OFFICER CERTIFICATION FORM

INSTRUCTIONS

Below is the Officer Certification form to be used in compliance with PJM's Minimum Participation Requirements. All PJM Market Participants must execute this form and submit the original to PJM for receipt between January 1 and April 30 each year (ideally after preparation of the member's financial reports for the prior year).

The initials and signature on this form must be completed by hand. The notary section must also be completed manually. Names, titles and dates may be typed. PJM must receive the original form in time to verify compliance by April 30 in order for the Participant to remain in compliance. Non-compliant Participants will be ineligible to transact in PJM's markets and will have access to the PJM markets disabled (eTools made read-only and any submitted market bids removed) until compliance is restored. There is not a 2-day "cure period" for non-compliance with this requirement.

For paragraph 3, please note the following:

- Paragraph 3 applies only to "FTR Participants" (Market Participants that are required to post Financial Security in order to participate in PJM's FTR auctions). If you are not an FTR Participant, it would be helpful for clarity if you would indicate "N/A" next to paragraph 3, since neither 3a nor 3b would apply to you in that event.
- If you are initialing paragraph 3b:
    - All five of the sub-paragraphs need to be initialed
    - You must submit a new set of risk management documents each year, even if they have not changed since the prior submission.

For paragraph 6, please note the following:

- At least one of the four sections (a, b, c, or d) in paragraph 6 must be completed. You may complete more than one section if more than one applies, but only one section is required.
- If completing section 6a, initials are required for the first paragraph and one of the other two paragraphs.
- If completing section 6b, initials are required for both paragraphs.
- If completing section 6c, initials are required for the last paragraph as well as for at least one of the four numbered paragraphs earlier in that section. You may choose to initial more than one of the numbered paragraphs if more than one applies to you, but only one numbered paragraph needs to be initialed.
- If completing section 6d, initials are required in only one place.

Completed certifications (and risk management documents if required) should be sent to:

Credit Department
PJM Interconnection
2750 Monroe Blvd.
Audubon, PA 19403

Please send questions to credit_hotline@pjm.com

PJM MINIMUM PARTICIPATION CRITERIA
OFFICER CERTIFICATION FORM

Participant Name: _____ ("Participant")

I, _____, a duly authorized officer of Participant, understanding that PJM Interconnection, L.L.C. and PJM Settlement, Inc. (”PJMSettlement”) are relying on this certification as evidence that Participant meets the minimum requirements set forth in Attachment Q to the PJM Open Access Transmission Tariff ("PJM Tariff"), hereby certify that I have full authority to represent on behalf of Participant and further represent as follows, as evidenced by my initialing each representation in the space provided below:

1. All employees or agents transacting in markets or services provided pursuant to the PJM Tariff or PJM Amended and Restated Operating Agreement (“PJM Operating Agreement”) on behalf of the Participant have received appropriate[1] training and are authorized to transact on behalf of Participant._____

2. Participant has written risk management policies, procedures, and controls, approved by Participant’s independent risk management function[2] and applicable to transactions in the PJM markets in which it participates and for which employees or agents transacting in markets or services provided pursuant to the PJM Tariff or PJM Operating Agreement have been trained, that provide an appropriate, comprehensive risk management framework that, at a minimum, clearly identifies and documents the range of risks to which Participant is exposed, including, but not limited to credit risks, liquidity risks and market risks._____

3. An FTR Participant (as defined in Attachment Q to the PJM Tariff) must make either the following 3.a. or 3.b. additional representations, evidenced by the undersigned officer initialing either the one 3.a. representation or the five 3.b. representations in the spaces provided below:

   3.a. Participant transacts in PJM’s FTR markets with the sole intent to hedge congestion risk in connection with either obligations Participant has to serve load or rights Participant has to generate electricity in the PJM Region (“physical transactions”) and monitors all of the Participant’s FTR market activity to endeavor to ensure that its FTR positions, considering both the size and pathways

[1] As used in this representation, the term “appropriate” as used with respect to training means training that is (i) comparable to generally accepted practices in the energy trading industry, and (ii) commensurate and proportional in sophistication, scope and frequency to the volume of transactions and the nature and extent of the risk taken by the participant.

[2] As used in this representation, a Participant’s “independent risk management function” can include appropriate corporate persons or bodies that are independent of the Participant’s trading functions, such as a risk management committee, a risk officer, a Participant’s board or board committee, or a board or committee of the Participant’s parent company.

of the positions, are either generally proportionate to or generally do not exceed the Participant's physical transactions, and remain generally consistent with the Participant's intention to hedge its physical transactions._____

3.b. On no less than a weekly basis, Participant values its FTR positions and engages in a probabilistic assessment of the hypothetical risk of such positions using analytically based methodologies, predicated on the use of industry accepted valuation methodologies._____

Such valuation and risk assessment functions are performed either by persons within Participant's organization independent from those trading in PJM's FTR markets or by an outside firm qualified and with expertise in this area of risk management._____

Having valued its FTR positions and quantified their hypothetical risks, Participant applies its written policies, procedures and controls to limit its risks using industry recognized practices, such as value-at-risk limitations, concentration limits, or other controls designed to prevent Participant from purposefully or unintentionally taking on risk that is not commensurate or proportional to Participant's financial capability to manage such risk._____

Exceptions to Participant's written risk policies, procedures and controls applicable to Participant's FTR positions are documented and explain a reasoned basis for the granting of any exception._____

Participant has provided to PJMSettlement, in accordance with Section I A. of Attachment Q to the PJM Tariff, a copy of its current governing risk management policies, procedures and controls applicable to its FTR trading activities._____

4. Participant has appropriate personnel resources, operating procedures and technical abilities to promptly and effectively respond to all PJM communications and directions._____

5. Participant has demonstrated compliance with the Minimum Capitalization criteria set forth in Attachment Q of the PJM Open Access Transmission Tariff that are applicable to the PJM market(s) in which Participant transacts, and is not aware of any change having occurred or being imminent that would invalidate such compliance._____

6. All Participants must certify and initial in at least one of the four sections below:

   a. I certify that Participant qualifies as an "appropriate person" as that term is defined under Section 4(c)(3), or successor provision, of the Commodity Exchange Act or an "eligible contract participant" as that term is defined under Section 1a(18), or successor provision, of the Commodity Exchange Act. I certify that Participant will cease transacting in PJM's Markets and notify PJMSettlement immediately if Participant no longer qualifies as an "appropriate person" or "eligible contract participant."_____

If providing financial statements to support Participant's certification of qualification as an "appropriate person:"

I certify, to the best of my knowledge and belief, that the financial statements provided to PJMSettlement present fairly, pursuant to such disclosures in such financial statements, the financial position of Participant as of the date of those financial statements. Further, I certify that Participant continues to maintain the minimum $1 million total net worth and/or $5 million total asset levels reflected in these financial statements as of the date of this certification. I acknowledge that both PJM and PJMSettlement are relying upon my certification to maintain compliance with federal regulatory requirements._____

If providing financial statements to support Participant's certification of qualification as an "eligible contract participant:"

I certify, to the best of my knowledge and belief, that the financial statements provided to PJMSettlement present fairly, pursuant to such disclosures in such financial statements, the financial position of Participant as of the date of those financial statements. Further, I certify that Participant continues to maintain the minimum $1 million total net worth and/or $10 million total asset levels reflected in these financial statements as of the date of this certification. I acknowledge that both PJM and PJMSettlement are relying upon my certification to maintain compliance with federal regulatory requirements._____

b. I certify that Participant has provided an unlimited Corporate Guaranty in a form acceptable to PJM as described in Section I.C of Attachment Q from an issuer that has at least $1 million of total net worth or $5 million of total assets per Participant per Participant for which the issuer has issued an unlimited Corporate Guaranty. I certify that Participant will cease transacting PJM's Markets and notify PJMSettlement immediately if issuer of the unlimited Corporate Guaranty for Participant no longer has at least $1 million of total net worth or $5 million of total assets per Participant for which the issuer has issued an unlimited Corporate Guaranty._____

   I certify that the issuer of the unlimited Corporate Guaranty to Participant continues to have at least $1 million of total net worth or $5 million of total assets per Participant for which the issuer has issued an unlimited Corporate Guaranty. I acknowledge that PJM and PJMSettlement are relying upon my certifications to maintain compliance with federal regulatory requirements._____

c. I certify that Participant fulfills the eligibility requirements of the Commodity Futures Trading Commission exemption order (78 F.R. 19880 – April 2, 2013) by being in the business of at least one of the following in the PJM Region as indicated below (initial those applicable):

   1. Generating electric energy, including Participants that resell physical energy acquired from an entity generating electric energy:_____

   2. Transmitting electric energy:_____

3. Distributing electric energy delivered under Point-to-Point or Network Integration Transmission Service, including scheduled import, export and wheel through transactions:_____

4. Other electric energy services that are necessary to support the reliable operation of the transmission system:_____

   Description only if c(4) is initialed:

   _____

Further, I certify that Participant will cease transacting in PJM's Markets and notify PJMSettlement immediately if Participant no longer performs at least one of the functions noted above in the PJM Region. I acknowledge that PJM and PJMSettlement are relying on my certification to maintain compliance with federal energy regulatory requirements._____

d. I certify that Participant has provided a letter of credit of $5 million or more to PJMSettlement in a form acceptable to PJMSettlement as described in Section VI.B of Attachment Q that the Participant acknowledges cannot be utilized to meet its credit requirements to PJMSettlement. I acknowledge that PJM and PJMSettlement are relying on the provision of this letter of credit and my certification to maintain compliance with federal regulatory requirements._____

7. I acknowledge that I have read and understood the provisions of Attachment Q of the PJM Tariff applicable to Participant's business in the PJM markets, including those provisions describing PJM's minimum participation requirements and the enforcement actions available to PJMSettlement of a Participant not satisfying those requirements. I acknowledge that the information provided herein is true and accurate to the best of my belief and knowledge after due investigation. In addition, by signing this Certification, I acknowledge the potential consequences of making incomplete or false statements in this Certification._____

Date: _____ _____

(Signature)

Print Name: _____

Title: _____

Subscribed and sworn before me _____, a notary public of the State of _____, in and for the County of _____, this _____ day of _____, 20____.

_____

(Notary Public Signature)

My commission expires: _____ / _____ / _____