



Application for an Electricity Wholesaler Licence

Application Instructions

1. Purpose of this Form

This form is to be used to apply for a licence that would enable the applicant to purchase electricity or ancillary services in the Independent Electricity System Operator ("IESO") administered markets or directly from a generator, or to sell electricity or ancillary services through the IESO-administered markets or directly to another person, other than a consumer.

2. Completion Instructions

This form is in a writeable PDF format. The applicant must either:

- type answers to all questions, print two copies and sign both copies; or
- print a copy of the form, clearly print answers to all questions, make a copy and sign both copies.

Please send both copies of the completed form, checklist, and two copies of any attachments to:

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

If you have any questions regarding the completion of this application, please contact the Market Operations Hotline by telephone at 416-440-7604 or 1-888-632-6273 or e-mail at market.operations@ontarioenergyboard.ca.

Please note that the Board may require information that is additional or supplementary to the information filed in this form and that filing of the form does not preclude the applicant from filing additional or supplementary information.

The Board's "Performance Standards for Processing Applications" are indicated on the "Corporate Information and Reports" section of the Board's website at www.ontarioenergyboard.ca. Applicants are encouraged to consider the timelines required to process applications to avoid submitting applications too early or too late. Submitting applications too early without reasonable certainty of the proposed licensed activities will impede regulatory efficiency while submitting applications too late will leave the applicant to bear the risk of delayed commencement of licensed activities. If the submitted application is incomplete, it may be returned by the Board or there may be a delay in processing the application.

3. Application and Registration Fees

A non-refundable application fee is required to process your application. Please enclose a cheque or money order made payable to the ONTARIO ENERGY BOARD. The amount of the application fee is indicated on the "Apply for a Licence" page of the "Licences" section of the Board's website at www.ontarioenergyboard.ca.

If a licence is issued, the licensee will be required to pay an annual registration fee. Annual registration fee information is indicated on the "Apply for a Licence" page of the "Licences" section of the Board's website at www.ontarioenergyboard.ca.

4. Confidentiality

Sections 8 to 12 of this application will be treated as confidential. All other information filed as part of or in support of this application will be placed on the public record. Where the applicant objects to public disclosure of information contained in sections other than sections 8 to 12, the applicant must follow the procedure set out in the Board's Practice Direction on Confidential Filings.

5. Important Information

The applicant must make a copy of the non-confidential sections of the application available to any person who requests a copy of the application.

The issuance of an electricity wholesaler licence does not guarantee accreditation by the IESO or distributors.

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Ontario Energy
Board
P.O. Box 2319
2300 Yonge Street
27th Floor
Toronto ON M4P 1E4
Telephone: 1-888-632-6273
Facsimile: (416) 440-7656

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 Wholesaler Licence

For Office Use Only	
Application Number	EB - 2014-0371
Date Received	

1. The Applicant

Legal Name of the Applicant : New Gold Inc.

Name to Appear on Licence: New Gold Inc.

☒ Indicate if the name to appear on the licence is the same as the legal name.

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.

Date of formation or incorporation: January 31, 1980

2. Licence Primary Contact

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

Mr. <input checked="" type="radio"/>	Mrs. <input type="radio"/>	Last Name	First Name	Initial
Miss <input type="radio"/>	Ms. <input type="radio"/>	Cowan	Darcy	R
Other <input type="radio"/>		Title/Position		
		Infrastructure Area Lead		
		Company Name if different from Name to Appear on Licence		
		New Gold Inc. - Rainy River Project		
Licence Primary Contact Address:				
5967 Highway 11/71, P.O. Box 5				
City		Province/State	Country	Postal/Zip Code
Emo		ON	Canada	P0W 1E0
Phone Number		Fax Number	E-mail Address	
905.403.5053 / 807.482.2501		N/A	darcy.cowan@newgold.com	

If the above address is not in Ontario, the applicant must also provide contact information for service purposes in the province of Ontario. Wholesalers whose offices are not located in Ontario may provide the address of an agent as the address of service.

Mr. <input type="radio"/>	Mrs. <input type="radio"/>	Last Name	First Name	Initial
Miss <input type="radio"/>	Ms. <input type="radio"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Other <input type="radio"/>	<input type="text"/>	Title/Position/Company		
<input type="text"/>				
Address for Service in Ontario (if different than the Licence Primary Contact Address above)				
<input type="text"/>				
City		Province	Postal Code	
<input type="text"/>		ONTARIO	<input type="text"/>	
Phone Number		Fax Number	E-mail Address	
<input type="text"/>		<input type="text"/>	<input type="text"/>	

3. Application Primary Contact

☐ Indicate if same as above. If yes, proceed to section 4.

The primary contact for the licence application may be a person within the applicant's organization other than the licence primary contact noted above. An applicant may also choose to designate a consultant, lawyer, etc. to be the primary contact for the licence application. The Board will communicate with this person during the course of the application but with the licence primary contact after a licence is issued.

Mr. <input checked="" type="radio"/>	Mrs. <input type="radio"/>	Last Name	First Name	Initial
Miss <input type="radio"/>	Ms. <input type="radio"/>	Stoll	Scott	<input type="text"/>
Other <input type="radio"/>	<input type="text"/>	Title/Position		
		Legal Counsel		
		Company Name if different from Name to Appear on Licence		
		Aird & Berlis LLP		
Application Primary Contact Address:				
Brookfield Place, 181 Bay Street, Suite 1800, Box 754				
City		Province/State	Country	Postal/Zip Code
Toronto		Ontario	Canada	M5J 2T9
Phone Number		Fax Number	E-mail Address	
416.865.4703		416.863.1515	sstoll@airdberlis.com	

4. Type of Application

☒ New licence

☐ Renewal, please provide the licence number and expiry date of the existing licence

Licence Number: EW - Expiry Date:

5. Applicant's Licensing Status and History

- (a) Has the applicant, an affiliate of the applicant, or an associated entity (e.g., a partnership or limited partnership) ever been licensed by the Ontario Energy Board? (the *Business Corporations Act* definition for affiliate can be found at www.e-laws.gov.on.ca).

☐ Yes, provide details of current and expired licences in the table below.

☒ No, proceed to 5(b).

Licensee Name	Relation to the applicant (e.g., applicant itself, affiliate, partner...etc.)	Licence Number

- (b) Has the applicant, an affiliate of the applicant, or an associated entity (e.g., a partnership or limited partnership) ever undertaken energy sector activity in any other jurisdiction within North America?

☐ Yes, provide details of current and expired licences in the table below

☒ No

Licensee Name	Jurisdiction	Business Activity

6. 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)
Cowan, Darcy R.	Infrastructure Area Lead - Rainy River Project, New Gold Inc.
Ellis, Daryl	Director of Finance - Rainy River Project, New Gold Inc.
Goddard, Grant	General Manager - Rainy River Project, New Gold Inc.
Penny, Brian	EVP & Chief Financial Officer, New Gold Inc.

7. Intended Markets and Services

Please identify the applicant's intended markets and services. You may select as many as are applicable.

- ☒ To purchase electricity or ancillary services in the IESO-administered markets
- ☒ To purchase electricity or ancillary services directly from a generator
- ☒ To sell electricity or ancillary services in the IESO-administered markets
- ☐ To sell electricity or ancillary services to wholesalers
- ☐ To sell electricity or ancillary services to distributors (i.e., standard supply services)
- ☐ To sell electricity or ancillary services to electricity retailers
- ☐ To sell electricity or ancillary services to persons outside of the Ontario market
- ☐ To sell electricity to consumers, defined as a person who uses for the person's own consumption, electricity that the person did not generate. If the applicant selects this item, the applicant may require a retailer licence.
The application form can be found at www.ontarioenergyboard.ca.

Note that applicants who purchase or sell in the IESO-administered markets must comply with the Market Rules and meet the IESO's prudential requirement.

13. Notice

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 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

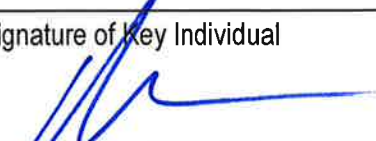
Applicants are reminded that the Board is subject to the *Freedom of Information and Protection of Privacy Act* ("FIPPA"). FIPPA addresses circumstances in which the Board may, upon request, be required to release information that is in its custody or under its control, and generally prohibits the Board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

14. Certification and Acknowledgment

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

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

Note: The issuance of an electricity wholesaler licence does not guarantee accreditation by the IESO or distributors.

Print Name of Key Individual DARCY COWAN	Signature of Key Individual 	Date NOVEMBER 2, 2004
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(Must be signed by one of the key individuals identified in section 6)