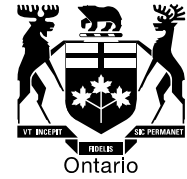


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BY E-MAIL
gpotter@justenergy.com

December 31, 2010

Gord Potter
Executive Vice President, Legal & Regulatory Affairs
Just Energy Ontario L.P.
6345 Dixie Road, Suite 200
Mississauga, ON L5T 2E6

Dear Mr. Potter:

**Re: Certificate of Compliance in Relation to Licence GM-2010-0152
EB-2010-0405**

I am writing in respect of the Certificate of Compliance filed by Just Energy Ontario L.P. ("Just Energy") on December 21, 2010 for the purposes of the condition of Just Energy's licence as described in section 3 of Ontario Regulation 90/99 (Licence Requirements – Electricity Retailers and Gas Marketers).

Karim Karsan has, under delegated authority, completed the Board's review of the Certificate of Compliance, and this letter acknowledges that the Certificate of Compliance has been completed and signed in accordance with the requirements of Ontario Regulation 90/99 and the Code of Conduct for Gas Marketers. This acknowledgement is provided for the sole purposes of paragraph 4 of section 3 of Ontario Regulation 90/99 and pertains exclusively to the form, content and signature of the Certificate of Compliance. It does not in any way constitute acknowledgement by the Board of Just Energy's actual compliance with any or all applicable legal and regulatory requirements.

The acknowledgement set out in this letter is given effective January 1, 2011. This letter, together with your Certificate of Compliance, will be available for viewing at the Board's offices and will be placed on the Board's website.

Yours truly,

Original Signed By

Kirsten Walli
Board Secretary