

November 18, 2011

COURIER

Ontario Energy Board
27th Floor
2300 Yonge Street
Toronto, ON M4P 1E4

Attention: Ms. K. Walli, Board Secretary

Dear Ms. Walli:

Re: EB-2011-0350 - Request for an Amendment to EWT LP's Application for an Electricity Transmission Licence (the "Application")

We are counsel to EWT LP. On September 20, 2011, EWT LP applied to the Ontario Energy Board (the "Board") pursuant to Section 60 of the *Ontario Energy Board Act, 1998* (the "OEB Act") for an Electricity Transmission Licence. The Application is still before the Board.

EWT LP hereby requests certain amendments to the Application. The primary amendment is requested further to the Board's November 2, 2011 decision in EB-2011-0260 regarding the transmission licence of TransCanada Power Transmission (Ontario) L.P. ("TransCanada Power"). In particular, EWT LP requests that the Application be amended to request that any transmission licence issued pursuant to the Application be made effective as of the date on which EWT LP is designated as the developer of transmission assets in Ontario pursuant to a Board designation process or the date on which EWT LP applies to amend Schedule 1 of its licence to specify the facilities to be owned and/or operated by EWT LP, whichever is earlier. In addition, as set out below, EWT LP is making certain administrative amendments to the Application.

1. Background

In the Application, EWT LP indicated its intent to participate in the Board's transmission designation process, specifically in respect of the transmission project known as the "East-West Tie Line". In submitting the Application, EWT LP did not seek any exemptions from any licence or code requirements. However, EWT LP did indicate its understanding that sections of the Board's regulatory codes, rules, guidelines and standard licence conditions will not be applicable until the Applicant actually owns or operates transmission facilities in Ontario.

2. Amendment regarding the Effective Date

In EB-2011-0260, the Board ordered that TransCanada Power's transmission licence be amended by changing the effective date of the licence to the date upon which the licensee is

designated as a developer of transmission assets in Ontario pursuant to a Board designation process or the date upon which the licensee applies to amend Schedule 1 of its licence to specify the facilities to be owned and/or operated by the licensee, whichever is earlier. The Board also agreed with certain intervenors that other new entrant transmitters should be afforded similar relief. In particular, the Board directed that “[a] new entrant transmitter ... whose application is before the Board, may choose to seek the same relief granted in this Decision and Order by way of ... amendment to its application” (EB-2011-0260, page 10).

EWT LP therefore requests that the Application be amended to request that any transmission licence issued pursuant to the Application be made effective as of the date on which EWT LP is designated as the developer of transmission assets in Ontario pursuant to a Board designation process or the date on which EWT LP applies to amend Schedule 1 of its licence to specify the facilities to be owned and/or operated by EWT LP, whichever is earlier. The requested amendment is consistent with EWT LP’s understanding, expressed in the Application, that sections of the Board’s regulatory codes, rules, guidelines and standard licence conditions will not be applicable until the Applicant actually owns or operates transmission facilities in Ontario. By granting the requested amendment, the Board will also afford EWT LP similar relief, in similar circumstances, to that provided to TransCanada Power.

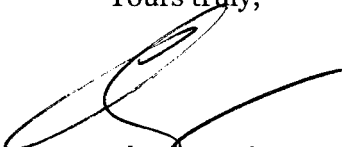
3. Administrative Amendments

As mentioned above, EWT LP is also making certain administrative amendments to the Application. In particular, the Application incorrectly stated (both on page one of the cover letter and in the first paragraph of section 9(a) of the application form) that the shareholders of East-West Tie Inc. (“EWT GP”) are Hydro One Inc. (“Hydro One”), Bamkushwada L.P. (“BLP”) and Great Lakes Power Transmission EWT LP (“GLPT-EWT LP”). In fact, the Application should have stated that the shareholders of EWT GP are Hydro One, BLP and Great Lakes Power Transmission Inc. The corporate charts included with the Application were correct as filed. The relevant section of the application form has been corrected and is attached hereto as Appendix A.

4. No Additional Consultation or Processes

EWT LP further requests that the Board grant the requested amendments to the Application without requiring any consultations or processes other than those set out in the Board’s Procedural Order No. 1 dated November 7, 2011. The written hearing outlined in that Procedural Order will allow for the full consideration of the requested amendments. Furthermore, further to section 21(4)(b) of the *Ontario Energy Board Act, 1998*, EWT LP submits that no person will be adversely affected in a material way by amending the Application as requested.

Yours truly,



Charles Keizer

Tel 416.865.7512
ckeizer@torys.com

cc: A. McPhee, GLPT-EWT LP
P. Pelletier, BLP
M. Penstone, Hydro One

APPENDIX A

RELEVANT SECTIONS OF AMENDED APPLICATION FORM

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.

As indicated in response to Part 6, the Applicant is a newly formed Ontario entity that has been established for the purposes of planning, developing, constructing, owning, operating and maintaining electricity transmission facilities in Ontario, all in connection with the Board's forthcoming designation process for the East-West Tie Line project. ~~Shares of EWT LP's general partner, as well as~~ Interests in the limited partnership, EWT LP, are held equally by each of the three limited partners. The limited partners are Hydro One Inc. ("Hydro One"), Great Lakes Power Transmission EWT L.P. ("GLPT-EWT LP") and Bamkushwada LP ("BLP"). The general partner of EWT LP is East-West Tie Inc., the shares of which are held equally by Great Lakes Power Transmission Inc. ("GLPT"), Hydro One and BLP. Each of the limited partners brings unique skills, resources and experience to the limited partnership, including with respect to technical and financial capabilities, project development capabilities and stakeholder relationship capabilities. These are described below, as well as in the cover letter.

Hydro One

Hydro One is a holding company that is wholly-owned by the Province of Ontario. Hydro One has subsidiaries that operate in the areas of electricity transmission and distribution, as well as telecommunication services. Hydro One's largest subsidiary is Hydro One Networks Inc. ("HONI"), which is wholly-owned by Hydro One Inc. HONI owns and is in the business of planning, constructing, operating and maintaining transmission and distribution networks across Ontario. HONI's transmission business is regulated by the Ontario Energy Board (ET-2003-0035).

Approximately 57% of HONI's assets (nearly \$10 billion) are part of its transmission business. HONI owns and operates approximately 97% of the transmission system in Ontario, including approximately 29,000 circuit kilometers of high-voltage transmission lines (nearly 300 km of which is underground), 280 transmission stations and 26 interconnections with neighbouring provinces and states, making it one of the largest transmission systems in North America. HONI's transmission system operates at voltages of 500 kV, 230 kV and 115 kV, with minor lengths operating at 345 kV and 69 kV. HONI's transmission system is located on lands that are owned by HONI, the Ontario government or by other parties with whom it has occupancy and access agreements, including Aboriginal communities. As at December 31, 2009, there were 91 generating stations, 51 local distribution companies and 89 end-use transmission customers directly connected to HONI's transmission system. In 2010, HONI transmitted approximately 142 TWh of electricity.

HONI also owns and operates facilities that are required for operations, protection, control and monitoring functions for the system, including an extensive telecommunication system, protection and control equipment, as well as the Ontario Grid Control Centre and back-up facilities for monitoring and controlling the operation of its transmission system. As a member of the Northeast Power Coordinating Council ("NPCC") and in accordance with its transmission license requirements, HONI is required to comply with NERC and NPCC reliability standards and criteria.

HONI's transmission business employs approximately 8,800 people in various management, technical, administrative and other positions. HONI's technical expertise is evident from its demonstrated ability to plan, construct, operate and maintain its transmission system safely, reliably and economically. HONI is committed to ensuring public and worker safety, while recognizing its responsibilities with respect to the stewardship of critical provincial assets and the environment. HONI is also committed to excellence through continuous improvement and staff development, as well as innovation to better meet customer needs with respect to reliability and affordable rates.

GLPT-EWT LP

GLPT-EWT LP is a newly formed limited partnership whose general partner is ~~Great Lakes Power Transmission Inc. ("GLPT")~~. All of the shares of the general partner, GLPT, as well as all of the limited partnership interests in GLPT-EWT LP, are held by Brookfield Infrastructure Holdings (Canada) Inc. ("BIH"). GLPT is also the general partner of Great Lakes Power Transmission L.P. ("GLPTLP").

GLPTLP, by its general partner GLPT, is currently a licenced electricity transmitter in Ontario (ET-2007-0649). GLPTLP's transmission system is located in the Algoma district of northern Ontario and extends north from Sault Ste. Marie to Wawa and east from Sault Ste. Marie to Hydro One's Mississagi TS. GLPTLP's transmission system is situated in the Canadian Shield, primarily in forest zones with dense vegetation and steep elevations in places. The system consists of approximately 550 circuit kilometers of transmission line at voltages of 230 kV and 115 kV, with a small segment of 44 kV line that has been deemed by the Ontario Energy Board as serving a transmission function. The system also includes associated transmission facilities, including transmission stations, protection and control equipment and GLPTLP's System Control Centre. GLPTLP's system is part of the