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October 27, 2021

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street, 2nd Floor
Harrisburg, PA 17120

VIA ELECTRONIC FILING

RE: Joint Application of Veolia Environnement S.A., Veolia North America, Inc., SUEZ S.A., SUEZ Water Pennsylvania Inc. and SUEZ Water Bethel Inc. for all approvals pursuant to Sections 1102(a)(3), (4), and 1103 of the Pennsylvania Public Utility Code, and as otherwise required under the Pennsylvania Public Utility Code for the change in control of SUEZ Water Pennsylvania Inc. and SUEZ Water Bethel Inc.; Docket Nos. A-2021-3026515, A-2021-3026522 and A-2021-3026523

Dear Secretary Chiavetta:

Attached please find for filing with the Pennsylvania Public Utility Commission the Joint Stipulation for Admission of the Joint Application and Supporting Testimony and on behalf of Veolia Environnement S.A. ("Veolia"), a French société anonyme, Veolia North America, Inc., a Delaware corporation and wholly-owned subsidiary of Veolia ("Veolia North America"), SUEZ S.A., a French société anonyme ("SUEZ"), SUEZ Water Pennsylvania Inc. ("SWPA"), a Pennsylvania corporation, and SUEZ Water Bethel Inc. ("SWB"), a Pennsylvania corporation (together, the "SUEZ Pennsylvania Utilities") (collectively, "Joint Applicants"), along with the Office of Consumer Advocate ("OCA"), the Office of Small Business Advocate ("OSBA"), and the Coalition for Affordable Utility Services and Energy Efficiency in Pennsylvania ("CAUSE-PA").

As shown by the attached Certificate of Service, all parties to this proceeding are being duly served via email. We are also filing these documents electronically. We can provide parties with a hard copy upon request.

If you have any questions regarding the attached documents, please contact the undersigned.

Sincerely,

A handwritten signature in black ink, appearing to read 'Adeolu A. Bakare', written over a white background.

Adeolu A. Bakare
MCNEES WALLACE & NURICK LLC

Counsel to Veolia Environnement S.A.
and Veolia North America, Inc.

c: Administrative Law Judge Joel H. Cheskis (jcheskis@pa.gov)
Administrative Law Judge Charece Z. Collins (charcollin@pa.gov)
Certificate of Service

CERTIFICATE OF SERVICE

I hereby certify that I am this day serving a true copy of the foregoing document upon the participants listed below in accordance with the requirements of Section 1.54 (relating to service by a participant).

VIA E-MAIL

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Counsel for CAUSE-PA



Adeolu A. Bakare

Counsel to Veolia Environnement S.A. and
Veolia North America, Inc.

Dated this 27th day of October, 2021, in Harrisburg, Pennsylvania

**PBEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Administrative Law Judges Joel H. Cheskis
and Charece Z. Collins

Joint Application of Veolia Environnement S.A.,	:	
Veolia North America, Inc., SUEZ S.A.,	:	
SUEZ Water Pennsylvania Inc.	:	
and SUEZ Water Bethel Inc. for all approvals	:	
pursuant to Sections 1102(a)(3), (4), and 1103	:	Docket Nos. A-2021-3026515
of the Pennsylvania Public Utility Code, and	:	A-2021-3026522
as otherwise required under the Pennsylvania	:	A-2021-3026523
Public Utility Code for the change in control of	:	
SUEZ Water Pennsylvania Inc.	:	
and SUEZ Water Bethel Inc.	:	

**JOINT STIPULATION FOR ADMISSION OF THE JOINT APPLICATION AND
SUPPORTING TESTIMONY AND EXHIBITS**

The undersigned, being all of the active parties to this proceeding (the “Parties”):

(1) hereby stipulate the authenticity of the joint application in the above-captioned proceeding (“Joint Application”) and the statements and exhibits listed in Attachment 1 (the “Listed Statements and Exhibits”), which were previously filed with the Pennsylvania Public Utility Commission (“Commission” or “PUC”) and served by the joint applicants on all other parties in this proceeding; (2) acknowledge and agree that they waive cross-examination with respect to the Listed Statements and Exhibits subject to the exception stated in the Joint Petition for Settlement, filed at this consolidated docket on this same date (“Joint Application”), if the Commission were to reject the Settlement; and (3) further stipulate that the Joint Application and Listed Statements and Exhibits should be admitted into the evidentiary record in this case. No

party to this proceeding opposes this Joint Stipulation for Admission of the Joint Application and Supporting Testimony and Exhibits.

Accordingly, this Joint Stipulation for Admission of the Joint Application and Supporting Testimony and Exhibits is hereby submitted, and the Parties respectfully request that the Honorable Presiding Administrative Law Judges admit the Joint Application and the Listed Statements and Exhibits into the evidentiary record of this proceeding.

Respectfully submitted,



Adeolu A. Bakare (ID # 208541)
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Attorneys for SUEZ S.A., SUEZ Water Pennsylvania Inc., and SUEZ Water Bethel Inc.

Accordingly, this Joint Stipulation for Admission of the Joint Application and Supporting Testimony and Exhibits is hereby submitted, and the Parties respectfully request that the Honorable Presiding Administrative Law Judges admit the Joint Application and the Listed Statements and Exhibits into the evidentiary record of this proceeding.

Respectfully submitted,

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Services and Energy Efficiency in Pennsylvania*

Dated: October 27, 2021

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**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of Veolia Environnement S.A.,	:	
Veolia North America, Inc., SUEZ S.A.,	:	
SUEZ Water Pennsylvania Inc.	:	
and SUEZ Water Bethel Inc. for all approvals	:	
pursuant to Sections 1102(a)(3), (4), and 1103	:	Docket Nos. A-2021-3026515
of the Pennsylvania Public Utility Code, and	:	A-2021-3026522
as otherwise required under the Pennsylvania	:	A-2021-3026523
Public Utility Code for the change in control of	:	
SUEZ Water Pennsylvania Inc.	:	
and SUEZ Water Bethel Inc.	:	

ATTACHMENT 1

**LISTED PLEADINGS, STATEMENTS AND EXHIBITS FOR ADMISSION INTO THE
EVIDENTIARY RECORD**

Party	Witness	Direct Testimony/Exhibits	Supplemental Direct Testimony / Exhibits
Veolia Environnement S.A. Veolia North America, Inc., SUEZ S.A., SUEZ Water Pennsylvania Inc., SUEZ Water Bethel Inc. (collectively “Joint Applicants”)	N/A	Joint Application ¹	
Joint Applicants	N/A	Joint Application, Attachment A: SUEZ North America Inc. – Utility Division Organizational Chart	
Joint Applicants	N/A	Joint Application, Attachment B: Veolia Environnement Organizational Chart	

¹ The Joint Application was not sponsored by any witness but was signed by counsel and verified by Keith Oldewurtel of Veolia and John D. Hollenbach of SUEZ.

Joint Applicants	N/A	Joint Application, Attachment C: Combination Agreement between Veolia Environnement S.A. and SUEZ S.A.	
Joint Applicants	N/A	Joint Application, Attachment D-1: Corporate Resolutions. Attachment D-2: Post-Transaction Organization Chart	
Joint Applicants	N/A	Joint Application, Attachment E: Financial Statements of Veolia	
Joint Applicants	Keith Oldewurtel, Veolia	Joint Application, Attachment F: Joint Applicants Statement No. 1 (Direct Testimony of Keith Oldewurtel), including Exhibit KW-1	N/A
Joint Applicants	John Hollenbach, SUEZ	Joint Application, Attachment G: Joint Applicants Statement No. 2 (Direct Testimony of John Hollenbach), including Exhibit JDH-1	Supplemental Testimony Addressing Commissioner Yanora's July 13, 2021 Letter. Joint Applicants Statement 2-S (Supplemental Direct Testimony of John Hollenbach)
Joint Applicants	James C. Cagle, SUEZ	Joint Application, Attachment H: Joint Applicants Statement No. 3 (Direct Testimony of James C. Cagle)	N/A