

IN THE MATTER OF the *Ontario Energy Board Act, 1998*,
S.O. 1998, c. 15, (Schedule B);

AND IN THE MATTER OF an application by Hydro One Inc. for leave to purchase
all of the issued and outstanding shares of Norfolk Power Inc. under
section 86(2)(b) of the *Ontario Energy Board Act, 1998*.

AND IN THE MATTER OF an application by Norfolk Power Distribution Inc.
for leave to dispose of its distribution system to Hydro One Networks Inc.
under 86(1)(a) of the *Ontario Energy Board Act, 1998*.

AND IN THE MATTER OF an application by Hydro One Networks Inc. seeking
to include a rate rider in the 2013 Ontario Energy Board approved rate
schedule of Norfolk Power Distribution Inc. to give effect to a 1% reduction relative
to 2012 base electricity delivery rates (exclusive of rate riders)
under section 78 of the *Ontario Energy Board Act, 1998*.

DECLARATION AND UNDERTAKING

I, Giuseppe (Joe) Barile, am counsel of record for Essex Powerlines Corporation.

DECLARATION

I declare that:

1. I have read the Rules of Practice and Procedure of the Ontario Energy Board (the "Board") and all Orders of the Board that relate to this proceeding.
2. I am not a director or employee of a party (Essex Powerlines Corporation) to this proceeding for which I act or of any other person known by me to be a party in the proceeding.
3. I understand that this Declaration and Undertaking applies to all information that I receive in this proceeding and that has been designated by the Board as confidential and to all documents and materials that contain or refer to that confidential information ("Confidential Information").
4. I understand that execution of this Declaration and Undertaking is a condition of an Order of the Board, that the Board may apply to the Superior Court of Justice for an order directing me not to contravene that Order, and that the court may make that order or such other order as the court considers just.

UNDERTAKING

I undertake:

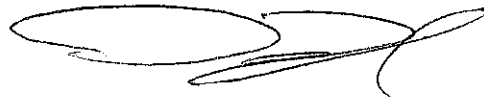
1. That I will use Confidential Information exclusively for duties performed in respect of this proceeding.
2. That I will not divulge Confidential Information except to a person granted access to such Confidential Information or to the Board.
3. That I will not reproduce, in any manner, Confidential Information without the prior written approval of the Board. For this purpose, reproducing Confidential Information includes scanning paper copies of Confidential Information, copying the Confidential Information onto a diskette or other machine-readable media and saving the Confidential Information onto a computer system.
4. That I will protect Confidential Information from unauthorized access.
5. That I will, promptly following the end of this proceeding or within 10 days after the end of my participation in this proceeding:
 - (a) return to the Board Secretary, under the direction of the Board Secretary, all documents and materials in all media containing Confidential Information, including notes, charts, memoranda, transcripts and submissions based on such Confidential Information; or
 - (b) destroy such documents and materials and file with the Board Secretary a certification of destruction in the form prescribed by the Board pertaining to the destroyed documents and materials.

For this purpose, the end of this proceeding is the date on which the period for filing a review or appeal of the Board's final order in this proceeding expires or, if a review or appeal is filed, upon issuance of a final decision on the review or appeal from which no further review or appeal can or has been taken.

6. That I will inform the Board Secretary immediately of any changes in the facts referred to in this Declaration and Undertaking.

Dated at the Town of Oldcastle this 6th day of August, 2013.

Signature:



Name: Giuseppe Barile

Company/Firm: Essex Power Corporation

Address: 2199 Blackacre Dr., Suite 200

Telephone: 226-252-6258

Fax: 1-866-291-5317

E-mail: jbarile@essexpower.ca