



EB-2009-0156
EB-2009-0157

NOTICE OF APPLICATION AND HEARING
ERTH CORPORATION
APPLICATIONS FOR LEAVE TO ACQUIRE SHARES OF
WEST PERTH POWER INC. AND CLINTON POWER
CORPORATION

The Applications

ERTH Corporation (or the “applicant”) has filed two applications with the Ontario Energy Board, received on May 29, 2009, under section 86(2)(a) of the *Ontario Energy Board Act, 1998*, S.O. 1998, c. 15 (Schedule B) (the “Act”). The applications request leave of the Board to acquire 100% of the shares of West Perth Power Inc. (“WPPI”) and Clinton Power Corporation (“Clinton Power”). The Board has assigned file number EB-2009-0156 to the application to acquire WPPI and file number EB-2008-0157 to the application to acquire Clinton Power. Pursuant to its power under section 21(5) of the Act, the Board will consider these applications together through a consolidated hearing.

ERTH Corporation is a holding company owned by seven municipalities that wholly owns Erie Thames Powerlines Corporation, a regulated electricity distributor that services these municipalities. WPPI and Clinton Power are wholly-owned subsidiaries of the Corporation of the Municipality of West Perth (“West Perth”) and the Municipality of Central Huron (“Central Huron”), respectively. The proposed share purchase transactions will make WPPI and Clinton Power wholly-owned subsidiaries of the Applicant. As consideration for the acquisition, West Perth and Central Huron will acquire ownership interests in

the voting and non-voting shares of the share capital of the Applicant. These municipalities will also receive a Put Option to sell shares back to the Applicant to be exercised prior to a specified date and at a specified price. The shares of WPPI are valued at \$1,693,000 and the shares of Clinton Power are valued at \$828,000.

ERTH Corporation stated that the proposed acquisitions meet the “No Harm Test” as they will have no adverse effect on the Board’s objectives outlined in section 1 of the OEB Act. The applicant has further stated that the proposed transactions will improve the reliability of electricity service and will maintain the same rate structures and service areas for WPPI and Clinton Power.

How to see the Applications

Copies of the applications are available for inspection at the Board’s office in Toronto, and at the office of ERTH Corporation.

How to Participate

You may participate in this proceeding in one of three ways:

1. Send a Letter with your Comments to the Board

Your letter with comments will be provided to the Board members deciding the application, and will be part of the public record for the application. Your letter must be received by the Board no later than **30 days** from the publication or service date of this notice. The Board accepts letters of comment by either post or e-mail at the addresses below.

2. Become an Observer

Observers do not actively participate in the proceeding but monitor the progress of the proceeding by receiving documents issued by the Board.

You may request observer status in order to receive documents issued by the Board in this proceeding. If you become an observer, you need to contact the applicants and others in order to receive documents that they file in this proceeding and they may charge you for this. Most documents filed in this application will also be available on the Board's website. Your request for observer status must be made in writing and be received by the Board no later than **10 days** from the publication or service date of this notice. The Board accepts observer request letters by either post or e-mail at the addresses below; however, two paper copies are also required. You must also provide a copy of your letter to the applicants.

3. Become an Intervenor

You may ask to become an intervenor if you wish to actively participate in the proceeding. Intervenors are eligible to receive evidence and other material submitted by participants in the hearing. Likewise, intervenors will be expected to send copies of any material they file to all parties to the hearing.

Your request for intervenor status must be made by letter of intervention and be received by the Board no later than **10 days** from the publication or service date of this notice. Your letter of intervention must include a description of how you are, or may be, affected by the outcome of this proceeding; and if you represent a group, a description of the group and its membership. The Board may order costs in this proceeding. You must indicate in your letter of intervention whether you expect to seek costs from the applicants and the grounds for your eligibility for costs. You must provide a copy of your letter of intervention to the applicants.

The Board may proceed in this matter by way of a written hearing or an oral hearing. The Board will not hold a written hearing if a party satisfies the Board that there is good reason for holding an oral hearing. Your letter of intervention should indicate your preference for a written or oral hearing, and the reasons for that preference.

If you already have a user ID, please submit your intervention request through the Board's web portal at www.errr.oeb.gov.on.ca. Additionally, two paper copies are required. If you do not have a user ID, please visit the Board's website under e-filings and fill out a user ID password request. For instructions on how to submit and naming conventions please refer to the RESS Document Guidelines found at www.oeb.gov.on.ca, e-Filing Services. The Board also accepts interventions by e-mail, at the address below, and again, two additional paper copies are required. Those who do not have internet access are required to submit their intervention request on a CD or diskette in PDF format, along with two paper copies.

How to Contact Us

In responding to this Notice, please include Board file numbers EB-2009-0156 and EB-2009-0157 in the subject line of your e-mail or at the top of your letter. It is also important that you provide your name, postal address and telephone number and, if available, an e-mail address and fax number. All communications should be directed to the attention of the Board Secretary at the address below, and be received no later than 4:45 p.m. on the required date.

Need More Information?

Further information on how to participate may be obtained by visiting the Board's website at www.oeb.gov.on.ca or by calling our Consumer Relations Centre at 1-877-632-2727.

IMPORTANT

IF YOU DO NOT NOTIFY THE BOARD OF YOUR INTENTION TO PARTICIPATE IN THIS PROCEEDING IN ACCORDANCE WITH THIS NOTICE, THE BOARD MAY PROCEED WITHOUT YOUR PARTICIPATION AND YOU WILL NOT BE ENTITLED TO FURTHER NOTICE IN THE PROCEEDING.

Addresses

The Board:

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

Attention: Board Secretary

Filings : www.errr.oeb.gov.on.ca
E-mail: Boardsec@oeb.gov.on.ca

Tel: 1-888-632-6273 (toll free)
Fax: 416-440-7656

The Applicant:

ERTH Corporation
200-295 Wolfe Street
London, ON N6A 2C4

Tyler Moore
VP General Counsel

E-mail: tmoore@erthcorp.com
Phone: 519-518-6117 (297)
Fax: 519-518-6120

Counsel for the Applicant:
Borden Ladner Gervais LLP
Scotia Plaza, Suite 4100
40 King Street West
Toronto, M5H 3Y4

Christine E. Long

E-mail: clong@blgcanada.com
Phone: 416-367-6683
Fax: 416-361-2770

DATED at Toronto, July 27, 2009.

ONTARIO ENERGY BOARD

Original signed by

Kirsten Walli
Board Secretary