



Energizing Our Community

Telephone: (705) 326-7315
Fax: (705) 326-0800

May 30, 2012

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

Dear Ms. Walli:

RE: Application under Section 86(1)(b) of Ontario Energy Board Act, 1998

Orillia Power Distribution Corporation is submitting an application under Section 86(1)(b) of the Act to request leave to sell certain distribution assets to Loblaw Companies Limited. The following documents are enclosed:

1. Completed Application Form
2. Letter of consent to the transfer of assets provided by Loblaw Companies Limited

An electronic copy of the application will be submitted through the OEB e-Filing Services. Two hard copies will be sent by courier.

We would be pleased to provide any further information that you may require relative to this application.

Sincerely,

Pauline Welsh
Regulatory Officer
Orillia Power Distribution Corporation

Ontario Energy Board
Commission de l'énergie de l'Ontario



Application Form for Applications under Section 86(1)(b) of the *Ontario Energy Board Act, 1998*

Application Instructions

1. Purpose of this Form

This form is to be used by parties applying under section 86(1)(b) of the *Ontario Energy Board Act, 1998* (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.

2. Completion Instructions

This form is in a writeable PDF format. The applicant may, however, complete responses on additional pages if the space provided is not sufficient. The applicant must either:

- type answers to all questions, print two copies and sign both copies; or
- print a copy of the form, clearly print answers to all questions, make a copy and sign both copies.

Please send both copies of the completed form and two copies of any attachments to:

Board Secretary
Ontario Energy Board
P.O. Box 2319
2300 Yonge Street, 27th Floor
Toronto, ON M4P 1E4

If you have any questions regarding the completion of this application, please contact the Market Operations Hotline by telephone at 416-440-7604 or 1-888-632-6273 or e-mail at market.operations@oeb.gov.on.ca.

The Board's "Performance Standards for Processing Applications" are indicated on the "Corporate Information and Reports" section of the Board's website at www.oeb.gov.on.ca. Applicants are encouraged to consider the timelines required to process applications to avoid submitting applications too late. If the submitted application is incomplete, it may be returned by the Board or there may be a delay in processing the application.

Ontario Energy
Board
P.O. Box 2319
2300 Yonge Street
27th Floor
Toronto ON M4P 1E4
Telephone: 1-888-632-6273
Facsimile: (416) 440-7656

Commission de l'énergie
l'Ontario
C.P. 2319
2300, rue Yonge
27^e étage
Toronto ON M4P 1E4
Téléphone: 1-888-632-6273
Télécopieur: (416) 440-7656



Application Form for Applications under Section 86(1)(b) of the *Ontario Energy Board Act, 1998*

For Office Use Only	
Application Number	EB -
Date Received	

PART I: IDENTIFICATION OF PARTIES

1.1 Name of Applicant

Legal name of the applicant: Orillia Power Distribution Corporation

Name of Primary Contact:

Mr. <input checked="" type="radio"/>	Mrs. <input type="radio"/>	Last Name	First Name	Initial
Miss <input type="radio"/>	Ms. <input type="radio"/>	McAllister	Keith	
Other <input type="radio"/>		Title/Position		
		President and CEO		

Address of Head Office:

City	Province/State	Country	Postal/Zip Code
Orillia	ON	Canada	L3V 6J9
Phone Number	Fax Number	E-mail Address	
(705) 326-7315	(705) 326-0800	kmcallister@oriliapower.ca	

1.2 Other Party to the Transaction (if more than one attach a list)

Name of the other party: Loblaw Companies Ltd.

Name of Primary Contact:

Mr. <input checked="" type="radio"/>	Mrs. <input type="radio"/>	Last Name	First Name	Initial
Miss <input type="radio"/>	Ms. <input type="radio"/>	Schembri	Mark	
Other <input type="radio"/>		Title/Position		
		VP, National Maintenance/Supermarket Engineering		

Address of Head Office:

City	Province/State	Country	Postal/Zip Code
Brampton	Ontario	Canada	L6Y 5S5
Phone Number	Fax Number	E-mail Address	
905-459-2500	N/A	mark.schembri@loblaw.ca	

1.3 If the proposed recipient is not a licensed distributor or transmitter, is it a distributor or transmitter that is exempted from the requirement to hold a distribution or transmission licence?

- ☒ Yes
☐ No

PART II: DESCRIPTION OF ASSETS TO BE TRANSFERRED

2.1 Please provide a description of the assets that are the subject of the proposed transaction.

Assets to be conveyed to Loblaw Companies Ltd., Customer - Zehrs Orillia - 289 Coldwater Rd.:
- Meter Cabinet
- Test Block
- Wiring & Cabling
- 3 Current Transformers
- 3 Voltage Transformers

2.2 Please indicate where the assets are located - whether in the applicant's service area or in the proposed recipient's service area (if applicable). Please include a map of the location.

Please see attached map "289 Coldwater Road Orillia.pdf"

2.3 Are the assets surplus to the applicant's needs?

☐ Yes

☒ No

If yes, please indicate why the assets are surplus and when they became surplus.

2.4 Are the assets useful to the proposed recipient or any other party in serving the public?

☒ Yes

☐ No

If yes, please indicate why.

Loblaw can use the assets for wholesale metering as a IESO market participant.

2.5 Please identify which utility's customers are currently served by the assets.

The assets are only serving Loblaw Companies Ltd. and after conveyance will continue to serve only Loblaw Companies Ltd.

2.6 Please identify which utility's customers will be served by the assets after the transaction and into the foreseeable future.

The assets are only serving Loblaw Companies Ltd. and after conveyance and into the foreseeable future will continue to serve only Loblaw Companies Ltd.

PART III: DESCRIPTION OF THE PROPOSED TRANSACTION

3.1 Will the proposed transaction be a sale, lease or other?

- ☒ Sale
☐ Lease
☐ Other

If other, please specify. _____

3.2 Please attach the details of the consideration (e.g. cash, assets, shares) to be given and received by each of the parties to the proposed transaction.

3.3 Would the proposed transfer impact any other parties (e.g. joint users of poles) including any agreements with third parties?

- ☐ Yes
☒ No

If yes, please explain how.

3.4 Would the proposed transfer impact distribution or transmission rates of the applicant?

- ☐ Yes
☒ No

If yes, please explain how.

3.5 Will the transaction adversely affect the safety, reliability, quality of service, operational flexibility or economic efficiency of the applicant or the proposed recipient?

- ☐ Yes
☒ No

If yes, please explain how.

PART IV: WRITTEN CONSENT/JOINT AGREEMENT

- 4.1 Please provide the proposed recipient's written consent to the transfer of the assets by attaching:
- a) a letter from the proposed recipient consenting to the transfer of the assets;
 - b) a letter or proposed sale agreement jointly signed by the applicant and the proposed recipient agreeing to the transfer of the assets; or
 - c) the proposed recipient's signature on the application.

PART V: REQUEST FOR NO HEARING

- 5.1 Does the applicant request that the application be determined by the Board without a hearing? If yes, please provide:
- a) an explanation as to how no person, other than the applicant or licence holder, will be adversely affected in a material way by the outcome of the proceeding; and
 - b) the proposed recipient's written consent to dispose of the application without a hearing.

Orillia Power Distribution Corporation and the customer requests that the application be determined by the board without a hearing. The customer has provided written consent to dispose of the application without a hearing. (Refer to Loblaw Letter of Consent attachment). The transfer of ownership will not affect any other customers as there will be no change to the operation of the feeder and therefore no change in service.

PART VI: OTHER INFORMATION

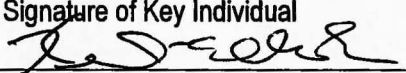
- 6.1 Please provide the Board with any other information that is relevant to the application. When providing this additional information, please have due regard to the Board's objectives in relation to electricity.

The transfer of assets from Orillia Power Distribution Corporation to the customer allows the customer to register in the IESO-administered market for energy settlement. Orillia Power Distribution Corporation will continue to use these metering assets in addition to other customer-supplied metering equipment to meter and settle with the customer.

PART VII : CERTIFICATION AND ACKNOWLEDGMENT

7.1 Certification and Acknowledgment

I certify that the information contained in this application and in documents provided are true and accurate.

Signature of Key Individual 	Print Name of Key Individual Keith McAllister	Title/Position President and CEO
	Date May 30, 2012	Company Orillia Power Distribution Corp.

(Must be signed by a key individual. A key individual is one that is responsible for executing the following functions for the applicant: matters related to regulatory requirements and conduct, financial matters and technical matters. These key individuals may include the Chief Executive Officer, the Chief Financial Officer, other officers, directors or proprietors.)

May 8, 2012

Ontario Energy Board
P.O. Box 2319
2300 Yonge Street
27th Floor
Toronto, ON M4P 1E4

Attention: Board Secretary

Re: Application Form for Applications under Section 86(1)(b) of the *Ontario Energy Board Act, 1998*

As requested within the Application Form for Applications under Section 86(1)(b), Loblaw Companies Ltd. consent to the transfer of metering assets from Orillia Power Distribution Corporation.

Loblaw Companies Ltd. consent to the following metering assets at Zehrs Orillia – 289 Coldwater Rd. being transferred to Loblaw Companies Ltd. for the sum of \$1.00+HST:

- Test Block
- Wiring & Cabling
- 3 Current Transformers
- 3 Voltage Transformers

Loblaw requests that this Application be determined by the Board without a hearing.

Yours truly,

Loblaw Companies Limited



Mark Schembri
VP, National Maintenance – Supermarket Engineering

cc: Orillia Power Corporation