

Ontario Energy Board
Preliminary Filing Requirements
For Applications under Sections 80 and 81
Of the *Ontario Energy Board Act, 1998*

INSTRUCTIONS:

This form applies to all applicants who are providing a Notice of Proposal to the Ontario Energy Board (the "Board") under sections 80 and 81 of the Ontario Energy Board Act, 1998 (the "Act"), including parties who are also, as part of the same transaction or project, applying for other orders of the Board such as orders under sections 86 and 92 of the Act.

The Board has established this form under section 13 of the Act. Please note that the Board may require information that is additional or supplementary to the information filed in this form and that the filing of the form does not preclude the applicant from filing additional or supplementary information.

PART I: GENERAL MINIMUM FILING REQUIREMENTS

All applicants must complete and file the information requested in Part I.

1.1 Identification of the Parties

1.1.1 Applicant

Name of Applicant	File No: (Board Use Only)	
South Kent Wind LP ("SKW LP")		
Address of Head Office 100 Simcoe Street, Suite 105 Toronto, Ontario M5H 3T4	Telephone Number (416) 263-8025	
	Facsimile Number (416) 979-8428	
	E-mail Address Colin.edwards@patternenergy.com	
Name of Individual to Contact Kim Sachtleben	Telephone Number (713) 308-4272	
	Facsimile Number (713) 571-8004	
	E-mail Address kim.sachtleben@patternenergy.com	

1.1.2 Other Parties to the Transaction or Project

On June 14, 2011, SKW LP filed an application with the Ontario Energy Board (the "Board") pursuant to section 92 of the *Ontario Energy Board Act, 1998* (the "Act" or "OEB Act") for leave to construct transmission facilities in Chatham-Kent (EB-2011-0217). The proposed transmission facilities are required to connect a 270-MW wind farm (the "Wind Farm") located within the Municipality of Chatham-Kent to the IESO controlled grid. The Wind Farm is being developed pursuant to a Green Energy Investment Agreement between the Government of Ontario and Samsung C&T Corporation and Korea Electric Power Corporation (collectively referred to as the "Korean Consortium").

SKW LP is in the process of applying to the Board for an electricity generator licence. Because SKW LP will be a generator that is acquiring an interest in transmission facilities, it is filing this Notice of Proposal pursuant to Section 81 of the Act.

SKW LP is developing the proposed transmission connection facilities (i.e. it is not purchasing them from another party). As such, there are no other parties to the project.

1.2 Relationship between Parties to the Transaction or Project

1.2.1	<p>Attach a list of the officers, directors and shareholders of each of the parties to the proposed transaction or project.</p> <p>SKW LP:</p> <p><u>Directors:</u> Colin Edwards Daniel Elkort Jeong Tack Lee Gun Young Yoo</p> <p><u>Officers:</u> Daniel Elkort, President Jeong Tack Lee, Executive Vice President</p> <p><u>Limited Partners:</u> Pattern South Kent LP Holdings LP Samsung Renewable Energy Inc.</p> <p><u>General Partner:</u> South Kent Wind GP Inc.</p>	
1.2.2	<p>Attach a corporate chart describing the relationship between each of the parties to the proposed transaction or project and each of their respective affiliates.</p> <p>The corporate chart attached at Appendix 'A' illustrates the ownership structure of SKW LP.</p>	

1.3 Description of the Businesses of Each of the Parties

1.3.1	<p>Attach a description of the business of each of the parties to the proposed transaction or project, including each of their affiliates licenced under the OEB Act to operate in Ontario for the generation, transmission, distribution, wholesaling or retailing of electricity or providing goods and services to companies licenced under the OEB Act in Ontario ("Electricity Sector Affiliates").</p> <p>As explained above in section 1.1.2, there are no other parties to the project. Further, SKW LP has no affiliates that are licenced under the OEB Act.</p>	
-------	---	--

	<p>Descriptions SKW LP's ultimate parent companies: Pattern Energy Group LP; and Samsung C&T Corporation can be found at Exhibit B, Tab 1, Schedule 1 of the Leave to Construct Application (EB-2011-0217) attached at Appendix 'B'.</p>	
1.3.2	<p>Attach a description of the geographic territory served by each of the parties to the proposed transaction or project, including each of their Electricity Sector Affiliates, if applicable, and the geographic location of all existing generation facilities.</p> <p>Both the Wind Farm and the proposed transmission facilities will be entirely located within the Municipality of Chatham-Kent. A map of the entire project area (i.e. both the Wind Farm and the proposed transmission facilities) can be found at Exhibit B, Tab 5, Schedule 2 of the Leave to Construct Application (EB-2011-0217) attached at Appendix 'B'.</p>	
1.3.3	<p>Attach a breakdown of the annual sales (in C\$, and in MWh) as of the most recent fiscal year end of the existing generation output among the IESO Administered Markets ("IAM"), bilateral contracts, and local distribution companies.</p> <p>As of the most recent fiscal year end, SKW LP had no electricity sales in Ontario.</p>	
1.3.4	<p>Attach a list identifying all relevant Board licences and approvals held by the parties to the proposed transaction or project and each of their Electricity Sector Affiliates, and any applications currently before the Board, or forthcoming. Please include all Board file numbers.</p> <p><u>SKW LP:</u></p> <ul style="list-style-type: none"> • Leave to Construct (EB-2011-0217) - currently before the Board • Electricity Generator Licence - application to be filed 	

1.4 Current Competitive Characteristics of the Market

1.4.1	<p>Describe the generation capacity (in MW), within the Province of Ontario, of the parties to the proposed transaction or project, including each of their respective Electricity Sector Affiliates, prior to the completion of the proposed transaction or project.</p> <p>None. SKW LP has no generation capacity in Ontario. Further, as explained above in section 1.1.2, there are no other parties to the project, and SKW LP has no Electricity Sector Affiliates.</p>	
-------	---	--

1.4.2	<p>Describe the generation market share based on actual MWh production as a percent of the Annual Primary Demand, within the Province of Ontario, of the parties to the proposed transaction or project, including each of their respective Electricity Sector Affiliates, prior to completion of the proposed transaction or project.</p> <p>None. Please refer to section 1.4.1.</p>	
-------	---	--

1.5 Description of the Proposed Transaction or Project and Impact on Competition - General

1.5.1	<p>Attach a detailed description of the proposed transaction or project, including geographic locations of proposed new transmission or distribution systems, or new generation facilities.</p> <p>A detailed description of the Wind Farm, the proposed transmission connection facilities and the distribution collector system is set out in SKW LP's Section 92 Leave to Construct Application (EB-2011-0217). An electronic copy of that Application has been included with this Notice of Proposal.</p>	
1.5.2	<p>Describe the generation capacity (in MW), within the Province of Ontario, of the parties to the proposed transaction or project, including each of their respective Electricity Sector Affiliates, after the completion of the proposed transaction or project.</p> <p>The Wind Farm will have generation capacity of 270 MW.</p>	
1.5.3	<p>Describe the generation market share based on anticipated MWh production as a percentage of the Annual Primary Demand, within the Province of Ontario, of the parties to the proposed transaction or project, including each of their respective Electricity Sector Affiliates, after the completion of the proposed transaction or project.</p> <p>In its 2011-2013 Business Plan, the IESO estimated projected generation energy volume in 2010 to be 151.3 (TWh). The 950,000 MWh per year that the 270 MW Wind Farm will produce represents a fraction of provincial generation capacity.</p>	
1.5.4	<p>Attach a short description of the impact, if any, of the proposed transaction or project on competition. If there will be no impact on competition, please state the reasons. Cite specifically the impacts of the proposal on customer choice regarding generation, energy wholesalers, and energy retailers.</p> <p>SKW LP's proposed status as an electricity generator with an interest in the transmission connection facilities that will connect the Wind Farm to the IESO controlled grid will have no impact on competition. The Wind Farm</p>	

	<p>will not be a dispatchable facility. Therefore, SKW LP will not be able to make use of its status as a transmitter to engage in anti-competitive behaviour in regard to price or timing of the power generated by the Wind Farm.</p> <p>As described in section 1.1.2 above, the Wind Farm is being developed pursuant to a Green Energy Investment Agreement between the Government of Ontario and the Korean Consortium. The Wind Farm will further the Ontario Government's policy objective to increase the amount of renewable energy generation being added to the province's energy supply mix. In particular, the Wind Farm will contribute a total of 270 MW of clean, renewable energy to the provincial electricity grid.</p>	
1.5.5	<p>Provide confirmation that the proposed transaction or project will have no impact on open access to the transmission or distribution system of the parties or their affiliates. If open access will be affected explain how and why.</p> <p>SKW LP has no Energy Sector Affiliates. As such the Wind Farm and its associated transmission connection facilities will have no impact on open access to any transmission or distribution systems.</p>	

1.6 Other Information

1.6.1	<p>Attach confirmation that the parties to the proposed transaction or project are in compliance with all licence and code requirements, and will continue to be in compliance after completion of the proposed transaction or project.</p> <p>Currently, SKW LP is not licenced by the Board, and is therefore not governed by any Board codes. Should the Board grant SKW LP a generator licence, SKW LP confirms that will comply with that licence and the referenced codes after completion of the proposed Wind Farm and its associated transmission connection facilities.</p>	
-------	--	--

**Part II: SECTION 80 OF THE ACT—TRANSMITTERS AND DISTRIBUTORS
ACQUIRING AN INTEREST IN GENERATORS OR CONSTRUCTING A
GENERATION FACILITY**

All applicants filing a Notice of Proposal under section 80 of the Act must complete and file the information requested in Part II.

As SKW LP is filing a Notice of Proposal under section 81 of the OEB Act, it has not provided the information requested in Part II.

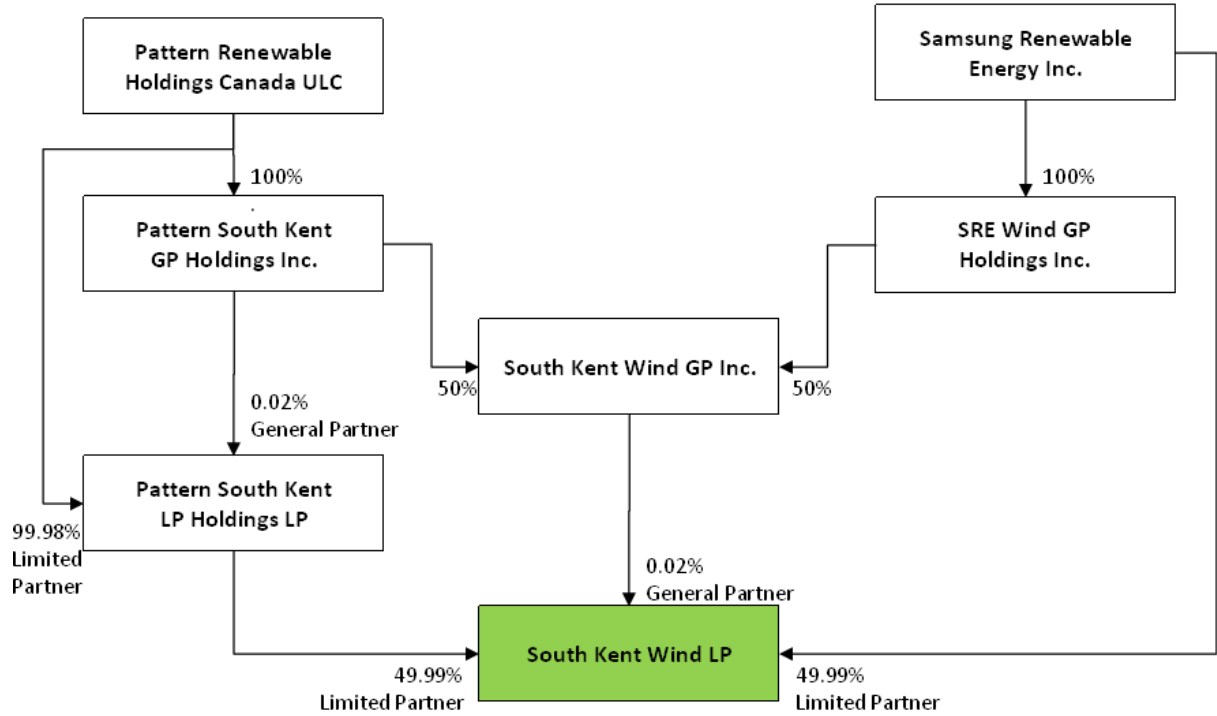
PART III: SECTION 81 OF THE ACT—GENERATORS ACQUIRING AN INTEREST IN OR CONSTRUCTING A TRANSMISSION OR DISTRIBUTION SYSTEM

All applicants filing a Notice of Proposal under section 81 of the Act must complete and file the information requested in Part III.

3.1 Effect on Competition

3.1.1	<p>Provide a description of the transmission or distribution system being acquired or constructed.</p> <p>Please refer to Exhibit B, Tab 3, Schedule 1 of the leave to construct application attached at Appendix 'B' for a description of the proposed transmission connection facilities.</p>	
3.1.2	<p>Provide details on whether the generation facilities owned by the acquiring company are or will be directly connected to the transmission or distribution system being acquired or constructed.</p> <p>The proposed transmission connection facilities will connect the Wind Farm to the IESO controlled grid.</p>	
3.1.3	<p>Provide details of whether the generation facility is expected to serve a “load pocket”, or is likely to be “constrained on” due to transmission constraints.</p> <p>The Wind Farm is neither expected to serve a load pocket, nor will it be constrained on due to transmission constraints (i.e. it will be an intermittent facility).</p>	
3.1.4	<p>Provide details on whether the generation facilities are expected to sign a “must run” contract with the IESO.</p> <p>There will be no "must run" contract with the IESO.</p>	

APPENDIX "A" CORPORATE CHART



APPENDIX "B"

Leave to Construct Application (EB-2011-0217)

The Leave to Construct Application can be found on the Board's website at:

<http://www.rds.ontarioenergyboard.ca/webdrawer/webdrawer.dll/webdrawer/rec/279212/view/>