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March 11, 2016

VIA RESS AND COURIER

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

Dear Ms. Walli:

Re: EB-2016-0050 - Hydro One Inc. Application dated March 10, 2016 for Leave to Purchase all Voting Securities of Great Lakes Power Transmission Inc.; Non-disclosure of Personal Information and Request for Confidential Treatment of Commercially Sensitive Information

We are counsel to Hydro One Inc. ("HOI") in respect of the above matter. On March 10th, 2016 HOI filed an application for approval to acquire all outstanding shares of Great Lakes Power Transmission Inc. (the "Application"). Attachment 2 to the Application contained a redacted copy of the Purchase Agreement in respect of this transaction. The redactions made were to preclude public disclosure of personal information and confidential and commercially sensitive information.

HOI is now filing an un-redacted version of the Purchase Agreement, marked as confidential, in accordance with the Board's *Practice Direction on Confidential Filings* dated October 13, 2011 and Rules 9A.01, 9A.02 and 10. The personal information found in the un-redacted version is delineated using square brackets and yellow highlighting. The confidential and commercially sensitive information is delineated using round brackets and green highlighting.

The identified personal information refers to persons who are not parties to the application. This information is protected from public disclosure under the *Freedom of Information and Protection of Privacy Act*. In accordance with Section 4.3.1 of the *Practice Direction* HOI seeks confirmation that this information will not be disclosed in this proceeding.

With respect to the request for confidential treatment of the identified commercially sensitive information, HOI's reasons are informed by discussions with Brookfield Infrastructure Holdings (Canada) Inc. and Great Lakes Power Transmission Inc. There are two general reasons for the confidentiality request. First, some of the identified information relates to unregulated entities who are not parties to the aspect of the transaction for which approval is being sought. Second, some of the identified information could interfere significantly with negotiations being carried out or expected to be carried out by Great Lakes Power Transmission Inc. on behalf of Great Lakes

Power Transmission Limited Partnership. (collectively "GLPT") and thereby could potentially cause harm to GLPT and ratepayers.

Specific justifications for the confidential treatment redactions are described in the following table:

Reference	Nature of the Information	Rationale for Proposed Redactions
Unregulated Entities Not Related to Approval Sought		
Sections 1.1.76, 1.1.92 and 9.6.2	This section identifies a counterparty to a commercial relationship with GLPT Holdings.	GLPT Holdings is an unregulated entity and is not a party to the aspect of the transaction for which approval is being sought.
Section 2.4.1(ii)	This section includes information relating to the commercial dealings of GLPT Holdings.	
Section 6.3.2	This section includes information relating to the commercial dealings of GLPT Holdings.	
Section 9.6.2	This section includes information relating to the commercial dealings of GLPT Holdings.	
Schedule 1.1.7	This schedule consists of the audited financial statements of GLPT Holdings.	
Schedule 1.1.26, Appendix A	This Appendix includes financial information relating to GLPT Holdings.	
Schedule 1.1.116	This schedule consists of unaudited financial statements for GLPT Holdings.	
Schedule 5.6	This schedule consists of information relating to the commercial dealings of GLPT Holdings, GLPT Holdings GP and GLPT Holdings II LP.	The referenced entities are unregulated and are not parties to the aspect of the transaction for which approval is being sought.
Schedule 9.6	This schedule includes information relating to the commercial dealings of BIH.	BIH is an unregulated entity and is not a party to the aspect of the transaction for which approval is being sought.

Interference With Negotiations		
Sections 1.1.32 and 9.13	These sections contain information relating to ongoing negotiations of certain land rights.	Disclosure could interfere significantly with negotiations being carried out or expected to be carried out by GLPT in relation to the negotiations of certain land rights, thereby causing potential harm to GLPT.
Schedule 5.13 – Issues with respect to Leases and Identified Easements	This portion of Schedule 5.13 contains information about land issues that have been identified.	Disclosure could interfere significantly with negotiations being carried out or expected to be carried out by GLPT in relation to the land issues, thereby causing potential harm to GLPT.
Schedule 5.21	This schedule contains information relating to ongoing permit negotiations.	Disclosure could interfere significantly with the permit negotiations being carried out by GLPT, thereby causing potential harm to GLPT.
Schedule 9.2, Item 2	This item contains information relating to ongoing or anticipated commercial negotiations.	Disclosure could interfere significantly with commercial negotiations being carried out or expected to be carried out by GLPT, thereby causing potential harm to GLPT.

This cover letter is being filed on RESS. The marked confidential un-redacted version of the Purchase Agreement will be sent to you by way of courier.

Kindly advise the undersigned should the Board have any questions or concerns with this request.

Yours very truly,

McCarthy Tétrault LLP

Gordon M. Nettleton
Counsel to Hydro One Inc.

GMN/mpf

Courier Enclosure Only - Purchase Agreement (Un-redacted, Confidential).
cc: Oded Hubert, Vice President Hydro One Networks Inc.