

Ontario Energy Board  
Commission de l'Energie de l'Ontario  
**Application for Electricity  
Transmission Licence**

Ontario Energy Board  
2300 Yonge Street  
P.O. Box 2319  
Toronto, ON M4P 1E4  
Telephone: 1-888-632-6273  
Facsimile: (416) 440-7656

Commission de l'Énergie de l'Ontario  
2300 rue Yonge  
C.P. 2319  
Toronto, ON M4P 1E4  
Téléphone: 1-888-632-6273  
Télecopieur: (416) 440-7656

For Office Use Only	
Application Number:	
Date Received	

## A. General Information

### 1. Type of Application

New Licence	<u>  X  </u>
Renewal	<u>          </u>
Amendment to an existing Licence	<u>          </u>

### 2. Applicant

Please provide the following information about the Applicant			
Full Legal Name of Applicant		Ontario Corporation Number, Canadian Corporation Number or Business Registration Number	Date of Formation of Incorporation
<i>TransCanada Power Transmission (Ontario) L.P.</i>		<i>201026481</i>	<i>September 27, 2010</i>
Business Address (Including telephone, fax and email) <i>450 1<sup>st</sup> Street SW</i>			
City <i>Calgary</i>	Province <i>Alberta</i>	Country <i>Canada</i>	Postal/Zip Code <i>T2P 5H1</i>
Phone Number <i>403 920 6373</i>	FAX Number <i>403 920 2354</i>	Email Address (if applicable)	

### 3. Primary Contact for this Application

Please provide the following information about the Primary Contact for this Application			
Mr <input checked="" type="checkbox"/>	Last Name:	Full First Name:	Initial
Mrs <input type="checkbox"/>	KELLY	BRIAN	G
Miss <input type="checkbox"/>	Position Held: <i>Manager – Eastern Canada Marketing &amp; Trading</i>		
Ms <input type="checkbox"/>			
Other <input type="checkbox"/>			
Contact Address (If R.R., give Lot, Concession No. and Township)			
<i>200 Bay Street, 24<sup>th</sup> Floor, South Tower</i>			
City	Province	Country	Postal/Zip Code
Toronto	Ontario	Canada	M5J 2J1
Phone Number	FAX Number	Email Address (if applicable)	
416 869 2183	416 869 2114	Brian_kelly@transcanada.com	

### 4. Transmission Facilities

Please provide a description of the transmission facilities involved in this Application:
<i>To be determined, please see attached letter.</i>

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## B. Corporation Information

### Organizational

#### 5. Business Classification

Please indicate the Applicant's Business Classification (check appropriate type below):

☐ Sole Proprietor

☒ Partnership

☐ Corporation

☐ Other (describe) \_\_\_\_\_

#### 6. Business Activities

Please provide a description of the Applicant's business activities:

*TransCanada Power Transmission (Ontario) L.P. ("TPT") is a newly formed Ontario partnership. The purpose of TPT is to develop, construct, operate and own transmission facilities within Ontario. For additional information please see TPT's response to Q. 17.*

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant: [NB: The following list includes relevant operational electricity affiliates and relevant affiliated holding companies since an entire list of all affiliated natural gas and oil entities and holding companies within the TransCanada corporate family would be unnecessarily voluminous and irrelevant.]

Full Legal Name of Affiliate Company: *Bruce Power Inc.*

Business Address: *177 Tie Road, PO Box 3000, Building B06. RR#2*

City <i>Tiverton</i>	Province <i>Ontario</i>	Country <i>Canada</i>	Postal/Zip Code <i>N0G 2T0</i>
Phone Number <i>403 920 5030</i>	FAX Number <i>403 920 2356</i>	Email Address (if applicable) <i>David_kohlenberg@transcanada.com</i>	

Description of Business Activities:

*Bruce Power Inc. is the licensed operator (EG-2000-0271) of Bruce Power, a nuclear power generation facility located northwest of Toronto, Ontario and is comprised of Bruce A and Bruce B. Bruce A has four 750 MW reactors, of which two are currently operating and two are being refurbished. One unit is expected to be restarted in mid-2011 and the other unit is expected to be restarted approximately four months thereafter. Bruce B has four operating reactors with a combined capacity of 3,200 MW. As at December 31, 2009, TransCanada PipeLines Limited (TCPL) and BPC Generation Infrastructure Trust (BPC), a trust established by the Ontario Municipal Employees Retirement System (OMERS), each owned a 48.8 per cent interest in Bruce A (2008 – 48.9 per cent; 2007 – 48.7 per cent). The remaining 2.4 per cent interest in Bruce A is owned by the Power Workers' Union Trust (PWU), the Society of Energy Professionals Trust (SEP) and Bruce Power Employee Investment Trust. The Bruce A partnership subleases Bruce A Units 1 to 4 from the Bruce B partnership. TCPL, OMERS and Cameco Corporation each own 31.6 per cent of Bruce B, which consists of Units 5 to 8 and the supporting site infrastructure. The remaining interest in Bruce B is owned by PWU and SEP. Bruce Power Inc. is authorized to generate electricity in Ontario, export electricity from Canada to the U.S. and to sell electricity at market-based rates within the U.S.*

b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate. *Please see the attached organization chart (Attachment 1) marked as "CONFIDENTIAL" and requested to be held in confidence by the Board.*

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:

Full Legal Name of Affiliate Company:

*TransCanada AAV, L.P.*

*TransCanada BDS, L.P.*

*TransCanada CAR, L.P.*

*TransCanada CAR, L.P.*

*TransCanada LM, L.P.*

*TransCanada MS, L.P. ( collectively the "Cartier Entities")*

Business Address:

*1111 Saint-Charles Street West, West Tower, Suite 402*

City	Province	Country	Postal/Zip Code
<i>Longueuil</i>	<i>Quebec</i>	<i>Canada</i>	<i>J4K 5G4</i>
Phone Number	FAX Number	Email Address (if applicable)	
<i>403 920 2157</i>	<i>403 920 2354</i>	<i>john_cashin@transcanada.com</i>	

Description of Business Activities:

*The Cartier Entities, Quebec partnerships, have energy supply contracts with Hydro-Quebec Distribution totaling 730 MW from wind power projects located in the province of Quebec. The ultimate beneficial ownership of the Cartier Entities is TransCanada Corporation. The Cartier Entities are to operate the six wind projects, three of which are in service. The six projects are located in the administrative region of Gaspesie, Iles-de-la-Madeleine and the Regional Country Municipality of Matane, and represent an investment of more than \$1.1 billion.*

b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:

Full Legal Name of Affiliate Company: *Chinook Power Transmission, LLC*

Business Address: *717 Texas Street*

City <i>Houston</i>	Province <i>Texas</i>	Country <i>U.S.A.</i>	Postal/Zip Code <i>77002-2761</i>
Phone Number <i>832 320 5201</i>	FAX Number <i>832 320 6201</i>	Email Address (if applicable) <i>kelly_jameson@transcanada.com</i>	

Description of Business Activities:

*Chinook Power Transmission, LLC, is a Delaware limited liability company established for the purpose of developing and financing the Chinook Transmission Project. Chinook is a wholly-owned subsidiary of NorthernLights Transmission Inc. NorthernLights Transmission Inc. is a wholly-owned, indirect subsidiary of TransCanada Corporation, the sole purpose of which is to develop electricity transmission projects through its subsidiaries.*

*The Chinook Project is a \$3 billion, 1,000-mile, 500 kV high voltage direct current transmission project that will originate in Montana and terminate in Nevada, linking 3,000 MW of primarily wind generation resources with markets in the Southwestern United States.*

b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:

Full Legal Name of Affiliate Company: *Coolidge Power LLC*

Business Address: *450 1<sup>st</sup> Street SW*

City <i>Calgary</i>	Province <i>Alberta</i>	Country <i>Canada</i>	Postal/Zip Code <i>T2P 5H1</i>
Phone Number <i>403 920 7685</i>	FAX Number <i>403 920 2467</i>	Email Address (if applicable) <i>don_degrandis@transcanada.com</i>	

Description of Business Activities:

*Coolidge Power, a Delaware corporation, was established for the purpose of developing and operating a power plant in Coolidge, Arizona and to make wholesale power sales in the United States.*

b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:			
Full Legal Name of Affiliate Company: <i>NorthernLights Transmission Inc.</i>			
Business Address: <i>203, 110 Turnpike Road</i>			
City <i>Westborough</i>	Province <i>Massachusetts</i>	Country <i>U.S.A.</i>	Postal/Zip Code <i>01581</i>
Phone Number <i>832 320 5201</i>	FAX Number <i>832 320 6201</i>	Email Address (if applicable) <i>kelly_jameson@transcanada.com</i>	
Description of Business Activities:			
<i>NorthernLights Transmission Inc., a Delaware corporation, is a wholly-owned, indirect subsidiary of TransCanada Corporation, the sole purpose of which is to develop electricity transmission projects through its subsidiaries.</i>			
b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.			



## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:

Full Legal Name of Affiliate Company: *Ocean State Power and Ocean State Power II ("OSP" and "OSP II")*

Business Address: *1575 Sherman Farm Road*

City <i>Harrisville</i>	Province <i>Rhode Island</i>	Country <i>U.S.A.</i>	Postal/Zip Code <i>02830-1124</i>
Phone Number <i>508 871 1855</i>	FAX Number <i>508 898 0433</i>	Email Address (if applicable) <i>bill_taylor@transcanada.com</i>	

Description of Business Activities:

*OSP and OSP II are each a Rhode Island partnership with a principal place of business in Burrillville, Rhode Island. OSP and OSP II are indirect, wholly owned subsidiaries of TransCanada OSP Holdings, Ltd., which is an indirect wholly owned subsidiary of TransCanada PipeLines Limited.*

*OSP owns a combined cycle, gas-fired generating facility located in Burrillville, Rhode Island that is operated in conjunction with the generating facility that is owned by OSP II. Together, the Ocean State Facilities have a combined winter rating of approximately 585 MW, a summer rating of approximately 515 MW, and a nameplate capacity of 508 MW.*

b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:			
Full Legal Name of Affiliate Company: <i>Portlands Energy Centre L.P.</i>			
Business Address: <i>700 University Avenue, H18 G26</i>			
City <i>Toronto</i>	Province <i>Ontario</i>	Country <i>Canada</i>	Postal/Zip Code <i>M5G 1X6</i>
Phone Number <i>416 869 21621</i>	FAX Number <i>416 869 2056</i>	Email Address (if applicable) <i>james_baggs@transcanada.com</i>	
Description of Business Activities:			
<i>The Portlands Energy Centre LP is equally owned by TransCanada Energy Ltd. (as described below) and Ontario Power Generation Inc. The 550 MW Portlands Energy Centre was fully commissioned on April 22, 2009, and provides electricity to central Toronto under a 20-year accelerated clean air supply contract with the Ontario Power Authority.</i>			
b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.			

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:			
Full Legal Name of Affiliate Company: <i>TC Ravenswood LLC ("TC Ravenswood")</i>			
Business Address: <i>38-45 Vernon Blvd</i>			
City <i>New York</i>	Province <i>New York</i>	Country <i>U.S.A.</i>	Postal/Zip Code <i>11101-6118</i>
Phone Number <i>832 320 5201</i>	FAX Number <i>832 320 6201</i>	Email Address (if applicable) <i>kelly_jameson@transcanada.com</i>	
Description of Business Activities:			
<i>TC Ravenswood, a New York corporation, is a wholly owned indirect subsidiary of TransCanada Pipeline USA Ltd. TransCanada Pipeline USA Ltd. is a direct, wholly owned subsidiary of TransCanada PipeLines Limited. TC Ravenswood owns and operates the Ravenswood Generating Station located in Queens, New York.</i>			
b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.			

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:			
Full Legal Name of Affiliate Company: <i>TransCanada Corporation</i>			
Business Address: <i>450 1<sup>st</sup> Street SW</i>			
City <i>Calgary</i>	Province <i>Alberta</i>	Country <i>Canada</i>	Postal/Zip Code <i>T2P 5H1</i>
Phone Number <i>403 920 7685</i>	FAX Number <i>403 920 2467</i>	Email Address (if applicable) <i>don_degrandis@transcanada.com</i>	
Description of Business Activities:			
<p><i>TransCanada Corporation ("TransCanada"), a Canadian corporation, is a holding company that became effective on May 15, 2003. TransCanada, through various subsidiaries, is in the business of transporting natural gas and providing power services in North America. TransCanada's principal place of business is Calgary, Alberta, Canada.</i></p>			
b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.			

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:			
Full Legal Name of Affiliate Company: <i>TransCanada Energy Ltd.</i>			
Business Address: <i>450 1<sup>st</sup> Street SW</i>			
City <i>Calgary</i>	Province <i>Alberta</i>	Country <i>Canada</i>	Postal/Zip Code <i>T2P 5H1</i>
Phone Number <i>403 920 7685</i>	FAX Number <i>403 920 2467</i>	Email Address (if applicable) <i>don_degrandis@transcanada.com</i>	
Description of Business Activities:			
<p><i>TransCanada Energy Ltd. ("TCE"), a Canadian corporation, is an indirect wholly-owned subsidiary of TransCanada PipeLines Limited. TransCanada PipeLines Limited ("TCPL"), in turn, is a direct, wholly-owned subsidiary of TransCanada Corporation, which is a diversified energy company doing business in Canada and the United States. TCPL is incorporated under a Special Act of the Parliament of Canada.</i></p> <p><i>TCE is an energy marketing company that is also engaged in power generation and the marketing of electricity at wholesale in Canada. TCE is licensed within Ontario as an electricity generator, wholesaler and retailer and a gas marketer. TCE also owns and operates the Wildhorse Transmission Line, a 69 kilovolt three-phase, 60 hertz radial power line running from northern Montana across the international border to an interconnection with the Express Pipeline at the Wild Horse Station.</i></p>			
b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.			

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:

Full Legal Name of Affiliate Company: *TransCanada Energy Sales Ltd.*

Business Address: *450 1<sup>st</sup> Street SW*

City <i>Calgary</i>	Province <i>Alberta</i>	Country <i>Canada</i>	Postal/Zip Code <i>T2P 5H1</i>
Phone Number <i>403 920 2157</i>	FAX Number <i>403 920 2354</i>	Email Address (if applicable) <i>john_cashin@transcanada.com</i>	

Description of Business Activities:

*TransCanada Energy Sales Ltd. ("TES") is an Alberta corporation with its principal place of business in Calgary, Alberta, Canada. TES is an indirect, wholly-owned subsidiary of TransCanada PipeLines Limited.*

*TES is a power marketer with authority to sell at market-based rates within the U.S. TES currently operates solely within the Northwest Region of the U.S. and Canada, where TES is a member of the WECC and is active in the purchase and sale of wholesale bulk power.*

b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:			
Full Legal Name of Affiliate Company: <i>TransCanada Energy USA, Inc.</i>			
Business Address: <i>Registered at Corporation Trust Center, 1209 Orange Street</i>			
City <i>Wilmington</i>	Province <i>Delaware</i>	Country <i>U.S.A.</i>	Postal/Zip Code <i>77002</i>
Phone Number <i>932 320 5201</i>	FAX Number <i>832 320 6201</i>	Email Address (if applicable) <i>kelly_jameson@transcanada.com</i>	
Description of Business Activities:			
<i>TransCanada Energy USA, Inc., a Delaware corporation, is a wholly owned subsidiary of TransCanada PipeLines Limited. TransCanada Energy USA, Inc. is a holding company for the entities owning, operating and servicing the Ravenswood generating plant located in New York.</i>			
b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.			

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:			
Full Legal Name of Affiliate Company: <i>TransCanada Hydro Northeast Inc.</i>			
Business Address: <i>110 Turnpike Road, Suite 203</i>			
City <i>Westborough</i>	Province <i>Massachusetts</i>	Country <i>U.S.A.</i>	Postal/Zip Code <i>01581</i>
Phone Number <i>508 871 1855</i>	FAX Number <i>508 898 0433</i>	Email Address (if applicable) <i>bill_taylor@transcanada.com</i>	
Description of Business Activities:			
<p><i>TransCanada Hydro Northeast Inc. ("TCH") is a Delaware corporation with its principal place of business in Westborough, Massachusetts, the sole business purpose of which is the ownership and operation of hydro electric generation assets. TCH is a direct, wholly-owned subsidiary of Transcanada PipeLine USA Ltd., a Nevada corporation. TransCanada PipeLine USA Ltd., in turn, is a direct, wholly-owned subsidiary of TransCanada PipeLines Limited.</i></p> <p><i>TCH owns and operates hydro generating systems on two rivers in New England: the approximately 476 MW Connecticut River system in New Hampshire and Vermont and the approximately 84 MW Deerfield River system in Massachusetts and Vermont. The systems include 13 dams with 41 hydroelectric generating units. TCH sells the electricity at market based rates within Northeastern U.S.A.</i></p>			
b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.			



## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:			
Full Legal Name of Affiliate Company: <i>TransCanada Maine Wind Development Inc.</i>			
Business Address: <i>717 Texas Street, Suite 2400</i>			
City <i>Texas</i>	Province <i>Houston</i>	Country <i>U.S.A.</i>	Postal/Zip Code <i>77002</i>
Phone Number <i>832 320 5201</i>	FAX Number <i>832 320 6201</i>	Email Address (if applicable) <i>Kelly_jameson@transcanada.com</i>	
Description of Business Activities:			
<p><i>TransCanada Maine Wind Development ("TCMWD") is a Delaware corporation with its principal place of business in Westborough, Massachusetts. TCMWD is an indirect, wholly-owned subsidiary of TransCanada Corporation.</i></p> <p><i>TCMWD owns the Kibby Wind Project, an approximately 132 MW wind powered electric generation facility currently being developed in Kibby and Skinner Townships in northwestern Franklin County, Maine (the "Kibby Facility"). When completed, the Kibby Facility will be comprised of 44 3-MW wind turbines and related equipment necessary to effect sales of electric energy at wholesale. The interconnection facilities, which will interconnect the Kibby Facility to the Central Maine Power transmission system at the Bigelow substation and switchyard in Franklin County, Maine, will consist of an approximately 25-mile radial 115 kV transmission line extending from a proposed substation below the ridge lines in Kibby Township to an existing substation in Carabassett Valley, Maine, constructed, owned and operated, and presently intended to be used exclusively, by owners or affiliates of TCMWD. All of the power produced by the Kibby Facility will be sold to TransCanada Power Marketing Ltd.</i></p>			
b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.			

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:			
Full Legal Name of Affiliate Company: <i>TransCanada PipeLines Limited ("TCPL")</i>			
Business Address: <i>450 1<sup>st</sup> Street SW</i>			
City <i>Calgary</i>	Province <i>Alberta</i>	Country <i>Canada</i>	Postal/Zip Code <i>T2P 5H1</i>
Phone Number <i>403 920 7685</i>	FAX Number <i>403 920 2467</i>	Email Address (if applicable) <i>don_degrandis@transcanada.com</i>	
Description of Business Activities:			
<p><i>TCPL, a Canadian corporation, is a direct subsidiary of TransCanada Corporation. TCPL is incorporated under a Special Act of the Parliament of Canada.</i></p> <p><i>TCPL is in the business of transporting natural gas in Canada and at the United States/Canadian border for export and providing power services in North America. TCPL acts as an electricity wholesaler in the province of Ontario for the limited purpose of purchasing electricity for four compressor stations on the TransCanada Mainline located within Ontario.</i></p>			
b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.			

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:			
Full Legal Name of Affiliate Company: <i>TransCanada PipeLine USA Ltd.</i>			
Business Address: <i>717 Texas Street, Suite 2400</i>			
City <i>Houston</i>	Province <i>Texas</i>	Country <i>U.S.A.</i>	Postal/Zip Code <i>77002</i>
Phone Number <i>832 320 5201</i>	FAX Number <i>832 320 6201</i>	Email Address (if applicable) <i>kelly_jameson@transcanada.com</i>	
Description of Business Activities:			
<i>TransCanada PipeLine USA Ltd., a Nevada corporation, is a holding company for numerous U.S. subsidiaries.</i>			
b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.			

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:

Full Legal Name of Affiliate Company: *TransCanada Power Marketing Ltd. ("TCPM")*

Business Address: *110 Turnpike Road, Suite 203*

City <i>Westborough</i>	Province <i>Massachusetts</i>	Country <i>U.S.A.</i>	Postal/Zip Code <i>01581</i>
Phone Number <i>508 871 1855</i>	FAX Number <i>508 898 0433</i>	Email Address (if applicable) <i>bill_taylor@transcanada.com</i>	

Description of Business Activities:

*TCPM is a Delaware corporation with its principal place of business in Westborough, Massachusetts. TCPM is an indirect, wholly-owned subsidiary of TCPL. TCPM is a power marketer with authority to sell electricity at wholesale within the United States and Ontario.*

b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:

Full Legal Name of Affiliate Company: *TransCanada Power Transmission (Ontario) Ltd.*

Business Address: *450 1<sup>st</sup> Street SW*

City <i>Calgary</i>	Province <i>Alberta</i>	Country <i>Canada</i>	Postal/Zip Code <i>T2P 5H1</i>
Phone Number <i>403 920 7685</i>	FAX Number <i>403 920 2467</i>	Email Address (if applicable) <i>don_degrandis@transcanada.com</i>	

Description of Business Activities:

*TransCanada Power Transmission (Ontario) Ltd., a newly created Canadian corporation, holds a 0.01% general partnership interest in the Applicant, TransCanada Power Transmission (Ontario) L.P.*

b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.

## 7. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant:			
Full Legal Name of Affiliate Company: <i>Zephyr Power Transmission LLC ("Zephyr")</i>			
Business Address: <i>717 Texas Street</i>			
City <i>Houston</i>	Province <i>Texas</i>	Country <i>U.S.A.</i>	Postal/Zip Code <i>77002-2761</i>
Phone Number <i>832 320 5201</i>	FAX Number <i>832 320 6201</i>	Email Address (if applicable) <i>kelly_jameson@transcanada.com</i>	
Description of Business Activities:			
<p><i>Zephyr is a Delaware limited liability company established for the purpose of developing and financing the Zephyr Transmission Project. Zephyr is a wholly-owned subsidiary of NorthernLights Transmission Inc. NorthernLights Transmission Inc. is a wholly-owned, indirect subsidiary of TransCanada Corporation, the sole purpose of which is to develop electricity transmission projects through its subsidiaries.</i></p> <p><i>The Zephyr Project is a \$3 billion, 1,100-mile, 500 kV high voltage direct current transmission project that will originate in Wyoming and terminate in Nevada. The project will link 3,000 MW of primarily wind generation resources with markets in the Southwestern United States.</i></p>			
b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.			

## 8. Energy Sector Activities

Has the Applicant or an Affiliate undertaken any energy sector activities in Ontario or any other jurisdiction?	Yes <u>  X  </u> No <u>      </u>
If yes, please provide the following information for each:	
Full Legal Name of Company: <i>Please see the attached schedule (Attachment 2) reporting the electrical licensing history of TPT and its affiliates.</i>	License/Registration Number:
Jurisdiction:	Type of Business Activity (e.g. Generation, Transmission, Distribution):

## Technical Capability and Experience

### 9. Technical Ability

- a) Please describe the applicant's technical ability to carry out the activities applied for including the Applicant's specific experience in Ontario and in other jurisdictions.

*With more than 50 years' experience TransCanada Corporation is a leader in the responsible development and reliable operation of North American energy infrastructure including natural gas and oil pipelines, power generation and gas storage facilities. In addition to over \$40 billion of assets, TransCanada has a superior growth portfolio that will see us invest approximately \$22 billion in a number of energy infrastructure projects throughout North America. The majority of these projects are under construction and expected to be completed over the next three years. Moreover, TransCanada has invested approximately \$5 billion over the past several years in both nuclear and natural gas-fired generation facilities in Ontario including Bruce Power, Portlands Energy Centre and the Halton Hills Generating Station.*

*The project development and operating experience that TransCanada has developed over many years is now being employed in the development of electrical transmission assets. TransCanada just recently announced the successful open season for the full capacity on its proposed Zephyr Power Transmission Project. Zephyr is a 1,600 kilometre, 500 kilovolt, high voltage direct current transmission line designed to move 3,000 megawatts of wind-generated power from Wyoming to markets in the southwest United States at a cost of approximately US\$3.0 billion. Furthermore, TransCanada Power Transmission (Ontario) L.P.'s ("TPT") affiliate, TransCanada Energy Ltd., is the owner and operator of the Wildhorse Transmission Line running from Northern Montana across the international border to an interconnection with the Express Pipeline at the Wild Horse Station. The Wildhorse Transmisison Line, operational since 1998, is a 69 kilovolt three-phase, 60 hertz radial power line.*

*TransCanada has a long history in the development and operation of large-scale linear energy infrastructure projects, including, for instance, the recently completed Keystone System. Keystone's first phase was highlighted by the 864 kilometre conversion of natural gas pipeline to crude oil pipeline and construction of an innovative bullet line that brings the crude oil non-stop from Canada through North Dakota, South Dakota, Nebraska, Kansas, Missouri and Illinois to market hubs in the U.S. Midwest. The US\$12 billion Keystone pipeline will play an important role in linking a secure and growing supply of Canadian crude oil with the largest refining markets in the United States, significantly improving North American security supply. Upon completion, the Keystone System will be comprised of the 3,461 kilometre Keystone Pipeline and the proposed 2,673 kilometre Keystone Gulf Coast Expansion Project.*

*Through its parent companies and affiliates, TPT has access to an incredibly skilled and diverse workforce with expertise in gas, power and oil development, construction and operation. Of note to this application and as mentioned above, TransCanada is currently engaged in the regulatory process to develop, construct and operate a 500 kV high-voltage direct current transmission projects (Zephyr Power Transmission Project) that would directly benefit the states it crosses and consumers in the southwestern U.S. and make a substantial contribution to achieving state RPS and federal climate change objectives. On May 20, 2010, TransCanada announced the results of the Zephyr open season, an industry first for interstate merchant transmission.*

*In addition, an affiliate of TPT, TransCanada Maine Wind Development Inc., is developing and will operate the Kibby Wind Project which will include 44 wind turbines and an approximately 25-mile radial 115 kV transmission line to connect the project to the Central Maine Power transmission system in Franklin County, Maine. The Kibby Wind Power Project will be the largest wind power development in New England, providing enough clean, renewable electricity for the equivalent of 50,000 average Maine homes. Moreover, the proposed \$100 million Kibby Expansion Wind Power Project along the Sisk Mountain ridgeline, proximate to the Kibby Wind Power Project, will include up to 15 three-megawatt turbines.*

*Another affiliate of TPT, Cartier Wind Energy Inc., was awarded six projects by Hydro-Québec Distribution representing a total of 740 MW. The six projects, three of which have already entered commercial in-service, are located in the administrative region of Gaspésie, Îles-de-la-Madeleine and the Regional County Municipality of Matane, represent an investment of more than \$1.1 billion, and will be fully commissioned by 2012.*

*Thus, as a developer of energy infrastructure projects across North America with a substantive and long standing*



*investment in the Ontario energy market, TransCanada has the technical capability and experience, and is fully qualified and committed, to carry out the activities required as a licensed transmitter to develop, own and operate transmission projects in Ontario.*

b) If the Applicant intends to utilize the capability of others by contracting transmission activities, please indicate below which activities and to whom they will be contracted:

<input type="checkbox"/> Design	Contracted to:	
<input type="checkbox"/> Construction	Contracted to:	
<input type="checkbox"/> Customer Connection	Contracted to:	
<input type="checkbox"/> Inspection & Maintenance	Contracted to:	
<input type="checkbox"/> Operation	Contracted to:	
<input checked="" type="checkbox"/> Other (describe)	Contracted to:	<i>Please see attached letter.</i>

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## 10. Information About Each Key Individual

Mr _____ Mrs _____ Miss _____ Ms _____ Other _____	Last Name: _____  Position Held: _____	Full First Name: _____	Initial _____
Please explain the person's experience in the electrical transmission business and in the energy field in general.			
a) Has this person been a proprietor, partner, officer or director of a business that was granted a licence under Part IV or Part V of the <i>Ontario Energy Board Act, 1998</i> <span style="float: right;">Yes      No</span>  If yes, provide business names and licence number(s) and describe the individuals specific related experience.			
b) Has this person been a proprietor, partner, officer, or director of a business that was registered or licenced under this or any other acts or legislation? <span style="float: right;">Yes      No</span>  If yes, provide business names and licence number(s) and describe the individuals specific related experience.			
c) Has this person been a proprietor, partner, officer or director of a business that had a registration or licence of any kind refused, suspended, revoked or cancelled? <span style="float: right;">Yes      No</span>  If yes, please provide the company name and describe the situation, including the jurisdiction and type of licence.			

**Note: Attach a copy of Item 10 for each Key Individual: Officer and Director, Partner or Sole Proprietor.**

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## 10. Information About Each Key Individual

Mr _____ Mrs _____ Miss _____ Ms _____ Other _____	Last Name: _____	Full First Name: _____	Initial _____
Position Held: _____			
Please explain the person's experience in the electrical transmission business and in the energy field in general.			
d)	Has this person been a proprietor, partner, officer or director of a business that was granted a licence under Part IV or Part V of the <i>Ontario Energy Board Act, 1998</i>		
	Yes	No	
If yes, provide business names and licence number(s) and describe the individuals specific related experience.			
e)	Has this person been a proprietor, partner, officer, or director of a business that was registered or licenced under this or any other acts or legislation?		
	Yes	No	
If yes, provide business names and licence number(s) and describe the individuals specific related experience.			
f)	Has this person been a proprietor, partner, officer or director of a business that had a registration or licence of any kind refused, suspended, revoked or cancelled?		
	Yes	No	
If yes, please provide the company name and describe the situation, including the jurisdiction and type of licence.			

**Note: Attach a copy of Item 10 for each Key Individual: Officer and Director, Partner or Sole Proprietor.**

# CONFIDENTIAL

## 10. Information About Each Key Individual

Mr _____	Last Name:	Full First Name:	Initial
Mrs _____	Position Held:		
Miss _____			
Ms _____			
Other _____			
Please explain the person's experience in the electrical transmission business and in the energy field in general.			
<p>g) Has this person been a proprietor, partner, officer or director of a business that was granted a licence under Part IV or Part V of the <i>Ontario Energy Board Act, 1998</i>      Yes      No</p> <p>If yes, provide business names and licence number(s) and describe the individuals specific related experience.</p>			
<p>h) Has this person been a proprietor, partner, officer, or director of a business that was registered or licenced under this or any other acts or legislation?      Yes      No</p> <p>If yes, provide business names and licence number(s) and describe the individuals specific related experience.</p>			
<p>i) Has this person been a proprietor, partner, officer or director of a business that had a registration or licence of any kind refused, suspended, revoked or cancelled?      Yes      No</p> <p>If yes, please provide the company name and describe the situation, including the jurisdiction and type of licence.</p>			

**Note: Attach a copy of Item 10 for each Key Individual: Officer and Director, Partner or Sole Proprietor.**

## 11. Financial Information

Please attach financial statements of the Applicant for each of the past two fiscal years. This may include audited financial statements, annual reports, prospectuses or other such information.

*TPT is providing the Annual Reports for 2008 and 2009 for TransCanada Corporation. As a newly created entity there are no financial results available for TPT at this time. TPT is 100% indirectly-owned by TransCanada Energy Ltd. TCE's financial results are consolidated within these reports.*

## Transmission Facilities Information

### 12. Facilities

Please indicate whether the Applicant's transmission facilities are:	
<input checked="" type="checkbox"/> New Assets to be constructed?	Proposed In-service date: <i>To be determined – please see attached letter.</i>
<input type="checkbox"/> Existing assets presently owned by the Applicant?	
<input type="checkbox"/> Existing assets not presently owned by the Applicant (i.e. to be purchased)?	Please indicate from whom assets will be purchased:
<input type="checkbox"/> Other (describe)	

### 13. Purpose of Facilities

Please indicate the intended purpose(s) of the Applicant's transmission facilities:	
<input checked="" type="checkbox"/> To provide a connection between a generator and a transmission system.	
<input checked="" type="checkbox"/> To provide a connection between a transmission system and a load customer.	
<input checked="" type="checkbox"/> To provide a connection between a generator and a load customer.	
<input checked="" type="checkbox"/> To provide a connection between one transmission system and another.	
<input type="checkbox"/> To import or export power	
<input checked="" type="checkbox"/> Other (please describe):	<i>Potentially all of the above with the exception of the import or export of power.</i>
If parties other than the Applicant are involved, please indicate the specific names of the participants (generator, load customer, transmission system(s):	

## 14. Location of Facilities

Please indicate the location (township or other such description as appropriate) of the Applicant's transmission facilities and attach a single-line diagram indicating the length (km), capacity (MW) and operating voltage (kV) of each element.

*To be determined – please see attached letter.*

## 15. Licensing History

Has the Applicant obtained Ontario Energy Board, National Energy Board, Federal Energy Regulatory Commission or any other regulatory approvals required for the acquisition, construction or operation of the transmission facilities?

Yes

No

X

If no, please indicate the status and plans for seeking these approvals.

## 16. Service to Other Parties

If the transmission facilities are to be used to deliver electricity to a party other than the Applicant please attach the following:

- a) a summary of business plans relating to the Applicant's proposed transmission business for the next five years. This should include the following:
  - a forecast of annual peak demand (MW) and energy (MWH) transmitted and/or transformed.
  - annual pro forma financial statements including forecasts of costs, revenues and project financing indicating the underlying assumptions on which the forecasts are based.
- b) estimates of net annual cash flows for subsequent periods to demonstrate financial feasibility and security.
- c) indication of the Applicant's plans to seek Ontario Energy Board approval for rates for transmission services.

*To be determined – please see attached letter.*

## 17. Proposed Business Transactions Impact

Please provide a brief summary of the expected impact of the proposed business transactions on the Ontario electricity market under the following headings:

- Facilitate competition and enhance access to transmission services
- Improve reliability and quality of supply
- Promote economic and efficient electrical energy supply

*The passage of the Green Energy and Green Economy Act, 2009 has created enormous demand for investment in transmission infrastructure that will enable the connection of new renewable sources of electrical supply. As noted in the OEB Staff Discussion Paper EB-2010-0059, the Ontario Power Authority has received applications for over 9,000 MW of renewable generation, and the Government of Ontario has signed an agreement to construct a further 2,500 MW of renewable generation capacity. While there is approximately 11,000 MW of renewable generation for which transmission capacity may be required, a large percentage of this generation, not to mention any other renewable generation that may come forward subsequently, cannot be met by existing or approved transmission facilities in Ontario. Accordingly, the Ontario Energy Board Act, 1998 has recently been amended to require licensed transmitters to develop transmission system plans to accommodate this new renewable generation and have them reviewed by the Ontario Energy Board. The Ontario Energy Board ("OEB") has recently established a Board Policy on transmission project development planning (EB-2010-0059) which encourages new entrants to build transmission infrastructure in Ontario to satisfy the demand for new transmission and also because "The Board believes that economic efficiency will best be pursued by introducing competition in transmission service to the extent possible within the current regulatory and market system."*

*With more than 50 years' experience, TransCanada is a leader in the responsible development and reliable operation of North American energy infrastructure, including natural gas and oil pipelines (i.e., the US \$12 billion Keystone Pipeline), power generation and gas storage facilities. TransCanada has invested approximately \$5 billion over the past several years in both nuclear and natural gas-fired generation facilities in Ontario including Bruce Power, Portlands Energy Centre and the Halton Hills Generating Station. The project development and operating experience*

*that TransCanada has developed over many years is now being employed in the development of electrical transmission assets. TransCanada just recently announced the successful open season for the full capacity on its proposed Zephyr Power Transmission Project. Zephyr is a 1600 kilometre, 500 kilovolt, high voltage direct current transmission line designed to move 3000 megawatts of wind-generated power from Wyoming to markets in the southwest United States at a cost of approximately US\$3.0 billion.*

*As TransCanada entities are long time participants in the Ontario energy sector, TPT is applying for an electricity transmission license so that it is positioned to respond to requests from the OEB to develop transmission plans and eventually construct, own and operate these facilities and bring the same innovation and commitment to the connection of new sources of cleaner and renewable electrical energy to Ontario consumers as TransCanada entities have to the other elements of the energy sector. Thus, approval of TPT's application for an electricity transmission license that will allow TransCanada to bring its vast experience in the development and operation of energy infrastructure into the Ontario market for the connection of transmission to renewable generation will improve the reliability, quality, economy and efficiency of electrical energy supply in the province.*

## Other Information

### 18. Ontario Market Activities

Please indicate whether the Applicant intends to be involved with other electricity sector activities in the Ontario market?		
	Yes	No
Buy or sell (wholesale) electricity		X
Distribute electricity		X
Retail electricity		X
Generate electricity		X
If yes to any of the above:		
a) If affiliates have not yet been established, please indicate when this is planned: _____		
b) Has the Applicant or an affiliate applied for an Ontario Energy Board Licenses? If no, when planned? _____	X	



## C. Notices and Consent

### AS REQUIRED BY THE FREEDOM OF INFORMATION AND PROTECTION OF INDIVIDUAL PRIVACY ACT

In order to complete or verify the information provided on this form, it may be necessary for the Ontario Energy Board to collect additional information from some or all of the following sources: federal, provincial/state and municipal governments; licensing bodies; banks; professional and industry associations; and former and current employers. **Only information relevant to your application will be collected.**

The public official who can answer questions about the collection of information is:

Board Secretary  
Ontario Energy Board  
2300 Yonge Street, P.O. Box 2319  
Toronto, Ontario M4P 1E4


**Note:** The issuance of an electricity transmitter licence does not guarantee accreditation by the IESO, or connection to a transmission or distribution system.

**NOTE:** This application must be signed by the proprietor or by at least one partner, officer or director of the organization.

**WARNING:** It is an offence to knowingly provide false information on this application.

I/We consent to the collection of this information as authorized under the *Ontario Energy Board Act, 1998*. \_\_\_\_\_ Yes

I/We understand that this information will be used to determine whether I am/we are and remain qualified for the licence for which I am/we are applying. \_\_\_\_\_ Yes


Print Name and Title	Signature of Applicant(s)	Date Signed
Ron Cook, Vice President, Taxation		26/10/10

## D. Acknowledgement

**NOTE:** This acknowledgement must be signed by the proprietor or by at least one partner, officer or director of the organization.

I understand and acknowledge that, as a licenced electricity transmitter, I will be required, unless otherwise exempted:

- To provide non-discriminatory access to all persons wishing to connect to the transmission system.
- To comply with all licence conditions including the provisions of:
  - The Ontario Energy Board Affiliate Relationships Code for Electricity Distributors and Transmitters
  - The Ontario Energy Board Transmission System Code
  - The Market Rules made under section 32 of the Electricity Act.

Print Name and Title	Signature of Applicant(s)	Date Signed
Ron Cook, Vice President, Taxation		26/10/10

TransCanada Corporation Power Affiliates  
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**Q. 8 – Energy Sector Activities****Licensing History of Applicant and Affiliates in Ontario and Other Jurisdictions.**

Company Name	License Type	License No.	Jurisdiction
Bruce Power Inc.	Electricity Generator	EG-2000-0271	Ontario
	Wholesale Power Marketer	ER07-907	FERC
	Importer and Exporter of up to 2,000 MW of firm and interruptible power between Canada and the U.S.	EPE-299 EPE-300	NEB
Cartier Wind Entities <sup>1</sup>	Order approving sale of electricity by power purchase agreements	D-2005-129	Quebec
Chinook Power Transmission LLC	Order approving the sale of transmission rights at negotiated rates subject to certain conditions.	ER09-432	FERC
Ocean State Power / Ocean State Power II	Wholesale Power Marketers	ER08-25 ER08-26	FERC
	Non-regulated Power Producer	D-96-6(L1) D-96-6(M1)	State of Rhode Island
Portlands Energy Centre Inc. on behalf of Portlands Energy Centre LP	Electricity Generator	EG-2004-0540	Ontario
TC Ravenswood, LLC	Wholesale Power Marketer	ER08-1562	FERC
TransCanada Energy Ltd.	Electricity Retailer	ER-2009-0424	Ontario
	Electricity Wholesaler	EW-2005-0534	Ontario
	Electricity Generator	EG-2009-0024	Ontario
	Wildhorse International Power Transmission Line <sup>2</sup>	EH-1-96	NEB

<sup>1</sup> TransCanada AAV, L.P., TransCanada BDS, L.P., TransCanada CAR, L.P., TransCanada GM, L.P., TransCanada LM, L.P. and TransCanada MS, LP (collectively known as “The Cartier Entities”)

<sup>2</sup> Issued to TransCanada Power Corp.

TransCanada Energy Sales Ltd.	Wholesale Power Marketer	ER09-328	FERC
	Export of short-term firm power from Canada to the US	EPE-270	NEB
	Export of interruptible energy from Canada to the US	EPE-271	NEB
	Export of electricity from the U.S. to Canada (as a WSPP member)	EA-98-L	US Department of Energy
	WSPP membership approval	ER09-1377	FERC
TransCanada Hydro Northeast Inc.	Wholesale Power Marketer	ER05-111	FERC
TransCanada Maine Wind Development Inc.	Wholesale Power Marketer	ER08-685	FERC
TransCanada PipeLines Limited	Electricity Wholesaler	EB-2009-0421	Ontario
TransCanada Power Marketing Ltd.	Electricity Wholesaler	EW-2006-0122	Ontario
	Wholesale Power Marketer	ER98-564	FERC
	Export of interruptible power from Canada to the US	EPE-184	NEB
	Export of firm power from Canada to the US	EPE-185	NEB
	Export of electricity from the US to Canada	EA-262-B	US Department of Energy
	Maine Competitive Electricity Provider	Docket 200-881	State of Maine
	Massachusetts Competitive Energy Supplier License	CS-017	State of Massachusetts
	New Hampshire Competitive Energy Supplier	NH PUC DR 98-012	State of New Hampshire
	Rhode Island Non Regulated Power Producer	D-96-6(N1)	State of Rhode Island
	Connecticut Competitive Electric Supplier	Docket 02-04-05	State of Connecticut
	New York Retail Electric Service Provider	Letter order	State of New York

	PJM Membership	Email	PJM Interconnection
	New England Power Pool Membership	ER98-3540	FERC
Zephyr Power Transmission LLC	Order approving the sale of transmission rights at negotiated rates subject to certain conditions.	ER09-433	FERC