



PUCO USE ONLY -- Version 1.07		
Date Received	Renewal Certification Number	ORIGINAL CRS Case Number
		12 - 2488 - GA-CRS

RENEWAL CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS SUPPLIERS

Please type or print all required information. Identify all attachments with an exhibit label and title (*Example: Exhibit A-16 - Company History*). All attachments should bear the legal name of the Applicant. Applicants should file completed applications and all related correspondence with the Public Utilities Commission of Ohio, Docketing Division, 180 East Broad Street, Columbus, Ohio 43215-3793.

This PDF form is designed so that you may directly input information onto the form. You may also download the form by saving it to your local disk.

SECTION A - APPLICANT INFORMATION AND SERVICES

A-1 Applicant intends to renew its certificate as: (check all that apply)

☐ Retail Natural Gas Aggregator ☐ Retail Natural Gas Broker ☒ Retail Natural Gas Marketer

A-2 Applicant information:

Legal Name	Hudson Energy Services, LLC		
Address	6345 Dixie Road, Suite 200, Mississauga, Ontario, L5T 2E6, Canada		
Telephone No.	(845) 228-3400	Web site Address	www.hudsonenergy.net
Current PUCO Certificate No.	12-271G (1)	Effective Dates	10/11/12 -10/11/14

A-3 Applicant information under which applicant will do business in Ohio:

Name	Hudson Energy Services, LLC		
Address	1299 Olentangy River Road, Suite 103, Columbus, Ohio 43212		
Web site Address	(845) 228-3400	Telephone No.	www.hudsonenergy.net

A-4 List all names under which the applicant does business in North America:

Hudson Energy Services, LLC
Hudson Energy Canada Corp.
Hudson Energy Solar Corp.

A-5 Contact person for regulatory or emergency matters:

Name	Michael Veney	Title	Manager, U.S. Regulatory Affairs
Business Address	5251 Westheimer Road, Suite 100, Houston, Texas, 77056		
Telephone No.	(330) 441-1656	Fax No.	(905) 564-6069
Email Address	mveney@justenergy.com		

A-6 Contact person for Commission Staff use in investigating customer complaints:

Name Vanessa Anesetti-Parra Title Sr. Manager, Compliance & Regulatory Admin.
Business address 6345 Dixie Rd, Suite 200, Mississauga, ON, L5T 2E6, Canada
Telephone No. (905) 795-3574 Fax No. (905) 670-4585 Email Address vanesetti@justenergy.com

A-7 Applicant's address and toll-free number for customer service and complaints

Customer service address P.O. Box 2210 Buffalo, New York 14240-2210 OH_customerfeedback@justenergy.com
Toll-Free Telephone No. (866) 587-8674 Fax No. (905) 564-6069 Email Address OH_customerfeedback@justenergy.com

A-8 Provide "Proof of an Ohio Office and Employee," in accordance with Section 4929.22 of the Ohio Revised Code, by listing name, Ohio office address, telephone number, and Web site address of the designated Ohio Employee

Name Michael Veney Title Manager, U.S. Regulatory Affairs
Business address 1299 Olentangy River Road, Suite 103, Columbus, Ohio 43212
Telephone No. (330) 441-1656 Fax No. (905) 564-6069 Email Address mveney@justenergy.com

A-9 Applicant's federal employer identification number 161626267

A-10 Applicant's form of ownership: (Check one)

- | | |
|--|---|
| <input type="checkbox"/> Sole Proprietorship | <input type="checkbox"/> Partnership |
| <input type="checkbox"/> Limited Liability Partnership (LLP) | <input checked="" type="checkbox"/> Limited Liability Company (LLC) |
| <input type="checkbox"/> Corporation | <input type="checkbox"/> Other |

A-11 (Check all that apply) Identify each natural gas company service area in which the applicant is currently providing service or intends to provide service, including identification of each customer class that the applicant is currently serving or intends to serve, for example: residential, small commercial, and/or large commercial/industrial (mercantile) customers. (A mercantile customer, as defined in Section 4929.01(L)(1) of the Ohio Revised Code, means a customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within the state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside of this state. In accordance with Section 4929.01(L)(2) of the Ohio Revised Code, "Mercantile customer" excludes a not-for-profit customer that consumes, other than for residential use, more than 500,000 cubic feet of natural gas per year at a single location within this state or consumes natural gas, other than for residential use, as part of an undertaking having more than three locations within or outside this state that has filed the necessary declaration with the Public Utilities Commission.)

<input checked="" type="checkbox"/> Columbia Gas of Ohio	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input checked="" type="checkbox"/> Large Commercial / Industrial
<input checked="" type="checkbox"/> Dominion East Ohio	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input checked="" type="checkbox"/> Large Commercial / Industrial
<input checked="" type="checkbox"/> Duke Energy Ohio	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input checked="" type="checkbox"/> Large Commercial / Industrial
<input checked="" type="checkbox"/> Vectren Energy Delivery of Ohio	<input checked="" type="checkbox"/> Residential	<input checked="" type="checkbox"/> Small Commercial	<input checked="" type="checkbox"/> Large Commercial / Industrial

A-12 If applicant or an affiliated interest previously participated in any of Ohio's Natural Gas Choice Programs, for each service area and customer class, provide approximate start date(s) and/or end date(s) that the applicant began delivering and/or ended services.

☒ **Columbia Gas of Ohio**

<input checked="" type="checkbox"/> Residential	Beginning Date of Service	July 20, 2005	End Date	
<input checked="" type="checkbox"/> Small Commercial	Beginning Date of Service	July 20, 2005	End Date	
<input checked="" type="checkbox"/> Large Commercial	Beginning Date of Service	July 20, 2005	End Date	
<input checked="" type="checkbox"/> Industrial	Beginning Date of Service	July 20, 2005	End Date	

☒ **Dominion East Ohio**

<input checked="" type="checkbox"/> Residential	Beginning Date of Service	July 20, 2005	End Date	
<input checked="" type="checkbox"/> Small Commercial	Beginning Date of Service	July 20, 2005	End Date	
<input checked="" type="checkbox"/> Large Commercial	Beginning Date of Service	July 20, 2005	End Date	
<input checked="" type="checkbox"/> Industrial	Beginning Date of Service	July 20, 2005	End Date	

☒ **Duke Energy Ohio**

<input checked="" type="checkbox"/> Residential	Beginning Date of Service	May 2012	End Date	
<input checked="" type="checkbox"/> Small Commercial	Beginning Date of Service	May 2012	End Date	
<input checked="" type="checkbox"/> Large Commercial	Beginning Date of Service	May 2012	End Date	
<input checked="" type="checkbox"/> Industrial	Beginning Date of Service	May 2012	End Date	

☒ **Vectren Energy Delivery of Ohio**

<input checked="" type="checkbox"/> Residential	Beginning Date of Service	May 2012	End Date	
<input checked="" type="checkbox"/> Small Commercial	Beginning Date of Service	May 2012	End Date	
<input checked="" type="checkbox"/> Large Commercial	Beginning Date of Service	May 2012	End Date	
<input checked="" type="checkbox"/> Industrial	Beginning Date of Service	May 2012	End Date	

A-13 If not currently participating in any of Ohio's four Natural Gas Choice Programs, provide the approximate start date that the applicant proposes to begin delivering services:

<input checked="" type="checkbox"/>	Columbia Gas of Ohio	Intended Start Date	October 31, 2012
<input checked="" type="checkbox"/>	Dominion East Ohio	Intended Start Date	October 31, 2012
<input checked="" type="checkbox"/>	Duke Energy Ohio	Intended Start Date	October 31, 2012
<input checked="" type="checkbox"/>	Vectren Energy Delivery of Ohio	Intended Start Date	October 31, 2012

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- A-14 **Exhibit A-14 "Principal Officers, Directors & Partners,"** provide the names, titles, addresses and telephone numbers of the applicant's principal officers, directors, partners, or other similar officials.
- A-15 **Exhibit A-15 "Corporate Structure,"** provide a description of the applicant's corporate structure, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale natural gas or electricity to customers in North America.
- A-16 **Exhibit A-16 "Company History,"** provide a concise description of the applicant's company history and principal business interests.
- A-17 **Exhibit A-17 "Articles of Incorporation and Bylaws,"** provide the articles of incorporation filed with the state or jurisdiction in which the applicant is incorporated and any amendments thereto, *only if the contents of the originally filed documents changed since the initial application.*
- A-18 **Exhibit A-18 "Secretary of State,"** provide evidence that the applicant is still currently registered with the Ohio Secretary of the State.

SECTION B - APPLICANT MANAGERIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED

- B-1 **Exhibit B-1 "Jurisdictions of Operation,"** provide a current list of all jurisdictions in which the applicant or any affiliated interest of the applicant is, at the date of filing the application, certified, licensed, registered, or otherwise authorized to provide retail natural gas service, or retail/wholesale electric services.
- B-2 **Exhibit B-2 "Experience & Plans,"** provide a current description of the applicant's experience and plan for contracting with customers, providing contracted services, providing billing statements, and responding to customer inquiries and complaints in accordance with Commission rules adopted pursuant to Section 4929.22 of the Revised Code and contained in Chapter 4901:1-29 of the Ohio Administrative Code.
- B-3 **Exhibit B-3 "Summary of Experience,"** provide a concise and current summary of the applicant's experience in providing the service(s) for which it is seeking renewed certification (e.g., number and types of customers served, utility service areas, volume of gas supplied, etc.).
- B-4 **Exhibit B-4 "Disclosure of Liabilities and Investigations,"** provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocations of authority, regulatory investigations, or any other matter that could adversely impact the applicant's financial or operational

status or ability to provide the services for which it is seeking renewed certification since applicant last filed for certification.

- B-5 Exhibit B-5 "Disclosure of Consumer Protection Violations,"** disclose whether the applicant, affiliate, predecessor of the applicant, or any principal officer of the applicant has been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws since applicant last filed for certification.

☒ No ☐ Yes

If Yes, provide a separate attachment labeled as **Exhibit B-5 "Disclosure of Consumer Protection Violations,"** detailing such violation(s) and providing all relevant documents.

- B-6 Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation,"** disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail natural gas or retail/wholesale electric service denied, curtailed, suspended, or revoked, or whether the applicant or predecessor has been terminated from any of Ohio's Natural Gas Choice programs, or been in default for failure to deliver natural gas since applicant last filed for certification.

☒ No ☐ Yes

If Yes, provide a separate attachment, labeled as **Exhibit B-6 "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation,"** detailing such action(s) and providing all relevant documents.

SECTION C - APPLICANT FINANCIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED

- C-1 Exhibit C-1 "Annual Reports,"** provide the two most recent Annual Reports to Shareholders. If applicant does not have annual reports, the applicant should provide similar information, labeled as Exhibit C-1, or indicate that Exhibit C-1 is not applicable and why.
- C-2 Exhibit C-2 "SEC Filings,"** provide the most recent 10-K/8-K Filings with the SEC. If applicant does not have such filings, it may submit those of its parent company. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 whether the applicant is not required to file with the SEC and why.
- C-3 Exhibit C-3 "Financial Statements,"** provide copies of the applicant's two most recent years of audited financial statements (balance sheet, income statement, and cash flow statement). If audited financial statements are not available, provide officer-certified financial statements. If the applicant has not been in business long enough to satisfy this requirement, it shall file audited or officer-certified financial statements covering the life of the business.
- C-4 Exhibit C-4 "Financial Arrangements,"** provide copies of the applicant's current financial arrangements to conduct competitive retail natural gas service (CRNGS) as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.)
- C-5 Exhibit C-5 "Forecasted Financial Statements,"** provide two years of forecasted financial statements (balance sheet, income statement, and cash flow statement) for the applicant's CRNGS operation, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer.

- C-6 **Exhibit C-6 "Credit Rating,"** provide a statement disclosing the applicant's current credit rating as reported by two of the following organizations: Duff & Phelps, Dun and Bradstreet Information Services, Fitch IBCA, Moody's Investors Service, Standard & Poors, or a similar organization. In instances where an applicant does not have its own credit ratings, it may substitute the credit ratings of a parent or affiliate organization, provided the applicant submits a statement signed by a principal officer of the applicant's parent or affiliate organization that guarantees the obligations of the applicant.
- C-7 **Exhibit C-7 "Credit Report,"** provide a copy of the applicant's current credit report from Experian, Dun and Bradstreet, or a similar organization.
- C-8 **Exhibit C-8 "Bankruptcy Information,"** provide a list and description of any reorganizations, protection from creditors, or any other form of bankruptcy filings made by the applicant, a parent or affiliate organization that guarantees the obligations of the applicant or any officer of the applicant in the current year or since applicant last filed for certification.
- C-9 **Exhibit C-9 "Merger Information,"** provide a statement describing any dissolution or merger or acquisition of the applicant since applicant last filed for certification.

SECTION D – APPLICANT TECHNICAL CAPABILITY

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED.

- D-1 **Exhibit D-1 "Operations,"** provide a current written description of the operational nature of the applicant's business. Please include whether the applicant's operations will include the contracting of natural gas purchases for retail sales, the nomination and scheduling of retail natural gas for delivery, and the provision of retail ancillary services, as well as other services used to supply natural gas to the natural gas company city gate for retail customers.
- D-2 **Exhibit D-2 "Operations Expertise,"** given the operational nature of the applicant's business, provide evidence of the applicant's current experience and technical expertise in performing such operations.
- D-3 **Exhibit D-3 "Key Technical Personnel,"** provide the names, titles, email addresses, telephone numbers, and background of key personnel involved in the operational aspects of the applicant's current business.


Applicant Signature and Title SVP and Chief Operating Officer

Sworn and subscribed before me this 27 day of June Month 2014 Year


Signature of official administering oath


Print Name and Title

My commission expires on N/A

APPROVED
BY LEGAL




The Public Utilities Commission of Ohio

Competitive Retail Natural Gas Service
Affidavit Form
(Version 1.07)

In the Matter of the Application of)

Hudson Energy Services, LLC)

for a Certificate or Renewal Certificate to Provide)

Competitive Retail Natural Gas Service in Ohio.)


Case No. 12 - 2488 -GA-CRS

County of Peel, Mississauga
State of Ontario

I, Duncan Stiles

[Affiant], being duly sworn/affirmed, hereby states that:

- (1) The information provided within the certification or certification renewal application and supporting information is complete, true, and accurate to the best knowledge of affiant.
- (2) The applicant will timely file an annual report of its intrastate gross receipts and sales of hundred cubic feet of natural gas pursuant to Sections 4905.10(A), 4911.18(A), and 4929.23(B), Ohio Revised Code.
- (3) The applicant will timely pay any assessment made pursuant to Section 4905.10 or Section 4911.18(A), Ohio Revised Code.
- (4) Applicant will comply with all applicable rules and orders adopted by the Public Utilities Commission of Ohio pursuant to Title 49, Ohio Revised Code.
- (5) Applicant will cooperate with the Public Utilities Commission of Ohio and its staff in the investigation of any consumer complaint regarding any service offered or provided by the applicant.
- (6) Applicant will comply with Section 4929.21, Ohio Revised Code, regarding consent to the jurisdiction of the Ohio courts and the service of process.
- (7) Applicant will inform the Public Utilities Commission of Ohio of any material change to the information supplied in the certification or certification renewal application within 30 days of such material change, including any change in contact person for regulatory or emergency purposes or contact person for Staff use in investigating customer complaints.
- (8) Affiant further sayeth naught.


Affiant Signature & Title SVP and Chief Operating Officer

Sworn and subscribed before me this 27 day of June Month 2014 Year


Signature of Official Administering Oath

Print Name and Title Brahm N. Thers, Senior Counsel

My commission expires on N/A

(CRNGS Supplier Renewal)

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**HUDSON ENERGY SERVICES, LLC - RENEWAL CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS –
CASE NUMBER 12-2488-GA-CRS**

Exhibit A-14 “Principal Officers, Directors and Partners”

Directors	Name of Officer	Position	Business Address
George Sladoje			First Canadian Place 100 King Street West, Toronto, Ontario, Canada, M5X 1E1
William Weld			Suite 200 – 6345 Dixie Road Mississauga, Ontario, Canada L5T 2E6
Gordon D. Giffin			First Canadian Place 100 King Street West, Toronto, Ontario, Canada, M5X 1E1
James Lewis	James Lewis	Co-CEO and President	Suite 1000 – 5251 Westheimer Road, Huston, Texas, U.S. 77056
Deb Merrill	Deb Merrill	Co-CEO and President	Suite 1000 – 5251 Westheimer Road, Huston, Texas, U.S. 77056
	Beth Summers	Chief Financial Officer	Suite 200 – 6345 Dixie Road Mississauga, Ontario, Canada L5T 2E6
	Rad Brannan	VP, Business Information Systems	Suite 1000 – 5251 Westheimer Road, Huston, Texas, U.S. 77056
	Blake Lasuzzo	SVP, Supply	Suite 1000 – 5251 Westheimer Road, Huston, Texas, U.S. 77056
	Jonah Davids	EVP, Legal & Regulatory and General Counsel	Suite 200 – 6345 Dixie Road Mississauga, Ontario, Canada L5T 2E6
	Bob Donaldson	Corporate Secretary	First Canadian Place 100 King Street West, Toronto, Ontario, Canada, M5X 1E1
	Pat Chan	VP, Tax	Suite 200 – 6345 Dixie Road Mississauga, Ontario, Canada L5T 2E6
	Charlie Iannello	VP, Regulatory Affairs – US	Suite 1000 – 5251 Westheimer Road, Huston, Texas, U.S. 77056
	Duncan Stiles	SVP and Chief Operating Officer	Suite 200 – 6345 Dixie Road Mississauga, Ontario, Canada L5T 2E6

Exhibit A-15 “Corporate Structure”

Hudson Energy is a limited liability company formed under the laws of New Jersey. Hudson Energy’s headquarters is located in Texas with offices in New York, Ohio, California, Illinois and Toronto. Its parent company, Just Energy Group Inc. (Just Energy) is a corporation established under the laws of Canada. Just Energy is a publicly traded corporation (NYSE:JE and TSX: JE) and parent to affiliate companies: Amigo Energy, Commerce Energy, Hudson Energy, Hudson Energy Solar, National Home Services and Tara Energy.

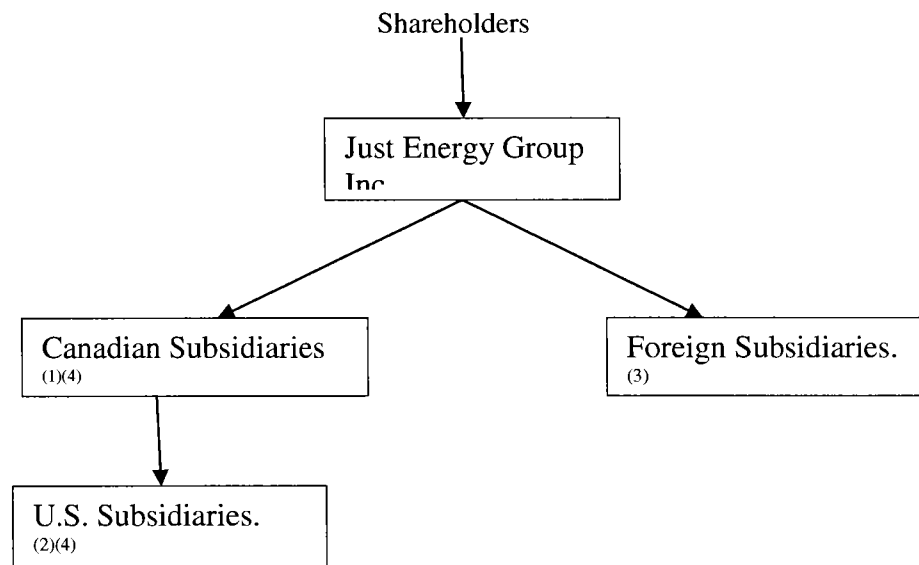
Attached is an organizational chart depicting the parent company’s full corporate structure as well as a diagram that sets forth the simplified organizational structure of Just Energy and its subsidiaries as of May, 2014.

Exhibit A-15 “Corporate Structure”

Attached is an organizational chart depicting the parent company’s full corporate structure and below is a Simplified organizational structure of Just Energy Group and its subsidiaries as of May, 2014

Organizational Structure of the Company

The following diagram sets forth the simplified organizational structure of the Company.



Notes:

- (1) The Canadian Subsidiaries are corporations, limited partnerships, and unlimited liability companies directly or indirectly wholly-owned by Just Energy Group Inc. The Canadian operating Subsidiaries are Just Energy Ontario L.P. (Ontario); Just Energy Alberta L.P. (Alberta); Alberta Energy Savings L.P. (Alberta); Just Energy Manitoba L.P. (Manitoba); Just Energy B.C. Limited Partnership (British Columbia); Just Energy Québec L.P. (Quebec); Just Energy Prairies L.P.; Just Energy Trading L.P. (Ontario); National Energy Corporation (Ontario) d/b/a National Home Services, Hudson Energy Canada Corp. (Canada). Just Energy Corp. is the general partner of each of the Canadian limited partnerships.
- (2) The U.S. Subsidiaries are corporations, limited liability companies and limited partnerships indirectly wholly-owned by the Company and are incorporated or formed, as applicable, under the laws of the State of Delaware law unless otherwise noted. The U.S. operating Subsidiaries are Just Energy (U.S.) Corp.; Just Energy Illinois Corp.; Just Energy Indiana Corp.; Just Energy Massachusetts Corp.; Just Energy New York Corp.; Just Energy Texas I Corp.; Just Energy Texas LP; Just Energy Pennsylvania Corp.; Commerce Energy, Inc.(California); Just Energy Marketing Corp.; Just Energy Michigan Corp.; Hudson Energy Services LLC (New Jersey); and Hudson Energy Solar Corp.; Just Energy Limited; Fulcrum Retail Energy LLC d/b/a Amigo Energy (Texas), Tara Energy, LLC (Texas); Fulcrum Retail Energy New York, LLC (Texas) and American Home Energy Services Corp.
- (3) Hudson Energy Services UK Limited and Hudson Energy Supply UK Limited operates under that laws of England and Wales are direct and indirect, respectively, wholly owned subsidiaries of the Company, provides self-insurance to the Company and its subsidiaries.
- (4) The Company also indirectly owns a 50% interest in Just Ventures L.P. (Ontario) and Just Ventures LLC (Delaware) (collectively, “Just Ventures”), which operates as internet marketing companies for the Company’s subsidiaries. The other 50% interest of Just Ventures is directly or indirectly held by a third party, Red Ventures, LLC (North Carolina).

Exhibit A-16 “Company History”

Hudson Energy is a retail marketer of natural gas and electricity service that provides service to mainly commercial customers in the United States and Canada. It was originally formed in 2002. The Company started out serving customers in New York and New Jersey and has since grown to also serve customers in Texas, Illinois, Pennsylvania, Ohio, Massachusetts and four Canadian provinces.

Hudson Energy is a specialist in providing index and fixed price traditional energy and renewable energy products tailored mainly for commercial customers. With over 130,000 customers, Hudson Energy is one of the fastest growing business-to-business suppliers of electric power and natural gas commodity in North America. Large and small business owners look to Hudson Energy for stability and predictability to help them control their energy costs and budget one of their most significant business expenses more effectively.

On May 2010, Just Energy Group Inc. (“Just Energy”) indirectly acquired all of the issued outstanding shares of Hudson Parent Holdings LLC and Hudson Energy, Corp., collectively “Hudson” and as a result, Just Energy US Corp., a Just Energy subsidiary, became Hudson Energy’s new parent company. Under the leadership of Just Energy, Hudson Energy remains a strong independent marketer and one of the largest leaders in renewable commodities in North America. Established in 1997, Just Energy is a leading electricity and natural gas retailer, and a competitive green energy retailer in North America serving 1.6 million customers.

Exhibit A-17 “Articles of Incorporation and Bylaws”

Please find attached evidence of Hudson Energy’s Certificate of Formation and its fifth amended and restated operating agreement.

NEW JERSEY DEPARTMENT OF TREASURY
DIVISION OF REVENUE, BUSINESS GATEWAY SERVICES

CERTIFICATE OF FORMATION

HUDSON ENERGY SERVICES LLC
0400015448

The above-named DOMESTIC LIMITED LIABILITY COMPANY was duly filed in accordance with New Jersey State Law on 09/01/2002 and was assigned identification number 0400015448. Following are the articles that constitute its original certificate.

1. **Name:**
HUDSON ENERGY SERVICES LLC

2. **The Registered Agent:**
LEAH KLEIN

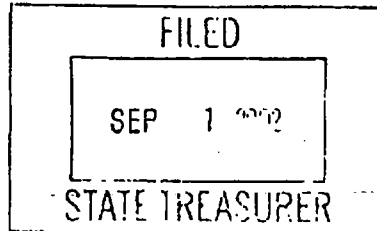
3. **The Registered Office:**
146 PENNINGTON AVE
PASSAIC, NJ 07055

4. **Business Purpose:**
Miscellaneous Service

5. **Members/Managers:**
ABE GROHMAN
24 CORTLAND ROAD
MONSEY, NJ 10952
DAVID ROSENBERG
56 FORSHAY ROAD
MONSEY, NY 10952

6. **The Main Business Address:**
24 CORTLAND ROAD
MONSEY, NY 10952

Signatures:
KERRY WALSH
AUTHORIZED REPRESENTATIVE



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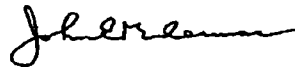
0400015448

NEW JERSEY DEPARTMENT OF TREASURY
DIVISION OF REVENUE, BUSINESS GATEWAY SERVICES

CERTIFICATE OF FORMATION

HUDSON ENERGY SERVICES LLC
0400015448

IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
09/03/2002



John E McCormac, CPA
Treasurer of the State of New Jersey

Complete the information in this section if box (2) is checked.

The address to which interested persons may direct requests for copies of any operating agreement and any bylaws of this limited liability company is

Hudson Energy Services, LLC

(Name)

4 Executive Blvd Suite 301

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Suffern

NY

10901

(City)

(State)

(Zip Code)

The name under which the foreign limited liability company desires to transact business in Ohio is

Hudson energy Services, LLC

The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is

National Registered Agents, Inc.

(Name)

145 Baker Street

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Marion

Ohio

43302

(City)

(State)

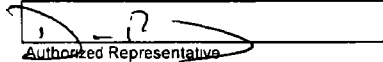
(Zip Code)

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the OHIO SECRETARY OF STATE if:

- a. the agent cannot be found, or
- b. the limited liability company fails to designate another agent when required to do so, or
- c. the limited liability company's registration to do business in Ohio expires or is cancelled


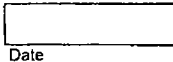
REQUIRED

Must be authenticated (signed)
by an authorized representative
(See Instructions)

 4/25/07
Authorized Representative Date

David Rosenberg

Print Name

 
Authorized Representative Date

Print Name

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

HUDSON ENERGY SERVICES LLC
0400015448

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Limited Liability Company was registered by this office on September 1, 2002.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

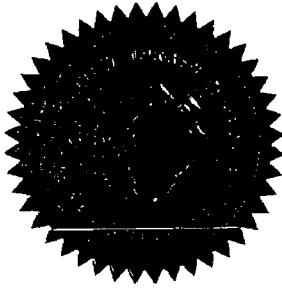
I further certify that the registered agent and registered office are:

*National Registered Agents, Inc. Of Nj
100 Canal Pointe Blvd.
Suite 108
Princeton, NJ 08540*

Continued on next page . . .

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

HUDSON ENERGY SERVICES LLC



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
23rd day of April, 2007

Bradley Abelow

Bradley Abelow
State Treasurer

AMC
FILED

New Jersey Division of Revenue

NOV 20 2003

Certificate of Amendment

Limited Liability Company

State Treasurer

This form may be used to amend a Certificate of Formation of a Limited Liability Company on file with the Department of the Treasury. Applicants must insure strict compliance with NJSA 42, the New Jersey Limited Liability Act, and insure that all applicable filing requirements are met.

1. Name of Limited Liability Company:

Hudson Energy Services LLC

2. Identification Number:

0400015448

3. New LLC Name (if applicable):

4. Effective Date:

Upon filing

5. The Certificate of Formation is amended as follows (provide attachments if needed):

David Rosenberg has resigned as a Member/Manager.

The Sole Member/Manager is:

Abe Grohman
24 Cortland Road
Monsey, New York 10952

The Main Business Address of the Company is:

545 Route 17 South
Ridgewood, New Jersey 07450

The undersigned represent(s) that this filing complies with State law as detailed in NJSA 42 and that they are authorized to sign this form behalf of the Limited Liability Company.

Signature:

Abe Grohman

Name: Abe Grohman

Date:

11-19-03

0400015448

S1328243
J2546418

L-112 (4/94)

New Jersey Division of Revenue
Restated and Amended Certificate of Formation
(For use by a Limited Liability Company)



This form may be used to restate and integrate, AND FURTHER AMEND, the Certificate of Formation of a Limited Liability Company on file with the Department of the Treasury, as supplemented and amended by any instrument that was executed and filed pursuant NJSA 42.

1. Name of Limited Liability Company: Hudson Energy Services LLC
2. Identification Number: (10 digit) 0400015448
3. New LLC Name: (If applicable)
4. Other Provisions:
5. The Restated Certificate of Formation is amended as follows: (Use attachments if required)
See Schedule A attached hereto and made a part hereof.
6. Attachments:

The undersigned represent(s) that this filing complies with State law as detailed in NJSA 42 and that they are authorized to sign this form on behalf of the LLC.

Signature

Abraham Grobman

Date April 7, 2006

Name Abraham Grobman

NJ Division of Revenue, PO Box 308, Trenton NJ 08623
Instructions

S/1683550
T2160126 T2160130

0400015448

Schedule A to
New Jersey Division of Revenue
Restated and Amended Certificate of Formation
(For use by a Limited Liability Company)
For
Hudson Energy Services LLC

1. The name of the Limited Liability Company is Hudson Energy Services LLC (the "Company").
2. The identification number for the Company is 0400015448.
3. The Company was formed on September 1, 2002.
4. The Registered Agent for the Company is Leah Klein.
5. The Registered Office Address is 146 Pennington Avenue, Passaic, New Jersey 07055.
6. The Main Business Address of the Company is 545 Route 17 South, Ridgewood, New Jersey 07450.
7. The Company shall have Perpetual Existence.
8. The business purpose of the Company shall to engage in any activity within the purposes for which limited liability companies may be organized under N.J.S.A. 42.
9. The Sole Member of the Company is as follows:

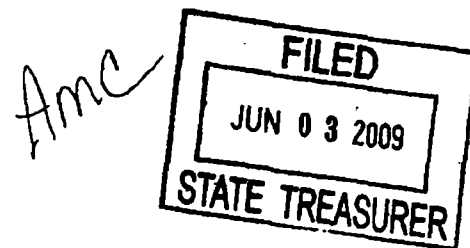
<u>Name</u>	<u>Address</u>
Hudson Parent Holdings LLC	545 Route 17 South Ridgewood, New Jersey 07450

The undersigned represent(s) that this filing complies with State law as detailed in NJSA
42 and that they are authorized to sign this form on behalf of the LLC.

Abraham Grobman
Abraham Grobman

April 7, 2006

L-102 NJSA 42 (2/94)



New Jersey Division of Revenue

Certificate of Amendment
Limited Liability Company

0400015448

This form may be used to amend a Certificate of Formation of a Limited Liability Company on file with the Department of the Treasury. Applicants must insure strict compliance with NJSA 42, the New Jersey Limited Liability Act, and insure that all applicable filing requirements are met.

1. Name of Limited Liability Company:

Hudson Energy Services LLC

2. Identification Number:

0400015448

3. New LLC Name (if applicable):

4. Effective Date:

5. The Certificate of Formation is amended as follows (provide attachments if needed):

The Restated and Amended Certificate of Formation is amended as follows:

Schedule A

No. 9 listing the name and address of the Sole Member of the Company should be deleted in its entirety and no replacement should be in its place.

The undersigned represent(s) that this filing complies with State law as detailed in NJSA 42 and that they are authorized to sign this form behalf of the Limited Liability Company.

Signature:

Name: Cindy Oberdorff, Authorized Signatory

Date: 6/3/09

NJ Division of Revenue, PO Box 308, Trenton, NJ 08646

52164302

NJSA - 07/12/2009 CT System Online

J3965656

STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
FILING CERTIFICATION (CERTIFIED COPY)

HUDSON ENERGY SERVICES LLC
0400015448

*I, the Treasurer of the State of New Jersey,
do hereby certify, that the above named business
did file and record in this department the below
listed document(s) and that the foregoing is a
true copy of the
Certificate Of Formation
Amendments
And Restated Certificate
as the same is taken from and compared with the
original(s) filed in this office on the date set
forth on each instrument and now remaining on file
and of record in my office.*



Certificate Number: 117011265

Verify this certificate online at

https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp

*IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed
my Official Seal at Trenton, this
30th day of April, 2010*

Andrew P Sidamon-Eristoff
State Treasurer

Exhibit A-18 "Secretary of State"

Please find attached evidence that Hudson Energy is registered with the Ohio Secretary of the State.



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
05/08/2007	200712702566	REGISTRATION OF FOREIGN LIMITED LIABILITY CO (LFA)	125.00	.00	.00	.00	00

Receipt

This is not a bill. Please do not remit payment.

HUDSON ENERGY SERVICES
4 EXECUTIVE BLVD, STE 301
ATTN: AVI SCHOENFELD
SUFFERN, NY 10901

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jennifer Brunner

1698025

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

HUDSON ENERGY SERVICES, LLC

and, that said business records show the filing and recording of:

Document(s)

REGISTRATION OF FOREIGN LIMITED LIABILITY CO

Document No(s):

200712702566

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 4th day of May, A.D.
2007.

Ohio Secretary of State



Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State
Central Ohio (614) 466-3910

Toll Free 1-877-SOS-FILE (1-877-767-3453)

www.state.oh.us/sos
e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)

Mail Form to one of the Following:

- ☐ Yes PO Box 1390
Columbus, OH 43216
*** Requires an additional fee of \$100 ***
- ☒ No PO Box 670
Columbus, OH 43216

ORGANIZATION / REGISTRATION OF LIMITED LIABILITY COMPANY

(Domestic or Foreign)

Filing Fee \$125.00

THE UNDERSIGNED DESIRING TO FILE A:

(CHECK ONLY ONE (1) BOX)

<p>(1) <input type="checkbox"/> Articles of Organization for Domestic Limited Liability Company (115-LCA) ORC 1705</p>	<p>(2) <input checked="" type="checkbox"/> Application for Registration of Foreign Limited Liability Company (106-LFA) ORC 1705</p> <p>09/01/02 NJ (Date of Formation) (State)</p>
--	--

Complete the general information in this section for the box checked above.

Name Hudson Energy Services, LLC

☐ Check here if additional provisions are attached

* If box (1) is checked, name must include one of the following endings: limited liability company, limited, Ltd, L t d , LLC, L L C

Complete the information in this section if box (1) is checked.

Effective Date _____ Date specified can be no more than 90 days after date of filing.
(mm/dd/yyyy)

This limited liability company shall exist for _____
(Optional) (Period of existence)

Purpose _____
(Optional)

The address to which interested persons may direct requests for copies of any operating agreement and any bylaws of this limited liability company is

(Optional)
(Name) _____
(Street) _____
(City) _____ (State) _____ (Zip Code) _____

NOTE: P.O. Box Addresses are NOT acceptable.

**HUDSON ENERGY SERVICES, LLC - RENEWAL CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS –
CASE NUMBER 12-2488-GA-CRS**

Exhibit B-1 “Jurisdictions of Operation”

Affiliate	Province/State	License Type	License Order/Docket #
Hudson Energy Canada Corp.	Alberta	Electric	331458
Hudson Energy Canada Corp.	Alberta	Gas	331459
Just Energy Alberta L.P.	Alberta	Gas	325637
Just Energy Alberta L.P.	Alberta	Electricity	325638
National Energy Corp	Alberta	Direct Sellers License	333763
Just Energy (B.C.) Limited Partnership	British Columbia	Gas	A-15-13
Commerce Energy, Inc.	California	Electric	1092
Commerce Energy, Inc.	California	Gas	No license requirement
Hudson Energy Services, LLC	Connecticut	Gas	12-04
Commerce Energy, Inc.	Delaware	Electric	Order No. 7330
Commerce Energy, Inc.	Georgia	Gas	GM-30
Just Energy Illinois Corp.	Illinois	Gas	Docket 03-0720
Commerce Energy, Inc.	Illinois	Electric	Docket 06-0723
Commerce Energy, Inc.	Illinois	Gas	Docket 07-0501
Hudson Energy Services, LLC	Illinois	Electric	Docket 07-0455
Just Energy Indiana Corp.	Indiana	Gas	No license requirement
Just Energy Manitoba L.P.	Manitoba	Gas	596
Commerce Energy, Inc.	Maryland	Electric	IR-639
Commerce Energy, Inc.	Maryland	Gas	IR-737
Hudson Energy Services, LLC	Maryland	Electric	IR-1114
Hudson Energy Services, LLC	Maryland	Gas	IR-1120
Just Energy Massachusetts Corp.	Massachusetts	Electric	CS-069
Hudson Energy Services, LLC	Massachusetts	Electric	CS-061
Hudson Energy Services, LLC	Massachusetts	Gas	GS-034
Commerce Energy, Inc.	Michigan	Electric	U-13203
Just Energy Michigan Corp.	Michigan	Gas	U-15980
Commerce Energy, Inc.	Nevada	Gas	G-13
Commerce Energy, Inc.	New Jersey	Gas	GSL-0116
Commerce Energy, Inc.	New Jersey	Electric	ESL-0046
Hudson Energy Services, LLC	New Jersey	Gas	GSL- 0069
Hudson Energy Services, LLC	New Jersey	Electric	ESL - 0083
Fulcrum Retail Energy New York, LLC	New York	Electric	Approved ESCO
Fulcrum Retail Energy New York, LLC	New York	Gas	Approved ESCO
Just Energy New York Corp.	New York	Electricity	Approved ESCO
Just Energy New York Corp.	New York	Gas	Approved ESCO

**HUDSON ENERGY SERVICES, LLC - RENEWAL CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS –
CASE NUMBER 12-2488-GA-CRS**

Affiliate	Province/State	License Type	License Order/Docket #
Just Energy U.S. Corp	New York	Electricity	FERC - ER10-379
Commerce Energy, Inc	New York	Electricity	FERC - ER97-4253
Commerce Energy, Inc.	New York	Electricity	Approved ESCO
Commerce Energy, Inc.	New York	Gas	Approved ESCO
Hudson Energy Services, LLC	New York	Gas	Approved ESCO
Hudson Energy Services, LLC	New York	Electric	Approved ESCO
Commerce Energy, Inc.	Ohio	Electric	Certificate 01-074
Commerce Energy, Inc.	Ohio	Gas	Certificate 02-023
Hudson Energy Services, LLC	Ohio	Gas	Certificate 12-271G (1)
Hudson Energy Services, LLC	Ohio	Electric	Certificate 12-538 E (1)
Universal Energy Corporation	Ontario	Electricity	ER-2012-0037
Universal Energy Corporation	Ontario	Gas	GM-2011-0410
Just Energy Ontario L.P.	Ontario	Gas	GM-2010-0152
Just Energy Ontario L.P.	Ontario	Electricity	ER-2010-0153
Hudson Energy Canada Corp.	Ontario	Electricity	ER-2010-0223
Hudson Energy Canada Corp.	Ontario	Gas	GM-2010-0224
Commerce Energy, Inc.	Pennsylvania	Electric (PECO)	A-110117
Commerce Energy, Inc.	Pennsylvania	Gas (PECO)	A-125138
Just Energy Pennsylvania Corp.	Pennsylvania	Gas (Columbia)	A-2009-2098011
Just Energy Pennsylvania Corp.	Pennsylvania	Electric (Duquesne)	A-2009-2097544
Hudson Energy Services, LLC	Pennsylvania	Electric	A-2010-2192137
Just Energy Quebec L.P /Juste Energie Quebec S.E.C	Quebec	Gas	No license requirement
Hudson Energy Canada Corp./Energie Hudson Canada	Quebec	Gas	No license requirement
Just Energy Quebec L.P /Juste Energie Quebec S.E.C	Quebec	Just Clean (non- commodity)	PERMIS NO. 119517
National Energy Corporation	Quebec		PERMIS NO. 119604
National Energy Corporation and National Home Services TM	Quebec		Numéro de licence : 5648- 5154-01
Hudson Energy Canada Corp.	Saskatchewan	Gas	No license requirement
Just Energy Prairies L.P.	Saskatchewan	Direct Seller	Direct Sellers license # 328505
Fulcrum Retail Energy , LLC	Texas	Electric	REP Certification No. 10081
Just Energy Texas L.P.	Texas	Electric	REP Certification No. 10052
Hudson Energy Services, LLC	Texas	Electric	REP Certification No. 30061
Commerce Energy, Inc.	Virginia	Gas	G-30
Commerce Energy, Inc.	Virginia	Electric	E-26

Exhibit B-2 “Experience & Plans”

Experience

Hudson Energy has been servicing customers in various markets for 12 years and offers a wide variety of solutions to its gas customers, including fixed-price and variable-price products on both short-term and longer-term contracts. Some of these products provide customers with price-protection programs for the majority of their requirements.

Hudson Energy purchases gas supply through physical or financial transactions with market counterparties as commercial customer load is contracted. The LDC provides historical customer usage which, when normalized to average weather, enables the company to purchase to expected normal customer load. Furthermore, Hudson Energy mitigates exposure to weather variations through active management of the gas portfolio. The expected cost of this strategy is incorporated into the price to the customer.

Customers

Hudson Energy generally targets and serves customers with annual consumption over 5,000 therms. These sales are made through two main channels: inside commercial sales representatives, and sales through a broker channel. Products offered to commercial customers can range from standard fixed offerings to “one off” offerings, which are tailored to meet the customer’s specific needs. These products can be either fixed or floating rate or a blend of the two, and normally have terms of less than five years.

Plans & Services

In Ohio, Hudson Energy currently serves electricity in First Energy territory.

Hudson plans to provide consolidated billing in a bill ready format through each utility in Ohio. Customer account management and billing is performed through a third party software system that is also used in other markets. Direct billing will be made available to select customers where appropriate given the applicant’s business rules and permitted according to regulatory requirements and specific utility practices.

Complaint Handling

Hudson will make every effort to be the first point of contact in dealing with customer inquiries and complaints. As such Hudson currently has a two tier system which consists of a Customer Service department and a Corporate and Consumer Relations department (“CCR”).

The customer service department serves as the first point of contact for all customer related inquiries and complaints. Hudson account managers will respond to all customer service questions, complaints, billing questions, and customer account transfers as well as general customer inquiries in accordance with Commission rules adopted pursuant to Section 4928.10

of the Revised Code. Hudson is also equipped to record customer calls digitally in order ensure accuracy and compliance.

The Corporate & Consumer Relations department oversees and manages all escalated customer inquiries and complaints ranging from informal or formal complaint filed through regulatory bodies, utilities and/or other third party groups. The CCR department is also committed to regularly reviewing complaint activity in order to identify trends and problem areas, review marketing and training materials on a regular basis, and work with all internal teams at Hudson Energy to ensure adherence to required guidelines and timely resolution of customer inquiries.

Hudson will adhere to *Public Utilities Commission of Ohio ("PUCO")* and *Ohio Consumers' Council ("OCC")* guidelines when handling complaints filed through their Consumer Services Division.

Key Personnel

High levels of customer satisfaction are achieved through rapid and accurate responses to customer questions that come in via telephone and/or electronic mail. Our customer service representatives are supported by strong training in our product, and the energy market as well as by a robust database system. Additionally, the CCR department is trained and kept up to date concerning local and State regulations and/or guidelines.

Exhibit B-3 “Summary of Experience”

Hudson Energy is a retail marketer of natural gas and electricity licensed in seven states and currently operating in six states. It currently serves over 130,000 customers across these states mainly focusing on sales and service to business customers. It has been a competitive retail energy supplier since 2002 when it was originally formed to serve customers in New York and New Jersey.

In Ohio, Hudson Energy wishes to serve both natural gas and electricity customers in all utility service territories. It plans to focus its initial efforts on customers in the service territories of Cleveland Electric Illuminating Company, Duke Energy Ohio, Columbus Southern, Power Company, Ohio Edison Company, Ohio Power Company, Columbia Gas of Ohio, and Dominion East Ohio Gas.

Hudson Energy plans to provide consolidated billing in a bill ready format through each utility in Ohio. Customer account management and billing will be performed through an internally developed IT system. Direct billing will be made available to select customers where appropriate given the applicant’s business rules and permitted according to regulatory requirements and specific utility practices.

Hudson Energy currently has utility agreements in place with over 40 utilities across North America. See attached list.

**HUDSON ENERGY SERVICES, LLC - RENEWAL CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS –
CASE NUMBER 12-2488-GA-CRS**

Exhibit B-3 “Summary of Experience –continued”

Hudson Energy currently has utility agreements in place with over 40 utilities across North America which is illustrated below:

Province/State	Utility/LDC	Effective Date
Ontario	Bluewater Power	May 27, 2011
Ontario	Burlington Hydro	June 2, 2011
Ontario	Cambridge North Dumfries Hydro	September 16, 2011
Ontario	Collus Power	September 7, 2011
Ontario	Enbridge	April 8, 2011
Ontario	Enersource	April 4, 2011
Ontario	EnWin	February 11, 2011
Ontario	Horizon Utilities	March 22, 2011
Ontario	Hydro One	March 31, 2011
Ontario	Hydro One Brampton	April 6, 2011
Ontario	Hydro Ottawa	March 3, 2011
Ontario	London Hydro	January 4, 2011
Ontario	Milton Hydro	May 19, 2011
Ontario	Oakville Hydro	August 8, 2011
Ontario	Orangeville Hydro	August 18, 2011
Ontario	Oshawa PUC	May 31, 2011
Ontario	Peterborough Utilities	September 6, 2011
Ontario	Power Stream	February 9, 2011
Ontario	Toronto Hydro	February 9, 2011
Ontario	Union	March 9, 2011
Ontario	Veridian	February 9, 2011
Saskatchewan	SaskEnergy	June 29, 2011
Alberta	ATCO Electric	October 11, 2011
Alberta	Town of Ponoka	October 25, 2011
Alberta	Town of Cardston	November 1, 2011
Alberta	City of Red Deer	November 1, 2011
Alberta	City of Lethbridge	October 25, 2011
Alberta	FortisAlberta	September 15, 2011
Illinois	Commonwealth Edison Company	October 10, 2007
New Jersey	New Jersey Natural Gas Company	September 20, 2004
New York	Consolidated Edison Company of New York, Inc.	May 31, 2008
New York	KeySpan Energy Delivery New York	February 27, 2003

**HUDSON ENERGY SERVICES, LLC - RENEWAL CERTIFICATION APPLICATION COMPETITIVE RETAIL NATURAL GAS –
CASE NUMBER 12-2488-GA-CRS**

Province/State	Utility/LDC	Effective Date
New York	National Fuel Gas Distribution Corporation	June 21, 2007
New York	Niagara Mohawk Power Corporation	May 31, 2006
New York	Niagara Mohawk Power Corporation	May 31, 2006
New York	New York State Electric and Gas Corporation	April 18, 2006
New York	Orange and Rockland Utilities, Inc.	July 13, 2007
New York	Public Service Electric and Gas Company	July 13, 2007
New York	Central Hudson Gas and Electric Corporation	May 11, 2007
New York	Rochester Gas and Electric Company	May 18, 2006
New York	The Brooklyn Union Gas Company d/b/a National Grid NY	January 21, 2010
New York	KeySpan Gas East Corporation d/b/a National Grid	January 21, 2009
Texas	AEP Texas Central Company d/b/a American Central Power Company	February 27, 2007
Texas	AEP Texas North Company d/b/a American Central Power Company	February 27, 2007
Texas	Centerpoint Energy Houston Electric, LLC	July 11, 2006
Texas	TXU Electric Delivery Company	June 21, 2006
Texas	Texas-New Mexico Power Company	July 20, 2006

Exhibit B-4 “Disclosure of Liabilities and Investigations”

Hudson Energy Services LLC does not believe there are any matters that could adversely impact its financial or operational status or its ability to provide services to customers. But in the interest of full disclosure the following are particulars of penalties, fines, and voluntary payments for the applicant, its parent company and U.S. and Canadian affiliates or predecessors resulting from proceedings by name, subject and citation, dealing with business operations, in the last five (5) years, whether before an administrative body or in a judicial forum, in which an affiliate, a predecessor or either, has been a defendant or a respondent.

U.S. jurisdictions:

Just Energy Illinois Corp. formerly known as Illinois Energy Savings Corp. ("IESC"): In March 2008, in ICC Docket No. 08-0175, the Citizens Utility Board ("CUB") and other parties filed a complaint against IESC alleging violations of Article XIX of the Illinois Public Utilities Act and other laws and administrative code. In April 2010, the Illinois Commerce Commission issued its Final Order in Docket No. 08-0175, which found eight individual violations of subsection 19-115(c) of the Illinois Public Utilities Act, by failing to obtain verifiable authorization of a switch, a single violation of subsection 19115 (f) for inaccurate price disclosures in marketing materials, and a single violation of the Standards of Conduct in gas utility tariffs. There was no finding of a violation of the Consumer Fraud and Deceptive Business Practices Act. Further, there was a finding that IESC had not violated the common law prohibition against unreasonable liquidated damages. IESC was ordered to pay a fine of \$90,000, undergo an audit, and implement corrective measures to ensure future adherence to Illinois laws and regulations. After a one year delay due to administrative matters on the side of the State, the audit commenced April 2011 and concluded January 2012. In December 2012, Just Energy filed its response to the audit notifying the Commission that it had adopted all audit recommendations.

Just Energy Illinois Corp. formerly known as Illinois Energy Savings Corp. ("IESC") - Illinois Attorney General (ILAG) —In February 2008, the ILAG brought suit against IESC related to allegations that IESC used deceptive sales tactics and promised savings to customers, which conduct, if proven, would in ILAG's view have amounted to conduct in violation of the Illinois Consumer Fraud and Deceptive Business Practices Act. This complaint contained substantially the same allegations as the complaint filed by Citizens Utility Board in Docket No. 08-0175 before the Illinois Commerce Commission. In May 2009, the ILAG and IESC entered into a settlement agreement. The ILAG and IESC agreed to a stipulated final judgment and consent decree. Although IESC denied the allegations in the suit, it agreed to: i) pay restitution to Illinois consumers; ii) provide eligible consumers with notice of the settlement within 30 days and notice regarding the submission of claim forms to access the restitution funds; iii) allow current eligible customers to cancel contracts without paying an early termination fee; iv) ensure that all marketing material had full disclosures regarding the type of product,

the conditions of service and any existence of early contract termination fees; v) cap any early termination fees at \$50; and vi) investigate and terminate sales representatives who were proven to have misled consumers, to have provided false information during solicitations or to have forged contracts or agreements. No violations of the Consumer Fraud and Deceptive Business Practices Act were found in this proceeding.

Hudson Energy Services, LLC ("Hudson Energy") (This matter occurred prior to Just Energy Group Inc.'s acquisition of Hudson Energy Services) This matter involved allegations of billing errors on the part of Hudson Energy in New Jersey, which caused approximately 2000 of its customers to be overcharged seven percent for energy services supplied by Hudson Energy from December 2008-August 2009. Upon review the Staff of the New Jersey Board of Public Utilities alleged that the Hudson Energy did not comply with the Board's requirements related to New Jersey Offices as set out in N.J.A.C. 14:45.2(a)-(b). Hudson Energy submitted an Offer of Settlement to resolve the outstanding violations alleged by Board Staff. The Offer of Settlement included credits and refunds totaling \$86,853.00 as well as other minor compliance remedies. The Board did find that Hudson Energy's Offer of Settlement resolved the outstanding allegations, accepted it for the purpose of the proceeding and ordered the investigation that initiated the matter closed. Hudson Energy also relocated its principal place of business in New Jersey.

Universal Energy Corporation ("UEC") — (This matter occurred prior to Just Energy Group, Inc's acquisition of UEC) Michigan Public Utilities Commission (MPUC) — February 2008. Commission Order no. U-15509 directed a formal investigation into the marketing and customer service practices of Universal Gas and Electric Corporation (UGE) (which is an affiliate of UEC and was acquired by Just Energy along with UEC in 2009). The primary catalyst for this investigation was the number of complaints received by the Commission relating to the marketing practices of UGE. The bulk of the allegations in these complaints were that independent contractors were not describing the product offering fully or in a manner that a customer could understand. The Commission and UGE reached a settlement in which UGE agreed to; i) offer to terminate without charge contracts with certain customers or, alternatively, provide a \$50 credit to those of the affected customers who chose to remain with UGE; ii) reimburse certain customers for their time; iii) reimburse the State of Michigan \$300,000; iv) submit its marketing materials to the MPUC staff for review; and v) change certain products and marketing practices. Universal also agreed to file a quarterly report, for a period of two years (ending February 2010), with the MPUC outlining the number of customer complaints, types of concerns, resolutions and any reimbursements paid, and to include in such reports proposals for improvement in its processes to address any systemic issues found to give rise to such complaints.

Commerce Energy, Inc. dba Just Energy — Public Utility Commission of Ohio (PUCO) Case No. 021828-GA-CRS. In April 2010, Just Energy received a letter from the PUCO Staff

indicating that Just Energy 25 informal complaints through the first quarter of 2010. Despite that this represented a complaint ratio of less than one tenth of one percent; Staff recommended that Just Energy take corrective action. Staff then published a report outlining activities relating to door-to-door solicitations that Staff recommended should be corrected. PUCO Staff, the Ohio Consumers Counsel, and Just Energy entered into a Joint Stipulation and Recommendation ("Stipulation"). According to the Stipulation, Just Energy would have to pay \$100,000 if, in any three month rolling period, there were two months with 10 or more verified allegations related to door-to-door sales and an additional \$100,000 for two such occurrences. Just Energy was also required to provide all customers who have signed up between April and September 2010 to leave or alter their contract without fees. As part of the settlement Just Energy agreed to retrain all sales agents to assure compliance and also revised its Compliance Matrix for the Ohio market. In addition, new TPV processes were implemented and additional quality assurance agents that are independent from the sales group were hired to review sales calls. The settlement also required Just Energy to make adjustments to its contracts. The requirement to maintain complaint levels was in effect through December 2011. Just Energy fulfilled all obligations of the settlement agreement and maintained complaint levels below the thresholds that would have triggered additional payments or further action. This matter is now closed.

The State of Texas

The Staff of the Public Utility Commission of Texas ("Staff") routinely issues requests for information to licensed entities and audits Retail Electric Providers in the State of Texas. Such requests for information ("RFIs") and audits are not conducted pursuant to any official direction from the Public Utility Commission of Texas ("PUCT") and, therefore, are considered to be informal. These Staff-initiated RFIs and audits, which are fairly common and sometimes directed toward all market participants in a particular segment, could potentially lead to a formal docketed PUCT investigation or other type of formal proceeding. However, no Staff-initiated RFI or audit of a Just Energy Group, Inc. affiliate has ever led to any official sanction or formal action by the PUCT. Informal investigations may also lead to settlements between Staff and Retail Electric Providers, which would ultimately be recognized by the PUCT itself. Below is information regarding RFIs and audits of Just Energy Group, Inc. affiliates that led to settlement agreements between Staff and the Retail Electric Provider in question:

Just Energy Texas LP ("Just Energy") - On March 26, 2010, PUCT Staff conducted an audit of Just Energy's general compliance with the Public Utility Regulatory Act (PURA) and Chapter 25, Subchapter R, of the Electric Customer Protection Rules. Staff alleged deficiencies with: (1) the Letter of Authorization included in Just Energy's contract expiration and renewal notice, (2) disclosures regarding how to obtain information about the price that would apply on the next bill; (3) certain disclosures required for contract expiration and renewal offers; (4) the right of rescission disclosure in a separate

paragraph/box on the Terms Of Service; (5) disclosure of the term of certain customers' agreements in the Electricity Fact Label; 6) notice of amount of deposit on customer bill or in receipt; and (7) disclosures on the disconnection notice. Both parties entered into a settlement agreement to resolve the alleged issues identified by PUCT Staff whereby Just Energy agreed to pay an administrative penalty of \$17,250. There was no finding of violation or any wrongdoing by Just Energy as a result of this compliance audit. PUCT Staff conducted similar audits of all Retail Electric Providers in the State of Texas to measure compliance with changes to the Electric Customer Protection Rules that went into effect in August 2009.

Just Energy Texas LP ("Just Energy") - On May 16, 2014, Commissioners approved a settlement agreement related to allegations by PUCT Staff of 11 areas of non-compliance with consumer protections, including: (1) failure to complete the entire enrollment process in the same language, (2) completing a verification of authorization from a person other than the named applicant, (3) failing to maintain a copy of the applicant's authorization and verification of enrollment, (4) failing to provide a copy of the authorization of verification requested by Commission Staff within the required time frame, (5) failing to obtain or confirm the proper ESI-ID number, (6) failing to submit a move-in or switch as agreed to with the customer or applicant, (7) failing to issue a bill no later than 30 days after receiving the usage data, (8) providing electronic billing without the customer's agreed consent, (9) issuing a disconnection order despite the customer paying the outstanding balance or making deferred payment arrangements by the first day after the disconnection date, (10) authorizing disconnection of service without notice for reasons other than the reasons provided for in the rule, and (11) authorized disconnection of service over disputed amounts prior to a final determination. In the settlement, there was no finding of wrong doing and Just Energy agreed to pay an administrative penalty of \$164,000.

Fulcrum Retail Energy LLC dba Amigo Energy

(Amigo Energy was acquired by Just Energy Group, Inc. in October 2011. This matter occurred prior to Just Energy's acquisition of Amigo Energy). In 2009, PUCT Staff issued and RFI to Amigo Energy after customers experienced billing issues. It was found that during a mass transfer of customers from Retail Electric Provider National Power to Amigo Energy, a critical field relating to National Power Customers was left unpopulated in Amigo Energy's system. Staff alleged the following violations: (1) Failure to bill customers within 30 days of service in July and August 2008 (2) Billing certain customers who switched away from Amigo Energy prior to July 2, 2008 based on incorrect rates (3) Printed bills that did not match corresponding Energy Facts Labels (EFLs). The Commission found that Amigo sought in good faith to conform to the Consumer Protection Rules and worked aggressively to resolve the problems and manage the impact on customers. PUCT Staff and Amigo Energy entered into a settlement agreement in which Amigo Energy agreed to pay an administrative penalty of \$15,000.

Fulcrum Retail Energy LLC dba Amigo Energy

(Amigo Energy was acquired by Just Energy Group, Inc. in October 2011. This matter occurred prior to Just Energy's acquisition of Amigo Energy) On September 24, 2010, PUCT Staff conducted an audit of Amigo Energy's general compliance with the Public Utility Regulatory Act (PURA) and Chapter 25, Subchapter R, of the Electric Customer Protection Rules. The audit concluded that Amigo Energy was not in compliance with several provisions of the Commission's customer protection rules including: (1) the provision of required explanations during internet enrollment (2) inclusion of a required statement during internet enrollment (3) informing the consumer enrolling online of the option to request a copy of the Terms of Service be sent via U.S. Mail (4) providing the notice of a customer's right of rescission during online enrollment (5) issuance of certain refunds as required by rule relating to security deposits (6) inclusion of a toll-free number in bold-face on one of the company's bills. The alleged violations were not considered "significant" by the PUCT Staff, and Amigo Energy corrected all of the issues prior to settlement. In the settlement between PUCT Staff and Amigo Energy, Amigo Energy agreed to pay an administrative penalty of \$13,000. PUCT Staff conducted similar audits of all Retail Electric Providers in the State of Texas to measure compliance with changes to the Electric Customer Protection Rules that went into effect in August 2009.

Tara Energy LLC.

(Tara Energy was acquired by Just Energy Group, Inc. in October 2011. This matter occurred prior to Just Energy's acquisition of Tara Energy) In April 2010, PUCT Staff conducted an audit of Tara Energy's general compliance with the Public Utility Regulatory Act (PURA) and Chapter 25, Subchapter R, of the Electric Customer Protection Rules. PUCT Staff alleged several areas of non-compliance with consumer protections including: (1) a discrepancy between written contract language (English) and language in which the sale was conducted (language other than English) (2) the website did not contain required explanation regarding who may enroll online (3) Website did not contain the ability to obtain the name of an authorized agent (4) failure to provide copies of a signed letter of authorization (LOA) to customers who may wish to mail in the LOA (5) terms of service did not indicate the type of product offering using the prescribed terms (6) failure to provide a deposit refund to customers who paid for service for 12-consecutive months (7) failure to express the calculation of the average price unit as cents per kilowatt-hour (8) Use of the word "base charge" on billing without providing a definition on the company's website (9) Use of the term "kWh" on billing without providing a definition on the company's website. These alleged violations were not deemed "significant" and Tara Energy corrected the issues prior to settlement. In the settlement, Tara Energy agreed to pay an administrative penalty of \$13,000. PUCT Staff conducted similar audits of all Retail Electric Providers in the State of Texas to measure compliance with changes to the Electric Customer Protection Rules that went into effect in August 2009.

Canadian Jurisdictions

Universal Energy Corporation ("UEC") (This matter occurred prior to Just Energy Group, Inc's acquisition of UEC) Ontario Energy Board (OEB — EB — 2009-0005-January 20th 2009; pursuant to section 112.7 of OEB Act, 1998 and as part of the OEB reaffirmation audit, it was determined that misleading statements were used during reaffirmations completed within the time frame of March 2007 to June 2008. The misleading statements included "the cap will be removed in May 2008" and "RPP is currently subsidized by the government". For a period of 18 months Universal committed to report on any disciplinary action taken as a results of it quality assurance audits of all positive reaffirmation calls. UEC was ordered to pay an initial penalty of \$200,000 later reduced to \$127,500.

Hudson Energy Canada Corp. ("Hudson Energy") – Ontario Energy Board ("Board") EB 2012-0281– Following the enactment of the Energy Consumer Protection Act 2010, the Board initiated a series of compliance inspections of all electricity and natural gas retailers in Ontario. The Board found minor deficiencies in Hudson Energy's retention of training records, use of Price Comparison forms, and telephone verification of contracts. Hudson Energy received an Order for Compliance and the payment of an Administrative Penalty from the Board on July 31st, 2012 and paid an \$11,000 administrative penalty. This matter has been closed.

Just Energy Ontario L.P. EB-2013-0392 I EB-2013-0393 Assurance of Voluntary Compliance Filed: April 3, 2014. In April 2014, Just Energy agreed to pay \$450,000 under an Assurance of Voluntary Compliance ("AVC") accepted by the Ontario Energy Board. During a review, it was discovered that there was a system calculating error that resulted in inaccuracies in approximately 1% of letters delivered to customers between January 1, 2011 and October 2012 in Ontario. Just Energy VOLUNTARILY agreed to pay a penalty to the OEB for this inadvertent system error that occurred during a system upgrade in regards to early termination fees. Customers directly affected have been contacted and reimbursed as necessary.

Universal Energy Corporation ("UEC") (This matter occurred prior to Just Energy Group, Inc's acquisition of UEC) Ontario Energy Board ("OEB") EB — 2009-0118- on April 29th 2009, Pursuant to section 112.5 of OEB Act, 1998 a penalty pertaining to two specific instances of making false and misleading statements, and one instance of a breach of section 2.3 of the Code of Conduct for Gas Marketers related to natural gas supply submission without the consumers written permission. UEC was fined \$60,000.

Just Energy Ontario L.P. ("Just Energy") — Ontario Energy Board ("Board") EB 2011-03-12 — Following the enactment of the Energy Consumer Protection Act 2010, the Board initiated a series of compliance inspections of all electricity and natural gas retailers in Ontario. The

Board found minor deficiencies in Just Energy's marketer id badges, contract renewal form content, price comparison documents, and calls related to renewals. Just Energy entered into an Assurance of Voluntary Compliance and paid a \$40,000 administrative penalty. This matter has been closed.

Ontario Energy Board ("Board") EB 2012-0443, on January 2, 2013 Just Energy entered into an Assurance of Voluntary Compliance and paid a \$80,000 administrative penalty. The assurance pertained to two independent contractors who engaged in conduct which breached the Energy Consumer Protection Act, Regulation 389/10 and the Electricity Retailer Code of Conduct. The breaches related to providing false or misleading statements, not immediately stating the name and retailer represented, failing to prominently display a valid identification badge and failing to offer a business card. Both independent contractors were terminated. This matter has been closed.

Hudson Energy Canada Corp. ("Hudson Energy") — Ontario Energy Board ("Board") EB 2012-0281—Following the enactment of the Energy Consumer Protection Act 2010, the Board initiated a series of compliance inspections of all electricity and natural gas retailers in Ontario. The Board found minor deficiencies in Hudson Energy's retention of training records, use of Price Comparison forms, and telephone verification of contracts. Hudson Energy received an Order for Compliance and the payment of an Administrative Penalty from the Board on July 31st, 2012 and paid an \$11,000 administrative penalty. This matter has been closed.

Exhibit C-1 “Annual Reports”

Attached are Just Energy’s two most recent Annual Reports filed with the Canadian Securities and Exchange Commission. Financial data is maintained on a consolidated company basis and therefore cannot be produced to reflect Hudson Energy Services, LLC business only.

Just Energy’s Annual Report can be found in electronic format on their investor relations website at:

<http://justenergygroup.com/FinancialReports/QuarterlyAnnualReports.aspx>

All of Just Energy’s financial reports and public disclosures can be found at:

<http://justenergygroup.com/>

Exhibit C-2 “SEC Filings”

Please refer to Exhibit C-1 “Annual Reports” of this application.

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Summary: Application Renewal Certification Application Competitive Retail Natural Gas Suppliers - PART I electronically filed by Mr. Stephen M Howard on behalf of Hudson Energy Services, LLC