

# RENEWAL APPLICATION FOR RETAIL GENERATION PROVIDERS AND POWER MARKETERS

Please print or type all required information. Identify all attachments with an exhibit label and title (Example: Exhibit C-10 Corporate Structure). 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 input information directly onto the form. You may also download the form, by saving it to your local disk, for later use.

## A. RENEWAL INFORMATION A-1 Applicant intends to be renewed as: (check all that apply) ☑Retail Generation Provider □Power Broker □Power Marketer □ Aggregator A-2 Applicant's legal name, address, telephone number, PUCO certificate number, and web site address Legal Name Hudson Energy Services, LLC Address 6345 Dixic Road, Mississauga, Ontario, I.5T 2E6, Canada PUCO Certificate # and Date Certified Certificate 12-538 E(2) - 07/23/14 Telephone #(845) 228-3400 Web site address (if any) www.hudsonenergy.net A-3 List name, address, telephone number and we b site address under which Applicant does business in Ohio Legal Name Hudson Energy Services, LLC Address 4753 Northfield Rd Suite 1&2, North Randall, OH 44128 Telephone #(845) 228-3400 Web site address (if any) 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.					
	Hudson Energy Solar Corp.					
A-5	Contact person for regulatory or emergency matters					
	Name Jack Keegan					
	Title Manager, Regulatory Affairs & Government Relatio					
	Business address Ohio, Columbus					
	Telephone # (614) 307-7838 Fax # E-mail address jKeegan@justenergy.com					
A-6	Contact person for Commission Staff use in investigating customer complaints					
	Name Vanessa Anesetti-Parra					
	Title Senior Manager, Compliance & Regulatory Admin.					
	Business address 6345 Dixie Rd, Suite 200, Mississauga, ON, L5T 2E6, Canada					
	Telephone # (905) 795-3574 Fax #					
	E-mail address vanesetti@justenergy.com					
<b>A-7</b>	Applicant's address and toll-free number for customer service and complaints					
	Customer Service address P.O. Box 2210 Buffalo, New York 14240-2210					
	Toll-free Telephone # (866) 587-8674 Fax # (905) 564-6069					
	E-mail address OII customerfeedback@justenerg					
	on tustomer reconact as a second					
A-8	Applicant's federal employer identification number # 161626267					
<b>A-</b> 9	Applicant's form of ownership (check one)					
	☐Sole Proprietorship ☐Partnership					
	☐ Limited Liability Partnership (LLP) ☐ Limited Liability Company (LLC)					
	Corporation					
	PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED					
4-10	Exhibit A10 "Principal Officers, Directors & Partners" provide the names, title					
- +-	addresses and telephone numbers of the applicant's principal officers, directors, partner					
	or other similar officials.					
	of other summar officials.					

## B. MANAGERIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- B-1 <u>Exhibit B-1 "Jurisdictions of Operation,"</u> provide a 1st 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 or wholesale electric services.
- B-2 <u>Exhibit B-2 "Experience & Plans,"</u> provide a 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 4928.10 of the Revised Code.
- B-3 Exhibit B-3 "Disclosure of Liabilities and Investigations," provide a description of all existing, pending or past rulings, judgments, contingent liabilities, revocation 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 it is seeking to be certified to provide.
- B-4 Disclose whether the applicant, a predecessor of the applicant, or any principal officer of the applicant have ever been convicted or held liable for fraud or for violation of any consumer protection or antitrust laws within the past five years.
  ☑ No ☐ Yes
  If yes, provide a separate attachment labeled as Exhibit B-4 "Disclosure of Consumer Protection Violations" detailing such violation(s) and providing all relevant documents.
- B-5 Disclose whether the applicant or a predecessor of the applicant has had any certification, license, or application to provide retail or wholesale electric service denied, curtailed, suspended, revoked, or cancelled within the past two years.

  □ No □ Yes

If yes, provide a separate attachment labeled as **Exhibit B-5** "Disclosure of Certification Denial, Curtailment, Suspension, or Revocation" detailing such action(s) and providing all relevant documents.

# C. FINANCIAL CAPABILITY AND EXPERIENCE

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

C-1 <u>Exhibit C-1 "Annual Reports,"</u> provide the two most recent Annual Reports to Shareholders. If applicant does not have annual reports, the applicant should provide similar information in Exhibit C-1 or indicate that Exhibit C-1 is not applicable and why. (This is generally only applicable to publicly traded companies who publish annual reports.)

- C-2 Exhibit C-2 "SEC Filings," provide the most recent 10-K/8-K Filings with the SEC. If the applicant does not have such filings, it may submit those of its parent company. An applicant may submit a current link to the filings or provide them in paper form. If the applicant does not have such filings, then the applicant may indicate in Exhibit C-2 that the applicant is not required to file with the SEC and why.
- C-3 <u>Exhibit C-3 "Financial Statements."</u> 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. If the applicant does not have a balance sheet, income statement, and cash flow statement, the applicant may provide a copy of its two most recent years of tax returns (with social security numbers and account numbers redacted).
- C-4 <u>Exhibit C-4 "Financial Arrangements."</u> provide copies of the applicant's financial arrangements to conduct CRES as a business activity (e.g., guarantees, bank commitments, contractual arrangements, credit agreements, etc.,).

Renewal applicants can fulfill the requirements of Exhibit C-4 by providing a current statement from an Ohio local distribution utility (LDU) that shows that the applicant meets the LDU's collateral requirements.

First time applicants or applicants whose certificate has expired as well as renewal applicants can meet the requirement by one of the following methods:

- 1. The applicant itself stating that it is investment grade rated by Moody's, Standard & Poor's or Fitch and provide evidence of rating from the rating agencies.
- 2. Have a parent company or third party that is investment grade rated by Moody's, Standard & Poor's or Fitch guarantee the financial obligations of the applicant to the LDU(s).
- 3. Have a parent company or third party that is not investment grade rated by Moody's, Standard & Poor's or Fitch but has substantial financial wherewithal in the opinion of the Staff reviewer to guarantee the financial obligations of the applicant to the LDU(s). The guarantor company's financials must be included in the application if the applicant is relying on this option.
- 4. Posting a Letter of Credit with the LDU(s) as the beneficiary.

If the applicant is not taking title to the electricity or natural gas, enter "N/A" in Exhibit C-4. An N/A response is only applicable for applicants seeking to be certified as an aggregator or broker.

- C-5 Exhibit C-5 "Forecasted Financial Statements," provide two years of forecasted income statements for the applicant's ELECTRIC related business activities in the state of Ohio Only, along with a list of assumptions, and the name, address, email address, and telephone number of the preparer. The forecasts should be in an annualized format for the two years succeeding the Application year.
- C-6 Exhibit C-6 "Credit Rating," provide a statement disclosing the applicant's credit rating as reported by two of the following organizations: Duff & Phelps, Fitch IBCA, Moody's Investors Service, Standard & Poor's, 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 an 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. If an applicant or its parent does not have such a credit rating, enter "N/A" in Exhibit C-6.
- C-7 <u>Exhibit C-7 "Credit Report,"</u> provide a copy of the applicant's credit report from Experian, Dun and Bradstreet or a similar organization. An applicant that provides an investment grade credit rating for Exhibit C-6 may enter "N/A" for Exhibit C-7.
- 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 within the two most recent years preceding the application.
- C-9 <u>Exhibit C-9 "Merger Information,"</u> provide a statement describing any dissolution or merger or acquisition of the applicant within the two most recent years preceding the application.
- C-10 Exhibit C-10 "Corporate Structure," provide a description of the applicant's corporate structure, not an internal organizational chart, including a graphical depiction of such structure, and a list of all affiliate and subsidiary companies that supply retail or wholesale electricity or natural gas to customers in North America. If the applicant is a stand-alone entity, then no graphical depiction is required and applicant may respond by stating that they are a stand-alone entity with no affiliate or subsidiary companies.

## D. TECHNICAL CAPABILITY

PROVIDE THE FOLLOWING AS SEPARATE ATTACHMENTS AND LABEL AS INDICATED:

- Exhibit D-1 "Operations" provide a written description of the operational nature of the D-1 applicant's business. Please include whether the applicant's operations include the generation of power for retail sales, the scheduling of retail power for transmission and delivery, the provision of retail ancillary services as well as other services used to arrange for the purchase and delivery of electricity to retail customers.
- Exhibit D2 "Operations Expertise," given the operational nature of the applicant's D-2 business, provide evidence of the applicant's experience and technical expertise in performing such operations.
- Exhibit D-3 "Key Technical Personnel." provide the names, titles, e-mail addresses, D-3 telephone numbers, and the background of key personnel involved in the operational aspects of the applicant's business.
- Exhibit D-4 "FERC Power Marketer License Number," provide a statement D-4 disclosing the applicant's FERC Power Marketer License number. (Power Marketers only)

Approved

Signature of Applicant and Title

President

24th day of May . 2016 Month

Signature of official administering oath

Christianne Robinson, Notary

Print Name and Title

CHRISTIANNE ROBINSON Notary Public STATE OF TEXAS Notary ID#12849472-5 My Comm. Exp. Jan. 17, 2019

# **AFFIDAVIT**

	T-TENSITY
State of	exas: Houstonss.
County of	Harris: (Town)
James E	ty of Havris:  (Town)  Affiant, being duly sworn/affirmed according to law, deposes and says that:  Hudson Energy Services, LLC  (Name of Applicant);  he/she is authorized to and does make this affidavit for said Applicant,  1. The Applicant herein, attests under penalty of false statement that all statements made in the application for certification renewal are true and complete and that it will amend its application while the application is pending if any substantial changes occur regarding the information provided in the application.  2. The Applicant herein, attests it will timely file an annual report with the Public Utilities Commission of Ohio of its intrastate gross receipts, gross earnings, and sales of kilowatt-hours of electricity pursuant to Division (A) of Section 4905.10, Division (A) of Section 4911.18, and Division (F) of Section 4928.06 of the Revised Code.  3. The Applicant herein, attests that it will timely pay any assessments made pursuant to Sections 4905.10, 4911.13, or Division F of Section 4928.06 of the Revised Code.
He/She is th	11
That he/she	is authorized to and does make this affidavit for said Applicant,
1.	application for certification renewal are true and complete and that it will amend its application while the application is pending if any substantial changes occur regarding the information provided in the
2.	of Ohio of its intrastate gross receipts, gross earnings, and sales of kilowatt-hours of electricity pursuant to Division (A) of Section 4905.10, Division (A) of Section 4911.18, and Division (F) of
3.	
<b>b</b> manq <b>a</b> A , <b>4.</b> legge <b>J</b>	The Applicant herein, attests that it will comply with all Public Utilities Commission of Ohio rules or orders as adopted pursuant to Chapter 4928 of the Revised Code.
<b>5.</b>	The Applicant herein, attests that it will cooperate fully with the Public Utilities Commission of Ohio, and its Staff on any utility matter including the investigation of any consumer complaint regarding any service offered or provided by the Applicant.
6,	The Applicant herein, attests that it will comply with all state and/or federal rules and regulations concerning consumer protection, the environment, and advertising/promotions.
7.	The Applicant herein, attests that it will fully comply with Section 4928.09 of the Revised Code regarding consent to the jurisdiction of Ohio Courts and the service of process.
<b>, 8.</b> S	The Applicant herein, attests that it will use its best efforts to verify that any entity with whom it has a contractual relationship to purchase power is in compliance with all applicable licensing requirements of the Federal Energy Regulatory Commission and the Public Utilities Commission of Ohio.
PACTICALITE PACTICALITE SCALE OF POLY 12 12 12 Comm. Ext	The Applicant herein, attests that it will cooperate fully with the Public Utilities Commission of Ohio, the electric distribution companies, the regional transmission entities, and other electric suppliers in the event of an emergency condition that may jeopardize the safety and reliability of the electric service in accordance with the emergency plans and other procedures as may be determined appropriate by the Commission.

10. If applicable to the service(s) the Applicant will provide, the Applicant herein, attests that it will adhere to the reliability standards of (1) the North American Electric Reliability Council (NERC), (2) the appropriate regional reliability council(s), and (3) the Public Utilities Commission of Ohio. (Only

applicable if pertains to the services the Applicant is offering)

11. The Applicant herein, attests that it will inform the Commission of any material change to the information supplied in the renewal application within 30 days of such material change, including any change in contact person for regulatory purposes or contact person for Staff use in investigating customer complaints.

That the facts above set forth are true and correct to the b he/she expects said Applicant to be able to prove the same  Signature of Affiant & Title  President	pest of his/her knowledge, information, and belief and that at any hearing hereof.
Swom and subscribed before me this 20th day of Month  Christianne for bins cu Signature of official administering outh	May 2016 Year Christianne Robinson, Notary Print Name and Title
My commission expires on _	CHRISTIANNE ROBINSON Notary Public STATE OF TEXAS Notary ID # 12849472-5 My Comm. Exp. Jan. 17, 2019

Approved By Legal COSAC

Exhibit A-10 "Principal Officers, Directors and Partners"

Directors	Name of Officer	Position	<b>Business Address</b>
James Lewis	James Lewis	Co-CEO and President	Suite 1000 – 5251 Westheimer Road, Houston, Texas, U.S. 77056
Deb Merril	Deborah Merril	Co-CEO and President	Suite 1000 – 5251 Westheimer Road, Houston, Texas, U.S. 77056
	James Brown	President	Suite 1000 – 5251 Westheimer Road, Houston, Texas, U.S. 77056
	Patrick McCullough	Chief Financial Officer	Suite 1000 – 5251 Westheimer Road, Houston, Texas, U.S. 77056
	Jonah Davids	EVP, General Counsel and Corporate Secretary	Suite 200 – 6345 Dixie Road Mississauga, Ontario, Canada L5T 2E6
	Krishnan Kasiviswanathan	SVP, Supply and Strategic Development	Suite 1000 – 5251 Westheimer Road, Houston, Texas, U.S. 77056
	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, Houston, Texas, U.S. 77056
	Gandikota Sriphani	VP, Finance	Suite 1000 – 5251 Westheimer Road, Houston, Texas, U.S. 77056
	Rad Brannan	VP, Business Information Systems	Suite 1000 – 5251 Westheimer Road, Houston, Texas, U.S. 77056

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
Just Energy (B.C.) Limited Partnership	British Columbia	Gas	A-16-15
Commerce Energy, Inc.	California	Electric	1092
Commerce Energy, Inc.	California	Gas	CTA0010
Hudson Energy Services, LLC	Connecticut	Gas	42708
Commerce Energy, Inc.	Delaware	Electric	Order No. 7330
Just Solar Holdings Corp.	Delaware		File number: 5666263
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	622
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

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 01-74E (8)
Commerce Energy, Inc.	Ohio	Gas	Certificate 02-023
Hudson Energy Services, LLC	Ohio	Gas	Certificate 12- 271G (2)
Hudson Energy Services, LLC	Ohio	Electric	Certificate 12-538 E (2)
Universal Energy Corporation	Ontario	Electricity	ER-2012-0037
Universal Energy Corporation	Ontario	Gas	GM-2011-0410
Just Energy Ontario L.P.	Ontario	Gas	GM-2015-0119
Just Energy Ontario L.P.	Ontario	Electricity	ER-2015-0118
Hudson Energy Canada Corp.	Ontario	Electricity	ER-2015-0125
Hudson Energy Canada Corp.	Ontario	Gas	GM-2015-0124
Just Energy New York Corp.	Ontario	Electric Wholesaler	EW-2014-0229
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
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

Affiliate	Province/State	License Type	License Order/Docket #
Hudson Energy Services, LLC	Texas	Electric	REP Certification No. 30061
Tara Energy, LLC	Texas	Electric	REP Certification No. 26102
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 14 years and offers a wide variety of solutions to its electricity 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 power 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 power 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 15,000 kWh. 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 the following utilities with both bill ready and dual bill options:

The Illuminating Company
Ohio Edison
Toledo Edison
Dayton Power & Light
Duke Energy Ohio
Ohio Power

In the future it wishes to serve both natural gas and electricity customers in all utility service territories. 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 "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:**

## <u>Ohio</u>

Case No. 1:12-CV-00758: Davina Hurt, et al. v. Commerce Energy, Inc. et al.; in the United States District Court for the Northern District of Ohio, Eastern Division.

Certified class action filed by former sales representatives claiming violations of federal and state minimum wage and overtime statutes for failure to pay. Trial on liability took place from September 29 to October 6, 2014. Jury found defendants failed to satisfy burden of demonstrating that plaintiffs qualified as outside salespeople. Defendants filed post-trial motions to disregard jury findings and sought permission to file interlocutory appeal on liability. These motions remain pending. Trial on damages is not yet scheduled.

## <u>Massachusetts</u>

<u>Just Energy Massachusetts Corp. – Assurance of Discontinuance with Massachusetts Attorney</u> General

On December 31, 2014, Just Energy Massachusetts Corp. and certain related affiliates (collectively "Just Energy") entered into an Assurance of Discontinuance with the Massachusetts Attorney General. Allegations included: failing to disclose complete and accurate pricing information to its customers, promising savings, inducing elderly and non-native English speaking consumers to enter a contract, slamming, and charging high termination fees to small business owners. Just Energy is required to pay a total of \$4 million, including \$3.8 million to an independent trust fund for purposes of making restitution to the Commonwealth of Massachusetts. Just Energy also agreed to waive all early termination fees for all residential customers on variable rate contracts, except those that are on introductory rates at the time of early termination. Just Energy is required to no longer make false representations in its marketing materials claiming that consumers will save money on electricity bills as a result of switching to its services. Just Energy has also agreed not to enroll low-income customers unless it guarantees savings to those customers, and will engage an independent monitor to ensure compliance and appropriate door-to-door sales operations in Massachusetts.

## 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 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.

## **Canadian Jurisdictions**

<u>Hudson Energy Canada Corp. ("Hudson Energy")</u> – 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.

## Just Energy Ontario L.P. ("Just Energy")

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: <a href="http://justenergygroup.com/FinancialReports/QuarterlyAnnualReports.aspx">http://justenergygroup.com/FinancialReports/QuarterlyAnnualReports.aspx</a>

All of Just Energy's financial reports and public disclosures can be found at: <a href="http://justenergygroup.com/">http://justenergygroup.com/</a>

Exhibit C-2 "SEC Filings"

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

## Exhibit C-3 "Financial Statements"

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

## Exhibit C-4 "Financial Arrangements"

This exhibit contains confidential and proprietary information and is being submitted under seal.

## Exhibit C-5 "Forecasted Financial Statements"

This exhibit contains confidential and proprietary information and is being submitted under seal.

## Exhibit C-6 "Credit Rating"

Neither Hudson nor its parent or affiliate organization is rated by Duff & Phelps, Dun and Bradstreet Information Services, Fitch IBCA, Moody's Investors Service, Standard & Poors, or a similar organization.

## Exhibit C-7 "Credit Report"

Enclosed is a copy of Hudson credit report from Dun and Bradstreet DNBi Risk Management.



Printed By: Brian Chandler Date Printed: April 05, 2016

Live Report: HUDSON ENERGY SERVICES, LLC

D-U-N-S® Number: 12-135-9595

Endorsement/Billing Reference: bchandler@justenergy.com

D&B Address

Address

4 Executive Blvd Ste 301 Suffern, NY, US - 10901

Location Type Headquarters

Web www.hudsonenergyservices.com

Phone 630 300-0013 (0)

Fax 845-228-3422 (c)

Endorsement: bchandler@justenergy.

## **Company Summary**

Currency: Shown in USD unless otherwise indicated

#### Score Bar

PAYDEX®	<b>Ø</b>	77	Paying 5 days past due
Commercial Credit Score Percentile	•	9	High Risk of severe payment delinquency.
Financial Stress Score National Percentile	•	27	Moderate to High Risk of severe financial stress.
D&B Viability Rating	6		View More Details
Bankruptcy Found	The state of the s	No	
D&B Rating		2R4	2R indicates 1 to 9 Employees, Credit appraisal of 4 is limited

## Detailed Trade Risk Insight™

Days Beyond Terms Past 3 Months There is not sufficient reporting trading activity to generate 3 months Days Beyond Terms (a minimum of 3 trade experiences from at least 2 suppliers

Recent Derogatory Events

Jan-16 Feb-16 Mar-16

Placed for Collection

**Bad Debt Written Off** 

**Commercial Credit Score Class** 

Commercial Credit Score Class: 5 🛇

Lowest Risk:1;Highest Risk:5

## D&B Viability Rating

6	Viability Score : 6			
Portfolio Comparison : 8			8	
17.	Data Depth Indicator : B			В
	Company Profile : K			
	Financial Data	Trade Payments	Company Size	Years in Business
	Not Available	Available (3+Trade)	Small	Established

D&B 12-month P	Α	YD	EX®
----------------	---	----	-----

## D&B 12-month PAYDEX® 77 🔮

Lowest Risk:100; Highest Risk:1

When weighted by amount, Payments to suppliers average 5 days beyond terms

#### **Financial Overview**

Based on your financial statement preference setting and the availability of financial data from the sources, no financial statements are available.

## FirstRain Company News

This Company is not currently tracked for Company News

Powered by FirstRain

#### **Public Filings**

The following data includes both open and closed filings found in D&B's database on this company.

Record Type	Number of Records	Most Recent Filing Date	
Bankruptcies	0		
Judgments	6	08/19/11	
Liens	0	-	
Suits	0	_	

The public record items contained herein may have been paid, terminated, vacated or released prior to todays date.

#### **D&B Company Overview**

Y
ABE GROHMAN, MBR
2002
6 (Undetermined Here)
SECURED
2911
Petroleum refiner
324110
CLEAR

Financial Stress Score Class

Financial Stress Score Class: 4 🔮 Lowest Risk:1; Highest Risk:5

## **Corporate Linkage**

**Branches (Domestic)** 

D-U-N-S® NUMBER City, State RIDGEWOOD, New Jersey 00-714-8607 HUDSON ENERGY SERVICES, LLC

Company	City , State	D-U-N-S® NUMBER
HUDSON ENERGY SERVICES, LLC	LARGO , Florida	79-086-6938
NOT THE CONTROL OF TH		and the second beautiful and the second and the sec

#### **Predictive Scores**

Currency: Shown in USD unless otherwise indicated

#### **Credit Capacity Summary**

This credit rating was assigned because of D&B's assessment of the company's creditworthiness. For more information, see the

D&B Rating Key

D&B Rating: 2R4

Number of employees: 2R indicates 1 to 9 employees Composite credit appraisal: 4 is limited

The 1R and 2R ratings categories reflect company size based on the total number of employees for the business. They are assigned to business files that do not contain a current financial statement. In 1R and 2R Ratings, the 2, 3, or 4 creditworthiness indicator is based on analysis by D&B of public fillings, trade payments, business age and other important factors. 2 is the highest Composite Credit Appraisal a company not supplying D&B with current financial information can receive.

Below is an overv rating history sin	view of the companys ce 09-22-2003	Number of Employees Total:	6 (Undetermined here)		
D&B Rating	Date Applied				
2R4	06-16-2011				
2R3	04-05-2011				
2R4	10-27-2009				
2R3	10-15-2008		(I I		
_	07-19-2007	Payment Activity:	(based on 7 experiences)		
2R3	07-18-2005	Average High Credit:	2,550		
3A1	01-07-2005	Highest Credit:	7,500		
3A2	11-17-2003	Total Highest Credit:	8,500		
_	09-22-2003				

## **D&B Credit Limit Recommendation**

Conservative credit Limit

1,000

Aggressive credit Limit:

7,500

Risk category for this business:

**MODERATE** 

The Credit Limit Recommendation (CLR) is intended to serve as a directional benchmark for all businesses within the same line of business or industry, and is not calculated based on any individual business. Thus, the CLR is intended to help guide the credit limit decision, and must be balanced in combination with other elements which reflect the individual company's size, financial strength, payment history, and credit worthiness, all of which can be derived from D&B reports.

Risk is assessed using D&Bs scoring methodology and is one factor used to create the recommended limits. See Help for details.

## **Financial Stress Class Summary**

The Financial Stress Class and Percentile show this company in comparison with other companies just within US The Financial Stress Score predicts the likelihood of a firm ceasing business without paying all creditors in full, or reorganization or obtaining relief from creditors under state/federal law over the next 12 months. Scores were calculated using a statistically valid model derived from D&Bs extensive data files. The Financial Stress Class of 4 for this company shows that firms with this class had a failure rate of 0.84% (84 per 10,000), which is 1.75 times higher than the average of businesses in D & B's database.

## Financial Stress Class: 4 👁

(Lowest Risk:1; Highest Risk:5)

Moderately higher than average risk of severe financial stress, such as a bankruptcy or going out of business with unpaid debt, over the next 12 months.

#### Probability of Failure:

Risk of Severe Financial Stress for Businesses with this Class: 0.84 % (84 per 10,000) Financial Stress National Percentile: 27 (Highest Risk: 1; Lowest Risk: 100) Financial Stress Score: 1431 (Highest Risk: 1,001; Lowest Risk: 1,875)
Average Risk of Severe Financial Stress for Businesses in D&B database: 0.48 % (48 per 10,000)

#### The Financial Stress Class of this business is based on the following factors:

High proportion of slow payment experiences to total number of payment experiences. Evidence of open judgments UCC Filings reported.

#### Notes:

The Financial Stress Class indicates that this firm shares some of the same business and financial characteristics of other companies with this

classification. It does not mean the firm will necessarily experience financial stress.

The Probability of Failure shows the percentage of firms in a given Class that discontinued operations over the past year with loss to creditors. The Probability of Failure - National Average represents the national failure rate and is provided for comparative purposes.

The Financial Stress National Percentile reflects the relative ranking of a company among all scorable companies in D&Bs file.

The Financial Stress Score offers a more precise measure of the level of risk than the Class and Percentile. It is especially helpful to customers using a scorecard approach to determining overall business performance.

Norms	National %
This Business	27
Region: MIDDLE ATLANTIC	44
Industry: MANUFACTURING	52
Employee range: 1-9	52
Years in Business: 11-25	68

This Business has a Financial Stress Percentile that shows:

- · Higher risk than other companies in the same region.
- · Higher risk than other companies in the same industry.
- · Higher risk than other companies in the same employee size range.
- Higher risk than other companies with a comparable number of years in business.

## **Credit Score Summary**

The Commercial Credit Class and Percentile show this company in comparison with other companies just within US The Commercial Credit Score (CCS) predicts the likelihood of a business paying its bills in a severely delinquent manner (91 days or more past terms). The Credit Score class of 5 for this company shows that 53.1% of firms with this class paid one or more bills severely delinquent, which is 5.21 times higher than the average of businesses in D & B's database.

## Credit Score Class: 5 👁

Lowest Risk:1; Highest Risk:5

#### Incidence of Delinquent Payment

Among Companies with this Classification: 53.10 % Average compared to businesses in D&Bs database: 10.20 % Credit Score Percentile: 9 (Highest Risk: 1; Lowest Risk: 100) Credit Score: 436 (Highest Risk: 101; Lowest Risk:670)

#### The Credit Score Class of this business is based on the following factors:

Payment information indicates negative payment comments Limited number of satisfactory payment experiences Higher risk region based on delinquency rates for this region Evidence of open judgments Decreasing trend in reported number of payment experiences Higher risk industry based on delinquency rates for this industry

Notes:

The Commercial Credit Score Risk Class indicates that this firm shares some of the same business and financial characteristics of other companies with this classification. It does not mean the firm will necessarily experience severe delinquency

The Incidence of Delinquent Payment is the percentage of companies with this classification that were reported 91 days past due or more by creditors. The calculation of this value is based on D&B's trade payment database.

The Commercial Credit Score percentile reflects the relative ranking of a firm among all scorable companies in D&B's file.

The Commercial Credit Score offers a more precise measure of the level of risk than the Risk Class and Percentile. It is especially helpful to customers using a scorecard approach to determining overall business performance.

Norms	National %
This Business	9
Region: MIDDLE ATLANTIC	51
Industry: MANUFACTURING	62
Employee range: 1-9	66
Years in Business: 11-25	66

This business has a Credit Score Percentile that shows:

- · Higher risk than other companies in the same region.
- · Higher risk than other companies in the same industry.
- · Higher risk than other companies in the same employee size range.
- · Higher risk than other companies with a comparable number of years in business.

## **Trade Payments**

Currency: Shown in USD unless otherwise indicated



#### **D&B PAYDEX®**

The D&B PAYDEX is a unique, weighted indicator of payment performance based on payment experiences as reported to D&B by trade references. Learn more about the D&B PAYDEX

Timeliness of historical payments for this company.

**Current PAYDEX is** 

Equal to 5 days beyond terms ( Pays more slowly than the average for its industry of 3 days beyond terms )

Industry Median is

Equal to 3 days beyond terms

Payment Trend currently is

Unchanged, compared to payments three months ago

Indications of slowness can be the result of dispute over merchandise, skipped invoices etc. Accounts are sometimes placed for collection even though the existence or amount of the debt is disputed.

Total payment Experiences in D&Bs File (HQ)	7
Payments Within Terms (not weighted)	100 %
Trade Experiences with Slow or Negative Payments(%)	14.29%
Total Placed For Collection	0
High Credit Average	2,550
Largest High Credit	7,500
Highest Now Owing	250
Highest Past Due	0

## 12-Month D&B PAYDEX®: 77 👁

(Lowest Risk:100; Highest Risk:1)

When weighted by amount, payments to suppliers average 5 days beyond terms

#### **D&B PAYDEX® Comparison**

#### **Current Year**

PAYDEX® of this Business compared to the Primary Industry from each of the last four quarters. The Primary Industry is Petroleum refiner, based on SIC code 2911.

#### Shows the trend in D&B PAYDEX scoring over the past 12 months.

	5/15	6/15	7/15	8/15	9/15	10/15	11/15	12/15	1/16	2/16	3/16	4/16
This Business	79	79	79	79	79	79	78	78	78	78	77	77
Industry Quartiles												
Upper		80			80			80			80	
Median	•	78			78			78			78	
Lower		69			68			68			68	

Current PAYDEX for this Business is 77, or equal to 5 days beyond terms

The 12-month high is 79, or equal to 2 DAYS BEYOND terms

The 12-month low is 77, or equal to 5 DAYS BEYOND terms

#### **Previous Year**

Shows PAYDEX of this Business compared to the Primary Industry from each of the last four quarters. The Primary Industry is Petroleum refiner, based on SIC code 2911.

Previous Year	06/14 Q2'14	09/14 Q3'14	12/14 Q4'14	03/15 Q1'15
This Business	79	79	79	79
Industry Quartiles				
Upper	80	80	80	80
Median	78	77	78	78
Lower	68	68	69	69

Based on payments collected over the last 4 quarters.

Current PAYDEX for this Business is 77, or equal to 5 days beyond terms

The present industry median Score is 78, or equal to 3 days beyond terms
Industry upper quartile represents the performance of the payers in the 75th percentile Industry lower quartile represents the performance of the payers in the 25th percentile

#### **Payment Habits**

For all payment experiences within a given amount of credit extended, shows the percent that this Business paid within terms. Provides number of experiences to calculate the percentage, and the total credit value of the credit extended.

Credit Extended	# Payment Experiences	Total Amount	% of Payments Within Terms
Over 100,000	0	0	0%
50,000-100,000	0	0	0%
15,000-49,999	0	0	0%
5,000-14,999	1	7,500	100%
1,000-4,999	0	0	0%
Under 1,000	2	150	100%

Based on payments collected over last 24 months.

All Payment experiences reflect how bills are paid in relation to the terms granted. In some instances, payment beyond terms can be the result of disputes over merchandise, skipped invoices etc.

#### **Payment Summary**

- There are 7 payment experience(s) in D&Bs file for the most recent 24 months, with 1 experience(s) reported during the last three month
- The highest Now Owes on file is 250. The highest Past Due on file is 0

Below is an overview of the companys currency-weighted payments, segmented by its suppliers primary industries:

	Total Revd (#)	Total Amts	Largest High Credit	Within Terms (%)	<31	s Slo 31-60 (%)		0 90>
Top Industries								
Public finance	1	7,500	7,500	100	0	0	0	0
Investment advice	1	100	100	100	0	0	0	0
Lithographic printing	1	50	50	100	0	0	0	0
Other payment categories								
Cash experiences	3	600	500					
Payment record unknown	0	0	0					
Unfavorable comments	1	250	250					
Placed for collections	0	N/A	0					
Total in D&B's file	7	8,500	7,500					

Accounts are sometimes placed for collection even though the existence or amount of the debt is disputed.

Indications of slowness can be result of dispute over merchandise, skipped invoices, etc.

## Detailed payment history for this company

Date Reported (mm/yy)	Paying Record	High Credit	Now Owes	Past Due	Selling Terms	Last Sale Within (month)
02/16	(001) Bad debt .	250	250	0		
09/15	(002) Cash own option .	500			Cash account	1 mo
	(003)	50			Cash account	4-5 mos
06/15	Ppt	100	0	0		6-12 mos
05/15	Ppt	50				1 mo
09/14	Ppt	7,500				1 mo
05/14	(007)	50			Cash account	6-12 mos
05/14	(007)	00				

Payments Detail Key: red - 30 or more days beyond terms

Payment experiences reflect how bills are paid in relation to the terms granted. In some instances payment beyond terms can be the result of disputes over merchandise, skipped invoices, etc. Each experience shown is from a separate supplier. Updated trade experiences replace those previously reported.

## **Public Filings**

Currency: Shown in USD unless otherwise indicated

#### Summary

The following data includes both open and closed filings found in D&B's database on this company.

Record Type	# of Records	Most Recent Filing Date
Bankruptcy Proceedings	0	•
Judgments	6	08/19/11
Liens	0	
Suits	0	

**Record Type** 

# of Records

Most Recent Filing Date

**UCCs** 

The following Public Filing data is for information purposes only and is not the official record. Certified copies can only be obtained from the official source.

#### **Judgments**

Judgment award

219,377 Unsatisfied

DOCKET NO. Judgment type

002874469 Judgment

Against

Status

HUDSON ENERGY SERVICES LLC

Where filed

NEW YORK COUNTY SUPREME COURT, NEW YORK, NY

Date status attained

08/19/11 08/19/11

Date entered Latest Info Received

07/05/12

Judgment award

5,560

Status DOCKET NO. Unsatisfied 002872971 Judgment

Judgment type Against

HUDSON ENERGY SERVICES LLC

In favor of

BUSHWICK SUPER LAUNDRY INC

Where filed

KINGS COUNTY SUPREME COURT, BROOKLYN, NY

Date status attained Date entered

06/01/11 06/01/11

Latest Info Received

07/05/12

Judgment award

11,516 Unsatisfied 002872973

DOCKET NO. Judgment type

Judgment

Against

**HUDSON ENERGY SERVICES LLC** 

In favor of

Status

EAST WILLIAMSBURG LLC

Where filed

KINGS COUNTY SUPREME COURT, BROOKLYN, NY

Date status attained

06/01/11 06/01/11

Date entered Latest Info Received 07/05/12

Judgment award

9,929 Unsatisfied

DOCKET NO.

Status

002872977 Judgment

Judgment type Against

HUDSON ENERGY SERVICES LLC

In favor of

**KEY FOOD** 

Where filed

KINGS COUNTY SUPREME COURT, BROOKLYN, NY

 Date status attained
 06/01/11

 Date entered
 06/01/11

 Latest Info Received
 07/05/12

Judgment award94,101StatusUnsatisfiedDOCKET NO.002666091Judgment typeJudgment

Against HUDSON ENERGY SERVICES LLC
In favor of WORLD LAUNDRY REALTY INC

Where filed KINGS COUNTY SUPREME COURT, BROOKLYN, NY

 Date status attained
 10/06/09

 Date entered
 10/06/09

 Latest Info Received
 07/05/12

Judgment award 732

Status Unsatisfied

DOCKET NO. SC 003125 09

Judgment type Judgment

Against HUDSON ENGERY SERVICES LLC, RIDGEWOOD, NJ

In favor of ARE DENISE, SOUTH ORANGE, NJ

Where filed SPECIAL CIVIL/SMALL CLAIMS COURT OF BERGEN COUNTY, HACKENSACK, NJ

 Date status attained
 09/30/09

 Date entered
 09/30/09

 Latest Info Received
 07/03/12

**UCC Filings** 

Collateral Negotiable instruments and proceeds - Inventory and proceeds - Account(s) and proceeds - General

intangibles(s) and proceeds - and OTHERS

Type Original

Sec. Party CANADIAN IMPERIAL BANK OF COMMERCE, AS COLLATERAL AGENT

Debtor HUDSON ENERGY SERVICES LLC

Filing No. 25624458

Filed With SECRETARY OF STATE/UCC DIVISION, TRENTON, NJ

 Date Filed
 2010-05-07

 Latest Info Received
 07/21/10

Type Partial release

Sec. Party CANADIAN IMPERIAL BANK OF COMMERCE, AS COLLATERAL AGENT

Debtor HUDSON ENERGY SERVICES LLC

Filing No. 2562445

Filed With SECRETARY OF STATE/UCC DIVISION, TRENTON, NJ

 Date Filed
 2013-04-04

 Latest Info Received
 08/16/13

 Original UCC Filed Date
 2010-05-07

Original Filing No.

25624458

Type

Amendment

Sec. Party

CANADIAN IMPERIAL BANK OF COMMERCE, AS COLLATERAL AGENT

Debtor

HUDSON ENERGY SERVICES LLC

Filing No.

25624458

Filed With

SECRETARY OF STATE/UCC DIVISION, TRENTON, NJ

**Date Filed** Latest Info Received Original UCC Filed Date 2014-10-31 02/13/15

2010-05-07

Original Filing No.

25624458

Type

Continuation

25624458

Sec. Party

CANADIAN IMPERIAL BANK OF COMMERCE, AS COLLATERAL AGENT

Debtor

HUDSON ENERGY SERVICES LLC

Filing No. Filed With

SECRETARY OF STATE/UCC DIVISION, TRENTON, NJ

Date Filed Latest Info Received **Original UCC Filed Date** 

Original Filing No.

2014-12-19 04/07/15

2010-05-07 25624458

Collateral

Accounts receivable including proceeds and products

Type

Original

Sec. Party

NIAGARA MOHAWK POWER CORPORATION, SYRACUSE, NY

Debtor

HUDSON ENERGY SERVICES, LLC

Filing No.

23657502

Filed With

SECRETARY OF STATE/UCC DIVISION, TRENTON, NJ

Date Filed Latest Info Received 2006-06-22 07/18/06

Accounts receivable including proceeds and products - Account(s) including proceeds and products

Collateral Type

Amendment

Sec. Party

NIAGARA MOHAWK POWER CORPORATION, SYRACUSE, NY

Debtor

HUDSON ENERGY SERVICES, LLC

Filing No.

0606220520511

Filed With

SECRETARY OF STATE/UCC DIVISION, ALBANY, NY

**Date Filed** Latest Info Received 2006-06-22 07/13/06

Original UCC Filed Date Original Filing No.

2003-04-10 0304100786948 Collateral Account(s) and proceeds

Type Original

Sec. Party CENTRAL HUDSON GAS & ELECTRIC CORPORATION, POUGHKEEPSIE, NY

Debtor HUDSON ENERGY SERVICES LLC

Filing No. 50990681

Filed With SECRETARY OF STATE/UCC DIVISION, TRENTON, NJ

Date Filed 2014-10-29
Latest Info Received 11/14/14

Collateral Account(s) and proceeds

Type Original

Sec. Party CENTRAL HUDSON GAS & ELECTRIC CORPORATION, POUGHKEEPSIE, NY

Debtor HUDSON ENERGY SERVICES, LLC

Filing No. 0910050573294

Filed With SECRETARY OF STATE/UCC DIVISION, ALBANY, NY

 Date Filed
 2009-10-05

 Latest Info Received
 10/11/09

ком ставления в политический в полит

Type Continuation

Sec. Party CENTRAL HUDSON GAS & ELECTRIC CORPORATION, POUGHKEEPSIE, NY

Debtor HUDSON ENERGY SERVICES, LLC

Filing No. 1408218325691

Filed With SECRETARY OF STATE/UCC DIVISION, ALBANY, NY

 Date Filed
 2014-08-21

 Latest Info Received
 09/12/14

 Original UCC Filed Date
 2009-10-05

 Original Filing No.
 0910050573294

Collateral RIGHT/TITLE AND INTEREST

Type Origin

Sec. Party BANK OF AMERICA, N.A. SUCCESSOR BY MERGER TO FLEET NATIONAL BANK, NEW YORK, NY

Debtor HUDSON ENERGY SERVICES PARENT, INC.

Filing No. 6125798 9

Filed With SECRETARY OF STATE/UCC DIVISION, DOVER, DE

 Date Filed
 2006-04-13

 Latest Info Received
 05/24/06

Collateral RIGHT/TITLE AND INTEREST

Type Origina

Sec. Party BANK OF AMERICA, N.A. SUCCESSOR BY MERGER TO FLEET NATIONAL BANK, NEW YORK, NY

Debtor HUDSON ENERGY SERVICES PARENT, INC.

Filing No. 6132085 2

Filed With SECRETARY OF STATE/UCC DIVISION, DOVER, DE

 Date Filed
 2006-04-07

 Latest Info Received
 06/02/06

Type Continuation

Sec. Party
ORANGE & ROCKLAND UTILITIES, INC., SPRING VALLEY, NY
Debtor
HUDSON ENERGY SERVICES, INC., RIDGEWOOD, NJ

Filing No. 1311046166866

Filed With SECRETARY OF STATE/UCC DIVISION, ALBANY, NY

 Date Filed
 2013-11-04

 Latest Info Received
 11/29/13

 Original UCC Filed Date
 2008-11-17

 Original Filing No.
 0811176237332

Type Continuation

Sec. Party NATIONAL FUEL GAS DISTRIBUTION CORPORATION, WILLIAMSVILLE, NY

Debtor HUDSON ENERGY SERVICES, LLC, RIDGEWOOD, NJ

Filing No. 24373791

Filed With SECRETARY OF STATE/UCC DIVISION, TRENTON, NJ

 Date Filed
 2012-07-26

 Latest Info Received
 11/13/12

 Original UCC Filed Date
 2007-09-26

 Original Filing No.
 24373791

Type Original

Sec. Party KEYSPAN GAS EAST CORPORATION, HICKSVILLE, NY NATIONAL GRID, HICKSVILLE, NY

Debtor HUDSON ENERGY SERVICES LLC, RIDGEWOOD, NJ

Filing No. 25356472

Filed With SECRETARY OF STATE/UCC DIVISION, TRENTON, NJ

 Date Filed
 2009-09-11

 Latest Info Received
 10/23/09

There are additional UCCs in D&Bs file on this company available by contacting 1-800-234-3867 📢.

## **Government Activity**

#### **Activity summary**

Borrower (Dir/Guar)
Administrative Debt
Contractor
YES
Grantee
NO

Party excluded from federal program(s)

NO

#### Possible candidate for socio-economic program consideration

Labour Surplus Area

N/A

Small Business

YES (2016)

8(A) firm

N/A

The details provided in the Government Activity section are as reported to Dun & Bradstreet by the federal government and other sources.

# **History & Operations**

Currency: Shown in USD unless otherwise indicated

# **Company Overview**

Company Name:

HUDSON ENERGY SERVICES, LLC

Street Address:

4 Executive Blvd Ste 301 Suffern, NY 10901

Phone:

630 300-0013 🖒

Fax:

845-228-3422 📢

URL:

http://www.hudsonenergyservices.com

History

Is clear

Present management control

14 years

# History

The following information was reported: 12/26/2015

Officer(s):

ABE GROHMAN, MBR

DIRECTOR(S):

THE OFFICER(S)

The Delaware Secretary of State's business registrations file showed that Hudson Energy Services, LLC was registered as a Limited Liability Company on April 25, 2007.

Business started 2002.

On June 16, 2011, sources stated that Hudson Energy Services, LLC, Suffern, NY, has announced an expansion of its operations into Canada effective April 4, 2011. Further details were not available.

ABE GROHMAN born 1960, 2002-present active here. 1999-2002 employed as CIO, Destia Communications, NJ. 1996-1999 employed as CIO, Viatel, NY. 1992-1996 employed as CIO, EDM System, NY.

# **Business Registration**

CORPORATE AND BUSINESS REGISTRATIONS REPORTED BY THE SECRETARY OF STATE OR OTHER OFFICIAL SOURCE AS OF Jun 05 2007

Registered Name:

HUDSON ENERGY SERVICES LLC

State of incorporation:

DELAWARE Apr 25 2007

Filing date: Registration ID:

4340627

Status:

STATUS NOT AVAILABLE

Where filed:

SECRETARY OF STATE/CORPORATIONS DIVISION, DOVER, DE

Registered agent:

NATIONAL REGISTERED AGENTS, INC., 160 GREENTREE DRIVE SUITE 101, DOVER, NJ, 199040000

Operations

12/26/2015

Engaged in petroleum refining, specializing in gases or liquefied petroleum gases (100%).

ADDITIONAL TELEPHONE NUMBER(S): Facsimile (Fax) 866 506-1768 (4)

Description:

Terms are cash and Net 15 days. Sells to manufacturers, general public and non profit organizations and commercial

concerns. Territory: Local.

Nonseasonal.

**Employees:** 

6 which includes officer(s). Undetermined employed here.

Facilities:

Occupies 1,500 sq. ft. on 2nd floor of a building

Location:

Central business section on well traveled street.

Branches:

This business has multiple branches, detailed branch/division information is available in Dun & Bradstreets linkage or

family tree products.

#### SIC & NAICS

Based on information in our file, D&B has assigned this company an extended 8-digit SIC. D&B's use of 8-digit SICs enables us to be more specific about

a company's operations than if we use the standard 4-digit code.

The 4-digit SIC numbers link to the description on the Occupational Safety & Health Administration (OSHA) Web site. Links open in a new browser

2911 0100 Gases and liquefied petroleum gases

NAICS:

324110 Petroleum Refineries

# **Financials**

Company Financials: D&B

### Additional Financial Data

On Aug 21, 2014, this business was reclassified as a corporation.

### **Key Business Ratios**

D & B has been unable to obtain sufficient financial information from this company to calculate business ratios. Our check of additional outside sources also found no information available on its financial performance.

To help you in this instance, ratios for other firms in the same industry are provided below to support your analysis of this business.

Based on this Number of Establishments

17

### **Industry Norms Based On 17 Establishments**

	This Business Industry Median		Industry Quartile	
Profitability				
Return on Sales %	UN	4.7	UN	
Return on Net Worth %	UN	13.8	UN	
Short-Term Solvency				
Current Ratio	UN	1.6	UN	
Quick Ratio	UN	0.8	UN	
Efficiency				
Assets to Sales %	UN	59.7	UN	
Sales / Net Working Capital	UN	13.1	UN	
Utilization				
Total Liabilities / Net Worth (%)	UN	107.7	UN	

UN = Unavailable

# Detailed Trade Risk Insight™

Detailed Trade Risk Insight provides detailed updates on over 1.5 billion commercial trade experiences collected from more than 260 million unique supplier/purchaser relationships.

Days Beyond Terms - Past 3 & 12 Months

There is not sufficient reported trading activity to generate 3 month Days Beyond Terms (a minimum of 3 trade experiences from at least 2 companies).

Derogatory Events Last 12 Months from Apr 15 to Mar 16

No Derogatory trade Event has been reported on this company for the past 13 Months

12 months from Sep 14 to Aug 15



Dollar-weighted average of 3 payment experiences reported from 3 companies

Total Amount Current and Past Due - 12 month trend from Apr 15 to Mar 16

Status	Apr-15	May-15	Jun-15	Jul-15	Aug-15	Sep-15	Oct-15	Nov-15	Dec-15	Jan-16	Feb-16	Mar-16
Total	o	0	0	0	0	0	0	0	0	0	0	0
Current	-	-	_	-	_	-	-	-	-	-	-	-
1-30 Days Past Due	_	-		-	-: -	-		=	_	-	-	-
31-60 Days Past Due	-	-	-	-	-	-	-	ı	-	-	-	-
61-90 Days Past Due	-	-	-	-	_	-	-	-		-	•	-
90+ Days Past Due	-	_	-	-	_		-	-	-	-	-	

This information may not be reproduced in whole or in part by any means of reproduction.

© 2005-2016 Dun & Bradstreet, Inc.

# Exhibit C-8 "Bankruptcy Information"

Hudson Energy Services LLC has never filed and/or reported reorganizations, protection from creditors, or any other form of bankruptcy filings.

Exhibit C-9 "Merger Information"

Currently, nothing to report.

# Exhibit C-10 "Corporate Structure"

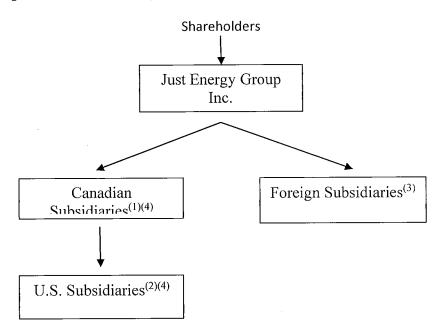
Hudson Energy is a limited liability company formed under the laws of New Jersey. Hudson Energy's headquarters is located in Texas with offices in New York, Ohio, California, Illinois and Toronto. Its parent company, Just Energy Group Inc. (Just Energy) is a corporation established under the laws of Canada. Just Energy is a publicly traded corporation (NYSE:JE and TSX: JE) and parent to affiliate companies: Amigo Energy, Commerce Energy, Hudson Energy, JE Solar 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 March 2016.

# Exhibit C-10 "Corporate Structure"

# **Organizational Structure of the Company**

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



### Notes:

- The Canadian Subsidiaries are corporations, limited partnerships, and unlimited liability companies directly or indirectly wholly-owned by the Company. The Canadian operating Subsidiaries are Just Energy Ontario L.P. (Ontario); Just Energy Alberta L.P. (Alberta); Just Green 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. (Manitoba); Just Energy Trading L.P. (Ontario); and Hudson Energy Canada Corp. (Canada). Just Energy Corp. is the general partner of each of the Canadian operating limited partnerships. Additionally, the Company indirectly holds an approximate 10% fully diluted interest in ecobee Inc., a manufacturer and distributor of smart thermostats located in Toronto, Ontario.
- 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, 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 1 Corp.; Just Energy Texas LP (Texas); Just Energy Pennsylvania Corp.; Commerce Energy, Inc. (California); Just Energy Marketing Corp.; Just Energy Michigan Corp.; Hudson Energy Services LLC (New Jersey); Just Energy Limited; Fulcrum Retail Energy LLC d/b/a Amigo Energy (Texas); Tara Energy, LLC (Texas); and Solar Just Holdings Corp.
- Hudson Energy Holdings UK Limited and Hudson Energy Supply UK Limited are direct and indirect wholly owned subsidiaries of the Company operating in the United Kingdom. Just Insurance Limited, a Barbadian company, an indirect wholly owned subsidiary 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 operate 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 D-1 "Operations"

Hudson is a third party electricity and natural gas supplier that provides customer choice and competitive pricing to businesses. The applicant contracts bilaterally with wholesale energy suppliers to serve its retail load and to fulfill other requirements, such as filling natural gas storage facilities and balancing supply pools. Contract purchases range from daily spot structures to yearly supply acquisitions.

Hudson manages its own customer back office functions including accepting new customer contracts, enrolling accounts with local utility companies, calculating bills, and responding to customer inquiries. These functions are managed primarily by staff located in New York and Texas.

# Exhibit D-2 "Operations Expertise"

Hudson operations department handles nominations and scheduling of the purchases referenced in Exhibit D-1, retail load and other company requirements. In power in Ohio (PJM), we determine all volumes for scheduling and a counter-party enters the volumes. The analysts monitor the individual markets and the marketplace closely. In addition, there is recurrent "on call" coverage when required. This department is shared among all affiliates of Just Energy Group and as such also manages the operations for Hudson Energy Services, LLC, which is currently active in Ohio.

# Exhibit D-3 "Key Technical Personnel"

### **JAMES LEWIS**

# President and Co-Chief Executive Officer

James Lewis brings to his position as President and co-CEO of Just Energy more than 16 years of experience in the retail energy industry. Before assuming his latest role, James served as Chief Operating Officer (COO) for the company with accountability for corporate-wide strategic planning, policy and program development. Prior to his role as COO, he led Just Energy's Eastern U.S. residential and small business division with accountability for all aspects of the residential business including Customer Service, Operations and Sales. James also served as Senior Vice President for all of Just Energy's North American Operations, which included a range of business functions from Contract Fulfillment and Revenue Assurance to Customer Retention and Renewals.

Before joining Just Energy, James led the Risk Management, Structuring, and Trading portfolios for a large U.S.-based energy company, as well as Information Management and Internal Audit functions for a large multi-national corporation.

James earned a Bachelor and Master's degree of Engineering from the Stevens Institute of Technology in New Jersey, as well as a Master's of Business Administration degree from New York University.

Phone: 713-544-8129

Email: jlewis@justenergy.com

# **DEBORAH D. MERRIL**

President and Co-Chief Executive Officer

With more than 17 years of experience in the retail energy industry, Deborah Merril was appointed to her current role of President and Co-Chief Executive Officer of Just Energy in April, 2014. Prior to this, Deborah led the organization's commercial business as President of Hudson Energy Services with responsibility for Hudson as well as the Commerce Energy brand. Earlier leadership functions include her role as Vice President of Marketing from 2002 to 2007. Deborah was a founding partner of Houston-based Just Energy LP, now owned and operating under Just Energy Group Inc. Previous industry experience includes accountability in several business portfolios ranging from operations, to physical and financial risk management, and deal structuring at Enron Energy Services. Deborah gained a Bachelor of Arts degree in Economics at The College of Wooster in Ohio, and earned her Master's degree in Business Administration (MBA) at Texas A&M University.

Phone: 713-544-8125

Email: dmerril@justenergy.com

# PATRICK McCULLOUGH

### Chief Financial Officer

Patrick McCullough was appointed Chief Financial Officer of Just Energy Group Inc. in August 2014. Prior to this, Mr. McCullough was Chief Executive Officer and Chief Financial Officer of Amonix, a California based designer and manufacturer of concentrated photovoltaic (CPV) solar power systems. Earlier roles include CFO with IMI Severe Service, Division CFO for Johns Manville, a Berkshire Hathaway Company, as well as various roles with Ford Motor Company as Deputy General Manager and CFO of a \$1+ billion joint venture in Shanghai China. Mr. McCullough has his MBA and Bachelor's Degree in Science, Mechanical Engineering, both from the University of Notre Dame. He also completed Executive Education, Visteon Leadership Program at the IESE Business School, University of Navarra. This experience is sufficient to meet the requirements of section 451.340.

Phone: 713.933.0895

Email: pmccullough@justenergy.com

# **CHRIS CREAR**

Vice President, Commercial Sales, Management Executives

As Vice President of Commercial Sales, Chris will be overseeing Hudson Sales for the US and Canadian markets for Hudson Energy. Prior to joining Hudson Energy, Chris has held roles in project development, sales, finance and marketing across a variety of industries.

Chris holds a Master of Business Administration from the University of Texas at Austin and Bachelor of Science in Mechanical Engineering.

Phone: (713) 881-8548

Email: Chris.Crear@hudsonenergy.net

# **LEONARD GUTIERREZ**

Finance Director, Financial Operations

Leonard has had a successful record of working to improve financial planning, reporting and analysis to help identify risks and opportunities, and to provide the information needed for critical decisions. Leonard's experience also includes two and a half years of working directly in the contracts and marketing group of a major oilfield services company. Leonard has a CPA with 15 years of experience, including three years in Big Four audit. Leonard has a BBA in Accounting/Finance double major from the University of Houston, C.T. Bauer College of Business. His key competencies are Budgeting/Forecasting, Financial Analysis, Treasury/Cash Management, GAAP, Partnership Accounting, Revenue Recognition, Internal Controls, and Contract Negotiation.

<u>Phone: 713.933.0863 x 78663</u> Email: lqutierrez@justenergy.com

# JIM BROWN

# President of Hudson Energy

Jim has been with Just Energy Group ("JE") for three years and lead the Mid-Office group before joining Hudson Energy. He worked closely with regional business leaders and our structuring and supply teams to understand commodity settlements and maximize the preservation of design margin.

Jim brings several years of industry experience ranging from retail energy operations, merger and acquisitions, budgeting and forecasting, risk management, systems development and more. Prior to joining JE, he served as CFO of Gexa Energy. There, he managed all accounting, budgeting and forecasting for NextEra Energy's retail division. In an earlier role as Vice President of Accounting, Natural Gas Group at Constellation Energy Resources, Jim was primarily responsible for all Houston-based accounting including natural gas exploration, production activities and natural gas marketing operations. Jim studied Accounting at the University of Houston.

Phone: (713) 544-8191 X78191 Email: jbrown@hudsonenergy.net

#### JONAH DAVIDS

Executive Vice President Legal and Regulatory and General Counsel

Jonah is currently the Executive Vice President, Legal & Regulatory and General Counsel of Just Energy, marketers of natural gas and electricity to residential and commercial customers in Canada and the United States. Prior to joining Just Energy, Jonah practiced with McMillan LLP in the corporate and natural resources groups. Jonah received his LLB from the University of Western Ontario in 2000 and an LLM in Natural Resources from the University of Dundee, Scotland in 2005. He is admitted to the bar in the Province of Ontario.

Phone: 905-795-3563

Email: Jdavids@justenergy.com

# Exhibit D-4 "FERC Power Marketer License Number"

Hudson is not a registered FERC Power Marketer. Hudson however has the necessary technical and managerial resources to enter into and comply with contracts to purchase capacity and energy, or ancillary services, as may be required by FERC or another independent organization to provide adequate electricity to all Hudson customers.

We further advise that Hudson affiliate sister entity Commerce Energy, Inc. is a registered member of FERC energy marketer with a Category 1 FERC status, Docket No. ER05-737-002.

This foregoing document was electronically filed with the Public Utilities

**Commission of Ohio Docketing Information System on** 

6/9/2016 9:40:02 AM

in

Case No(s). 12-1894-EL-CRS

Summary: Application Renewal electronically filed by Mr. Stephen M Howard on behalf of Hudson Energy Services, LLC