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VIA EMAIL AND COURIER

October 26, 2012

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

Dear Ms. Walli:

**Re: RES Canada Transmission LP;
Electricity Transmission Licence;
Board File No: EB-2011-0282**

We are writing to advise the Ontario Energy Board ("**OEB**" or "**Board**") about a restructuring transaction involving RES Canada Transmission LP ("**RES Transmission**").

RES Transmission holds Electricity Transmission Licence EB-2011-0282, issued for the initial purpose of permitting RES Transmission to participate as a registered transmitter in Board proceeding EB-2011-0140 to designate a developer for the East-West Tie Line. Currently, RES Transmission does not own or operate any electricity transmission assets in Ontario and is not a "transmitter" within the meaning of the *Ontario Energy Board Act, 1998*. Accordingly, RES Transmission's licence is not and will not be effective until RES Transmission is designated as a developer of transmission assets in Ontario pursuant to a Board designation process or RES Transmission applies to amend Schedule 1 of its licence to specify the facilities to be owned and/or operated by it, whichever is earlier.

At the time of the transmission licence application, Renewable Energy Systems Canada Inc. ("**RES Canada**") held a 99% limited partner interest in RES Transmission; the remaining 1% interest was held by RES Transmission's general partner, RES Canada Transmission GP Inc. ("**RES Canada GP**"). Effective October 26, 2012, however, MEHC Transmission Canada Limited Partnership ("**MTC**") acquired an approximate 49.99% interest in RES Transmission through the subscription of partnership units. In the result,

now RES Canada and MTC each hold an equal interest (approximately 49.99%) as a limited partner in RES Transmission. RES Canada GP continues to hold the remaining approximate 0.01% interest as RES Transmission's general partner. Renewable Energy Systems Quebec Inc. and MTC Canada Transmission GP Corporation each hold a 50% interest in RES Canada GP.

MTC is an affiliate of MidAmerican Transmission, LLC ("**MAT**") which is, in turn, a wholly-owned subsidiary of MidAmerican Energy Holdings Company ("**MidAmerican**") based in Des Moines, Iowa. MidAmerican is a global leader in the production, transportation and delivery of energy from a variety of fuel sources, including coal, natural gas, wind, hydro, nuclear, geothermal, solar and biomass. It supplies and distributes electricity and natural gas to over 7 million customers in the United States and the United Kingdom. It owns more than \$48 billion in generation assets with a total capacity of more than 22,000 MW and operates and maintains an extensive 18,000-mile, regulated electric transmission system in the United States, providing safe, reliable and cost-effective service to its customers.

Through MAT, MidAmerican is also engaged in the development of unregulated electric transmission facilities in organized and traditional markets in the United States and Canada, including participation in joint ventures with Prairie Wind Transmission and Electric Transmission Texas, a developer, owner and operator of independent transmission facilities in the state of Texas, including facilities that are part of the Competitive Renewable Energy Zone program connecting renewable generation with load centers.

Partnering with MidAmerican will significantly enhance the development, construction, operational and financial capabilities of RES Transmission in the context of the East-West Tie Line.

Yours very truly,

(signed) Helen T. Newland

HTN/ko

cc: Adrian Pye