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Susan Frank

Vice President and Chief Regulatory Officer
Regulatory Affairs



BY COURIER

July 11, 2013

Ms. Kirsten Walli
Board Secretary
Ontario Energy Board
Suite 2700,
2300 Yonge Street
Toronto, ON
M4P 1E4

Dear Ms. Walli:

EB-2013-0187 – Application by Norfolk Power Distribution Inc. for leave to dispose of its distribution system to Hydro One Networks Inc.

EB-2013-0196 – Application by Hydro One Inc. for leave to purchase all of the issued and outstanding shares of Norfolk Power Inc.

EB-2013-0198 – Application by Hydro One Networks Inc. seeking to include a rate rider in the 2013 OEB-approved rate schedule of Norfolk Power Distribution Inc. to give effect to a 1% reduction relative to 2012 base electricity delivery rates

Hydro One Networks Inc.'s Confidential Filing of Exhibit A Tab 3 Schedule 1 Attachment 6

I am writing to the Board in response to Procedural Order No. 1 requesting that the Applicants provide specific reasons for the redactions associated with the Share Purchase Agreement ("SPA") filed as Exhibit A, Tab 3, Schedule 1 to the above application.

Both Hydro One Networks Inc. ("Hydro One") and Norfolk Power Distribution Inc. ("NPDI") have areas of the SPA they believe should be redacted. This letter addresses the redactions sought by Hydro One. Hydro One had followed the principles set forth in Appendices A and B of the OEB's *Practice Direction on Confidential Filings* in requesting confidentiality on parts of the application. The specific reasons for Hydro One's redactions to parts of the SPA are outlined below:

Appendix	Redacted Item	Reason for Redaction
3.1 (L)	Pages 2 and 3: Homeowners names and addresses	The information redacted contains personal information of a person who is not a party to the proceeding ¹
3.1(N)	Page 1 & 5 – Employment Contract information	The information redacted contains personal employment record information of employees ² .
3.1(O)	1 st bullet	The information redacted contains personal information of a person who is not a party to the proceeding ¹ .
3.1 (R)	Employee leave and complaint information	Contains personal employee and litigation information, which could identify the individual through their job title or date ² .
3.1 (V)	CRA Account Numbers	Contains information from a tax return or information gathered for the purpose of determining tax liability or collections a tax ² .
3.1 (X)	Permitted Encumbrances	Contains information on financing agreements between NPDI and third parties ^{2, 3}
3.1 (AA)	Bank Account signing authorities	Contains financial material that is consistently treated in the business community as confidential ³ .
5.2	1 st bullet of Permitted Dispositions	The information redacted contains personal information of a person who is not a party to the proceeding ¹ .

In addition, Hydro One does not believe that the redacted information contained in the information listed above is relevant to the Decisions required in this application.

NPDI will provide, under separate cover, rationale for redacting other information contained in the SPA.

Sincerely,

ORIGINAL SIGNED BY SUSAN FRANK

Susan Frank

¹ Per Rule 9A.01 of the Board's *Rules of Practice and Procedure*

² Appendix B of the Board's *Practice Direction on Confidential Filings*

³ Appendix A of the Board's *Practice Direction on Confidential Filings*