

Financial Statements of

# **BURLINGTON HYDRO INC.**

Year ended December 31, 2005



KPMG LLP Chartered Accountants Box 976 21 King Street West Suite 700 Hamilton ON L8N 3R1 Telephone (905) 523-8200 Fax (905) 523-2222 Internet www.kpmg.ca

## **AUDITORS' REPORT**

To the Shareholder:

We have audited the balance sheet of Burlington Hydro Inc. as at December 31, 2005 and the statements of earnings and retained earnings and cash flows for the year then ended. These financial statements are the responsibility of the Corporation's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Corporation as at December 31, 2005 and the results of its operations and cash flows for the year then ended in accordance with Canadian generally accepted accounting principles.

Chartered Accountants

KPMG LLP

Hamilton, Canada

March 10, 2006

Balance Sheet

December 31, 2005, with comparative figures for 2004

		2005		2004
Assets				
Current assets:				
Cash and temporary investments (note 7)	\$	14,446,939	\$	10,862,069
Securities held as customers' deposits (note 2)	•	2,895,480	•	2,823,944
Accounts receivable (note 3)		11,716,765		12,501,413
Unbilled revenue		17,511,185		14,875,920
Payment in lieu of taxes receivable		363,115		•
Inventories (note 4)		915,292		1,039,249
Work in progress		695,261		447,626
Prepaid expenses		293,392		365,658
		48,837,429		42,915,879
Property, plant and equipment (note 5)		77,770,972		77,675,798
Other assets (note 6)		5,545,603		1,553,078
Future payments in lieu of taxes		485,000		1,222,000
	\$	132,639,004	\$	123,366,755
Liabilities and Shareholder's Equity				
Current liabilities:				
	_			
Accounts payable and accrued liabilities (note 7)	\$	22,209,951	\$	
Accounts payable and accrued liabilities (note 7) Customers' deposits (note 2)	\$	3,001,477	\$	2,909,841
Accounts payable and accrued liabilities (note 7) Customers' deposits (note 2) Work order deposits	\$		\$	16,940,154 2,909,841 1,962,225
Accounts payable and accrued liabilities (note 7) Customers' deposits (note 2) Work order deposits Payments in lieu of taxes payable	\$	3,001,477 2,366,339	\$	2,909,841 1,962,225 190,809
Accounts payable and accrued liabilities (note 7) Customers' deposits (note 2) Work order deposits	\$	3,001,477 2,366,339 - 1,995,618	\$	2,909,841 1,962,225 190,809 1,672,598
Accounts payable and accrued liabilities (note 7) Customers' deposits (note 2) Work order deposits Payments in lieu of taxes payable Other current liabilities	\$	3,001,477 2,366,339	\$	2,909,841 1,962,225 190,809 1,672,598
Accounts payable and accrued liabilities (note 7) Customers' deposits (note 2) Work order deposits Payments in lieu of taxes payable Other current liabilities  Note payable (note 8)	\$	3,001,477 2,366,339 - 1,995,618	\$	2,909,841 1,962,225 190,809
Accounts payable and accrued liabilities (note 7) Customers' deposits (note 2) Work order deposits Payments in lieu of taxes payable	\$	3,001,477 2,366,339 1,995,618 29,573,385	\$	2,909,841 1,962,225 190,809 1,672,598 23,675,627
Accounts payable and accrued liabilities (note 7) Customers' deposits (note 2) Work order deposits Payments in lieu of taxes payable Other current liabilities  Note payable (note 8) Liability for future benefits (note 9)  Shareholder's equity:	\$	3,001,477 2,366,339 1,995,618 29,573,385 47,878,608	\$	2,909,841 1,962,225 190,809 1,672,598 23,675,627 47,878,608
Accounts payable and accrued liabilities (note 7) Customers' deposits (note 2) Work order deposits Payments in lieu of taxes payable Other current liabilities  Note payable (note 8) Liability for future benefits (note 9)  Shareholder's equity: Capital stock (note 10)	\$	3,001,477 2,366,339 1,995,618 29,573,385 47,878,608	\$	2,909,841 1,962,225 190,809 1,672,598 23,675,627 47,878,608 2,149,397
Accounts payable and accrued liabilities (note 7) Customers' deposits (note 2) Work order deposits Payments in lieu of taxes payable Other current liabilities  Note payable (note 8) Liability for future benefits (note 9)  Shareholder's equity: Capital stock (note 10) Retained earnings	\$	3,001,477 2,366,339 1,995,618 29,573,385 47,878,608 2,228,002	\$	2,909,841 1,962,225 190,809 1,672,598 23,675,627 47,878,608 2,149,397 45,139,138
Accounts payable and accrued liabilities (note 7) Customers' deposits (note 2) Work order deposits Payments in lieu of taxes payable Other current liabilities  Note payable (note 8) Liability for future benefits (note 9)  Shareholder's equity: Capital stock (note 10)	\$	3,001,477 2,366,339 1,995,618 29,573,385 47,878,608 2,228,002 45,139,138 6,943,643 876,228	\$	2,909,841 1,962,225 190,809 1,672,598 23,675,627 47,878,608 2,149,397 45,139,138 3,647,757 876,228
Accounts payable and accrued liabilities (note 7) Customers' deposits (note 2) Work order deposits Payments in lieu of taxes payable Other current liabilities  Note payable (note 8) Liability for future benefits (note 9)  Shareholder's equity: Capital stock (note 10) Retained earnings	\$	3,001,477 2,366,339 1,995,618 29,573,385 47,878,608 2,228,002 45,139,138 6,943,643	\$	2,909,841 1,962,225 190,809 1,672,598 23,675,627 47,878,608
Accounts payable and accrued liabilities (note 7) Customers' deposits (note 2) Work order deposits Payments in lieu of taxes payable Other current liabilities  Note payable (note 8) Liability for future benefits (note 9)  Shareholder's equity: Capital stock (note 10) Retained earnings	\$	3,001,477 2,366,339 1,995,618 29,573,385 47,878,608 2,228,002 45,139,138 6,943,643 876,228	\$	2,909,841 1,962,225 190,809 1,672,598 23,675,627 47,878,608 2,149,397 45,139,138 3,647,757 876,228

See accompanying notes to financial statements.

# BURLINGTON HYDRO INC. Statement of Earnings and Retained Earnings

Year ended December 31, 2005, with comparative figures for 2004

	2005	2004
Gross revenue	\$ 165,111,462	\$ 137,137,445
Cost of power, wholesale market and network charges	138,322,888	113,002,412
Net distribution revenue	26,788,574	24,135,033
Other operating revenue	2,943,088	1,884,131
	29,731,662	26,019,164
Expenses:		
Operations and maintenance	5,487,034	5,096,680
Billing and collection	2,089,196	2,105,707
General administration	3,820,737	3,974,488
Depreciation	5,763,629	5,671,566
	17,160,596	16,848,441
Earnings before interest expense and payments in lieu of taxes	12,571,066	9,170,723
Interest expense	3,457,810	3,561,082
Earnings before payment in lieu of taxes	9,113,256	5,609,641
Payments in lieu of taxes (note 16):		·
Current	2,255,370	2,709,950
Future	737,000	(1,000,000)
	2,992,370	1,709,950
Net earnings	6,120,886	3,899,691
Retained earnings, beginning of year	3,647,757	3,098,066
Dividends paid	(2,825,000)	(3,350,000)
Retained earnings, end of year	\$ 6,943,643	\$ 3,647,757

See accompanying notes to financial statements.

# BURLINGTON HYDRO INC. Statement of Cash Flows

Year ended December 31, 2005, with comparative figures for 2004

	 2005	 2004
Cash provided by (used in):		
Operations (note 11)	\$ 15,799,183	\$ 6,060,629
Financing: Liability for future benefits Increase in securities held as customer deposits Increase in customers' deposits Dividends paid	(174,604) (71,536) 91,636 (2,825,000)	(176,973) (125,813) 209,072 (3,350,000)
Investments:	(2,979,504)	(3,443,714)
Purchase of property, plant and equipment Proceeds on sale of property, plant and equipment Other assets	(6,088,510) - (3,146,299)	(7,822,418) 22,467 1,548,499
	 (9,234,809)	(6,251,452)
Increase (decrease) in cash and temporary investments	 3,584,870	 (3,634,537)
Cash and temporary investments, beginning of year	10,862,069	14,496,606
Cash and temporary investments, end of year	\$ 14,446,939	\$ 10,862,069

See accompanying notes to financial statements.

Notes to Financial Statements

Year ended December 31, 2005

On December 1, 1999, Burlington Hydro Inc. (the "Corporation") was incorporated under the Business Corporations Act with net assets contributed from the predecessor hydro-electric commission. The incorporation was required in accordance with the Electricity Act, 1998 (Ontario) (the "EA"). The Corporation provides electricity distribution and related services to its commercial and residential customers. Active operations commenced on January 1, 2000.

#### 1. Significant accounting policies:

The Corporation has adopted accounting policies prescribed by the Canadian Institute of Chartered Accountants and therefore the financial statements are prepared in accordance with Canadian generally accepted accounting principles. The Corporation is a regulated distribution company. Significant accounting policies are as follows:

#### (a) Revenue recognition:

Revenue is recorded in the accounts to various dates on the basis of monthly or bi-monthly meter readings. Therefore, at the end of an accounting cycle, there is energy used by consumers for which meter readings are not available. This "unbilled revenue" is estimated and recorded in the accounts at the end of each fiscal year.

#### (b) Investments:

Investments comprise temporary investments and securities held as customers' deposits. These investments are recorded at the lower of cost and net realizable value.

#### (c) Inventories:

Inventories are valued at the lower of average cost and net realizable value and consist of capital construction and maintenance materials and supplies.

#### (d) Property, plant and equipment:

Property, plant and equipment are stated at cost. The cost and related accumulated depreciation of transmission and distribution facilities are removed from the accounts at the end of their estimated average service life. When property, plant and equipment are disposed of, their original cost and accumulated depreciation are removed from the accounts and the related gain or loss is included in current operations.

Depreciation is provided on a straight-line basis using the following annual rates:

Asset	Rate
Buildings	2%
Sub-station buildings	2%
Sub-station equipment	3.33%
Distribution lines - overhead	3.33 % 4%
Distribution lines - underground	4%
Distribution transformers	
Distribution meters	4% 4%
Rolling stock	
Tools and equipment	12.5-25%
Office equipment	10%
Computer equipment and software	10%
Conservation and demand equipment	20%
Conservation and demand equipment	4%

Notes to Financial Statements, page 2

Year ended December 31, 2005

### 1. Significant accounting policies (continued):

#### (e) Contributions and grants:

Contributions and grants received for capital are netted against property, plant and equipment and are amortized to income on the same basis as the related asset.

#### (f) Payments in lieu of taxes ("PILs"):

The Corporation is currently exempt from taxes under the Income Tax Act (Canada) ("ITA") and the Ontario Corporations Tax Act ("OCTA").

Pursuant to the EA, the Corporation is required to compute taxes under the ITA and OCTA and remit such amounts there under computed to the Ministry of Finance (Ontario).

The Corporation provides for PILs using the asset and liability method. Under this method, future tax assets and liabilities are recognized, to the extent such are determined likely to be realized, for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Future tax assets and liabilities are measured using enacted or substantively enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on future tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the date of enactment or substantive enactment. When unrecorded future income taxes become payable, it is expected that they will be included in the rates approved by the Ontario Energy Board (OEB) and recovered from the customers of the Corporation at that time.

PILs recoverable from loss carryforwards are recorded in future payments in lieu of taxes on the balance sheet at the current enacted statutory tax rates expected to apply when recovery of the loss carryforwards are expected to be recovered.

#### (g) Employee future benefits:

The Corporation pays certain life insurance benefits, under unfunded defined benefit plans, on behalf of its retired employees and extended health and dental benefits under unfunded defined benefit plans, on behalf of early retirees. These post-retirement costs are recognized in the period in which the employees rendered their services to the Corporation.

#### (h) Paid in capital:

Paid in capital arises from development charges received prior to January 1, 2000 which were provided or paid for by developers, and are recorded as a permanent component of shareholder's equity.

Notes to Financial Statements, page 3

Year ended December 31, 2005

### 1. Significant accounting policies (continued):

#### (i) Measurement uncertainty:

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and note disclosures related thereto. Due to the inherent uncertainty in making estimates, actual results could differ from these estimates recorded in preparing these financial statements including changes as a result of future regulatory decisions.

Accounts receivable, unbilled revenue and regulatory assets are stated after evaluation of amounts expected to be collected and an appropriate allowance for doubtful accounts or valuation allowance. Inventories are recorded net of provisions for obsolescence. Amounts recorded for depreciation of property, plant and equipment are based on estimates of useful service life.

## 2. Securities held as customers' deposits:

The OEB has released a ruling that requires Corporations to periodically review customers' deposits and where appropriate, refund such deposits. During this review, Corporations may also request a deposit from customers based on certain criteria.

The Corporation has a policy of funding customers' deposits and paying interest on these deposits at a rate determined quarterly. Securities held as customers' deposits represent the funds segregated to fund the customer deposit refunds. The average rate of interest paid by the Corporation for 2005 was 2.31% (2004 - 0.83%).

#### 3. Accounts receivable:

	2005	2004
Customer receivables Receivable from Burlington Hydro Electric Inc. Other	\$ 11,604,938 6,850 319,977	\$ 12,123,381 75,622 517,410
	11,931,765	12,716,413
Less allowance for doubtful accounts	215,000	215,000
	\$ 11,716,765	\$ 12,501,413

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Year ended December 31, 2005

#### 4. Inventories:

	2005	 2004
Stores Reels Transformers Meters	\$ 730,683 15,642 85,551 83,416	\$ 868,157 11,794 71,289 88,009
	\$ 915,292	\$ 1,039,249

#### 5. Property, plant and equipment:

						2005		2004
		Cost		Accumulated depreciation		Net book value		Net book value
Land	\$	311,935	\$	9,114	\$	302,821	\$	303,214
Buildings	•	7,012,836	•	2,531,381	•	4,481,455	•	4,580,245
Sub-station buildings		1,823,286		757,437		1,065,849		1,111,161
Sub-station equipment		14,226,960		8,444,173		5,782,787		5,807,272
Distribution lines -		, .						• •
overhead		46,297,194		23,977,375		22,319,819		22,354,796
Distribution lines -								
underground		49,008,059		25,064,728		23,943,331		23,707,582
Distribution - transformers	3	33,969,644		17,273,695		16,695,949		16,311,978
Distribution - meters		12,475,491		6,158,201		6,317,290		6,070,294
Rolling stock		2,697,200		2,155,749		541,451		581,417
Tools and equipment		2,180,795		1,954,132		226,663		267,893
Office equipment		899,832		777,207		122,625		134,193
Computer equipment		1,880,664		1,590,803		289,861		280,426
Computer software		2,842,593		2,228,365		614,228		333,256
CDM		285,441		3,308		282,133		0
Contributions and grants		(6,168,201)		(952,911)		(5,215,290)		(4,167,929)
	\$	169,743,729	\$	91,972,757	\$	77,770,972	\$	77,675,798

Total depreciation expense for the year is \$5,993,336 (2004 - \$5,916,337) of which \$229,707 (2004 - \$244,771) has been allocated to distribution and utilization expense.

Contributions are received from developers to finance necessary capital additions. The OEB requires the utility to calculate a rebate to the developers based upon recoverability of capital investment through future hydro usage. At December 31, 2005 a liability in the amount of 2,393,706 (2004 – 2,080,752) was accrued.

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Year ended December 31, 2005

#### 6. Other assets:

	2005		2004
Regulatory assets: Other qualifying costs recoverable	\$ 316,937	\$	307,035
Pre-market opening energy variance Post-market opening retail settlement variances Other non-current assets	4,563,161 2,031,623 633,882	Ψ	4,166,305 (166,470) 92,434
	7,545,603		4,399,304
Valuation allowance	(2,000,000)		(2,846,226)
	\$ 5,545,603	\$	1,553,078

Net regulatory assets (liabilities) represent costs incurred by the Corporation in excess of amounts billed to the consumer at OEB approved rates less recoveries. These amounts have been accumulated pursuant to the Electricity Act and deferred in anticipation of their future recovery in electricity distribution rates. Management assesses the future uncertainty with respect to the final regulatory disposition of those amounts, and to the extent required, makes accounting provisions to reduce the deferred balances accumulated or to increase the recorded liabilities. Upon rendering of the final regulatory decision adjusting distribution rates, the provisions are adjusted to reflect the final impact of that decision, and such adjustment is reflected in net earnings for the period.

Regulatory assets earn interest at the rate of 7.25% simple interest per annum.

Other qualifying costs recoverable - represent specific and incremental costs to the Corporation for systems and process changes to support the opening of the competitive electricity market in Ontario on May 1, 2002 ("Market Opening"). These costs have been deferred pursuant to regulation underlying the EA and are subject to review and approval for recovery by the OEB. The Corporation filed for recovery of these costs in August, 2005 and it is expected that these costs will be recovered over a two year period.

**Pre-market opening cost of energy variances** - represent the excess of the cost of the commodity electricity to the Corporation over the amount billed to its customers prior to Market Opening. The Corporation filed for recovery of these costs in August, 2005 and it is expected that these costs will be recovered over a two year period.

Post-market opening retail settlement variances - represent amounts that have accumulated since Market Opening and comprise:

(a) variances between amounts charged by the Independent Electricity System Operator ("IESO") for the operation of the wholesale electricity market and grid, various wholesale market settlement charges and transmission charges, and the amounts billed to customers by the Corporation based on the OEB approved wholesale market service rate; and

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Year ended December 31, 2005

#### 6. Other assets (continued):

(b) variances between the amounts charged by the IESO for energy commodity costs and the amounts billed to customers by the Corporation based on OEB approved rates.

The Corporation filed for interim recovery of these costs in January, 2005 over a three year period. The application was approved by the OEB effective April 1, 2005. Final recovery of these costs was applied for in August, 2005 to be recovered over a two year period.

(c) Deferred payments in lieu of taxes – represent variances that result from the difference between OEB approved PILs recoverable in electricity distribution services charges and the actual amount of these charges to customers that relates to the recovery of PILs.

The continuing restructuring of Ontario's electricity industry and other regulatory developments, including current and possible future consultations between the OEB and interested stakeholders, may affect the distribution rates that the Corporation may charge and the costs that the Corporation may recover, including the balance of its regulatory assets.

In the absence of rate regulation, generally accepted accounting principles would require the Corporation to record the costs and recoveries described above in the operating results of the year in which they are incurred and reported earnings before income taxes would be \$3,451,077 (2004 - \$(1,106,488)) lower (higher) than reported.

#### Rate Regulation

The Corporation is regulated by the Ontario Energy Board ("OEB"), under the authority granted by the Ontario Energy Board Act (1998). The OEB has the power and responsibility to approve or fix rates for the transmission and distribution of electricity, providing continued rate protection for rural and remote electricity consumers, and ensuring that distribution companies fulfill obligations to connect and service customers. The OEB may also prescribe license requirements and conditions of service to electricity distributors which may include, among other things, record keeping, regulatory accounting principles, separation of accounts for distinct businesses, and filing and process requirements for rate setting purposes. In its capacity to approve or set rates, the OEB has the authority to specify regulatory accounting treatments that may differ from Canadian generally accepted accounting principles for enterprises operating in a non-rate regulated environment.

In January 2000, the OEB established that distribution rates would be subject to Performance Based Regulation ("PBR"), a method of regulation whereby distribution rates are reduced annually to reflect productivity improvements required of the Corporation. Under this rate methodology, rates also include regulated amounts for return on Corporation equity and debt, which were initially determined by the OEB to be 9.88% and 7.25%, respectively. While the initial PBR regulatory framework provided for those regulatory rates of return, subsequent regulation and Provincial Government initiatives prevented distribution companies from fully achieving the theoretical rate of return on equity.

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Year ended December 31, 2005

#### 6. Other assets (continued):

In 2005, the Corporation filed rate applications to adjust its distribution charges to provide for the full theoretical regulatory rate of return of 9.88% and continued recovery of its regulatory assets. As mandated by the OEB, the rate increase is subject to a financial commitment by the Corporation to invest \$2,157,862 in conservation and demand management activities over the period July 1, 2004 to September 30, 2007. The rate applications and applications for the approval of its conservation and demand management programs have since been approved by the OEB.

#### 7. Accounts payable and accrued liabilities:

	2005	2004
Commodity and transmission charges Ontario price credit Region of Halton Payable to Burlington Electricity Services Inc. Developer's rebate Other	\$ 11,813,047 3,320,443 2,871,354 62,685 2,393,706 1,748,716	\$ 10,729,205 - 2,738,307 130,707 2,080,752 1,261,183
	\$ 22,209,951	\$ 16,940,154

The Ontario price credit was received by the Corporation for distribution to it's customers by way of a credit on the customers' accounts. As at December 31, 2005, \$3,320,443 had not been applied to customers' accounts. These funds are included in cash and temporary investments with an offsetting liability included in accounts payable and accrued liabilities on the balance sheet.

#### 8. Note payable:

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The promissory note payable is due on demand to the City of Burlington. The City has waived its right to demand payment until January 1, 2007. The note bears interest at 7.25%. Interest of \$3,471,199 (2004 - \$3,480,709) to the City was expensed during the year.

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Year ended December 31, 2005

#### 9. Liability for future benefits:

The Corporation pays certain life insurance benefits on behalf of its retired employees as well as extended health and dental benefits for early retirees to age 65. Effective January 1, 2000, the Corporation adopted The Canadian Institute of Chartered Accountants new accounting standards for employee future benefits. The Corporation recognizes these post-retirement costs in the period in which the employees rendered the services. An actuarial valuation of plan obligations was completed as at January 1, 2003. These results have been extrapolated by the actuary to December 31, 2005.

Information about the Corporation's defined benefit plan is as follows:

	 2005	 2004
Accrued benefit liability recognized in the balance sheet, beginning of year Expense for the year Benefits paid for the year	\$ 2,149,397 253,209 (174,604)	\$ 2,078,931 247,439 (176,973)
Projected accrued benefit obligation, at end of year	\$ 2,228,002	\$ 2,149,397

The main actuarial assumptions employed for the valuations are as follows:

#### (a) General inflation:

Future general inflation levels, as measured by changes in the Consumer Price Index ("CPI"), were assumed at 2.2% in 2003 and thereafter.

#### (b) Interest (discount rate):

The obligation as at year end, of the present value of future liabilities and the expense for the year, were determined using discount rates of 6.00% and 5.75% respectively. This corresponds to the assumed CPI rate plus an assumed real rate of return of 3.80% and 3.55% respectively.

#### (c) Salary levels:

Future general salary and wage levels were assumed to increase at a rate consistent with the rate of inflation.

#### (d) Medical costs:

Medical costs were assumed to increase at the CPI rate plus a further increase of 6.3% in 2003 graded down to 2.3% in 2007 and thereafter.

#### (e) Dental costs:

Dental costs were assumed to increase at the CPI rate plus a further increase of 2.3% in 2003 and thereafter.

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Year ended December 31, 2005

#### 10. Capital stock:

Capital stock consists of the following:

	2005	2004
Authorized: Unlimited number of common shares Issued: 2,000 common shares	\$ 45,139,138	\$ 45,139,138

#### 11. Cash flow information:

(a) Reconciliation of net income to cash provided by operations:

	2005	2004
Net earnings	\$ 6,120,886	\$ 3,899,691
Items not involving cash:		
Depreciation	5,993,336	5,916,337
Gain on disposal of property, plant and equipment	-	(22,467)
Reduction of valuation allowance	(846,226)	(534,445)
Future benefits expense	253,209	247,439
Future payments in lieu of taxes	737,000	(1,000,000)
Change in non-cash working capital:		
Accounts receivable	784,648	(2,378,437)
Unbilled revenue	(2,635,265)	(1,785,675)
Inventories	123,957	(19,643)
Work in progress	(247,635)	636,365
Prepaid expenses	72,266	(53,853)
Accounts payable and accrued liabilities	5,269,797	2,279,354
Work order deposits	404,114	215,263
Payments in lieu of taxes receivable/payable	(553,924)	(1,488,030)
Other current liabilities	323,020	148,730
	\$ 15,799,183	\$ 6,060,629

#### (b) Supplemental cash flow information:

	2005	 2004
Cash received during the year from interest Cash paid during the year for interest Cash paid during the year for PILs	\$ 357,950 3,471,199 3,110,294	\$ 359,477 3,480,709 4,486,100
Non-cash financing activities:		
Capital Contributions	473,486	416,977

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Year ended December 31, 2005

#### 12. Pension plans:

The Corporation makes contributions to the Ontario Municipal Employees Retirement Fund (OMERS), which is a multi-employer plan, on behalf of its staff. The plan is a defined benefit plan which specifies the amount of the retirement benefit to be received by the employees based on the length of service and the best 60 consecutive months average earnings.

Contributions by the Corporation were at a rate of 6.0% for employee earnings below the year's maximum pensionable earnings and 8.8% thereafter.

The amount contributed to OMERS for 2005 was \$ 414,989 (2004 - \$416,673) for current service. For calendar year 2005, the amount contributed has been included in regulatory assets.

#### 13. Public liability insurance:

The Corporation through its parent company is a named insurer of the Municipal Electric Association Reciprocal Insurance Exchange ("MEARIE"), which was created on January 1, 1987. A reciprocal insurance exchange may be defined as a group of persons formed for the purpose of exchanging reciprocal contracts of indemnity or inter-insurance with each other through the same attorney. MEARIE provides general liability insurance to member electric utilities in accordance with the Power Corporation Act of Ontario; subsection 116(2), to a maximum of \$20,000,000 per occurrence.

Insurance premiums charged to each municipal electric utility consists of a levy per thousand dollars of service revenue subject to a credit/surcharge based on each electric utility's claims experience.

#### 14. Commitments and contingencies:

#### Commitment:

The Corporation has an \$8,000,000 revolving line of credit facility available for use. A letter of credit in the amount of \$12,000,000 has been issued in favour of the IESO as security for the Corporation's purchase of electricity through the IESO. No other amounts were drawn down on the line of credit at year end.

#### Contingent liability:

A class action claiming \$500 million in restitutionary payments plus interest was served on Toronto Hydro on November 18, 1998. The action was initiated against Toronto Hydro Electric Commission as the representative of the Defendant Class consisting of all municipal electric utilities in Ontario. At this time it is not possible to quantify the effect, if any, on the financial statements of Burlington Hydro Inc.

Notes to Financial Statements, page 11

Year ended December 31, 2005

#### 15. Transactions with related parties:

Related parties are the Corporation's parent, Burlington Hydro-Electric Inc., a subsidiary of the parent, Burlington Electricity Services Inc. and the parent of the Corporation's parent, the City of Burlington.

The Corporation paid a management fee of \$133,736 (2004 - \$105,772) to its parent. The Corporation received \$ 328,864 (2004 - \$329,726) from a company under common control for billing services.

The Corporation purchased services from a company under common control in the amount of \$33,336 (2004 - \$23,660) during the year.

During the year, the Corporation earned gross revenue of \$ 2,398,269 (2004 - \$2,338,612) from the City of Burlington. Of this amount, \$ 303,820 (2004 - \$283,208) was net distribution revenue.

#### 16. Payments in lieu of taxes:

The provision for PILs varies from amounts, which would be computed by applying the Corporation's combined statutory income tax rate as follows:

	2005	2004
Basic rate applied to income before PILs Increase (decrease) in PILs resulting from:	36.12%	36.12%
Tax basis of depreciable capital assets and goodwill in excess of accounting basis	(3.78)	(6.38)
Items not deductible for tax purposes and other	.16	0.40
Provision for payments in lieu of large corporations taxes	.34	0.34
Effective rate applied to income before PILs	32.84%	30.48%

At year end based on substantively enacted income tax rates, future income tax assets of \$7,985,000 (2004 - \$8,329,000) have not been recorded. Such future income tax assets relate to tax bases of depreciable capital assets in excess of amounts recorded for accounting purposes as well as a portion of employee future benefits. Such future tax assets have not been recorded in the accounts, as there is uncertainty as to whether the Corporation will realize the benefits related to these assets, which would be realized as relatively modest reductions of future tax liability over many future years.

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#### 17. Financial instruments:

The carrying values of cash and temporary investments, securities held as customers' deposits, accounts receivable, unbilled revenue, accounts payable and accrued liabilities, and work order deposits approximate fair values because of the short maturity of these instruments.

It was not practicable to estimate the fair value of the note payable as there are no future cash flows required under the terms of this debt.

Financial assets held by the Corporation, such as accounts receivable and unbilled revenue, expose it to credit risk. The Corporation earns its revenue from a broad base of customers located in the City of Burlington. No single customer in either year would account for revenue in excess of 3% of the respective reported balances.

#### 18. Comparative figures:

Certain comparative figures have been reclassified to conform with the financial statement presentation adopted in the current year.