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June 1, 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 ("Hydro One") - Confidential Information Request Reply Submissions**

We are counsel to Hydro One Inc. in respect of the above-matter. This letter provides Hydro One's reply submission to those made regarding Hydro One's request for the treatment of confidential and commercially sensitive information found in the Purchase Agreement dated January 28, 2016.

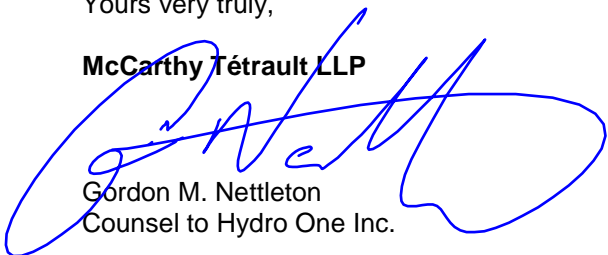
Board Staff is the only party to have provided submissions in this regard. Staff have questioned the need for confidential treatment of information contained in sections 6.3.2, 9.6.2 and Schedule 9.6 of the Purchase Agreement.

Upon review of Staff's submissions regarding section 6.3.2, Hydro One is prepared to publicly disclose the redacted content. Bond rating and minimum tangible asset requirements of the Purchase are not believed to be controversial. Hydro One's bond rating and asset valuation is publicly disseminated information.

Section 9.6.2 and Schedule 9.6 concern information regarding Brookfield Infrastructure Holdings (Canada) Inc. which is unregulated and not subject to OEB oversight. Furthermore, the information set out in Schedule 9.6 is financial information relating to a letter of credit that will expire and be replaced on the closing of transaction by a letter of credit obtained by Hydro One Inc. and 1937672 Ontario Inc. pursuant to Section 9.6 of the Purchase Agreement. As such, it does not form part of GLPT's operations post-closing and therefore is not relevant or material to the OEB's prospective consideration of the impact of the acquisition.

Yours very truly,

**McCarthy Tétrault LLP**



Gordon M. Nettleton  
Counsel to Hydro One Inc.

GMN/mpf