

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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FORM U-13E-1

**REPORT TO BE FILED PURSUANT TO RULE 95 UNDER THE
PUBLIC HOLDING COMPANY ACT BY AN AFFILIATE SERVICE COMPANY
OR A COMPANY PRINCIPALLY ENGAGED IN THE PERFORMANCE OF SERVICES**

File No. _____

Date of Filing: _____

1. Name of company filing report (hereinafter called "Service Company").
2. Address of the principal executive office of the Service Company.
3. Name and address of person authorized to receive notices and communications from the Commission.
4. Form of organization of the Service Company (as: corporation, partnership, business trust, etc.).
5. State or other sovereign power under the laws of which the Service Company was organized, and date of organization.
6. If the Service Company is a partnership or business trust, give the names and addresses of all partners (including limited partners) or all trustees, respectively, and give as to each partner, his share in the partnership.
7. If the Service Company is a corporation, business trust, or any other form of company, give names and addresses of the twenty largest holders of record of its outstanding voting securities and the number of shares held by each.
8. Names and addresses of all officers and directors of the Service Company and annual rate of compensation to each.
9. With respect to every registered holding company and subsidiary company for which the service company is performing, or proposes to perform, services, construction or sale of goods, *state*:
 - (a) Name of the company and address of its principal office;
 - (b) Name of its top registered holding company;
 - (c) Whether it is a public-utility company.
10. With respect to every company which the Service Company is an affiliate and for which the Service Company is performing, or proposes to perform, services, construction or sale of goods, *state*:
 - (a) Name of the company and address of its principal office;
 - (b) The facts which cause the Service Company to be an affiliate of such company.
11. If the Service Company performs services, construction, or sale of goods for companies not named in Item 9, state approximately the proportion of the total income of the Service Company derived from such services or sale of goods.
12. If the Service Company performs any business other than a service business, state approximately the proportion of the total income of the Service Company derived from such other businesses.

13. Check the classes of work performed by the Service Company.

- | | | |
|--------------------------------------|--|--|
| <input type="checkbox"/> Managerial | <input type="checkbox"/> Construction | <input type="checkbox"/> Statistical |
| <input type="checkbox"/> Financial | <input type="checkbox"/> Supervision of Construction | <input type="checkbox"/> Publicity |
| <input type="checkbox"/> Legal | <input type="checkbox"/> Advertising | <input type="checkbox"/> Research |
| <input type="checkbox"/> Engineering | <input type="checkbox"/> Insurance | <input type="checkbox"/> Sale of Goods |
| <input type="checkbox"/> Tax | <input type="checkbox"/> Purchasing | |
| <input type="checkbox"/> Auditing | <input type="checkbox"/> Marketing | |

Describe briefly the nature of any services performed by the Service Company which are not named above:

14. As to each class of work checked or described in Item 13, state whether such class of work is performed or is proposed to be performed:

- (1) Entirely by officers and employees of the Service Company.
- (2) In part by officers and employees of the Service Company and in part by another person or company engaged or to be engaged by the Service Company for that purpose.
- (3) Entirely by other persons or companies engaged or to be engaged by the Service Company for that purpose.

15. (a) Name and address of the principal executive office, of each person or company engaged by the Service Company in connection with the performance of any service, sales or construction as indicated in subparagraphs (2) and (3) of Item 14.

(b) As to each such person or company indicate the services for which such person or company is engaged by the Service Company.

16. Attach to this report a balance sheet and a profit and loss statement of the Service Company as of a date not more than three months prior to the date of filing this report, together with any additional information necessary to reflect any major changes in the condition of the Service Company since the date of such financial statements.

(The following is the form for signature and verification where the Service Company is a corporation. Suitable changes should be made for other kinds of companies.)

The Service Company has caused this instrument to be duly executed on its behalf by its authorized officer on this _____ day of _____, _____.

Name of Service Company

By _____
(Name) (Title)

(Seal)
Attest:

(Name) (Title)

State of _____

County of _____

The undersigned being duly sworn deposes and says that he has duly executed the attached instrument for and on behalf of the Service Company named therein; that he is the _____ of such Service Company;
(Title of Officer)

And that all action by stockholders, directors, and other bodies necessary to authorize deponent to execute and file such instrument has been taken. Deponent further says that he is familiar with such instrument and the transactions referred to therein, and that to the best of his knowledge, information and belief the statements made in such instrument are true.

(Signature)

(Type or print name beneath)

Subscribed and sworn to before me at _____,

this _____ day of _____, _____.

(Title of Officer)

My commission expires _____
(Official Seal)

INSTRUCTIONS FOR FORM U-13E-1

Use of Form.

Rule 95 under the Public Utility Holding Company Act of 1935 requires this form to be filed:

- (1) By every affiliate of a registered holding company or subsidiary company thereof which proposes to take any step in the performance of any service or construction for, or any sale of goods, to any company of which it is an affiliate, and
- (2) By every company whose principal business is the performance of service or construction for, or sale of goods to, one or more registered holding companies or public-utility subsidiary companies thereof, either directly or through one or more other persons, or companies, and who proposes to take any step in the performance of any service or construction for, or sale of goods to, any such company. Any person required to report on Form U-13E-1 by virtue of being *both* and affiliate service company as described above and a company principally engaged in the performance of service, construction, or sale of goods, as described above, need file only a single report.

Formal Requirements.

Each statement, including exhibits, shall be filed in triplicate. One copy of the statement shall be executed in the name of the company and shall be verified by the officer or agent by whom it is executed. If the statement is executed by an agent or attorney, the power of attorney evidencing his authority shall be attached to the statement. The other two copies may have facsimile or type signatures.

The statement, and where is practicable all documents filed as part thereof, shall be on good quality, unglazed white paper 8.5" x 13" in size. Financial statements may be on larger paper if folded to approximately that size. All papers included in the statement, except exhibits not prepared specially for the statement, shall have a margin of at least 1.5" for binding and each copy should be firmly bound on the left side. Deficits in financial statements should be clearly indicated by symbols or marks so that a photocopy will accurately represent the original. All copies filed should be distinct and easily read. The statement shall contain all the items in the form as well as the answers thereto. The answers should be made to stand out clearly from the items by variation in spacing, margin, type, or other means.

Meaning of Terms.

All terms used in the form and in these instructions have the same meaning as in the Public Utility Holding Company Act of 1935 and in the general Rules and Regulations issued thereunder.

"Top registered holding company" means a registered holding company which is not a subsidiary of any other registered holding company.

"Service business" means the business of performing any service, construction, or sale of goods, and for this purpose particular attention should be paid to the definitions of "service," "goods," and "construction" in Rule 95.

"A business other than a service business" shall include among other businesses, the business of a public utility company.

SEC's Collection of Information.

An agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid control number. Filing of this Form is mandatory. Section 13 of the Public Utility Holding Company Act of 1935 and Rule 95 under the Act require an affiliate of a registered public utility holding company or other company (collectively, "service company") to file Form U-13E-1 before taking any step in the performance of service, construction or sale of goods to an affiliate. The Commission staff uses the information collected

- (1) to monitor which affiliates or other companies perform service to a registered holding company or a subsidiary of a registered holding company;
- (2) to review the kinds of services that the service company will perform; and
- (3) to review which subsidiaries of a registered public utility holding company receive services from the service company.

The Commission estimates that the burden for completing the Form will be approximately 2 hours per filing. The information collected on Form U-13E-1 is publicly available. Any member of the public may direct to the Commission any comments concerning the accuracy of the burden estimate of this Form and suggestions for reducing the burden of the Form. The Office of Management and Budget has reviewed this collection of information in accordance with the clearance requirements of 44 U.S.C. § 3507.