

February 2, 2012

Ms. Kirsten Walli Ontario Energy Board PO Box 2319 27th Floor, 2300 Yonge Street Toronto, Ontario M4P 1E4

Re: Request for Name Change Licence Amendment for Chatham-Kent Transmission Inc. Licence Number: ET-2010-0351

Dear Ms. Walli,

Chatham-Kent Transmission Inc. ("CKT") respectfully requests the amendment of its electricity transmission licence (ET-2010-0351) for an upcoming change in name. Effective March 1, 2012, the company plans to be known now as Entegrus Transmission Inc.

The company and its affiliates are wholly owned by Chatham-Kent Energy Inc. ("CKE").

The name change is part of a rebranding process to affect a broader, more regionally-focused name that is not tied to specific geography or location. The Entegrus name and brand will encompass the entire Chatham-Kent Energy corporate group, inclusive of the transmission company. The new name and brand are a reflection of the group's unwavering commitment to its core brand values of honesty, fairness, innovation and above all, a commitment to integrity and delivering exceptional service.

Further background material on the name change has been enclosed as follows:

- Appendix A copy of Chatham-Kent Transmission Electricity Transmission Licence
- Appendix B an updated corporate organizational chart showing all regulated and unregulated affiliate companies and their intended new names;
- Appendix C in-process articles of amendment for the company, and;
- Appendix D a press release describing the new name and rebranding

Aside from the above noted name change, there are no additional changes to the licence requested. The address, primary contact and all other organization information remain the same as currently on file with the Board.



Pursuant to s. 21(4)(b) of the *Ontario Energy Board Act, 1998*, CKT requests this application be disposed of without a hearing. Entegrus Transmission Inc. is the legal successor to CKT, and it is submitted that no other person, or parties, would be adversely affected in a material way should the Board decide to issue the amendment.

The company is now in the process of notifying customers and other stakeholders (including the IESO, OPA and Hydro One) of this pending name change.

If you have any further questions, please do not hesitate to contact me at (519) 352-6300, extension 558 or davidferguson@ckenergy.com.

Regards,

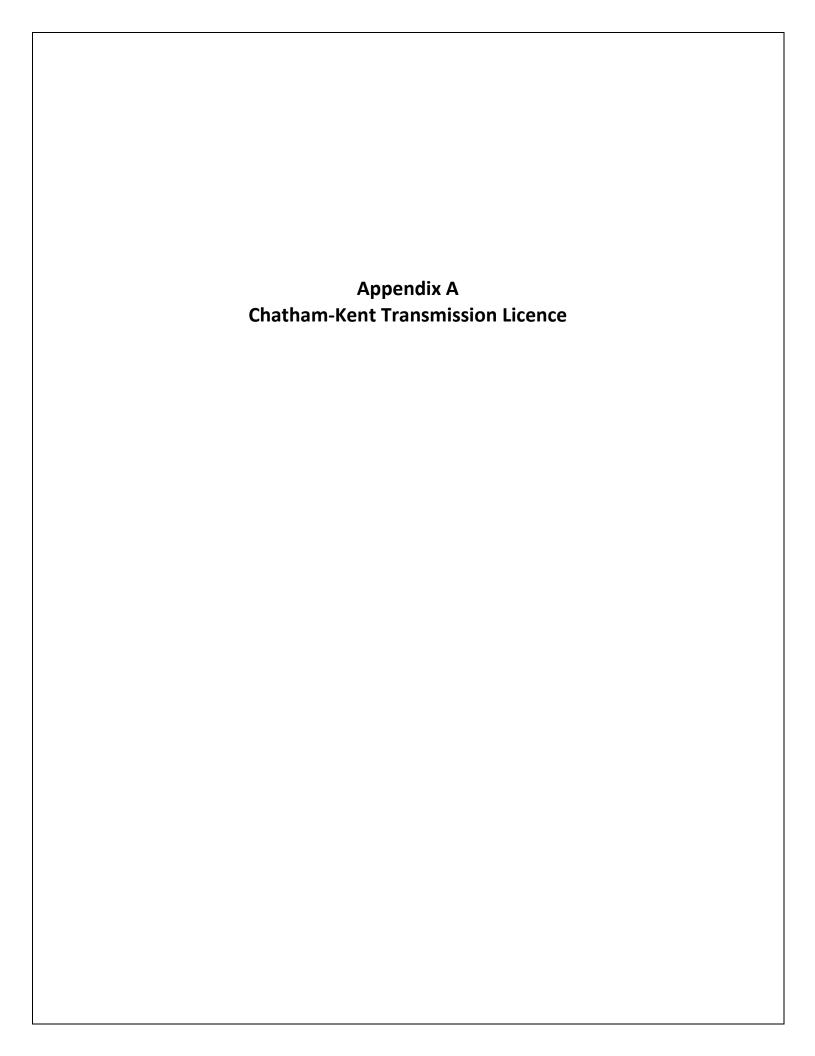
[Original Signed By]

David Ferguson
Director of Regulatory and Risk Management

Phone: (519) 352-6300 Ext. 558

Email: davidferguson@ckenergy.com

cc: Tomo Matesic, President of Chatham-Kent Transmission Chris Cowell, Chief Financial and Regulatory Officer





Electricity Transmission Licence ET-2010-0351

Chatham-Kent Transmission Inc.

Valid Until

May 23, 2016

Original signed by

Kirsten Walli Board Secretary Ontario Energy Board

Date of Issuance: May 24, 2011

Ontario Energy Board P.O. Box 2319 2300 Yonge Street 27th. Floor Toronto, ON M4P 1E4 Commission de l'énergie de l'Ontario C.P. 2319 2300, rue Yonge 27e étage Toronto ON M4P 1E4

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Chatham-Kent Transmission Inc. Electricity Transmission Licence ET-2010-0351

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1 Definitions

In this Licence:

"Accounting Procedures Handbook" means the handbook, approved by the Board which specifies the accounting records, accounting principles and accounting separation standards to be followed by the Licensee;

"Act" means the Ontario Energy Board Act, 1998, S.O. 1998, c. 15, Schedule B;

"Affiliate Relationships Code for Electricity Distributors and Transmitters" means the code, approved by the Board which, among other things, establishes the standards and conditions for the interaction between electricity distributors or transmitters and their respective affiliated companies:

"Board" means the Ontario Energy Board;

"Electricity Act" means the Electricity Act, 1998, S.O. 1998, c. 15, Schedule A;

"Licensee" means Chatham-Kent Transmission Inc.

"Market Rules" means the rules made under section 32 of the Electricity Act;

"Performance Standards" means the performance targets for the distribution and connection activities of the Licensee as established by the Board in accordance with section 83 of the Act;

"Rate Order" means an Order or Orders of the Board establishing rates the Licensee is permitted to charge;

"transmission services" means services related to the transmission of electricity and the services the Board has required transmitters to carry out for which a charge or rate has been established in the Rate Order:

"Transmission System Code" means the code approved by the Board and in effect at the relevant time, which, among other things, establishes the obligations of a transmitter with respect to the services and terms of service to be offered to customers and provides minimum technical operating standards of transmission systems;

"wholesaler" means a person that purchases electricity or ancillary services in the IESO administered markets or directly from a generator or, a person who sells electricity or ancillary services through the IESO-administered markets or directly to another person other than a consumer.

2 Interpretation

2.1 In this Licence, words and phrases shall have the meaning ascribed to them in the Act or the Electricity Act. Words or phrases importing the singular shall include the plural and vice versa. Headings are for convenience only and shall not affect the interpretation of the Licence. Any reference to a document or a provision of a document includes an amendment or supplement to, or a replacement of, that document or that provision of that document. In the computation of time under this licence, where there is a reference to a number of days between two events, they shall be counted by excluding the day on which the first event happens and including the day on which the second event happens. Where the time for doing an act expires on a holiday, the act may be done on the next day that is not a holiday.

3 Authorization

3.1 The Licensee is authorized, under Part V of the Act and subject to the terms and conditions set out in this Licence to own and operate a transmission system consisting of the facilities described in Schedule 1 of this Licence, including all associated transmission equipment.

4 Obligation to Comply with Legislation, Regulations and Market Rules

- 4.1 The Licensee shall comply with all applicable provisions of the Act and the Electricity Act and regulations under these Acts, except where the Licensee has been exempted from such compliance by regulation.
- 4.2 The Licensee shall comply with all applicable Market Rules.

5 Obligation to Comply with Codes

- 5.1 The Licensee shall at all times comply with the following Codes (collectively the "Codes") approved by the Board, except where the Licensee has been specifically exempted from such compliance by the Board. Any exemptions granted to the Licensee are set out in Schedule 2 of this Licence. The following Codes apply to this Licence:
 - a) the Affiliate Relationships Code for Electricity Distributors and Transmitters; and
 - b) the Transmission System Code.

5.2 The Licensee shall:

- a) make a copy of the Codes available for inspection by members of the public at its head office and regional offices during normal business hours; and
- b) provide a copy of the Codes to any person who requests it. The Licensee may impose a fair and reasonable charge for the cost of providing copies.

6 Requirement to Enter into an Operating Agreement

6.1 The Licensee shall enter into an agreement ("Operating Agreement") with the IESO providing for the direction by the IESO of the operation of the Licensee's transmission system. Following a request made by the IESO, the Licensee and the IESO shall enter into an Operating Agreement

- within a period of 90 business days, unless extended with leave of the Board. The Operating Agreement shall be filed with the Board within ten (10) business days of its completion.
- Where there is a dispute that cannot be resolved between the parties with respect to any of the terms and conditions of the Operating Agreement, the IESO or the Licensee may apply to the Board to determine the matter.

7 Obligation to Provide Non-discriminatory Access

7.1 The Licensee shall, upon the request of a consumer, generator, distributor or retailer, provide such consumer, generator, distributor or retailer, as the case may be, with access to the Licensee's transmission system and shall convey electricity on behalf of such consumer, generator, distributor or retailer in accordance with the terms of this Licence, the Transmission System Code and the Market Rules.

8 Obligation to Connect

- 8.1 If a request is made for connection to the Licensee's transmission system or for a change in the capacity of an existing connection, the Licensee shall respond to the request within 30 business days.
- The Licensee shall process connection requests in accordance with published connection procedures and participate with the customer in the IESO's Connection Assessment and approval process in accordance with the Market Rules, its Rate Order(s) and the Transmission System Code.
- 8.3 An offer of connection shall be consistent with the terms of this Licence, the Market Rules, the Rate Order, and the Transmission System Code.
- 8.4 The terms of such offer to connect shall be fair and reasonable.
- 8.5 The Licensee shall not refuse to make an offer to connect unless it is permitted to do so by the Act or any Codes, standards or rules to which the Licensee is obligated to comply with as a condition of this Licence.

9 Obligation to Maintain System Integrity

9.1 The Licensee shall maintain its transmission system to the standards established in the Transmission System Code and Market Rules, and have regard to any other recognized industry operating or planning standards required by the Board.

10 Transmission Rates and Charges

10.1 The Licensee shall not charge for the connection of customers or the transmission of electricity except in accordance with the Licensee's Rate Order(s) as approved by the Board and the Transmission System Code

11 Separation of Business Activities

11.1 The Licensee shall keep financial records associated with transmitting electricity separate from its financial records associated with distributing electricity or other activities in accordance with the Accounting Procedures Handbook and as otherwise required by the Board.

12 Expansion of Transmission System

12.1 The Licensee shall not construct, expand or reinforce an electricity transmission system or make an interconnection except in accordance with the Act and Regulations, the Transmission System Code and the Market Rules.

13 Provision of Information to the Board

- 13.1 The Licensee shall maintain records of and provide, in the manner and form determined by the Board, such information as the Board may require from time to time.
- 13.2 Without limiting the generality of paragraph 13.1, the Licensee shall notify the Board of any material change in circumstances that adversely affects or is likely to adversely affect the business, operations or assets of the Licensee as soon as practicable, but in any event no more than twenty (20) business days past the date upon which such change occurs.

14 Restrictions on Provision of Information

- 14.1 The Licensee shall not use information regarding a consumer, retailer, wholesaler or generator, obtained for one purpose for any other purpose without the written consent of the consumer, retailer, wholesaler or generator.
- 14.2 The Licensee shall not disclose information regarding a consumer, retailer, wholesaler or generator to any other party without the written consent of the consumer, retailer, wholesaler or generator, except where such information is required to be disclosed:
 - to comply with any legislative or regulatory requirements, including the conditions of this Licence;
 - b) for billing, settlement or market operations purposes;
 - c) for law enforcement purposes; or
 - d) to a debt collection agency for the processing of past due accounts of the consumer, retailer, wholesaler or generator.
- 14.3 Information regarding consumers, retailers, wholesalers or generators may be disclosed where the information has been sufficiently aggregated such that their particular information cannot reasonably be identified.
- 14.4 The Licensee shall inform consumers, retailers, wholesalers and generators of the conditions under which their information may be released to a third party without their consent.
- 14.5 If the Licensee discloses information under this section, the Licensee shall ensure that the information is not be used for any other purpose except the purpose for which it was disclosed.

15 Term of Licence

15.1 This Licence shall take effect on May 24, 2011 and expire on May 23, 2016. The term of this Licence may be extended by the Board.

16 Transfer of Licence

16.1 In accordance with subsection 18(2) of the Act, this Licence is not transferable or assignable without leave of the Board.

17 Amendment of Licence

17.1 The Board may amend this Licence in accordance with section 74 of the Act or section 38 of the Electricity Act.

18 Fees and Assessments

18.1 The Licensee shall pay all fees charged and amounts assessed by the Board.

19 Communication

- 19.1 The Licensee shall designate a person that will act as a primary contact with the Board on matters related to this Licence. The Licensee shall notify the Board promptly should the contact details change.
- 19.2 All official communication relating to this Licence shall be in writing.
- 19.3 All written communication is to be regarded as having been given by the sender and received by the addressee:
 - a) when delivered in person to the addressee by hand, by registered mail or by courier;
 - ten (10) business days after the date of posting if the communication is sent by regular mail; and
 - c) when received by facsimile transmission by the addressee, according to the sender=s transmission report.

20 Copies of the Licence

20.1 The Licensee shall:

- make a copy of this Licence available for inspection by members of the public at its head office and regional offices during normal business hours; and
- b) provide a copy of this Licence to any person who requests it. The Licensee may impose a fair and reasonable charge for the cost of providing copies.

SCHEDULE 1 SPECIFICATION OF TRANSMISSION FACILITIES

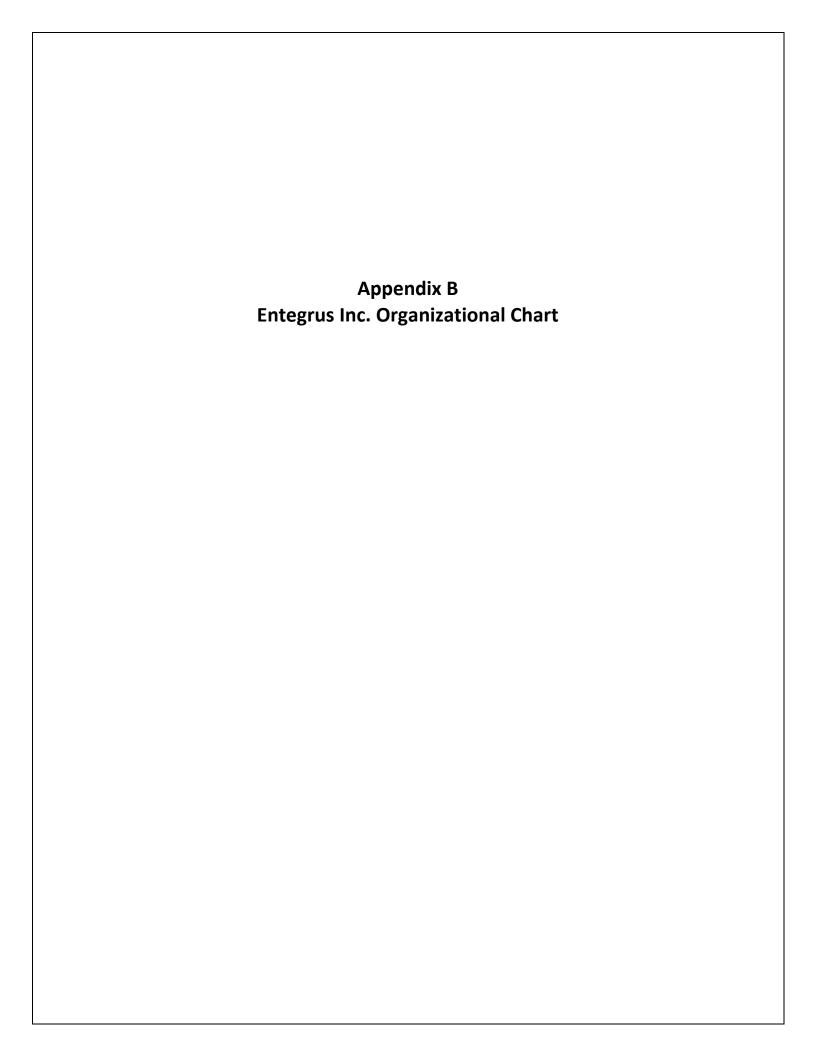
This Schedule specifies the facilities over which the Licensee is authorized to transmit electricity in accordance with paragraph 3 of this Licence.

Schedule 1 will be completed at such time as the Licensee applies, and the Board approves, an amendment to this License specifying the facilities over which the Licensee is authorized to transmit electricity.

SCHEDULE 2 LIST OF CODE EXEMPTIONS

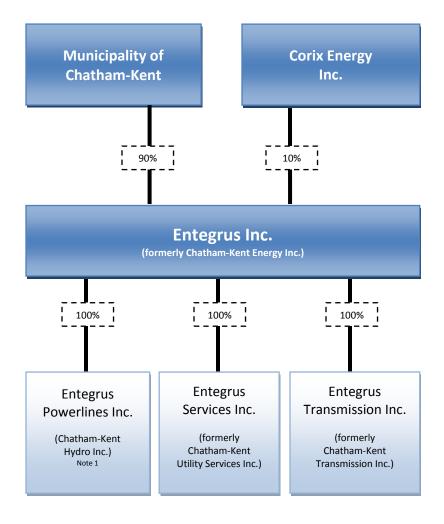
This Schedule specifies any specific Code requirements from which the licensee has been exempted.

The Licensee is exempt from the requirements of section 2.2.3 of the Affiliate Relationship Code until December 31, 2011.

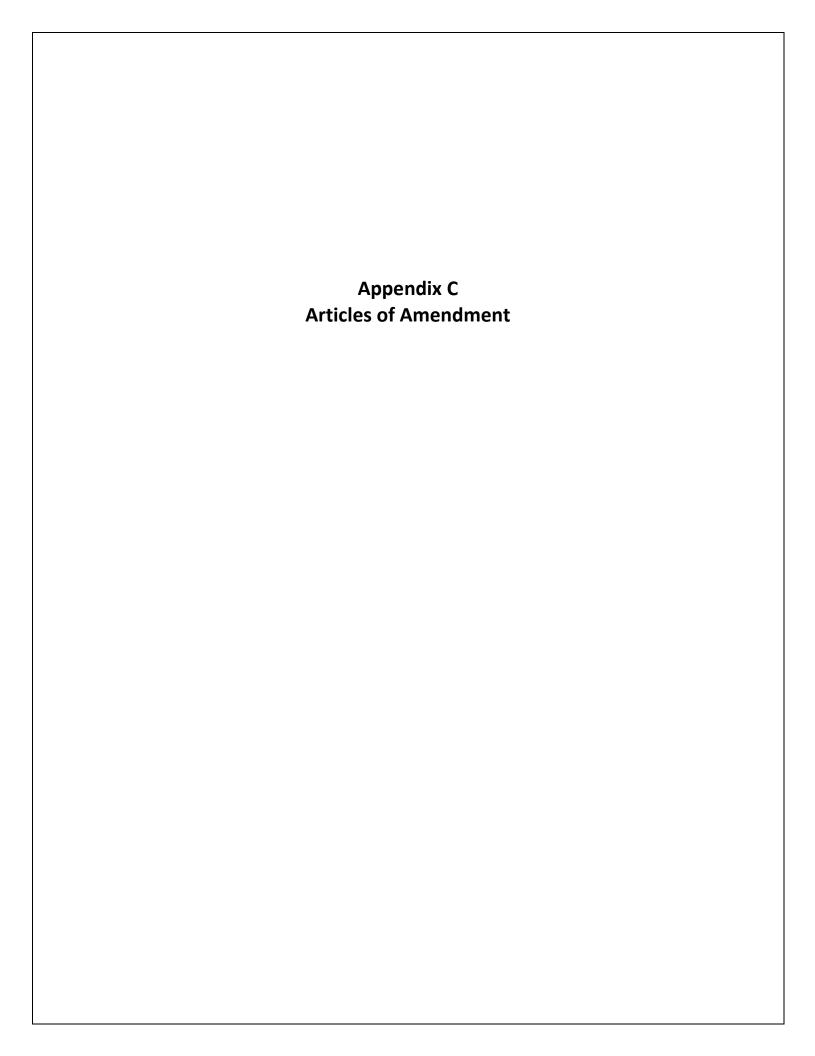


The Entegrus Group Structure as of March 1, 2012

(Pending)



Note 1: On December 16, 2011, the Ontario Energy Board approved the amalgamation of Chatham-Kent Hydro Inc. and Middlesex Power Distribution Corporation. Resolutions of amalgamation of the two companies, dated January 1, have been filed with, and certified by, the Ontario Ministry of Government Services.



Ontario Corporation Number Numéro de la société en Ontario

002259198

ARTICLES	OF	AMEND	MENT
STATUTS D	EΛ	JODIFIC	ATION

Form 3
Business
Corporations
Act

Formule 3 Loi sur les sociétés par actions The name of the corporation is: (Set out in BLOCK CAPITAL LETTERS)
 Dénomination sociale actuelle de la société (écrire en LETTRES MAJUSCULES SEULEMENT):

С	Н	Α	Т	Н	A	M	-	K	Е	N	Т	Т	R	Α	S	M	Ι	S	S	Ī	О	N	Ι	N	С	•
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2. The name of the corporation is changed to (if applicable): (Set out in BLOCK CAPITAL LETTERS)

Nouvelle dénomination sociale de la société (s'il y a lieu) (écrire en LETTRES MAJUSCULES SEULEMENT):



3. Date of incorporation/amalgamation:

Date de la constitution ou de la fusion :

2010/10/05

(Year, Month, Day) (année, mois, jour)

4. Complete only if there is a change in the number of directors or the minimum / maximum number of directors. Il faut remplir cette partie seulement si le nombre d'administrateurs ou si le nombre minimal ou maximal d'administrateurs a changé.

Number of directors is/are: Nombre d'administrateurs :

minimum and maximum number of directors is/are:

nombres minimum et maximum d'administrateurs :

Number Nombre minimum and maximum minimum et maximum

or ou

The articles of the corporation are amended as follows:
 Les statuts de la société sont modifiés de la façon suivante :

The name of the Corporation is amended to "Entegrus Transmission Inc.".

6.	The amendment has been duly authorized as required b Corporations Act. La modification a été dûment autorisée conformément au sociétés par actions.	
7.	The resolution authorizing the amendment was approved corporation on Les actionnaires ou les administrateurs (selon le cas) de modification le	, , , , , , , , , , , , , , , , , , , ,
	2012/01/16	
	Month, Day) e, mois, jour)	
	se articles are signed in duplicate. présents statuts sont signés en double exemplaire.	
Ch	atham-Kent Transmission Inc.	
	name of corporation from Article 1 on page 1) lez écrir le nom de la société de l'article un à la page une).	
By/ Par:	an Mattare	President
(Signa (Signa	iture)	(Description of Office) (Fonction)

BE IT RESOLVED THAT:

The Articles of the Corporation be amended in accordance with the draft Articles of Amendment attached hereto and the President of the Corporation be authorized to execute the said Articles of Amendment on behalf of the Corporation and such further and other documents as may be required in order to affect this amendment.

The undersigned being all of the shareholders and directors of the Corporation hereby sign this resolution pursuant to the provisions of the Business Corporations Act, R.S.O. 1990, chapter B.16.

Dated the 16th day of January, 2012.

James Hogan - Director

Randy Hope - Director

Brian McKerlie - Director

Brian McKerlie - Director

Dave Kenney - Director

Mike Cadotte - Director

Ray Payne - Director

Chatham-Kent Energy Ing - Shareholder Per: Darrin Canniff, Chair

Authorized Signing Officer

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Dated the 16th day of January, 2012.

James Hogan - Director
Randy-Hopk - Director
Brett Hodson - Director
Brian McKerlie - Director
Dave Kenney - Director
Mike Cadotte - Director
Ray Payne - Director
Doug Sulman - Director
Chatham-Kent Energy Inc Shareholder Per: Darrin Canniff, Chair

Authorized Signing Officer

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James Hogan - Director

Randy Hope - Director

Brian McKerlie - Director

Dave Kenney - Director

Mike Cadotie - Director

Ray Payne - Director

Doug Sulman - Director

Chatham-Kent Energy Inc. - Shareholder
Per: Darrin Canniff, Chair

Authorized Signing Officer

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Jame	Hogan - Director	
Rand	y Hope - Director	
Brett	Hodson - Director)
Brian	McKerlie - Director	
Dave	Kermey - Director	
Mike	Cadotte - Director	
Ray F	ayne - Director	
Doug	Sulman - Director	
	am-Kent Energy Inc Sharin Canniff, Chair	areholde
Anthe	rized Signing Officer	

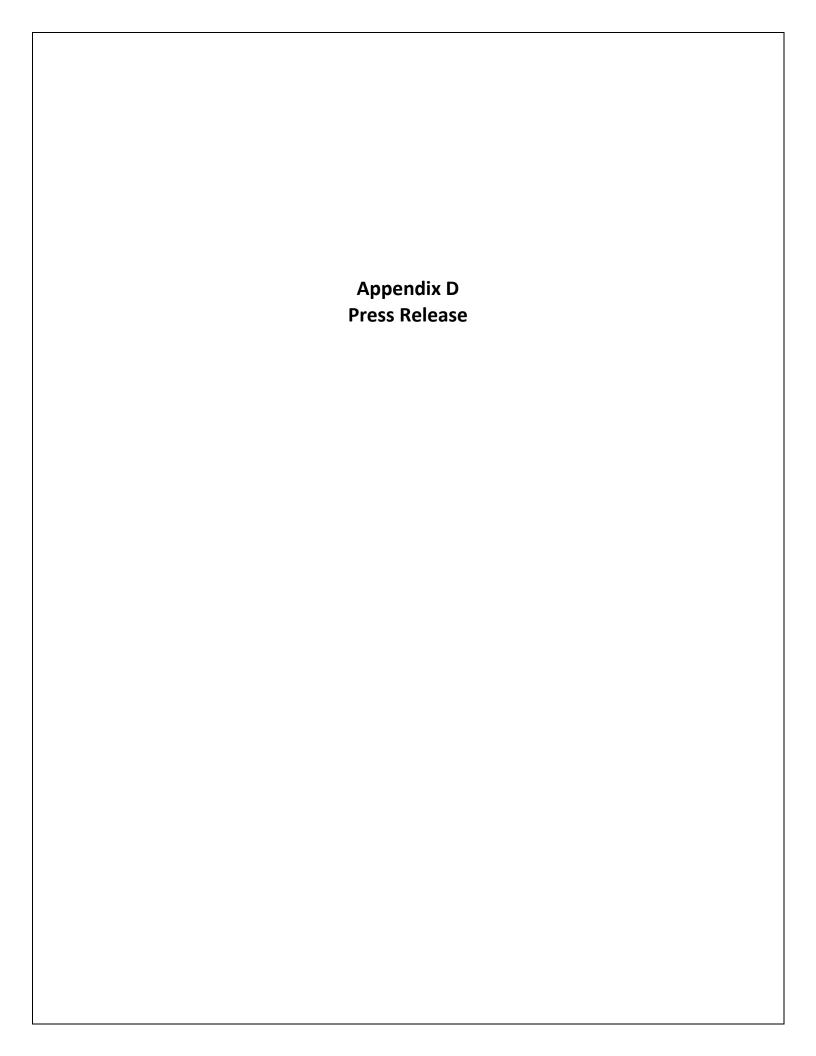
Dated the 16th day of January, 2012.

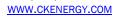
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The undersigned being all of the shareholders and directors of the Corporation hereby sign this resolution pursuant to the provisions of the Business Corporations Act, R.S.O. 1990, chapter B.Fe.

Dated the 10th day of Januar	y, 2012.
James Flogan - Director	***************************************
Randy Hope - Director	endance.
Brett Hodson - Director	Philad
Brian McKerlie - Director	
Dave Kenney - Director	
Mike Cadolte - Director	gy and fairful for the state of
Ray Payme - Director	Maghana.
Doug Sulman - Director	
Chatham-Kent Energy Inc Per: Darrin Canniff, Chair Authorized Signing Officer	Shareholder







FOR IMMEDIATE RELEASE

Chatham-Kent Energy Unveils New Name: Entegrus Inc.

Chatham, ON, January 17th, 2012 - Chatham-Kent Energy will be conducting business under a new name and corporate brand, effective March 1, 2012. The company unveiled its new name – ENTEGRUS - at a media event held last night at the Chatham Cultural Centre.

"Today, we're launching more than just a new name and a new look. We're ushering in a new era for our company," said Jim Hogan, President and CEO of Chatham-Kent Energy. "Our new name and corporate signature better align our brand with how we do business and set the stage for future growth."

The new name and brand are a reflection of the company's unwavering commitment to its core values of honesty, fairness, innovation and, above all, a commitment to integrity and to delivering exceptional service.

Another key reason for the change is the company's intention to grow into a broader, more regionallyfocused organization, which is consistent with the direction of the Ontario Energy Board.

"Given our strategic direction and in light of the recently-completed merger of Chatham-Kent Hydro and Middlesex Power Distribution Corporation, it made sense for us to adopt a new name that isn't tied to a specific location," said Hogan.

Chatham-Kent Energy's management team worked with Hargreaves Stewart, a strategic marketing and advertising firm, in developing the new brand strategy and logo design.

The company will officially begin conducting operations under the new name on March 1, 2012. Current customers will be notified of the name change over the next few weeks. A marketing campaign will be launched in the spring to introduce the new name to the public and other stakeholders throughout Chatham-Kent and surrounding communities.

About Chatham-Kent Energy

Chatham-Kent Energy ("CKE") and its subsidiary companies directly operate and maintain electricity and water distribution systems for over 40,000 customers in Southwestern Ontario. The CKE group of companies is committed to operating safe, reliable and cost-effective distribution systems while providing high levels of service to its customers, partners and the communities it serves.

###

General Media Inquiries: Sarah Regnier Communications Specialist Chatham-Kent Energy (519) 352-6300 x 308 Sarah.Regnier@ckenergy.com



About the Name and the Logo

The name ENTEGRUS combines our company's core function – providing energy – with our basic operating philosophy – doing business with integrity. It is intended to convey a sense of strength, confidence and approachability to our customers, our communities and our stakeholders.

The new logo is a contemporary, professional-looking design that is both corporate and customer-friendly. The wordmark was created using a typestyle called Bank Gothic. It draws on the font's traditional letterforms to convey corporate strength, but includes customized elements that suggest an innovative, progressive approach. This combination of traditional and contemporary values reflects the organization's operating philosophy.

The supporting graphic/icon is a stylized letter "E" that brings together three elements (representing the company's three major operating divisions – hydro transmission, distribution and services) into a single, integrated design. Working together as a unit, the wordmark and icon create an impression of dynamic forward motion. The overall feeling is one of strength, efficiency and reliability – the kind of operation that inspires confidence and trust with customers and community partners.





About Chatham-Kent Energy

Chatham-Kent Energy (CKE) is a utility company providing energy services to over 39,000 customers in Chatham-Kent, the Township of Strathroy-Caradoc and the Municipality of North Middlesex.

CKE was created in 1998 when the City of Chatham and the municipalities of Kent County amalgamated into the Municipality of Chatham-Kent. It was incorporated in 2000 and is 90% owned by the Municipality of Chatham-Kent.

Chatham-Kent Energy has four subsidiary companies:

- Chatham-Kent Transmission is an electrical transmission service provider for southwestern Ontario. It owns and operates transmissions systems that enable the development and connection of renewable energy generation in Ontario and improves the overall reliability, safety and cost-effectiveness of electricity transmission in the province.
- Chatham-Kent Hydro and Middlesex Power Distribution Corporation provide safe, reliable and efficient delivery of electricity from the transmission grid to their customers in Chatham-Kent, the Township of Strathroy-Caradoc and the Municipality of North Middlesex.
- Chatham-Kent Utility Services provides billing services for electricity and water customers of Chatham-Kent Hydro, Middlesex Power Distribution Corporation and the Public Utilities Commission (PUC). The company handles meter readings, call centre support for billing and account inquiries, and 24/7 automated access to account information and payment history for customers. It also provides efficient and environmentally-friendly data and IT services. Its Green Data Centre was one of the first publically available LEED-certified (Leadership in Energy and Environmental Design) Data Centres in Canada.

CKE is a leader in Ontario's implementation of Smart Meters. In 2005, the company undertook the largest Smart Meter pilot program in Ontario. It deployed 1,000 smart meters on a wireless network to transmit real-time interval usage data so that power can be billed accurately and properly whether it is used during peak or off-peak hours. CKE completed installation of Smart Meters throughout its service areas in the summer of 2011.

Vision and Operating Philosophy

CKE's corporate vision is to be a progressive electricity and energy services business that creates value for its customers, its communities and its shareholders. Every day, CKE strives to provide safe, reliable delivery of electricity and related energy services in an environmentally-responsible manner at competitive rates, to provide responsive service at cost levels that delivery reasonable financial benefits to its shareholders, and to enhance economic development within the communities it serves. The organization is committed to pursuing growth opportunities within and beyond its current municipal boundaries to increase the value of its shareholders' investments and to enhance CKE's ability to maintain and grow a strong presence in the Ontario market.



As an organization, CKE is committed to an operating philosophy that adheres to the following values and principles:

- o **Honesty and Integrity:** *Being truthful, courageous, fair and accountable for our actions.*
- **Empowerment:** Giving employees the authority and accountability to perform their jobs and to achieve the goals of the organization.
- **Customer Service:** Actively communicating with customers and providing services that meet their needs.
- **Innovation:** Constantly pursuing new ways to improve the delivery and the value of the services we provide.
- **Teamwork:** Working willingly together to achieve a common goal for the benefit of our customers, our communities and our organization.
- Excellence: Maintaining high performance standards by providing employees with opportunities to grow their skills and the resources to excel in everything they do.
- o **Respect:** Showing consideration for the opinions, values, beliefs and dignity of others.
- **Enthusiasm:** Working together with a positive, healthy, fun approach that creates enthusiasm to accomplish great things.