

MANAGEMENT AGREEMENT

This agreement among Bluegrass Gas Sales, Inc. (BGGG) a Kentucky Corporation with an address of 3620 Rockland Mills Rd, Center, Ky and Home Office, Inc, (HO) a Kentucky corporation with an address of 11405 Park Rd. Suite 180, Louisville Ky is made this the first day of June, 2023 for the purpose of providing for certain management activities.

HO and BGGG are affiliated companies having a common owner.

BGGG provides natural gas distribution services subject to Kentucky Public Service Commission (Commission) regulation.

HO is an unregulated management company.

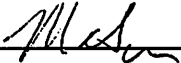
For purposes of efficiency and in compliance with the Commission's Order dated May 05, 2023, HO and BGGG agree to the following terms:

1. HO will provide to BGGG management, accounting, tax, administrative, and regulatory services, which engages no other outside firms for these services. Services include: (1) Annual report filed with the Commission; (2) Annual state property tax return; (3) Annual federal and state Subchapter S income tax returns; (4) Quarterly GCA filings with the Commission; (5) Monthly billing of Bluegrass's non-residential customers; (6) Preparation of the rate or other regulatory applications; (7) Various administrative and accounting functions and (8) gas purchase and transportation from interstate and intrastate pipelines, balancing and related matters.
2. HO shall recover an annual fee of \$25,000 for these services.
3. BGGG shall be responsible for natural gas transportation fees from Natural Gas of Kentucky (NGK) for all gas transported through its pipelines based on NGK's approved tariff or as adjusted from time to time and an administrative fee to HO currently \$0.25 per mcf for interstate pipeline gas nominating scheduling, balancing, and purchasing through seven pipeline interconnects as approved in Case 94-433.

HO and BGGG may agree orally to other terms and conditions in conformity with this agreement to facilitate the operations of BGGG.

This the 1st day of June, 2023.

For BGGG: Mark O'Brien, President



For HO: Mark O'Brien, President

