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November 17, 2010

VIA EMAIL AND COURIER

Kirsten Walli
Ontario Energy Board
P.O. Box 2319
2300 Yonge Street, Suite 2700
Toronto, Ontario M4P 1E4

Attention: Board Secretary

Dear Ms. Walli:

Re: Application to Amend Electricity Generating Licence EG-2007-0684

On behalf of 6732976 Canada Inc. (o/a Pod Generating Group, "Pod"), we hereby submit a request to amend electricity generating licence EG-2007-0684, (the "Licence"), which was issued to Pod by the Board in a decision and order dated September 25, 2007, as amended.

Pod recently closed a transaction in which it sold the development rights to the solar photovoltaic electricity generation projects known as PGG003, PGG004 and PGG005 (collectively, the "Projects") to Starwood SSM2 Inc. ("Starwood"). As the Board may be aware, the Projects each have Standard Offer Contracts associated with them. Specifically, PGG003 holds RESOP Contract 12652, PGG004 holds RESOP Contract 12655 and PGG005 holds RESOP Contract 12658. Attached for the Board's reference is a copy of the executed Assignment and Novation Agreement between Pod, Starwood and the Ontario Power Authority, evidencing the sale of the Projects to Starwood.

As a result of the above transaction, Pod is seeking Board approval to amend (the "Requested Amendment") Schedule 1 of the Licence to remove reference to PGG003, PGG004 and PGG005 from the list of its licensed generation facilities. Given the nature of the Requested Amendment, Pod also advises the Board that it submits this letter in support of and in addition to Starwood's application for an electricity generation license, which application was submitted to the Board on or about November 16, 2010.

Pod further requests that the present application for the amendment be disposed of without a hearing, and submits this letter as evidence of consent of same. Pod believes that the requests made in this application meet the test set out in s. 21(4)(b) of the *Ontario Energy Board Act, 1998*, S.O. c. 15, Sched. B., and that no other person will be adversely affected in a material way by having the Projects removed from Schedule 1 of the Licence, should the Board decide to approve the Requested Amendment.

Kindly let us know if you require anything further in order to consider whether to issue the Requested Amendment.

Yours very truly,

McCarthy Tétrault LLP

Per:

Signed in the original

Kristyn Annis

Encl.

c: Tyson Dyck, Torys LLP
Glen Martin

Doc#9720617