

November 22, 2013

BY RESS & Courier

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

Dear Ms. Walli:

**Re: Union Gas Limited ("Union")
Thunder Bay Pipeline Project
Board File # EB-2012-0226\EB-2012-0227**

This letter is to update you on two minor changes to the running line of the pipeline, and inform you of an opportunity to optimize assets that became available which Union was able to implement on the Thunder Bay Project.

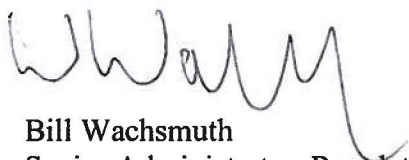
Union's original plan had been to open cut and remove and replace the existing pipeline in the same location in the area between Hutton Park Road and Paquette Road. A portion of this area contains an active beaver pond. In order to minimize the environmental impacts to this area Union abandoned the pipeline in place, and constructed the new pipeline away from the beaver pond adjacent to the existing pipeline easement. Union discussed this change with the directly affected landowner who had no concerns with the change and granted Union the necessary land rights to implement the change. A map showing the location of the pipeline is attached as Schedule 1.

Union's original plan was to construct the pipeline within existing road allowance along the East side of Belrose Road, between John Street road northerly up to the end of Belrose Road. In a few sections, along Belrose Road a five metre strip of land has been acquired by the City of Thunder Bay, to facilitate future road widening. Union was able to negotiate and acquire a five metre wide easement in the areas not previously acquired by the City to accommodate pipeline construction. A map showing the location of the pipelines attached as Schedule 2.

In our original application Union identified that the existing pipeline would be removed and a new pipe installed in the original location. Shaw Cablesystems approached Union about the possibility of using some of the abandoned facilities as a conduit for their facilities. The use of decommissioned pipelines is contemplated in Section 16 of the Model Franchise agreement. Union has transferred to Shaw Cablesystems approximately 1 kilometer of pipeline. The City of Thunder Bay is aware of this transfer and has no issues with the transfer. A map showing the location of the pipe transferred to Shaw Cablesystems is attached as Schedule 3.

If you have any questions or required additional information please contact Bill Wachsmuth at bwachsmuth@uniongas.com or 519-436-5457.

Sincerely,

A handwritten signature in dark ink, appearing to read 'W Wachsmuth', with a stylized, flowing script.

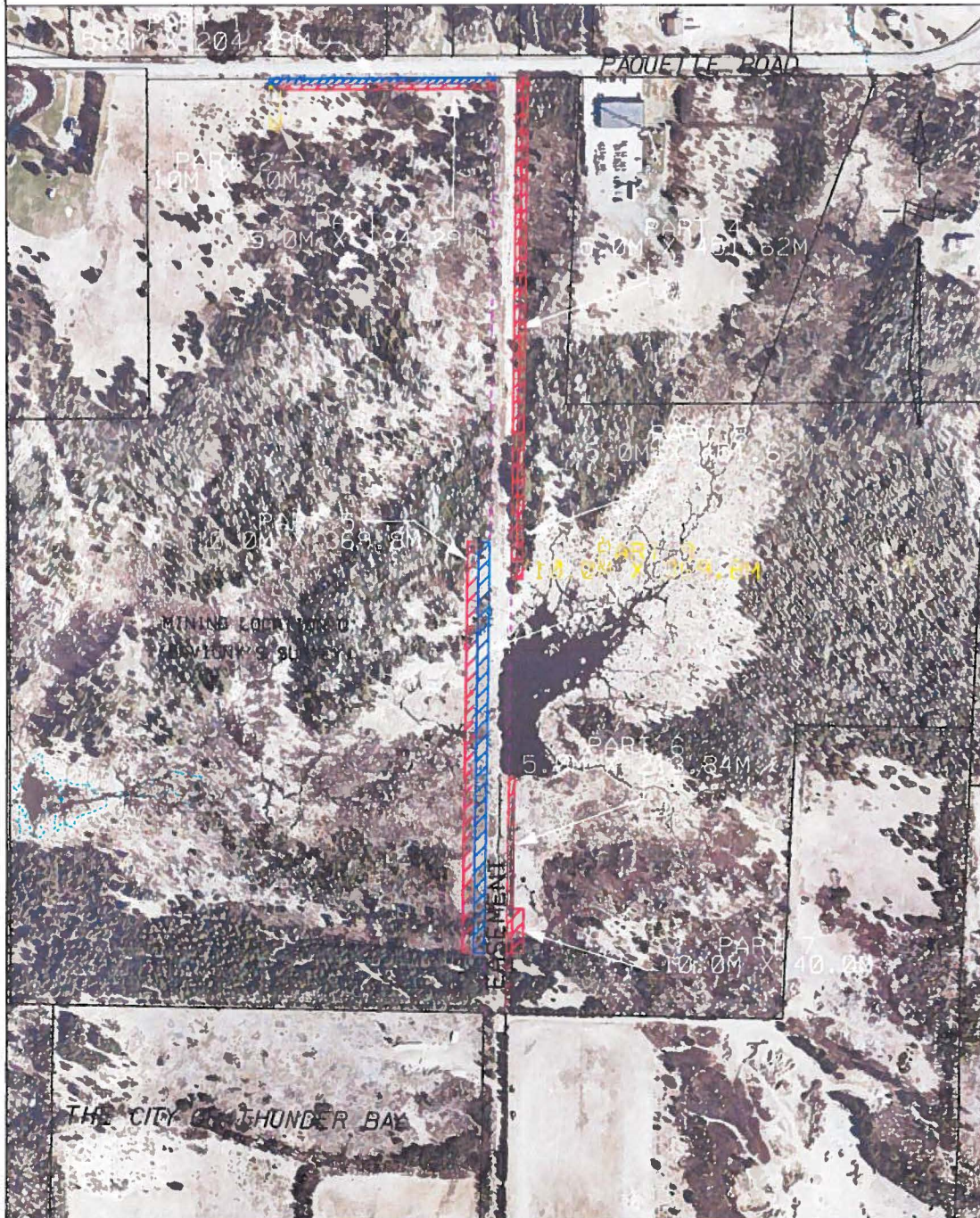
Bill Wachsmuth
Senior Administrator, Regulatory Projects
Encl.

cc: Pascale Duguay, Manager Facilities Applications
Zora Crnojacki, Project Advisor

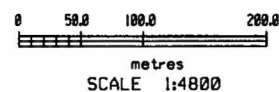
UNION GAS LIMITED

Schedule 1

Property Sketch
Showing Approximate Location of
Proposed Temporary and Permanent Pipeline Easement within
PT MINING LOCATION Q H.P SAVIGNY'S SURVEY MCINTYRE SRO AS IN TBR403368
EXCEPT PT 1 TO 3 55R11783; S/T DEBTS IN TBR403368; S/T PTA106443;
S/T PTA119819, TBR291987, TBR427776; THUNDER BAY S/T EASE IN CROSS
OVER PT 1 ON PL 55R9014 AS IN TY28722.



OWNER: WAKEFIELD, CATHERINE AGNES;



PART	APPROX. SIZE (metres)		APPROX. AREA		PART	APPROX. SIZE (metres)		APPROX. AREA	
	(width)	(length)	(hectares)	(acres)		(width)	(length)	(hectares)	(acres)
1 (PERM)	5.0	204.29	0.102	0.250	6 (TEMP)	5.0	213.84	0.106	0.264
2 (TEMP)	10.0	40.0	0.040	0.098	7 (TEMP)	10.0	40.0	0.040	0.098
3 (TEMP)	5.0	194.29	0.097	0.240	8 (TEMP)	5.0	451.62	0.230	0.570
4 (TEMP)	5.0	451.62	0.230	0.570	9 (PERM)	10.0	369.80	0.37	0.91
5 (TEMP)	10.0	369.80	0.370	0.910					

PIN: 621800213

SCALE: 1:4800

*ALL DISTANCES ARE APPROXIMATE.

DATE: JUL. 22, 2013

