duke Energy Ohio's decision. Duke Energy Ohio's decision will either state:
 - The draft Credit Document is acceptable to Duke Energy Ohio in the form in which it was submitted.
 - The draft Credit Document is not acceptable to Duke Energy Ohio in the form in which it was submitted, but would be acceptable subject to specific changes of a minor nature. The correspondence from the PIPP RFP Manager will set forth the required changes.
 - The draft Credit Document is not acceptable to Duke Energy Ohio.
- If specific changes are required to the draft Credit Document, the Applicant will be required to resubmit the draft Credit Document with changes identified by Duke Energy Ohio on the Business Day following the Business Day during which the PIPP RFP Manager notified the Applicant of the Duke Energy Ohio's decision. No later than three (3) Business Days after the Applicant's resubmission, the PIPP RFP Manager will notify the Applicant of Duke Energy Ohio's final decision.

End of PIPP Supplier Application
