

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

AND IN THE MATTER OF the 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 section 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, Dennis M. O'Leary, counsel for Essex Powerlines Corporation, Niagara-on-the-Lake
Hydro Inc. and Bluewater Power Distribution 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 to this proceeding for which I act or of
any other person known by me to be a party in this 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 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 to enforce it.

UNDERTAKING

I undertake that:

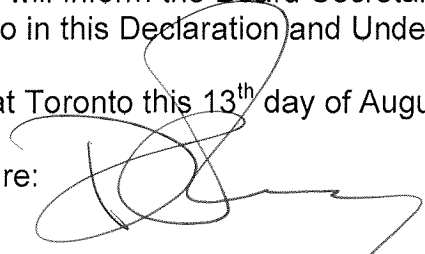
1. I will use Confidential Information exclusively for duties performed in respect of this proceeding.
2. I will not divulge Confidential Information except to a person granted access to such Confidential Information or to the Board.
3. I will not reproduce, in any manner, Confidential Information without 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. I will protect Confidential Information from unauthorized access.
5. With respect to Confidential Information other than in electronic media, 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.
6. With respect to Confidential Information in electronic media, I will:
 - (a) promptly following the end of this proceeding or within 10 days after the end of my participation in this proceeding, expunge all documents and materials containing Confidential Information, including notes, charts, memoranda, transcripts and submissions based on such Confidential Information, from all electronic apparatus and data storage media under my direction or control and file with the Board Secretary a certificate of destruction in the form prescribed by the Board pertaining to the expunged documents and materials; and
 - (b) continue to abide by the terms of this Declaration and Undertaking in relation to any such documents and materials to the extent that they subsist in any electronic apparatus and data storage media under my

direction or control and cannot reasonably be expunged in a manner that ensures that they cannot be retrieved.

7. For the purposes of paragraphs 5 and 6, 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.
8. I will inform the Board Secretary immediately of any changes in the facts referred to in this Declaration and Undertaking.

Dated at Toronto this 13th day of August, 2013.

Signature:



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