

Jonathan Myers
jmyers@torys.com
P. 416.865.7532

November 19, 2014

RESS, EMAIL & COURIER

Ontario Energy Board
P.O. Box 2319
27th Floor
2300 Yonge Street
Toronto, ON M4P 1E4

Attention: Ms. K. Walli, Board Secretary

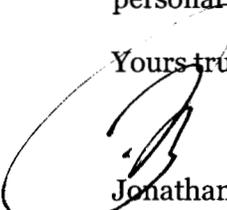
Dear Ms. Walli:

Re: Union Gas Limited - Application for Authority to Expropriate (EB-2014-0335) - Affidavit of Service

We are counsel to Union Gas Limited ("Union") in respect of its application, pursuant to section 99 of the *Ontario Energy Board Act*, for authority to expropriate certain interests in lands required for the construction of a natural gas pipeline in the City of Hamilton, Ontario (the "Application"). Further to the Letter of Direction issued by the Board on November 10, 2014, please find enclosed the Affidavit of Service.

Please note that the Affidavit of Service contains personal information, consisting of the names and addresses for individuals that have been served. As such, in accordance with Rule 9A of the Board's Rules of Practice and Procedure, a non-confidential version of the Affidavit of Service is being filed on RESS and both non-confidential and confidential versions are being filed by courier with the Board in accordance with its established procedures. Exhibit 'C' of the Affidavit, which contains the names and addresses of individuals that have been served will therefore be excluded in its entirety from the non-confidential version in order to protect the personal information of those individuals that have been served.

Yours truly,



Jonathan Myers

Tel 416.865.7532
jmyers@torys.com

cc: Mr. M. Murray, Union Gas
Mr. C. Smith, Torys LLP

ONTARIO ENERGY BOARD

IN THE MATTER OF the *Ontario Energy Board Act, 1998*, S.O. 1998, c. 15 (Sched. B);

AND IN THE MATTER OF an application by Union Gas Limited for an Order pursuant to section 99(5) of the Act granting authority to expropriate certain interests in one property for the purposes of constructing, operating and maintaining a natural gas pipeline between Union's existing Brantford Valve Site and the Kirkwall Custody Transfer Station.

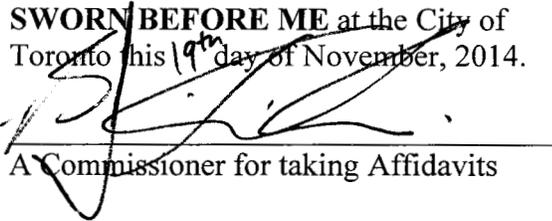
AFFIDAVIT OF SERVICE

I, Jonathan Myers, of the City of Vaughan, in the Province of Ontario, **MAKE OATH AND SAY:**

1. I am an Associate at Torys LLP and am counsel of record to Union Gas Limited ("Union") in respect of its application to the Ontario Energy Board (the "Board") for authority to expropriate certain interests in one property for the purposes of constructing, operating and maintaining a natural gas pipeline between Union's existing Brantford Valve Site and the Kirkwall Custody Transfer Station (EB-2014-0335). In this capacity, I have been responsible for overseeing service and publication of the Notice of Application that was issued on November 10, 2014 by the Board (the "Notice") and, as such, have personal knowledge of the matters herein deposed.
2. Further to Section 1 of the Board's Letter of Direction dated November 10, 2014 (the "Letter"), I can confirm that on November 10, 2014 a search of title was carried out by Torys LLP to confirm the current registered property owners and encumbrancers with lands or interests in lands directly affected by the expropriation application.
3. Further to Sections 2 and 3 of the Letter, I oversaw and arranged for the Notice (a copy of which is included as **Exhibit 'A'** hereto), together with the corresponding application (a copy of which is included as **Exhibit 'B'** hereto), property description, aerial map and survey plan showing the details of the proposed expropriations, to be served by courier or registered mail on all parties identified in Appendix C of the application, which were confirmed by search of title to include all persons identified as having a direct or registered interest in the lands directly affected by the expropriation application, all of which is evidenced by the post office registration and courier receipts attached as **Exhibit 'C'** hereto.
4. Further to Sections 4 and 5 of the Letter, I can confirm that:

- (a) Union has made copies of the non-confidential version of the application available for convenient public perusal at its offices; and
- (b) Union has posted a copy of the non-confidential version of the application on its website at <http://www.uniongas.com/about-us/regulatory/regulatory-projects> as of November 13, 2014.

SWORN BEFORE ME at the City of
Toronto this 19th day of November, 2014.


A Commissioner for taking Affidavits


Jonathan Myers

Exhibit "A"

Notice of Application

Union Gas Limited

This Exhibit "A" referred to in the affidavit of Jonathan Myers sworn before me this 19th day of November, 2014.

A handwritten signature in black ink, appearing to be "B. L. K.", is written over a horizontal line.

A Commissioner for taking Affidavits

ONTARIO ENERGY BOARD NOTICE

Union Gas Limited has applied to the Ontario Energy Board to expropriate interests in certain lands.

Learn more. Have your say.

Union Gas Limited is asking the Ontario Energy Board for permission to expropriate interests in certain land in the City of Hamilton for the purposes of constructing, operating and maintaining a natural gas pipeline as part of Union's Brantford-Kirkwall / Parkway D Project.

Union was granted permission to construct the new natural gas pipeline on January 30, 2014 pursuant to the Ontario Energy Board's Decision in EB-2013-0074.

Union requires permanent easements over a total of 36.18 hectares of land and temporary easements over 25.58 hectares of land for the Brantford-Kirkwall pipeline. Union has secured all of the permanent and temporary easements required for the pipeline on a voluntary basis through negotiations with the affected landowners with the exception of a permanent easement over 1.2 hectares and a temporary easement over 0.43 hectares. The easements that Union still requires are located on a single property.

Union has identified you as an owner or encumbrancer of the lands over which Union is seeking approval to expropriate an interest. A copy of the property description, survey, and aerial map showing the lands for which expropriation is sought through this application is attached to this notice.

Union's application to the OEB concerns the expropriation of certain specific lands only. It does not concern issues related to compensation.

THE ONTARIO ENERGY BOARD IS HOLDING A PUBLIC HEARING

The OEB will hold a public hearing to consider Union's request. During this hearing, the OEB will consider evidence and arguments by Union and by individuals, municipalities and others whose interests would be affected. At the end of this hearing, the OEB will decide whether to grant Union's request.

The OEB is an independent and impartial public agency. We make decisions that serve the public interest. Our goal is to promote a financially viable and efficient energy sector that provides you with reliable energy services at a reasonable cost.

The Ontario Energy Board hearing will consider specific issues required by law.

The *Ontario Energy Board Act, 1998* specifies the issues the OEB is to consider in making its decision. If you wish to participate in the OEB hearing, it is important for you to understand what these issues are.

- The OEB will consider the public interest when making any order authorizing Union to expropriate land;
- The OEB does not have the authority to determine the amount of compensation payable; and
- If the OEB authorizes Union to expropriate and the parties do not agree upon compensation, the compensation must be determined under the *Expropriations Act* or by the Ontario Municipal Board.

BE INFORMED AND HAVE YOUR SAY

You have the right to information regarding this application and to be involved in the process. You can:

- review Union's application on the OEB's website now;
- file a letter with your comments, which will be considered during the hearing;
- become an active participant (called an intervenor). Apply by **December 4, 2014** or the hearing will go ahead without you and you will not receive any further notice of the proceeding;
- at the end of the process, review the OEB's decision and its reasons on our website.

Note that to be an intervenor you must be affected by the expropriation in a way that relates directly to the issues the OEB will consider.

LEARN MORE

Our file number for this case is **EB-2014-0335**. To learn more about how to participate in this hearing, including how to file a letter with your comments or how to become an intervenor go to: www.ontarioenergyboard.ca/noticeltc. From that OEB web page you can find a link to a web page which has information related to this case. You can also phone our Consumer Relations Centre at 1-877-632-2727 or email lawrie.gluck@ontarioenergyboard.ca with any questions.

ORAL VS. WRITTEN HEARINGS

There are two types of OEB hearings – oral and written. If you believe an oral hearing is necessary, you

must write to the OEB by **December 4, 2014** to explain why.

PRIVACY

If you write a letter of comment, your name and the content of your letter will be put on the public record and the OEB website. However, your personal telephone number, home address and email address will be removed. If you are a business, all your information will remain public. If you apply to become an intervenor, all information will be public.

This application was filed under section 99(5) of the Ontario Energy Board Act, 1998 S.O. 1998, c.15, Schedule B.



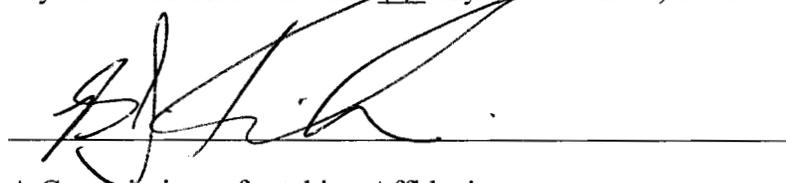
Ontario
Ontario Energy Board / Commission de l'énergie
du Québec

Exhibit "B"

Application

Union Gas Limited

This Exhibit "B" referred to in the affidavit of Jonathan Myers sworn before me this 19th day of November, 2014.

A handwritten signature in black ink, appearing to be "J. H. H.", is written over a horizontal line. The signature is cursive and somewhat stylized.

A Commissioner for taking Affidavits

ONTARIO ENERGY BOARD

IN THE MATTER OF the *Ontario Energy Board Act, 1998*, S.O. 1998, c. 15 (Sched. B) as amended (the “**Act**”);

AND IN THE MATTER OF and application by Union Gas Limited (“**Union**”) for an Order pursuant to section 99(5) of the Act granting authority to expropriate certain interests in one property for the purposes of constructing, operating and maintaining a natural gas pipeline between Union’s existing Brantford Valve Site and the Kirkwall Custody Transfer Station.

APPLICATION

1. Union Gas Limited (“**Union**”) is incorporated under the laws of the Province of Ontario and has its head office in the Municipality of Chatham-Kent. Union carries out both an integrated natural gas utility business that combines the operations of distributing, transmitting and storing natural gas, and a non-utility storage business.
2. Union hereby applies to the Ontario Energy Board (the “**Board**”) pursuant to Section 99(1) of the *Ontario Energy Board Act, 1998* (the “**Act**”) for an order or orders under Section 99(5) of the Act granting authority to expropriate certain interests in land in the City of Hamilton, as more particularly described herein, for the purposes of constructing, operating and maintaining a natural gas pipeline as part of Union’s Brantford-Kirkwall/Parkway D Project.
3. The Brantford-Kirkwall/Parkway D Project includes the construction of 13.9 km of nominal pipe size (“**NPS**”) 48 pipeline to enhance capacity between the existing Brantford Valve Site and the Kirkwall Custody Transfer Station (the “**B-K Pipeline**”). The project will provide greater reliability of supply and allow for more gas to flow through Union’s main transmission system that feeds the Greater Toronto Area. The project also facilitates access to gas supplies from eastern U.S. sources so as to increase security and diversity of supply for Union’s in-franchise customers.

4. On April 2, 2013 Union applied to the Board, under section 90(1) of the Act, for leave to construct the Brantford-Kirkwall/Parkway D Project (EB-2013-0074). In its January 30, 2014 Decision and Order (the “**LTC Decision**”), the Board found the Brantford-Kirkwall/Parkway D Project, including in particular the B-K Pipeline, to be in the public interest. On this basis, the Board granted Union leave to construct the B-K Pipeline pursuant to sections 90 and 96(1) of the Act, subject to the conditions set out in Appendix E of the LTC Decision.
5. As explained in its leave to construct application, Union requires a total of approximately 36.18 hectares (89.40 acres) of permanent easements for the B-K Pipeline and approximately 25.58 hectares (63.21 acres) of temporary easements for construction and top soil storage purposes. Union’s preference is to acquire the necessary easements on a voluntary basis through negotiations with affected landowners. Through its efforts to date, Union has been successful in securing all of the permanent and temporary easements needed for the B-K Pipeline with the exception of a 1.2 hectare (2.97 acre) permanent easement and a 0.43 hectare (1.06 acre) temporary easement, both of which are situated on one property along the approved pipeline route.
6. Therefore, to enable Union to construct, operate and maintain the B-K Pipeline, Union requests that the Board make an order granting Union authority to expropriate (a) a permanent easement that is 28 meters wide and 428 meters long, and (b) a temporary easement that is 10 meters wide and 428 meters long, across a portion of one property in the City of Hamilton. The temporary easement would be situated immediately to the south of and along the length of the permanent easement and is required for construction related activities, including post-construction clean-up, over a period extending until December 31, 2017.
7. Union requests that copies of all documents filed with or issued by the Board in connection with this Application be served on the Applicant and its counsel, as follows:

(a) The Applicant:

Union Gas Limited
50 Keil Drive
Chatham, ON N7M 5M1

Attention: Mr. Mark Murray
Tel: 519-436-4601
Fax: 519-436-4641
Email: mmurray@spectraenergy.com

(b) The Applicant's Counsel:

Torys LLP
Suite 3000, 79 Wellington St. W.
Box 270, TD Centre
Toronto, ON M5K 1N2

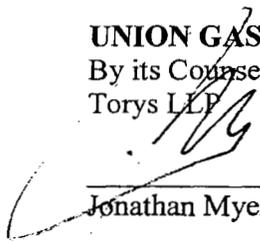
Attention: Mr. Jonathan Myers
Tel: 416-865-7532
Fax: 416-865-7380
Email: jmyers@torys.com

Mr. Crawford Smith
Tel: 416-865-8209
Fax: 416-865-7380
Email: csmith@torys.com

8. The Applicant requests that the Board proceed by way of written hearing, pursuant to Section 34.01 of the Board's *Rules of Practice and Procedure*.

Dated at Toronto, Ontario, this 27th day of October, 2014.

UNION GAS LIMITED
By its Counsel
Torys LLP



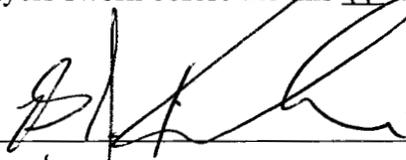
Jonathan Myers

Exhibit "C"

Post Office Registration and Courier Confirmation Receipts

Union Gas Limited

This Exhibit "C" referred to in the affidavit of Jonathan Myers sworn before me this 11th day of November, 2014.



A Commissioner for taking Affidavits

**[INTENTIONALLY DELETED - FILED IN ACCORDANCE WITH THE ONTARIO
ENERGY BOARD'S *PRACTICE DIRECTIONS ON CONFIDENTIAL FILINGS*]**