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Delivered by Email & Regular Mail

Ms. Kirsten Walli
Board Secretary
Ontario Energy Board
2300 Yonge Street
Suite 2701
Toronto, ON M4P 1E4

Dear Ms. Walli:

**Re: Norfolk Power Distribution Inc. 2013 IRM Application
OEB File No.: EB-2012-0151**

We are counsel to Norfolk Power Distribution Inc. ("Norfolk"). On October 12, 2012 Norfolk filed an IRM application with the Board for 2013 distribution rates. The Board may be aware that last fall Norfolk and Norfolk County, its sole municipal shareholder, commenced a Request for Proposals process towards the possible sale or lease of the distribution utility. While this RFP process continues, at this time our expectation is that a transaction will be announced very soon.

The contemplated transaction will have favourable rate impacts for Norfolk's distribution customers. Accordingly Norfolk is withdrawing its IRM application currently before the Board since any Order implementing new distribution rates for 2013 will have a material adverse impact on Norfolk's customers in light of the pending transaction.

Our expectation is that Norfolk and the transaction party will address Norfolk's 2013 distribution rates at the time of the MAADs application. Therefore, Norfolk requests that the Board declare its existing distribution rates interim until the new distribution rate application accompanying the MAADs application has been filed and ultimately determined by the Board.

As the Board will appreciate, Norfolk's Request for Proposals has been, and remains, a competitive and confidential process dealing with highly sensitive commercial information. At this time we are unable to provide the Board with any further details but trust that

the information contained in this correspondence is sufficient to allow the Board to declare Norfolk's existing rates interim.

Thank you for your assistance in this matter.

Yours truly,

BORDEN LADNER GERVAIS LLP

original signed by Mark Rodger

J. Mark Rodger
Incorporated Partner*

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copy to:

Jody McEachran, Norfolk Power Distribution Inc.
Al Hays, Chair, Norfolk Power Inc.
Dennis Travale, Mayor, Norfolk County
Jennifer Lea, counsel, Ontario Energy Board
Ted Antonopoulos, Ontario Energy Board
Pascale Duguay, Ontario Energy Board

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