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MAY 28 2014

ONTARIO ENERGY BOARD



Ontario Energy
Board
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2300 Yonge Street
27th Floor
Toronto ON M4P 1E4
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Commission de l'énergie
l'Ontario
C.P. 2319
2300, rue Yonge
27^e étage
Toronto ON M4P 1E4
Téléphone: 1-888-632-6273
Télécopieur: (416) 440-7656

Application for an Electricity Generation Licence Feed-in Tariff Program

For Office Use Only	
Application Number	EB - 2014-0200
Date Received	May 28/14

1. Name to Appear on Licence

Legal name of the Applicant BluEarth Asset Management Inc.

Name to Appear on Licence: _____

☒ Indicate if same as above

Please note that if the name to appear on the licence is not the same as the legal name, the name on the licence must include the legal name of the applicant and the legal name must appear first. The "Name to Appear on Licence" will appear on the notice of application and on the licence.

2. Feed-in Tariff Program Contract and Notice to Proceed

Provide details regarding FIT contract with the OPA and Notice to Proceed

FIT Reference #: FIT - See attached Schedule "A"

Contract Date: _____

Date Notice to Proceed was received: _____

**Note: Your application cannot be processed until the OPA issues a Notice to Proceed for your project.
Please submit a copy of the Notice to Proceed with your application.**

3. Applicant's Business Information

☐ Sole Proprietor

☐ Partnership

☒ Corporation

☐ Other (describe) _____

Date of Formation: September 19, 2013

Contact Address (if RR, give Lot, Concession No. and Township)

200, 4723 1 Street SW

City

Calgary

Province/State

Alberta

Country

Canada

Postal/Zip Code

T2G 4Y8

Phone Number

403-668-1575

Fax Number

403-800-3021

E-mail Address

rob@bluearth.ca

4. Key Individuals

The individuals listed as key individuals must be the individuals that are responsible for executing the following functions for the applicant: matters related to regulatory requirements and conduct, financial matters, and technical matters. These key individuals may include the Chief Executive Officer, the Chief Financial Officer, other officers, directors, or proprietors. Identify at least two key individuals. (If the applicant has only one key individual in the organization, identify the one key individual.)

Name of Key Individual	Title/Position within Applicant's Business (or identify company if not the Applicant's Business)
James R. Pinter	Vice President, Technology & Engineering
Kathy Bolton	Vice President, Finance
Kelly Matheson-King	Vice President, Regulatory & Communications

5. Licence Primary Contact

(As a condition of the licence, the licensee shall designate a person who will act as a primary contact with the Board on matters related to the licence.)

Mr. ☒	Mrs. ☐	Last Name	First Name	Initial
Miss ☐	Ms. ☐	Guzzwell	Rob	
Other ☐		Position Held and Company Name if different from Name to Appear on Licence		
		Director, Operations		
Contact Address (if RR, give Lot, Concession No. and Township), or indicate as above in section 3 ☒				
City	Province/State	Country	Postal/Zip Code	
Phone Number	Fax Number	E-mail Address		

6. Primary Contact for this Application

☐ Indicate if same as in section 3. Proceed to section 7.

Mr. ☒	Mrs. ☐	Last Name	First Name	Initial
Miss ☐	Ms. ☐	Peacock	Rod	C
Other ☐		Position Held and Company Name if different from Name to Appear on Licence		
		Lead, Resource Assessment & GIS		
Contact Address (if RR, give Lot, Concession No. and Township), or indicate if same as above ☒				
City	Province/State	Country	Postal/Zip Code	
Phone Number	Fax Number	E-mail Address		

7. Generation Facilities

a) Describe the generation facility by providing the following information. If the applicant has more than one facility, provide the information on additional facilities as an attachment.

Generation Type: ☐ Biogas ☐ Biogas (On-Farm) ☐ Landfill Gas
☐ Renewable Bio-Mass ☐ Solar PV (Rooftop) ☐ Solar PV (Ground Mount)
☐ Wind (Off-Shore) ☒ Wind (On-Shore) ☐ Waterpower

Gross Nameplate Capacity _____ ☐ kW ☐ MW

Expected Commercial Operation Date _____

Facility Name and Address Applicant will be operating multiple facilities, both wind and solar.

Please see Schedule "A" attached

b) Does/will the applicant own and operate any of the following (check any that apply):

i) A distribution line that is used to distribute electricity within a generation facility described in section 7a) or from that facility to the distribution system of a Local Distribution Company?

- ☐ Yes, provide length of the distribution line in kilometres _____
☒ No

ii) A transmission line that is used to distribute electricity within a generation facility described in section 7a) or from that facility to the IESO-Controlled Grid?

- ☐ Yes, provide length of the transmission line in kilometres _____
☒ No

iii) A transformer station or distribution station that is used to transform the voltage of electricity at a generation facility described in section 7a), on a transmission line or on the distribution system of a Local Distribution Company?

- ☐ Yes
☒ No

c) Responsibilities of Applicant:

- ☐ Owner and Operator
☒ Operator (Please identify if you are leasing the facility and identify owner Please see Schedule "A")

☐ Owner only (Please identify lessee/operator _____)

If you are applying for only one of the two qualifications, please provide information on the status of the other qualification. The information should include confirmation as to whether or not the person or entity seeking the other qualification is licensed and if not, indicate when an application for the other qualification will be filed with the Board: The parties listed on Schedule "A" are licensed. Amendments requested for owner status only.

8. Connection

Provide details regarding connection of the generation facility. If the applicant has more than one facility, provide the information on additional facilities as an attachment.

a) Will the generation facility be connected to the Local Distribution Company?

- ☒ Yes, identify the Local Distribution Company and the connection point (i.e. feeder name, name of transformer station or distribution station to which the feeder is connected)

Hydro One Networks Inc.

☐ No

b) Will the generation facility be connected to a Host Facility?

- ☐ Yes, identify the Host Facility and the connection point (i.e. feeder name, name of Local Distribution Company or Transmitter serving Host Facility, name of feeder or circuit connecting Host Facility, name of transformer station or name of switching station, name of transformer or distribution station to which the feeder is connected)

☒ No

c) Will the generation facility be connected to a transmission system (the IESO-Controlled Grid)?

- ☒ Yes, identify the connection point (i.e. name of circuit, name of transformer or switching station)

Great Lakes Power Transmission

☐ No

If you have answered "No" to a), b) and c), please explain how you intend to connect the project.

9. Requirement to Give Notice

Is the applicant a distributor or transmitter, or an affiliate of a distributor or transmitter?

- ☐ Yes, the applicant may be required to give notice to the Board under section 80 of the *Ontario Energy Board Act, 1998* regarding the construction or acquisition of an interest in generation facilities by transmitters or distributors. The filing requirements for a notice under section 80 of the *Ontario Energy Board Act, 1998* are found on the Board's website at www.ontarioenergyboard.ca.

☒ No

Will the applicant acquire an interest in a distribution or transmission system in Ontario or construct a distribution system or transmission system?

- ☐ Yes, the applicant may be required to give notice to the Board under section 81 of the *Ontario Energy Board Act, 1998* regarding the construction or acquisition of an interest in transmission or distribution assets by generators. The filing requirements for a notice under section 81 of the *Ontario Energy Board Act, 1998* are found on the Board's website at www.ontarioenergyboard.ca.

☒ No

10. Licensing History

a) Has the applicant ever been licensed by the Ontario Energy Board? ☐ Yes ☒ No

If yes, please provide the licensed company name, licence number and address:

Licensed Company Name _____ Licence Number _____

Address _____

b) Has the applicant ever had an energy market related licence or registration in Ontario and/or other jurisdiction within North America refused, suspended, revoked or cancelled? ☐ Yes ☒ No

If yes, provide details: _____

11. Notice

AS REQUIRED BY THE *FREEDOM OF INFORMATION AND PROTECTION OF PRIVACY ACT*

The Board is authorized, under section 4.14 of the *Ontario Energy Board Act, 1998*, to collect personal information for the purpose of carrying out its duties and exercising its powers under the *Ontario Energy Board Act, 1998* or any other Act.

The information provided both on this form and attached to this form is being collected by the Board for the purpose of determining whether the applicant is qualified to receive the licence for which it is applying.

In order to verify the information on or attached to this form and/or determine whether the applicant is qualified to receive the licence for which it is applying, it may be necessary for the Board to collect additional information from some or all of the following sources: federal, provincial/state, or municipal governments; licensing bodies; law enforcement agencies; credit bureaus; and banks. Only information relevant to the application or the Board's determination of the application will be collected by the Board.

The public official who can answer questions about the collection of the information is:

Board Secretary
Ontario Energy Board
P.O Box 2319
2300 Yonge Street, 27th Floor
Toronto, ON M4P 1E4

Tel: 416-481-1967 or 1-888-632-6273

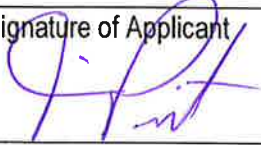
Applicants are reminded that the Board is subject to the *Freedom of Information and Protection of Privacy Act* ("FIPPA"). FIPPA addresses circumstances in which the Board may, upon request, be required to release information that is in its custody or under its control, and generally prohibits the Board from releasing personal information. "Personal Information" has the meaning given to it under FIPPA.

12. Certification and Acknowledgement of Other Market Conditions

I certify that the information contained in this application and in the documents provided to the Board are true and accurate.

I understand and acknowledge that, as a licensed electricity generator, I must provide information as the Board may require from time to time.

I understand and acknowledge that, as a licensed electricity generator, I must enter into agreements with the distributor or transmitter to whom my facilities are connected.

Print Name of Applicant BlueEarth Asset Management Inc. JIM PINTER	Signature of Applicant 	Date Signed 26 May 2014
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(Must be signed by one of the key individuals identified in section 4)