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MC SQUARED ORGANIZATIONAL CHART

PROFESSIONAL BACKGROUND – MANAGERIAL QUALIFICATIONS

**Section 451.340
Managerial Reporting Requirements**

The following individuals meet the specific requirements of Section 451.340. Biographies of each individual are listed below. As outlined in section 26, individuals employed by an mc2 affiliate company DP&L that provide contracted services are indicated below and also shown on the Organization Chart.

- A. At least three individuals in management positions with four or more years experience with enterprise financial and administration responsibilities including profit and loss responsibilities:*
- Charles C. Sutton*
 - Sharon M. Hillman*
 - John Clark*
- B. At least three individuals in management positions with four or more years experience buying and selling power in wholesale markets:*
- Sharon M. Hillman*
 - Gary Stephenson (DP&L)*
 - Teresa Marrinan (DP&L)*
- C. At least three individuals in management positions with four or more years electric system operations experience*
- Gary Stephenson (DP&L)*
 - Teresa Marrinan (DP&L)*
 - David Crusey (DP&L)*

Charles C. Sutton – President

Mr. Sutton possesses twenty-three (23) years of retail and wholesale-related energy experience in both the Natural Gas and Electricity industries including more than four (4) years of enterprise financial and administrative responsibilities with respect to profit and loss responsibilities.

Mr. Sutton began development of MC Squared Energy Services, LLC (**mc²**) in 2007 and has been President of that entity since 2008. Mr. Sutton was employed by Constellation NewEnergy (CNE) for eight (8) years (1999 - 2007). Mr. Sutton initially held the position of Regional Director for NewEnergy, and was a key member of the team which successfully developed NewEnergy's retail electricity business in the state of Illinois, including the procurement of efficiently priced wholesale power. In 2001, Mr. Sutton was promoted to the position of Vice President for the Illinois Market overseeing CNE's regional business

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activities including regional Profit and Loss responsibilities along with general business and administrative affairs for the regional office. In 2003, Mr. Sutton was promoted to the position of Chief Operating Officer for CNE's retail gas division and consulting business located in Louisville, Kentucky. Mr. Sutton's executive responsibilities included the integration of several acquisitions and senior management oversight for the retail energy business unit including overall Profit and Loss responsibilities. The combined revenue for the retail gas division and consulting division exceeded \$1.0 Billion annually.

Mr. Sutton also spent four (4) years at MidCon Corp. (parent of Natural Gas Pipeline of America) between 1994 and 1998 where he held marketing and sales management positions in the retail gas divisions. Prior to his employment at MidCon Corp., Mr. Sutton was employed by The Polaris Pipeline Corporation as the Regional Sales Manager in the Illinois market.

Sharon M. Hillman – Executive Vice President Business Development and Regulatory Affairs

Ms. Hillman has over twenty-five (25) years of retail and wholesale natural gas and electricity management experience and has held officer level positions for the last twenty (20) years at both Fortune 100 publically traded companies and privately held companies.

Prior to founding mc² in 2008, Ms. Hillman was Vice President Corporate Development at Exelon Corporation and VP Marketing and Environmental Programs at Exelon subsidiary Commonwealth Edison. Prior to her 2002-2008 tenure at Exelon, from 1998-2002 Ms. Hillman was a SVP at AES NewEnergy (now Constellation New Energy) responsible for the launch of and profit and loss, power procurement and sales and operations of the Illinois, Ohio, Michigan and Texas Markets. Prior to NewEnergy, Ms. Hillman spent 15 years at MidCon Corp. (parent of Natural Gas Pipeline of America) where she held several officer positions including President of MidCon's retail energy subsidiary (1996-1998) and VP of Marketing, Sales and Trading (1991-1996) both of which included responsibility for all wholesale and retail energy purchase and sale transactions.

Ms. Hilman holds a Master of Business Administration degree from DePaul University. She received a Bachelor of Business Administration degree in accounting from the University of Notre Dame.

John Clark – Chief Financial Officer

Mr. Clark has over twenty-five (25) years of energy experience in both the Natural Gas and Electricity industries. Prior to joining MC Squared Energy Services LLC, Mr. Clark was employed by Constellation NewEnergy (CNE) for

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nine (9) years between 1999 and 2008. Mr. Clark initially held the position as Regional Controller and was a key contributor to the successful development of the NewEnergy's retail electricity businesses in the states of Illinois and Ohio. During his tenure at CNE, Mr. Clark also served as Director of Finance and Operations and subsequently was promoted to Vice President of Operations and Sales Support overseeing CNE's regional front and back office activities for the Illinois, Ohio, Michigan, Texas, New York, Mid Atlantic, California and Canadian markets. While at CNE, Mr. Clark also sponsored or provided technical expertise for several operational systems development projects related to billing, customer service, contracts, retail credit, sales operations, transaction management and accounting.

Mr. Clark also spent fifteen (15) years at MidCon Corp. (parent of Natural Gas Pipeline of America) where he held several positions in Strategic Planning, Accounting, Regulatory Compliance and Engineering.

Gary Stephenson, Executive Vice President

Mr. Stephenson is Executive Vice President, Operations of DP&L and DPL and is responsible for all generation, transmission, distribution and energy commodity operations across DP&L and DPL. Additionally, he serves on the Board of Managers of DPLER, DPL's competitive retail electric supplier.

Prior to joining DPL in 2004 as Vice President of Commercial Operations, Mr. Stephenson served as Vice President for InterGen, a global power generation firm. Mr. Stephenson was also Vice President at PG&E National Energy Group and was employed by General Electric Company and Northeast Utilities in a variety of management and engineering positions.

Mr. Stephenson holds a Master of Business Administration degree from the Tuck School of Business at Dartmouth College. He received a Bachelor of Science degree in electrical engineering from Lafayette College and a Master of Science degree in electrical engineering from Polytechnic University, and a brief summary of his work history is as follows:

- VP/SVP/EVP, DPL & DP&L 2004 to Present
- Vice President, Intergen 2002 to 2004
- Vice President, PG&E National Energy Group 1994 to 2002
- Project Manager, General Electric 1989 to 1992
- Project Engineer, Northeast Utilities 1986 to 1989

Teresa Marrinan, Senior Vice President

Ms. Marrinan is Senior Vice President of Business Planning and Development of DPL and DP&L and is responsible for driving DPL's strategic investment and growth initiatives. Previously, Ms. Marrinan was Senior Vice President of Commercial Operations, responsible for the 24 hour real time dispatch of DPL's 3,800 megawatt power generation fleet; its short and long term coal, energy and natural gas purchasing and trading activities; the scheduling and physical

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delivery of DPL's coal and other commodities; the Company's monitoring and participation within the PJM Independent System Operator; and its unregulated retail electricity and street lighting businesses.

Ms. Marrinan has more than 20 years of energy industry experience. Prior to assuming her role as Senior Vice President of Commercial Operations, she served as Vice President of Commercial Operations and Director of Portfolio Management, and was responsible for real time dispatch and commodity management activities. She has also served as DP&L's Risk Manager and has held several other managerial and technical positions within DPL's wholesale and retail business units.

Ms. Marrinan holds a Bachelor of Science degree in business administration from the University of Dayton and a Master of Business Administration degree from Xavier University, and a brief summary of her work history with DPL and DP&L is as follows:

- SVP, Business Planning & Development September 2010 to present
- VP/SVP, Commercial Operations August 2007 to September 2010
- Director, Portfolio Management September 2006 to July 2007
- Head Trader October 2005 to September 2006
- Risk Manager October 1997 to October 2005
- Energy Marketer September 1996 to October 1997
- Various marketing & regulatory positions April 1984 to September 1996

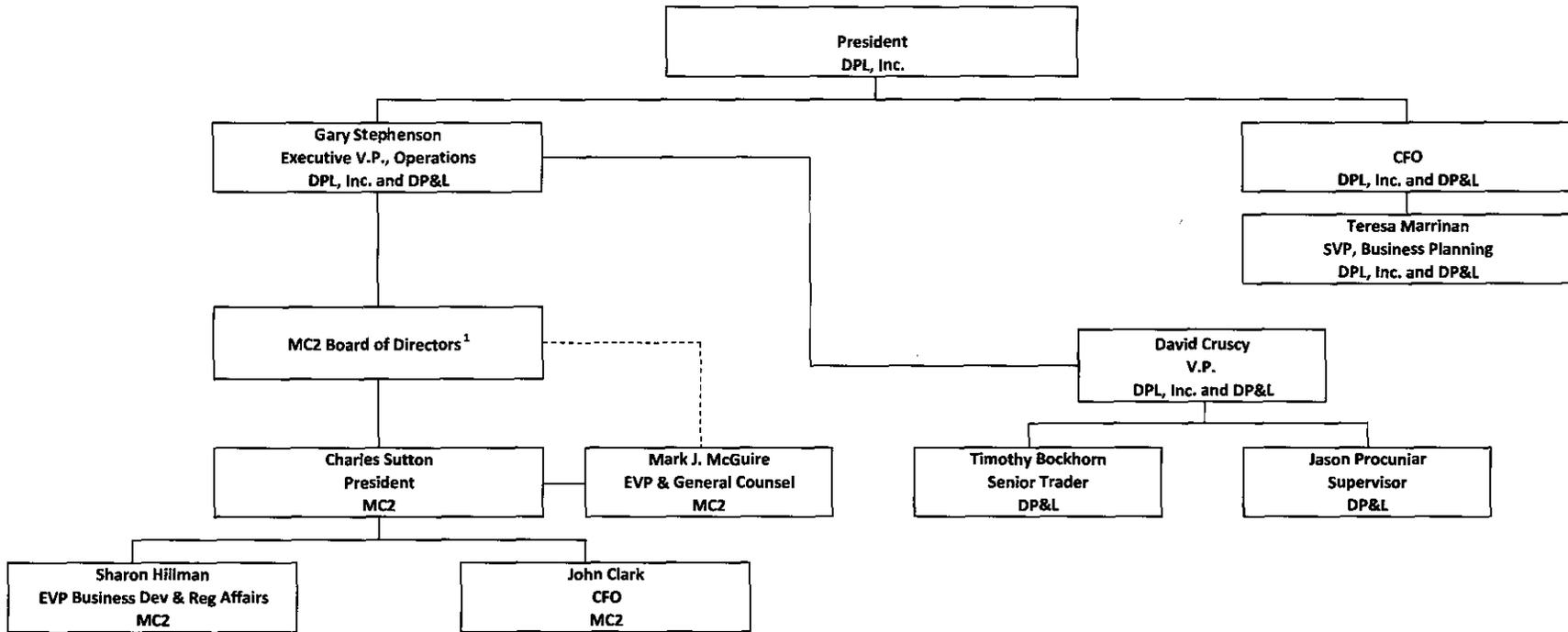
David Crusey, Vice President

Mr. Crusey is Vice President of Commodity Operations of DPL and DP&L, responsible for managing commodity positions for coal, power, natural gas, oil, and emissions, including position evaluation, recommendations and trade execution. He also is responsible for Commercial Operations' operations in PJM and MISO energy, capacity and congestion markets, and commodity contracts, logistics, and contract administration. Mr. Crusey has over 20 years of experience in electricity marketing, sales and trading, as well as various electric system management, operations, and engineering responsibilities.

Mr. Crusey holds a Master of Business Administration degree and a Bachelor of Science in Electric Engineering degree, both from the University of Dayton. He is a Chartered Financial Analyst (CFA) Charterholder, a Certified Financial Risk Manager (FRM), and holds a post-Masters Concentration in Finance from the University of Dayton. A brief summary of his work history with DPL and DP&L is as follows:

- VP/MD: June 2009 to Present
- Director, Trading: May 2007 to June 2009
- Term Trader: January 2006 to May 2007
- Sr. Energy Marketer: February 2001 to December 2005
- Energy Marketer: February 1995 to January 2001
- Various engineering positions June 1989 to February 1995

**MC2 Energy Services and DPL Corporate Organizational Chart
Managerial Qualifications, Part 451.340 (a)**



1: MC2 Energy Services Board of Directors: G. Stephenson, C. Sutton, S. Hillman, M. McGuire, J. Clark, T. Marrinan and A. Meyer

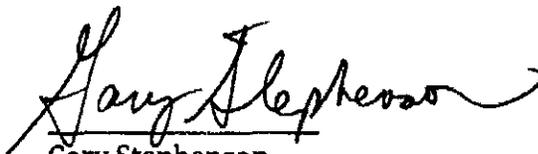
SECTION 451.330 and 451.340 STATEMENT

The undersigned hereby certify that MC Squared Energy Services is a corporate affiliate of DP&L and uses the following employees of its corporate affiliate to meet the requirements of Subpart D, Part 451 – Sections 451.330 and 451.340:

Gary Stephenson
Teresa Marrinan
David Crusey
Timothy Bockhorn
Jason Procniar

DP&L designates the following telephone number, fax number, and address where its staff can be directly reached at all times, and agrees hereafter to maintain such numbers in the future:

Telephone Number:	(973) 259-7830
Fax Number:	(973) 259-7848
Address:	1065 Woodman Drive Dayton, OH 45432



Gary Stephenson
Executive Vice President, DP&L



Charles Sutton
President, MC Squared Energy Services