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**TSX: JE.
NYSE: JE.**

- **FOR IMMEDIATE RELEASE**

PRESS RELEASE

**JUST ENERGY GROUP INC.
ANNOUNCES CONVERTIBLE BOND OFFERING AND
INTENTION TO REDEEM 6.0% CONVERTIBLE DEBENTURES DUE
SEPTEMBER 30, 2014**

TORONTO, ONTARIO – January 22, 2014 – Just Energy announces that the terms of its offering (the “Offering”) of senior unsecured convertible bonds due 2019 (the “Convertible Bonds”) have been set as follows:

- the issue size is USD \$150 million;
- the initial conversion price has been set at USD \$9.3762 per share, which represents a premium of 22.5% over the 5 day volume weighted average price of Just Energy’s common shares; and
- the coupon has been set at 6.5% per annum payable semi-annually in arrears.

The net proceeds of the Offering will be used to redeem Just Energy’s outstanding \$90 million convertible debentures due September 30, 2014, make market purchases for cancellation of convertible debentures from other series as allowed under its debt covenants, and to pay down the Company’s credit line. As all net proceeds will be used to repay existing debt, this issuance will not result in an increase in long term debt levels of the Company. To the extent that proceeds are used to make market purchases for cancellation of existing convertible debentures at less than face value, the net result may be a reduction of overall debt.

ISM Capital LLP and Mackie Research Capital Corporation are acting as Joint Bookrunners and Joint Lead Managers.

Applications will be made for the Convertible Bonds to be admitted to the Official List of the UK Listing Authority and admitted to trading on the Professional Securities Market of the London Stock Exchange.

Closing of the Offering is expected on or about January 29, 2014. The closing of the Offering is subject to receipt of all necessary regulatory approvals, including the approval of the Toronto Stock Exchange.

These securities have not been and will not be registered under the securities act of 1933, and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

Just Energy Group Inc.

Established in 1997, Just Energy is primarily a competitive retailer of natural gas and electricity. With offices located across the United States, Canada and the United Kingdom, Just Energy serves close to 2 million residential and commercial customers through a wide range of energy programs and home comfort services, including fixed-price or price-protected energy program contracts, the rental of water heaters, furnaces and air conditioners and the installation of solar panels. The Company's JustGreen® products provide consumers with the ability to help them reduce the environmental impact of their everyday energy use. Just Energy is the parent to Amigo Energy, Commerce Energy, Hudson Energy, Hudson Energy Solar, National Home Services, Momentis and Tara Energy.

FORWARD-LOOKING STATEMENTS

This press releases may contain forward-looking statements including statements pertaining to: the use of proceeds of the Offering; the closing of the Offering; and the listing of the Convertible Bonds on the Official List of the UK Listing Authority and admission to trading on the Professional Securities Market of the London Stock Exchange. Factors that could cause actual results or events to differ materially from current expectations include, among other things, risks relating to global political uncertainties, unanticipated events impacting the use of proceeds from the Offering, changes in customer revenues and margins, customer additions and renewals, customer attrition, customer consumption levels, general and administrative expenses, dividends, distributable cash and treatment under governmental regulatory regimes, and changes in Canadian, U.S. and United Kingdom securities market. These statements are based on current expectations that involve a number of risks and uncertainties which could cause actual results to differ from those anticipated. These risks include, but are not limited to, levels of customer natural gas and electricity consumption, rates of customer additions and renewals, rates of customer attrition, fluctuations in natural gas and electricity prices, changes in regulatory regimes and decisions by regulatory authorities, competition and dependence on certain suppliers. Additional information on these and other factors that could affect Just Energy's operations, financial results or dividend levels are included in Just Energy's annual information form and other reports on file with Canadian securities regulatory authorities which can be accessed through the SEDAR website at www.sedar.com, on the U.S. Securities Exchange Commission's website at www.sec.gov or through Just Energy's website at www.justenergygroup.com.

Neither the Toronto Stock Exchange or the New York Stock Exchange has approved nor disapproved of the information contained herein.

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DISCLAIMER

THERE ARE RESTRICTIONS GOVERNING THE RESALE IN CANADA OF THE CONVERTIBLE BONDS AND THE SHARES ISSUABLE UPON CONVERSION OF THE CONVERTIBLE BONDS FOR A PERIOD OF 4 MONTHS AND 1 DAY FOLLOWING THE CLOSING OF THE OFFERING. THE CONVERTIBLE BONDS WILL BEAR THE LEGEND SET FORTH IN THE CONDITIONS GOVERNING THE CONVERTIBLE BONDS.

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THIS ANNOUNCEMENT DOES NOT CONSTITUTE AN OFFER TO SELL OR THE SOLICITATION OF AN OFFER TO BUY ANY CONVERTIBLE BONDS.

THIS ANNOUNCEMENT IS DIRECTED AT AND IS ONLY BEING DISTRIBUTED IN THE UNITED KINGDOM TO (I) PERSONS WHO HAVE PROFESSIONAL EXPERIENCE IN MATTERS RELATING TO INVESTMENTS FALLING WITHIN ARTICLE 19(5) OF

THE FINANCIAL SERVICES AND MARKETS ACT 2000 (FINANCIAL PROMOTION) ORDER 2005 (THE “ORDER”), (II) HIGH NET WORTH ENTITIES, AND OTHER PERSONS TO WHOM IT MAY OTHERWISE LAWFULLY BE COMMUNICATED FALLING WITHIN ARTICLE 49 OF THE ORDER, AND (III) PERSONS TO WHOM IT MAY OTHERWISE LAWFULLY BE COMMUNICATED (ALL SUCH PERSONS TOGETHER BEING REFERRED TO AS “RELEVANT PERSONS”). THIS ANNOUNCEMENT MUST NOT BE READ, ACTED ON OR RELIED ON BY PERSONS WHO ARE NOT RELEVANT PERSONS. ANY INVESTMENT OR INVESTMENT ACTIVITY TO WHICH THIS ANNOUNCEMENT RELATES IS AVAILABLE ONLY TO RELEVANT PERSONS AND WILL BE ENGAGED IN ONLY WITH RELEVANT PERSONS. BY READING THIS ANNOUNCEMENT, THE READER ACKNOWLEDGES THAT IT IS A PERSON EITHER (I) OUTSIDE THE UNITED KINGDOM OR (II) FALLING WITHIN ONE OF THE FOREGOING CATEGORIES.

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THE ISSUER, THE JOINT LEAD MANAGERS AND ANY OF THEIR RESPECTIVE AFFILIATES, AND OTHERS, WILL RELY UPON THE TRUTH AND ACCURACY OF THE FOREGOING REPRESENTATIONS AND AGREEMENTS.