

\_\_\_\_\_  
Name of Applicant

## **PART 1 FORM**

### **PART 1 DATE: January 17, 2014**

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Ohio Power Company (“Company” or “AEP Ohio”) is procuring energy for its Standard Service Offer (“SSO”) customers through a competitive bidding process (“CBP”), consistent with the Opinions and Orders of the Public Utilities Commission of Ohio (“Commission”) in Case No. 12-3254-EL-UNC, Case No. 11-346-EL-SSO and Case No. 11-348-EL-SSO.

The Part 1 Application consists of the online Part 1 Form and attachments that are uploaded to the application website. Before completing the Part 1 Form, please review the CBP Rules and the Master Energy Supply Agreement so that you understand the conditions under which the auction will be conducted. Terms not explicitly defined in the Part 1 Form are defined in the Glossary, the CBP Rules, or the Master Energy Supply Agreement. These documents are posted to [www.AEPOhioCBP.com](http://www.AEPOhioCBP.com) as they become available.

By completing and signing the Part 1 Form, you agree to the CBP Rules and agree to accept the provisions contained in the Master Energy Supply Agreement.

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***Information and materials that you submit in the Part 1 Application may be provided on a confidential basis to the Commission and their representatives. Financial and credit information submitted with the Part 1 Application will be provided on a confidential basis to representatives of AEP Ohio for a creditworthiness assessment. The Commission, the Commission Consultant, and representatives of AEP Ohio will receive a list of Qualified Bidders.***

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***Upon completion of the Part 1 Application process, the names of Qualified Bidders will be provided to other Qualified Bidders on a confidential basis. As part of this Part 1 Application, you are required to certify that you will keep confidential the list of Qualified Bidders that will be provided to you.***

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*Name of Applicant*

## **INSTRUCTIONS FOR APPLICATION**

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There are two (2) parts to the application process. In the Part 1 Application, interested parties apply to become Qualified Bidders. In the Part 2 Application, each Qualified Bidder makes certifications, provides an indicative offer, and posts pre-bid security to become a Registered Bidder.

The exclusive method for an Applicant to respond to the qualification standards required in the Part 1 Application is by completing the online Part 1 Form and uploading the required attachments to the application website. Applicants will be provided logon credentials for the application website upon providing an expression of interest to the Auction Manager. In the online Part 1 Form, an Applicant may provide contact information for up to four (4) individuals to be included in electronic communications from the Auction Manager.

**Please complete all sections. If a section does not pertain to you, you will be required to check a box and move on to the next section.**

### **I. Part 1 Application Submission**

All Applicants are expected to use the online Part 1 Form to submit the Part 1 Application including all necessary documents. Applicants must:

- Submit **one (1) Expression of Interest** requesting logon credentials to the application website by emailing AEP-CBP@nera.com;
- Complete the online Part 1 Form in its entirety;
- Upload to the application website **one (1) electronic copy** of documents required to support the Part 1 Form as specified in Section 1.5, Section 1.6 and Section 1.7; and
- Sign and upload to the application website **one (1) electronic copy** of the signature pages provided by the Auction Manager upon submission of the online Part 1 Form. **The Part 1 Application is not complete until all such signature pages have been duly completed and uploaded to the application website.**

*A "day" is a business day and all times are Eastern Prevailing Times ("EPT").*

*The online Part 1 Form **MUST** be received by the Auction Manager no later than 12 PM (noon) EPT on January 17, 2014 (the Part 1 Date).*

Inquiries may be directed to the Auction Manager by:

- telephone (215) 568-0200
- through the "Ask a Question" page on the CBP website at [www.AEPOhioCBP.com](http://www.AEPOhioCBP.com)

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*Name of Applicant*

## **II. Part 1 Application Submission**

### **Notifications**

The Auction Manager, for the purposes of the auction, provides all notifications to the Representative. These notifications are transmitted by email unless specifically instructed otherwise by an Applicant. Any notification or other written communication from the Auction Manager to an Applicant that is sent by email will be sent to the email addresses provided for the Representative and the Representative's Nominee(s). Any such notification or communication will be deemed received by the Applicant at the time of delivery or transmission, provided that when delivery or transmission occurs after 6 PM on a business day or occurs on a day that is not a business day, receipt will be deemed to occur at 9 AM on the following business day. Any communication from the Applicant to the Auction Manager by email, for example to advise the Auction Manager that the online Part 1 Form has been updated, should be addressed to AEP-CBP@nera.com to ensure a prompt reply.

### **Acknowledgment of Receipt**

The exclusive method for an Applicant to respond to the qualification standards required in the Part 1 Application is by completing the online Part 1 Form and uploading the required attachments to the application website. The attachments consist of the supporting documents required by Section 1.5, Section 1.6 and Section 1.7 of the Part 1 Form as well as signature pages provided by the Auction Manager. The "Part 1 Materials" consist of information submitted through the online Part 1 Form as well as the supporting documents as specified by Section 1.5, Section 1.6 and Section 1.7 of the Part 1 Form. Upon first submission of Part 1 Materials, the Auction Manager acknowledges receipt by email.

### **Timing of Part 1 Application Review**

The last day of the Part 1 Window is called the Part 1 Date. If Part 1 Materials are received before 12 PM (noon) on any day during the Part 1 Window, the Auction Manager acknowledges receipt on the day the materials are received with the results of an initial review and with any signature pages that the Auction Manager can prepare on the basis of the information provided to that point in the Part 1 Form. If Part 1 Materials are received after 12 PM (noon) on any day during the Part 1 Window prior to the Part 1 Date, the Auction Manager sends the acknowledgment of receipt along with the initial review and any signature pages that the Auction Manager can prepare on the basis of the information provided to that point in the Part 1 Form by 12 PM (noon) of the next day. Once the Part 1 Application is complete, including a complete online Part 1 Form, all supporting documents and signature pages, the Auction Manager sends a notice that the Part 1 Application is complete and is being considered.

\_\_\_\_\_  
*Name of Applicant*

### **Deficiencies in the Part 1 Materials**

If the Part 1 Materials are incomplete or require clarification, the Auction Manager sends a deficiency notice to the Applicant. If an Applicant receives a first deficiency notice from the Auction Manager regarding any item of the Part 1 Materials, the Applicant has until 12 PM (noon) on the Part 1 Date, or until 6 PM on the day following the business day during which such deficiency notice is sent to the Applicant, whichever comes later, to respond. If the Applicant does not correct or adequately explain the deficiency within the time allowed, the Part 1 Application may be rejected.

### **Signature Pages**

The Auction Manager provides signature pages to the Applicant that the Auction Manager prepares on the basis of information submitted in the online Part 1 Form. The Applicant has until 12 PM (noon) on the Part 1 Date, or until 6 PM on the day following the business day during which the Auction Manager provides a signature page, whichever comes later, to upload the completed signature page to the application website. If the signature page does not conform to the requirements or if the Applicant fails to upload a signature page, the Auction Manager sends a deficiency notice to the Applicant. If an Applicant receives a first deficiency notice from the Auction Manager regarding a signature page, the Applicant has until 12 PM (noon) on the Part 1 Date, or until 6 PM on the day following the business day during which such deficiency notice is sent to the Applicant, whichever comes later, to respond. If the Applicant does not correct or adequately explain the deficiency within the time allowed, the Part 1 Application may be rejected.

### **Late Part 1 Applications**

No late Part 1 Applications will be accepted under any circumstances.

### **Part 1 Notification**

An Applicant is qualified as a bidder pursuant to a successful Part 1 Application if its Part 1 Materials are received on or before 12 PM (noon) on the Part 1 Date and if its Part 1 Application is complete. All Applicants that successfully complete the Part 1 Application become Qualified Bidders. The Auction Manager notifies each Applicant regarding its status by the Part 1 Notification Date.

\_\_\_\_\_  
Name of Applicant

## **PART 1 FORM**

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### **1.1 Basic Applicant 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

**Is the legal or trade name provided above for the Applicant expected to change from now until the Commission renders a decision on the results of the auction?**

Yes       No

**If NO, please proceed to Section 1.2.**

**If YES, please provide the following information.**

New Name of Applicant

Expected Date of Name Change

**Please be advised** that if the Applicant becomes a Qualified Bidder, the Applicant will be required to notify the Auction Manager when the change to its name, as disclosed above, has been effected, and to provide evidence of the change. The Applicant is also required to advise the Auction Manager if the change to the Applicant's name, as disclosed above, does not occur on the expected date.

\_\_\_\_\_  
*Name of Applicant*

## 1.2 Designation of the Applicant's Representative

**THIS CERTIFICATION SHOULD BE SIGNED BY AN OFFICER OR DIRECTOR OF THE APPLICANT AND SHOULD BE NOTARIZED. THE PERSON MAKING THIS CERTIFICATION CANNOT BE THE REPRESENTATIVE OR ANY OF THE NOMINEES.**

I certify that I am an officer or director of the Applicant, empowered to undertake contracts and bind the Applicant. I understand and accept the CBP Rules, the provisions contained in the Master Energy Supply Agreement, and the provisions of the Communications Protocols pertaining to bidders in the auction.

All the information contained in this Application is true and correct to the best of my knowledge and belief. I designate **[Enter Name of Representative]**, whose contact information is immediately below, to act as the Representative of the Applicant in the auction.

\_\_\_\_\_  
Signature of Officer or Director

\_\_\_\_\_  
Date

\_\_\_\_\_  
Name

\_\_\_\_\_  
Title

\_\_\_\_\_  
Signature and Seal from Notary Public

\_\_\_\_\_  
Date

### Contact Information for Applicant's Representative

*Last Name*

*Given Name(s)*

*Title*

*Street Address*

*City*

*State*

*Zip Code*

*Telephone No.*

*Cell Phone No. (optional)*

*Email Address*



\_\_\_\_\_  
*Name of Applicant*

**Second Item: Acknowledgment of Representative Responsibilities**

**THIS CERTIFICATION MUST BE SIGNED BY THE REPRESENTATIVE AND THE SIGNATURE MUST BE NOTARIZED.**

I hereby certify that I am authorized by the Applicant to serve as Representative, to represent the Applicant: (i) generally in the auction held under AEP Ohio's CBP, and (ii) in particular for purposes of this Part 1 Application.

If there are material changes to the Applicant's information provided in this Part 1 Application, I agree to notify the Auction Manager as soon as practicable.

I further certify that I will be responsible for all Confidential Information Regarding the Auction provided to me or my Nominee(s) including Confidential Information for the submission of bids and that I will ensure that this Confidential Information is only distributed to other individuals who are authorized to act on behalf of the Applicant according to the rules for the handling of Confidential Information included in the CBP Rules and the Communications Protocols.

\_\_\_\_\_  
Signature of Representative

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature and Seal from Notary Public

\_\_\_\_\_  
Date



\_\_\_\_\_  
Name of Applicant

**1.4 Applicant's Legal Representative in Ohio**

The Applicant's Legal Representative in Ohio:

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

**Is the Applicant's Representative also the Applicant's legal counsel or a representative agent?**

Yes       No

**IF YES, PLEASE PROCEED TO SECTION 1.5.**

**IF NO, PLEASE PROVIDE THE FOLLOWING INFORMATION.**

*The person designated below is the Applicant's legal counsel or a representative agent.*

<i>Last Name</i>	<i>Given Name(s)</i>	
<input type="text"/>	<input type="text"/>	
<i>Title</i>		
<input type="text"/>		
<i>Company Name</i>		
<input type="text"/>		
<i>Street Address</i>		
<input type="text"/>		
<input type="text"/>		
<i>City</i>	<i>State</i>	<i>Zip Code</i>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<i>Telephone No.</i>	<i>Fax No.</i>	<i>Email Address (optional)</i>
<input type="text"/>	<input type="text"/>	<input type="text"/>

***This certification must be signed by the Legal Counsel or a Representative Agent and the signature must be notarized. If a company agrees to accept service of process on behalf of the Applicant, an individual from that company must sign below. The name of the individual and contact information must be provided.***

I agree to serve as legal counsel or a representative agent of the Applicant. I am authorized and I agree to receive service of process on the Applicant's behalf.

\_\_\_\_\_  
Signature of legal counsel  
or representative agent

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature and Seal from Notary Public

\_\_\_\_\_  
Date

\_\_\_\_\_  
Name of Applicant

### 1.5 General Requirements to Participate in the Auction

**First Item:** Does the Applicant currently have the PJM E-Account(s) necessary to provide Energy Supply?

Yes       No

***If YES, please provide documentation from PJM that the Applicant has the necessary PJM E-Account(s).*** If the name of the entity on the documentation does not match the name of the Applicant, please provide evidence of a name change.

***If NO, please provide the following certification.***

I certify that there exist no known impediments for the Applicant to establish the necessary PJM E-Account(s) to provide Energy Supply by the start of the supply period. The Applicant undertakes to establish the necessary PJM E-Accounts to provide Energy Supply by the start of the supply period should the Applicant become an Energy Supplier.

\_\_\_\_\_  
Signature of Representative  
of Applicant that does not currently have  
the necessary PJM E-Accounts

\_\_\_\_\_  
Date

**Second Item:** Is the Applicant currently a PJM member in good standing and qualified by PJM as a "Market Buyer" and "Market Seller" pursuant to PJM Agreements?

Yes       No

***If YES, please provide documentation from PJM that the Applicant is qualified as a "Market Buyer" and "Market Seller".*** If the name of the entity on the documentation does not match the name of the Applicant, please provide evidence of a name change.

***If NO, please provide the following certification.***

I certify that there exist no known impediments for the Applicant to become a member in PJM and to be qualified by PJM as a "Market Buyer" and "Market Seller" by the start of the supply period. The Applicant undertakes to be qualified by PJM as a "Market Buyer", a "Market Seller" pursuant to PJM Agreements by the start of the supply period should the Applicant become an Energy Supplier.

\_\_\_\_\_  
Signature of Representative  
of Applicant that is not currently qualified  
by PJM as "Market Buyer" and "Market Seller"

\_\_\_\_\_  
Date

\_\_\_\_\_  
*Name of Applicant*

**Third Item: Additional Certifications**

Please certify the following.

I 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 from bidding in a competitive bidding process for procurement of Standard Service Offer or Default type service, or sanctioned for unauthorized disclosure of confidential information.

\_\_\_\_\_  
Signature of Representative

\_\_\_\_\_  
Date

**IF YOU ARE UNABLE TO MAKE ONE OR MORE OF THESE CERTIFICATIONS, PLEASE STATE WHICH CERTIFICATIONS YOU ARE UNABLE TO MAKE AND EXPLAIN ALL REASONS IN THE SPACE GIVEN BELOW.**

\_\_\_\_\_  
*Name of Applicant*

### 1.6 Financial and Credit Information

**First Item: Name of Entity on Whose Financial Standing the Applicant is Relying (the "Entity")**

**FOR PURPOSES OF A CREDITWORTHINESS EVALUATION, THE APPLICANT MUST CLEARLY SELECT WHETHER THE APPLICANT IS RELYING ON ITS OWN FINANCIAL STANDING OR RELYING ON THE FINANCIAL STANDING OF A GUARANTOR.**

***Is the Applicant relying on the financial standing of a Guarantor?***

Yes       No

**IF YES, THE ENTITY IS THE GUARANTOR, AND YOU MUST PROVIDE ALL INFORMATION REQUIRED BY THIS ITEM.**  
**IF NO, THE ENTITY IS THE APPLICANT, AND YOU MAY PROCEED DIRECTLY TO THE SECOND ITEM IN THIS SECTION.**

*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 Guarantor is corporation, partnership, etc.*

*Years in Business*

**The person designated below is a representative of the Guarantor**

*Last Name*

*Given Name(s)*

*Title*

*Street Address*

*City*

*State*

*Zip Code*

*Telephone No.*

*Fax No.*

*Email Address*

\_\_\_\_\_  
 Name of Applicant

**Second Item: Financial Information**

**PLEASE UPLOAD THE REQUESTED INFORMATION TO THE APPLICATION WEBSITE.**

**Please provide the following information for the Entity on whose financial standing you are relying (the Applicant or the Guarantor):**

- a) The Entity's most recent SEC Form 10-K; if unavailable, please provide the most recent audited annual financial information (including a balance sheet, income statement, and cash flow statement).
- b) The Entity's most recent SEC Form 10-Q; if unavailable, please provide the most recent audited quarterly financial information (including a balance sheet, income statement, and cash flow statement); if both an SEC Form 10-Q and audited quarterly financial information are unavailable, please provide the most recent quarterly or monthly financial data accompanied by an attestation by the Entity's Chief Financial Officer that the information submitted is true, correct and a fair representation of the Entity's financial condition.
- c) The following financial information for the Entity 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				

**If the Applicant is relying on its own financial standing, and if financial information is unavailable for the Applicant, the Applicant must clearly state this fact in the box below. If the Applicant is relying on the financial standing of a Guarantor, financial information must be available for the Guarantor.**

\_\_\_\_\_  
*Name of Applicant*

**Third Item: Credit Ratings**

**PLEASE PROVIDE ALL AVAILABLE RATINGS FROM STANDARD & POOR'S RATINGS SERVICES ("S&P"), MOODY'S INVESTORS SERVICE, INC. ("MOODY'S"), AND FITCH RATINGS ("FITCH") FOR THE ENTITY ON WHOSE FINANCIAL STANDING YOU ARE RELYING (THE APPLICANT OR THE GUARANTOR).**

1. Is the Entity rated by S&P?

yes  no

**If YES**, please provide senior unsecured debt rating or, if unavailable, corporate or issuer rating:

- The Entity's rating \_\_\_\_\_

2. Is the Entity rated by Moody's?

yes  no

**If YES**, please provide senior unsecured debt rating or, if unavailable, corporate or issuer rating:

- The Entity's rating \_\_\_\_\_

3. Is the entity rated by Fitch?

yes  no

**If YES**, please provide senior unsecured debt rating or, if unavailable, corporate or issuer rating:

- The Entity's rating \_\_\_\_\_

\_\_\_\_\_  
Name of Applicant

**Fourth Item: Additional Information Regarding the Applicant**

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

	Applicant		Parent	
	Yes	No	Yes	No
Operating under federal bankruptcy laws or bankruptcy laws in any other 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 its parent's financial condition?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Subject to collection lawsuits or outstanding judgments which 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 APPLICANT (IF APPLICABLE).**

\_\_\_\_\_  
Name of Applicant

**Fifth Item: Additional Information Regarding the Guarantor**

**COMPLETE THIS SECTION ONLY IF THE APPLICANT IS RELYING ON THE FINANCIAL STANDING OF A GUARANTOR.**

**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 other 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 its parent's financial condition?	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Subject to collection lawsuits or outstanding judgments which 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 (IF APPLICABLE).**

**Sixth Item: Draft Pre-Bid Security Documents**

**Are you submitting Draft Pre-Bid Security Documents to request modifications to the standard forms of the pre-bid letter of credit, the letter of intent to provide a guaranty, or the letter of reference?**

Yes       No

**IF YES**, please see additional information provided in Appendix A and upload your Draft Pre-Bid Security Documents to the Application website.



\_\_\_\_\_  
*Name of Applicant*

### **1.7 Foreign Applicants and Foreign Guarantors**

Is the Applicant a foreign entity (“Foreign Applicant”)?

Yes  No

Is the Applicant relying on the financial standing of a foreign entity (“Foreign Guarantor”)?

Yes  No

If **NO** to both questions, please proceed to the next section.

If **YES** to one or both of these questions, please complete all information required in this section.

#### **First Item: Evidence of Creditworthiness**

A Foreign Applicant or an Applicant relying on the financial standing of a Foreign Guarantor may provide any additional evidence of creditworthiness for the Foreign Applicant or the Foreign Guarantor so as to provide AEP Ohio with comparable assurances of creditworthiness as is applicable for an entity that has been incorporated or otherwise formed under the laws of a state of the United States or of the District of Columbia.

Are you submitting additional evidence of creditworthiness for the Foreign Applicant or for a Foreign Guarantor on whose financial standing the Applicant relies?

yes  no

#### **Second Item: Representations and Required Documents for Foreign Applicant**

***Is the Applicant a Foreign Applicant?***

Yes  No

**IF NO**, please proceed to the next item.

**IF YES**, please complete all information required by this item.

**The Representative of the Foreign Applicant must make the following certification:**

I acknowledge that if the Foreign Applicant becomes an Energy Supplier, the Foreign Applicant will supply the following to AEP Ohio under the Master Energy Supply Agreement:

(i) a legal opinion of counsel qualified to practice in the foreign jurisdiction in which the Energy Supplier is organized that (a) the Energy Supplier is duly incorporated and existing in such foreign jurisdiction; (b) the Master Energy Supply Agreement is the binding and enforceable obligation of the Energy Supplier in such foreign jurisdiction and does not violate any local law or the Energy Supplier’s organizational or governing documents; and (c) all authorizations, approvals, consents, licenses, exemptions or other requirements of governmental, judicial or public bodies in such foreign jurisdiction have been obtained, and all execution formalities have been duly completed, necessary for the enforcement and validity of the Master Energy Supply Agreement and the performance by the Energy Supplier of its obligations thereunder; and

\_\_\_\_\_  
*Name of Applicant*

(ii) the sworn certificate of the corporate secretary (or similar officer) of such Energy Supplier that the person executing the Master Energy Supply Agreement on behalf of the Energy Supplier has the authority to execute the Master Energy Supply Agreement and that the governing board of such Energy Supplier has approved the execution of the Master Energy Supply Agreement.

\_\_\_\_\_  
Signature of Representative of the Foreign Applicant

\_\_\_\_\_  
Date

**The Representative of the Applicant has acknowledged in the immediately preceding certification that additional documents are required under the Master Energy Supply Agreement. The Representative of the Applicant is required to submit a draft of these documents with its Part 1 Application.**

**PLEASE CHECK BELOW THE DRAFT DOCUMENTS THAT YOU ARE SUBMITTING WITH YOUR PART 1 APPLICATION:**

Draft legal opinion of counsel qualified to practice in the foreign jurisdiction in which the Energy Supplier is organized that (a) the Supplier is duly incorporated and existing in such foreign jurisdiction; (b) the Master Energy Supply Agreement is the binding and enforceable obligation of the Energy Supplier in such foreign jurisdiction and does not violate any local law or the Energy Supplier's organizational or governing documents; and (c) all authorizations, approvals, consents, licenses, exemptions or other requirements of governmental, judicial or public bodies in such foreign jurisdiction have been obtained, and all execution formalities have been duly completed, necessary for the enforcement and validity of the Master Energy Supply Agreement and the performance by the Energy Supplier of its obligations thereunder.

Draft sworn certificate of the corporate secretary (or similar officer) of such Energy Supplier that the person executing the Master Energy Supply Agreement on behalf of the Energy Supplier has the authority to execute the Master Energy Supply Agreement and that the governing board of such Energy Supplier has approved the execution of the Master Energy Supply Agreement.

The Auction Manager will provide an assessment of the acceptability of the draft documents with the Applicant's Part 1 Notification.

\_\_\_\_\_  
*Name of Applicant*

**Third Item:** Representations and Required Documents for Applicant Relying on Foreign Guarantor

**The Representative of the Applicant relying on a Foreign Guarantor must make the following certification:**

I acknowledge that if the Applicant becomes an Energy Supplier, the following must be supplied to AEP Ohio under the Master Energy Supply Agreement in order for the Applicant to rely on the Foreign Guarantor:

(i) a legal opinion of counsel qualified to practice in the foreign jurisdiction in which the Guarantor is organized that (a) the Guarantor is duly incorporated and existing in such foreign jurisdiction; (b) the Total Exposure Amount Guaranty and the Independent Credit Threshold Guaranty is the binding and enforceable obligation of the Guarantor in such foreign jurisdiction and does not violate any local law or the Guarantor's organizational or governing documents; and (c) all authorizations, approvals, consents, licenses, exemptions or other requirements of governmental, judicial or public bodies in such foreign jurisdiction have been obtained, and all execution formalities have been duly completed, necessary for the enforcement and validity of the Total Exposure Amount Guaranty and the Independent Credit Threshold Guaranty and the performance by the Guarantor of its obligations thereunder; and

(ii) the sworn certificate of the corporate secretary (or similar officer) of such Guarantor that the person executing the Total Exposure Amount Guaranty and the person executing the Independent Credit Threshold Guaranty on behalf of the Guarantor has the authority to execute the Total Exposure Amount Guaranty and the Independent Credit Threshold Guaranty, and that the governing board of such Guarantor has approved the execution of the Total Exposure Amount Guaranty and the Independent Credit Threshold Guaranty.

\_\_\_\_\_  
Signature of Representative of Applicant relying on  
the financial standing of a Foreign Guarantor

\_\_\_\_\_  
Date

**The Representative of the Applicant has acknowledged in the immediately preceding certification that additional documents are required under the Master Energy Supply Agreement. The Representative of the Applicant is required to submit a draft of these documents with its Part 1 Application.**

\_\_\_\_\_  
*Name of Applicant*

**PLEASE CHECK BELOW THE DRAFT DOCUMENTS THAT YOU ARE SUBMITTING WITH YOUR PART 1 APPLICATION:**

Draft legal opinion of counsel qualified to practice in the foreign jurisdiction in which the Guarantor is organized that (a) the Guarantor is duly incorporated and existing in such foreign jurisdiction; (b) the Total Exposure Amount Guaranty and the Independent Credit Threshold Guaranty is the binding and enforceable obligation of the Guarantor in such foreign jurisdiction and does not violate any local law or the Guarantor's organizational or governing documents; and (c) all authorizations, approvals, consents, licenses, exemptions or other requirements of governmental, judicial or public bodies in such foreign jurisdiction have been obtained, and all execution formalities have been duly completed, necessary for the enforcement and validity of the Total Exposure Amount Guaranty and the Independent Credit Threshold Guaranty and the performance by the Guarantor of its obligations thereunder.

Draft sworn certificate of the corporate secretary (or similar officer) of such Guarantor that the person executing the Total Exposure Amount Guaranty and the person executing the Independent Credit Threshold Guaranty on behalf of the Guarantor has the authority to execute the Total Exposure Amount Guaranty and the Independent Credit Threshold Guaranty, and that the governing board of such Guarantor has approved the execution of the Total Exposure Amount Guaranty and the Independent Credit Threshold Guaranty.

The Auction Manager will provide an assessment of the acceptability of the draft documents with the Applicant's Part 1 Notification.

\_\_\_\_\_  
*Name of Applicant*

### **1.8 Additional Certifications**

Each Applicant must review the CBP Rules, the Communications Protocols, and the Master Energy Supply Agreement so as to understand the conditions under which the auction will be conducted.

1. I certify that I understand the terms of the CBP Rules and that the Applicant will comply with these rules.

\_\_\_\_\_  
Signature of Representative

\_\_\_\_\_  
Date

2. I certify that I understand the terms of the Master Energy Supply Agreement and that the Applicant accepts its terms. If the Applicant wins at the auction, the Applicant will execute the Master Energy Supply Agreement with AEP Ohio and comply with the creditworthiness requirements set forth in the Master Energy Supply Agreement within three (3) days of acceptance of the results by the Commission.

\_\_\_\_\_  
Signature of Representative

\_\_\_\_\_  
Date

3. I certify that if the Applicant qualifies to participate in the auction, the Applicant will not disclose at any time information regarding the list of Qualified Bidders, including but not limited to the number of Qualified Bidders, the identity of any one of the Qualified Bidders (including the Applicant itself), or the fact that an entity has not qualified for participation in the auction.

\_\_\_\_\_  
Signature of Representative

\_\_\_\_\_  
Date

If unable to make certification 3, identify the entity receiving such information and explain the reasons for such disclosure.

\_\_\_\_\_  
*Name of Applicant*

4. I certify that the Applicant agrees to destroy any document distributed by the Auction Manager that lists the Qualified Bidders within five (5) days of the decision on auction results by the Commission, or earlier if so instructed by the Auction Manager.

\_\_\_\_\_  
Signature of Representative

\_\_\_\_\_  
Date

5. I certify that if the Applicant becomes a Qualified Bidder, the Applicant will not substitute another entity in its place, transfer its rights to another entity, or otherwise assign its status as a Qualified Bidder to another entity. The Applicant agrees that any such substitutions, transfers, or assignments shall be null and void and may result in the Applicant's exclusion from auction.

\_\_\_\_\_  
Signature of Representative

\_\_\_\_\_  
Date

**The CBP 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 provided in Section VIII.2 of the CBP Rules. This certification must hold until the Commission's decision on auction results.**

6. I certify that the Applicant will not 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 Representative

\_\_\_\_\_  
Date

If unable to make certification 6, please identify the entity receiving such information and explain the reasons for such disclosure.

\_\_\_\_\_  
*Name of Applicant*

7. I certify that, to the extent Confidential Information Relative to Bidding Strategy is disclosed within the Applicant's organization or to a third party, the Applicant 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 the Applicant's bidding strategy.

\_\_\_\_\_  
Signature of Representative

\_\_\_\_\_  
Date

If unable to make certification 7, please identify and explain any instances where such precautions were not taken and any breach of confidentiality that may have occurred as a result.

\_\_\_\_\_  
Name of Applicant

**1.9 Bidding Agreements**

**Please note that AEP Ohio will not review information provided in this section.**

Is the Applicant 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?

Yes                       No

**IF YES, PLEASE PROCEED TO THE NEXT SECTION.**

**IF NO, PLEASE COMPLETE ALL INFORMATION REQUIRED IN THIS SECTION.**

Please indicate any bidding agreement or any other arrangement in which the Applicant may have entered and that is related to its participation in the auction. An Applicant that has entered into such an agreement or arrangement must name the entities with which the Applicant has entered into a bidding agreement, or a joint venture for the purpose of participating in the auction, or a bidding consortium, or any other arrangement pertaining to participating in the auction.

Other parties to the arrangement:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Bidding Agreement       Bidding Consortium  
 Joint Venture               Other (define)

If you are part of a bidding agreement, a joint venture for the purpose of participating in the auction, or a bidding consortium, or any other arrangement pertaining to participating in the auction, you must nominate below a single party to the bidding agreement, bidding consortium or joint venture to fulfill the creditworthiness requirements.

\_\_\_\_\_  
A 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 representative of the party named above that will fulfill the creditworthiness requirements

\_\_\_\_\_  
Date



\_\_\_\_\_  
*Name of Applicant*

## **2.0 Justification of Omissions**

**IF YOU ARE UNABLE TO PROVIDE ALL DOCUMENTS OR INFORMATION REQUIRED IN THIS APPLICATION, PLEASE JUSTIFY FULLY ANY OMISSIONS IN THE SPACE PROVIDED BELOW.**

\_\_\_\_\_  
Name of Applicant

### **Appendix A - Draft Pre-Bid Security Documents (Optional)**

***This process is optional and is not required for the Part 1 Application to be complete.***

Applicants may request modifications to the standard forms of the pre-bid letter of credit, the letter of intent to provide a guaranty, or the letter of reference (“Standard Pre-Bid Security Documents”) that are non-material in nature, or that are advantageous to both AEP Ohio and the Applicant. Applicants request modifications to the Standard Pre-Bid Security Document(s) by submitting a draft document(s) substantially in the form of the Standard Pre-Bid Security Document(s) indicating clearly any and all modifications to the Standard Pre-Bid Security Document(s) (“Draft Pre-Bid Security Documents”). A Draft Pre-Bid Security Document that is not substantially in the form of the Standard Pre-Bid Security Document will not be considered or evaluated. The Applicant may only submit one (1) draft document for each Standard Pre-Bid Security Document.

The Draft Pre-Bid Security Document(s) must be submitted electronically, in Microsoft Word with tracked changes, and may be uploaded through the online Part 1 Form website, or may be emailed to the Auction Manager at [AEP-CBP@nera.com](mailto:AEP-CBP@nera.com).

**Credit and legal representatives from AEP Ohio will determine whether proposed modifications contained in each Draft Pre-Bid Security Document are acceptable. An Applicant that submits a Draft Pre-Bid Security Document will receive a review of any proposed modifications within three (3) business days. The Auction Manager sends such review by email. Any review communicated to the Applicant of the Draft Pre-Bid Security Document(s) is final. The Applicant cannot submit a subsequent request for changes on the basis of this review.**

**All approved modifications to the Standard Pre-Bid Security Documents will be posted to the CBP website in a single document that will be updated daily during the Part 1 Window. By 12 PM (noon) on the day the Part 2 Window opens, the final document containing all accepted modifications will be posted. All modifications accepted to the Standard Pre-Bid Security Documents for the benefit of a single Applicant will be made available to all Applicants on an optional basis. Each Applicant may use any of the approved modifications, regardless of whether the Applicant itself or another Applicant proposed the modification.**

**An Applicant, in its Part 2 Application, must provide the required executed credit documents that either use the Standard Pre-Bid Security Documents or incorporate only those modifications to the Standard Pre-Bid Security Documents that are acceptable to AEP Ohio.**

\_\_\_\_\_  
Name of Applicant

**Appendix B – Nomination Form for Representative’s Nominee (see Section 1.3)(Optional)**

***This form is optional and is not required for the Part 1 Application to be complete.***

In Section 1.3 of the Part 1 Application, you indicated that you are opting to designate Nominees at this time. A Representative may designate up to three (3) authorized individuals who will receive all correspondence from the Auction Manager that is delivered by email or through a secure file transfer interface in addition to the Representative of the Applicant. The Representative may designate other authorized individuals at any time prior to the auction using this Nomination Form and is not required to do so in the Part 1 Application.

I [insert name] (the Representative of the Applicant) authorize the individuals whose contact information is immediately below to receive notifications and documents.	
_____ Signature of Representative named in Part 1 Form	_____ Date

**Contact Information for Nominee #1**

<b>Last Name</b> <input type="text"/>	<b>Given Name(s)</b> <input type="text"/>	
<b>Title</b> <input type="text"/>		
<b>Telephone No.</b> <input type="text"/>	<b>Alternate Telephone No. (if available)</b> <input type="text"/>	<b>Email Address</b> <input type="text"/>

**If the individual above is replacing a previously named Nominee, please so indicate below:**

**Contact Information for Nominee #2**

<b>Last Name</b> <input type="text"/>	<b>Given Name(s)</b> <input type="text"/>	
<b>Title</b> <input type="text"/>		

\_\_\_\_\_  
*Name of Applicant*

*Telephone No.*

*Alternate Telephone No. (if available)*

*Email Address*

**IF THE INDIVIDUAL ABOVE IS REPLACING A PREVIOUSLY NAMED NOMINEE, PLEASE SO INDICATE BELOW:**

**Contact Information for Nominee #3**

*Last Name*

*Given Name(s)*

*Title*

*Telephone No.*

*Alternate Telephone No. (if available)*

*Email Address*

**IF THE INDIVIDUAL ABOVE IS REPLACING A PREVIOUSLY NAMED NOMINEE, PLEASE SO INDICATE BELOW:**

***End of Part 1 Form***

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