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September 23, 2015

BY COURIER AND EMAIL

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

Dear Ms. Walli:

**Re: INVISTA (Canada) Company
Request for Amendment of Schedule 1
Electricity Generation Licence: EG-2005-0467**

We are counsel to INVISTA (Canada) Company (the "Licensee").

The Licensee is requesting the Board amend Schedule 1 of its existing generation licence, EG-2005-0467 (see Tab 1), to include a third generating facility, the Maitland Site Generating Station #2 (the "Facility") which is to be located at the Licensee's facilities at 1400 County Road #2 East, Maitland. As such, we would request the following language be inserted into Schedule 1 following paragraph 2:

3. The ownership and operation of Maitland Site Generating Station #2 with an installed capacity of 7.9MW locate at 1400 County Road #2 East, Maitland, Ontario.

The Maitland Site is currently comprised of an industrial facility and the 50 MW generating station. Effective January 1, 2016, the existing generating station will no longer be available to support site operations pursuant to a new contract between the Licensee and the Independent Electricity System Operator ("IESO"). Therefore, the Licensee is in the process of constructing the Facility to meet the electricity and steam needs of the Maitland Site.

The Facility is a 7.9MW natural gas fuelled generating facility comprised of a single unit. It is designed to meet the electricity and steam needs of the Maitland Site and is the same size and fuel type as the generating station currently listed in paragraph #2 of the Schedule 1 of the License. The Licensee has entered into a contract, with the Independent Electricity System Operator ("IESO") called the Process and Systems Upgrades Initiatives – Project Incentive Contract in respect of the Facility. Accordingly, the Facility is to be a "behind the meter" installation and will not be exporting power to the local distribution system.

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The Licensee confirms that its existing information, such as contact information, corporate organization and key individuals, currently on record with the Board remains unchanged. The capital cost of the Facility is less than twenty million dollars which will be financed through the IESO agreement and the resources of the Licensee.

As the unit is planned to be in-service by December 2015, and the 50MW generating facility will not be available for the Maitland Site as of January 1, 2016, we would request the Board issue a decision in this matter by November 15, 2015.

Pursuant to section 21(4)(b) of the *Ontario Energy Board Act, 1998* (the "**Act**") this requested amendment will not adversely impact the interest of any third party the Board may proceed to issue the amendment without conducting a hearing.

If you have any questions or comments, please contact the undersigned at your convenience.

Yours very truly,

AIRD & BERLIS LLP



Scott Stoll

SAS/bm

Cc: Gary Poole

Attach

23879695.1

TAB 1



Electricity Generation Licence

EG-2005-0467

Invista (Canada) Company

Valid Until

November 3, 2025

Original signed by

Viive Sawler
Manager, Licensing and Performance Reporting
Ontario Energy Board
Date of Issuance: November 4, 2005
Date of Amendment: May 1, 2014

Ontario Energy Board
P.O. Box 2319
2300 Yonge Street
26th. Floor
Toronto, ON M4P 1E4

Commission de l'énergie de l'Ontario
C.P. 2319
2300, rue Yonge
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Toronto ON M4P 1E4

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1 Definitions

In this Licence:

“**Act**” means the *Ontario Energy Board Act, 1998*, S.O. 1998, c. 15, Schedule B;

“**Electricity Act**” means the *Electricity Act, 1998*, S.O. 1998, c. 15, Schedule A;

“**generation facility**” means a facility for generating electricity or providing ancillary services, other than ancillary services provided by a transmitter or distributor through the operation of a transmission or distribution system and includes any structures, equipment or other things used for that purpose;

“**Licensee**” means Invista (Canada) Company;

“**regulation**” means a regulation made under the Act or the Electricity Act;

2 Interpretation

- 2.1 In this Licence words and phrases shall have the meaning ascribed to them in the Act or the Electricity Act. Words or phrases importing the singular shall include the plural and vice versa. Headings are for convenience only and shall not affect the interpretation of this Licence. Any reference to a document or a provision of a document includes an amendment or supplement to, or a replacement of, that document or that provision of that document. In the computation of time under this Licence where there is a reference to a number of days between two events, they shall be counted by excluding the day on which the first event happens and including the day on which the second event happens. Where the time for doing an act expires on a holiday, the act may be done on the next day that is not a holiday.

3 Authorization

- 3.1 The Licensee is authorized, under Part V of the Act and subject to the terms and conditions set out in this licence:
- a) to generate electricity or provide ancillary services for sale through the IESO-administered markets or directly to another person subject to the conditions set out in this Licence. This Licence authorizes the Licensee only in respect of those facilities set out in Schedule 1;
 - b) to purchase electricity or ancillary services in the IESO-administered markets or directly from a generator subject to the conditions set out in this Licence; and
 - c) to sell electricity or ancillary services through the IESO-administered markets or directly to another person, other than a consumer, subject to the conditions set out in this Licence.

4 Obligation to Comply with Legislation, Regulations and Market Rules

- 4.1 The Licensee shall comply with all applicable provisions of the Act and the Electricity Act, and regulations under these acts, except where the Licensee has been exempted from such compliance by regulation.
- 4.2 The Licensee shall comply with all applicable Market Rules.

5 Obligation to Maintain System Integrity

- 5.1 Where the IESO has identified, pursuant to the conditions of its licence and the Market Rules, that it is necessary for purposes of maintaining the reliability and security of the IESO-controlled grid, for the Licensee to provide energy or ancillary services, the IESO may require the Licensee to enter into an agreement for the supply of energy or such services.
- 5.2 Where an agreement is entered into in accordance with paragraph 5.1, it shall comply with the applicable provisions of the Market Rules or such other conditions as the Board may consider reasonable. The agreement shall be subject to approval by the Board prior to its implementation. Unresolved disputes relating to the terms of the Agreement, the interpretation of the Agreement, or amendment of the Agreement, may be determined by the Board.

6 Restrictions on Certain Business Activities

- 6.1 Neither the Licensee, nor an affiliate of the Licensee shall acquire an interest in a transmission or distribution system in Ontario, construct a transmission or distribution system in Ontario or purchase shares of a corporation that owns a transmission or distribution system in Ontario except in accordance with section 81 of the Act.

7 Provision of Information to the Board

- 7.1 The Licensee shall maintain records of and provide, in the manner and form determined by the Board, such information as the Board may require from time to time.
- 7.2 Without limiting the generality of paragraph 7.1 the Licensee shall notify the Board of any material change in circumstances that adversely affects or is likely to adversely affect the business, operations or assets of the Licensee, as soon as practicable, but in any event no more than twenty (20) days past the date upon which such change occurs.

8 Term of Licence

- 8.1 This Licence shall take effect on November 4, 2005 and expire on November 3, 2025. The term of this Licence may be extended by the Board.

9 Fees and Assessments

- 9.1 The Licensee shall pay all fees charged and amounts assessed by the Board.

10 Communication

- 10.1 The Licensee shall designate a person that will act as a primary contact with the Board on matters related to this Licence. The Licensee shall notify the Board promptly should the contact details change.
- 10.2 All official communication relating to this Licence shall be in writing.
- 10.3 All written communication is to be regarded as having been given by the sender and received by the addressee:
- a) when delivered in person to the addressee by hand, by registered mail or by courier;
 - b) ten (10) business days after the date of posting if the communication is sent by regular mail; or
 - c) when received by facsimile transmission by the addressee, according to the sender's transmission report.

11 Copies of the Licence

- 11.1 The Licensee shall:
- a) make a copy of this Licence available for inspection by members of the public at its head office and regional offices during normal business hours; and
 - b) provide a copy of this Licence to any person who requests it. The Licensee may impose a fair and reasonable charge for the cost of providing copies.

SCHEDULE 1 LIST OF LICENSED GENERATION FACILITIES

The Licence authorizes the Licensee only in respect to the following:

1. The ownership and operation of Maitland Site Generating Station with an installed capacity of 50MW located at 1400 County Road #2, East Maitland, Ontario.
2. The ownership and operation of Kingston Site Generating Station with an installed capacity of 7.9 MW located at 455 Front Road, Kingston, Ontario.