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September 17, 2026

VIA ELECTRONIC FILING

Matthew L. Homsher, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
Harrisburg, PA 17120

RE: Joint Application of UGI Utilities, Inc. and Argo Infrastructure Partners LLC for a Certificate of Public Convenience Under Chapter 11 of the Public Utility Code and All Other Necessary Approvals (I) for the Conversion of UGI Utilities, Inc. to UGI Utilities, LLC, (II) to Effect a Division of the Assets and Liabilities of UGI Utilities, LLC, (III) to Establish a New Entity to Own and Operate the Assets of UGI Utilities, LLC - Electric Division and Provide Retail Electric Service as a Public Utility, (IV) for the Sale and Transfer of the Membership Purchase Interests in the New Entity to a New Limited Liability Company to be Formed, Owned and Controlled by an Affiliate of Argo Infrastructure Partners LLC, and (V) for the Cessation and Abandonment of Any and All Retail Electric Service in Pennsylvania for UGI Utilities, Inc.; Docket Nos. A-2026-3063610, A-2026-3063612 and A-2026-3063614; **PREHEARING CONFERENCE MEMORANDUM OF THE RETAIL ENERGY SUPPLY ASSOCIATION**

Dear Secretary Homsher:

Enclosed for filing with the Pennsylvania Public Utility Commission is the Prehearing Conference Memorandum of the Retail Energy Supply Association ("RESA") in the above-captioned proceeding. Copies of this Memorandum have been served as indicated on the attached Certificate of Service.

Thank you for your attention to this matter. If you have any questions related to this filing, please do not hesitate to contact my office.

Very truly yours,

A large, stylized handwritten signature in blue ink, appearing to read "T. Stewart", is written over the typed name and title.

Todd S. Stewart
Counsel for the Retail Energy Supply Association
("RESA")

TSS/jld
Enclosure

cc: Administrative Law Judge F. Joseph Brady (by email, via Legal Assistant Pamela McNeal)
Per Certificate of Service

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of the foregoing document upon the parties listed below in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a party).

VIA ELECTRONIC MAIL

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DATED: September 17, 2026

Todd S. Stewart

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Joint Application of UGI Utilities, Inc. and	:	Docket Nos. A-2026-3063610
Argo Infrastructure Partners LLC for a	:	A-2026-3063612
Certificate of Public Convenience Under	:	A-2026-3063614
Chapter 11 of the Public Utility Code and	:	
All Other Necessary Approvals (I) for the	:	
Conversion of UGI Utilities, Inc. to UGI	:	
Utilities, LLC, (II) to Effect a Division of the	:	
Assets and Liabilities of UGI Utilities, LLC,	:	
(III) to Establish a New Entity to Own and	:	
Operate the Assets of UGI Utilities, LLC -	:	
Electric Division and Provide Retail Electric	:	
Service as a Public Utility, (IV) for the Sale	:	
and Transfer of the Membership Purchase	:	
Interests in the New Entity to a New Limited	:	
Liability Company to be Formed, Owned	:	
and Controlled by an Affiliate of Argo	:	
Infrastructure Partners LLC, and (V) for the	:	
Cessation and Abandonment of Any and All	:	
Retail Electric Service in Pennsylvania for	:	
UGI Utilities, Inc.	:	
	:	
	:	

**PREHEARING CONFERENCE MEMORANDUM
OF THE RETAIL ENERGY SUPPLY ASSOCIATION**

TO THE HONORABLE F. JOSEPH BRADY:

Pursuant to the Prehearing Order dated September 9, 2026, in the above-captioned matter and the Commission’s regulations at 52 Pa. Code §5.221, *et seq.*, the Retail Energy Supply Association (“RESA”), hereby submits this Prehearing Conference Memorandum.

I. PROCEDURAL HISTORY

1. On or about June 24, 2026, UGI filed with the Commission a request for the following approvals: (i) the conversion of UGI Utilities, Inc. to UGI Utilities, LLC, (ii) to effect a division of the assets and liabilities of UGI Utilities, LLC, (iii) to establish a new entity to own and operate the assets of UGI Electric and provide retail electric service as a public utility, (iv) for the sale and transfer of the membership purchase interests in the new entity to a new limited liability company to be formed, owned and controlled by an affiliate of Argo Infrastructure Partners LLC, and (v) for the cessation and abandonment of any and all retail electric service in Pennsylvania by UGI Utilities, Inc. (“Joint Application”).

2. Notice of the Joint Application was provided in the Pennsylvania Bulletin, 56 Pa.B. 4230 (July 11, 2026). Protests were due by July 27, 2026.

3. On July 15, 2026, the Office of Small Business Advocate (OSBA), through its counsel, filed a Notice of Intervention, Public Statement, and Notice of Appearance.

4. On July 24, 2026, the Commission on Economic Opportunity (CEO), through its counsel, filed a Petition to Intervene.

5. On July 27, 2026, the Office of Consumer Advocate (OCA), through its counsel, filed a Protest.

6. On August 14, 2026, the Retail Energy Supply Association (RESA), through its counsel, filed a Petition to Intervene.

7. On August 18, 2026, RESA filed an Amended Petition to Intervene in order to address the tardiness of the initial petition.

8. By Notice issued August 14, 2026, this matter was set for a Prehearing Conference before Presiding Administrative Law Judge F. Joseph Brady, to be held on September 18, 2026 at 10:00 PM, electronically, via Teams.

9. By Prehearing Order issued September 9, 2026, parties were instructed to submit Prehearing Conference Memoranda on or before September 17, 2026, before 12:00 p.m.

10. This Memorandum is filed in Compliance with the Prehearing Conference Order.

II. EXPECTED ISSUES

11. RESA's priority in this case is to ensure that the outcome of this proceeding does not negatively alter the competitive market in the UGI Electric service territory. RESA has members that serve customers in the UGI territory and those EGSs should not have their existing or future contracts impacted by the transaction or through any foreseeable changes in requirements.

12. RESA reserves the right to raise or address additional issues as this case develops through discovery and testimony.

III. WITNESSES

13. RESA has not yet identified a witness for this matter, nor is it convinced that a witness will be needed. If and when RESA determines that a witness is needed, it will provide notice to Your Honors and the other parties. RESA reserves the right to offer additional witnesses as necessitated by the issues.

IV. LITIGATION SCHEDULE

14. RESA will work with the other parties to develop a schedule that meets all of the parties' needs.

V. DISCOVERY

15. RESA has not submitted any discovery as of the date of this Prehearing Memorandum but will endeavor to engage the process efficiently and complete its initial discovery as early as possible. RESA will work cooperatively with the other parties in order to minimize discovery issues that might require the attention of the Presiding Administrative Law Judge.

VI. SETTLEMENT

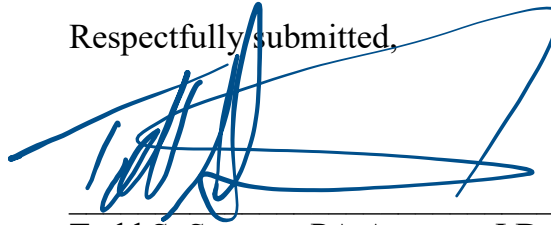
16. RESA is willing to engage in settlement discussions with any and all parties at any time during this proceeding and welcome the opportunity to do so at the earliest possible date.

VII. HEARING TIME

17. RESA does not expect that more than one day of hearings (two days at most) will be necessary.

WHEREFORE, RESA respectfully submits this Prehearing Conference Memorandum in anticipation of the Prehearing Conference currently scheduled to be held telephonically on Friday, September 18, at 10:00 AM.

Respectfully submitted,



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DATED: September 17, 2026