

# STIKEMAN ELLIOTT

Stikeman Elliott LLP Barristers & Solicitors

5300 Commerce Court West, 199 Bay Street, Toronto, Canada M5L 1B9  
Tel: (416) 869-5500 Fax: (416) 947-0866 www.stikeman.com

Patrick Corney  
Direct: 416-869-5668  
Fax: 416-947-0866  
E-mail: pcorney@stikeman.com

**BY EMAIL & COURIER**

July 19, 2016

Ontario Energy Board  
P.O. Box 2319  
27<sup>th</sup> Floor  
2300 Yonge St.  
Toronto, ON M4P 1E4  
Attention: Board Secretary

boardsec@ontarioenergyboard.com

Dear Sir/Madam

**Re: Renewal of Electricity Wholesaler Licence EW-2001-0061**

I am legal counsel to Noble Americas Gas & Power Corp. ("Noble").

On May 12, 2011 the Ontario Energy Board ("OEB") issued an Electricity Wholesaler Licence to Noble (Licence EW-2011-0061, the "Licence"). The term of the Licence ran until May 11, 2016.

Noble failed to renew the Licence before its expiry. However, in calendar 2016, Noble has not conducted any business for which the Licence would be required and has paid its Annual Registration Fee.

I enclose a copy of Noble's application for renewal of the Licence. The original signed application will follow shortly, along with a cheque in the amount of \$200.00 (CAD). The renewal package includes:

- Tab A: email correspondence with the OEB confirming that the 2016-2017 Annual Registration Fee for the Licence was paid on May 27, 2016;
- Tab B: an appendix setting out Noble's licencing status and history;
- Tab C: an appendix setting out Noble's corporate organization;

TORONTO

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LONDON

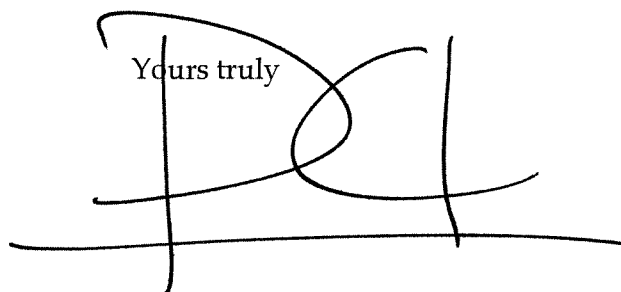
SYDNEY

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- Tab D: an appendix describing Noble's current business activities;
- Tab E: the financial statements for the past two years of Noble's ultimate parent company, Noble Group Limited<sup>1</sup>; and
- Tab F: the parental guarantee of Noble Group Limited.

Risks to Noble's business continuity and strategic planning ability increase the longer Noble is without the Licence. Noble therefore respectfully requests that the OEB (i) expedite Noble's application for renewal and (ii) grant an interim licence to Noble, effective until the License is renewed.

Should you have any questions regarding the foregoing, please contact me at (416) 869-5668.

Yours truly  


Patrick Corney

Encl.  
cc:  
Salvatore Penna, *Noble*  
Scott Wittenberg, *Noble*  
Jim Harbell, *Stikeman Elliott LLP*

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<sup>1</sup> Comprehensive financial information regarding Noble Group Limited, including annual reports and investor presentations, is available at:  
<http://www.thisisnoble.com/financial-information/financialinformations.html>

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<sup>e</sup> 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-
Date Received	

## 1. The Applicant

Legal Name of the Applicant : Noble Americas Gas & Power Corp.

Business Classification:

- Sole Proprietor
- Partnership
- Corporation
- Other (describe) \_\_\_\_\_

Date of formation or incorporation: July 8, 2009

Place of formation or incorporation:

Province/State Delaware

Country United States of America

If the applicant is an individual, the applicant must be at least 18 years old. If the applicant is an individual, is he or she at least 18 years old?

- Yes
- No
- Not Applicable - not an individual

Head Office or Business Address of Applicant

Four Stamford Plaza, 107 Elm St.

City	Province/State	Country	Postal/Zip Code
<u>Stamford</u>	<u>CT</u>	<u>United States of America</u>	<u>06902</u>

Phone Number	Toll Free (if available)	E-mail Address
<u>203 363 8022</u>		<u>Benjaminsutton@thisisnoble.com</u>

Website Address http://www.thisisnoble.com/

## 2. Application Type

New

Renewal, provide the licence number and expiry date of the current licence.

Licence Number EW-2011-0061

Expiry Date 11-May-16

## 3. Licence Primary Contact

The licensee shall designate a person who will act as primary contact with the OEB 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"/>	<u>Penna</u>	<u>Salvatore</u>	
Other <input type="radio"/>		Title/Position		
		<u>Global Chief Compliance Office</u>		
		Company Name		
		<u>Noble Americas Corp.</u>		
Licence Primary Contact Address:				
<u>Four Stamford Plaza, 107 Elm Street</u>				
City	Province/State	Country	Postal/Zip Code	
<u>STamford</u>	<u>CT</u>	<u>United States of America</u>	<u>06902</u>	
Phone Number	Toll Free (if available)	E-mail Address		
<u>203-326-8121</u>		<u>salvatorepenna@thisisnoble.com</u>		

## 4. Application Primary Contact

Indicate if same as above. Proceed to section 5.

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 OEB will communicate with this person during the course of the application review process 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"/>	<u>Harbell</u>	<u>Jim</u>	
Other <input type="radio"/>		Title/Position		
		<u>Partner</u>		
		Company Name		
		<u>Stikeman Elliott LLP</u>		

Application Primary Contact Address:

5300 Commerce Crt W

City	Province/State	Country	Postal/Zip Code
Toronto	Ontario	Canada	M5L 1B9
Phone Number	Toll Free (if available)	E-mail Address	
(416) 869-5690		jharbell@stikeman.com	

### 5. Trade Names

The electricity wholesaler licence authorizes the licensee to conduct business using the name under which the licence is held (i.e. the applicant's legal name). It also provides for the use of trade names by the licensee.

Does the applicant intend to use trade names?

- Yes, provide a list of trade names the applicant intends to use in the space provided below.
- No, proceed to section 6.


### 6. 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 OEB? (The *Business Corporations Act* definition for affiliate can be found at [www.e-laws.gov.on.ca](http://www.e-laws.gov.on.ca))

- Yes, provide details of current and expired licences in the table below.
- No, proceed to 6(b).

Licensee Name	Relation to the Applicant (e.g., applicant itself, affiliate, partner...etc.)	Licence Number
Noble Americas Gas & Power Corp	Itself	EW-2011-0061
Noble Americas Energy Solutions	Affiliate	EB-2002 -0471

(b) Does the applicant, an affiliate of the applicant, or an associated entity have any other application(s) before the OEB?

Yes, provide details in the table below.

No, proceed to 6(c).

Applicant Name	Relationship to this Applicant	Type of Application	OEB File Number

(c) Has the applicant, an affiliate of the applicant, or an associated entity ever undertaken energy sector activity in any other jurisdiction within North America?

Yes, provide details in the table below.

No

Company Name	Relation to the Applicant	Jurisdiction	Business Activity	Name of Licensing Body and Licence/Registration No. (if applicable)
Noble Americas Gas & Power Corp.	Itself	Please see attachment	Please see attachment	Please see attachment
Noble Americas Energy Solutions	Subsidiary	Please see attachment	Please see attachment	Please see attachment

## 7. Key Individuals

In the table below, identify the key individuals that are responsible for executing the following functions for the applicant: matters related to regulatory requirements and conduct, financial matters, and technical matters. Key individuals include the Chief Executive Officer, the Chief Financial Officer, other officers and directors, partners or proprietors.

Name of Key Individual	Title/Position within Applicant's Business (or identify company if not the Applicant's Business)
Benjamin Sutton	Head of North America Gas & Power Corp.
Salvatore Penna	Global Chief Compliance Officer

## 8. Intended Markets and Services

Identify the applicant's intended markets and services. Select any that apply.

- 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](http://www.ontarioenergyboard.ca).