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Delivered by RESS and Courier

Ms. Kirsten Walli
Board Secretary
Ontario Energy Board
2300 Yonge Street
26th Floor, Box 2319
Toronto, ON M4P 1E4

Dear Ms. Walli:

**Re: Enersource Hydro Mississauga Inc., Horizon Utilities Corporation,
PowerStream Inc. (collectively, the “Applicants”) – Application under
Section 86 of the *Ontario Energy Board Act, 1998***

Board File No. EB-2016-0025

We, together with Aird & Berlis LLP, are counsel to the Applicants in the above-captioned matter. On Friday, September 9, 2016, during Day 2 of the oral hearing in this proceeding, the OEB directed the Applicants to file a copy of the Strategic Plan referred to in the Draft Holdco Shareholders Agreement. We are writing to you with respect to the proposed treatment of that draft Strategic Plan.

As Mr. Basilio explained during cross-examination, the draft Strategic Plan, in its current form, has been prepared by management of the Applicants. It is not in a final form (even as a draft), and it has not been presented to the Applicants' shareholders. If management's draft Strategic Plan were to be made public in this proceeding at this time, then the prospective shareholders of LDC Co's holding company would be seeing it at the same time as the public. The Applicants are prepared to file management's current draft Strategic Plan (subject to redactions of items that are beyond the scope of this proceeding), but we respectfully suggest that it would not be appropriate to place the document on the public record until (at a minimum) the Applicants have had an opportunity to advise their shareholders and provide them with the management draft of the document. On Friday afternoon, we received a message from Mr. Shepherd, counsel to the School Energy Coalition, expressing a similar concern. While Mr. Shepherd advised that he believes that placing the draft Strategic Plan on the public record “makes sense”, he went on to observe that “However, I think it is reasonable that your shareholders should not see the Strategic Plan for the first time on the public record in this proceeding. That is, if nothing else, disrespectful, and could potentially get peoples' backs up.”

Mr. Shepherd advised that he “...would certainly support a proposal to have the Strategic Plan filed in confidence at the outset, with a deadline to have it put on the public record (e.g. next Friday), so that you have time to present it to the shareholders and warn them that it is going to be public.” We appreciate Mr. Shepherd's comments in this regard. However, while management is currently taking steps to advise the shareholders of the Panel's direction and to discuss the draft

with them, Mr. Shepherd's suggested deadline of this Friday, September 16th, will not provide adequate time for the Applicants' management to conclude those discussions.

We propose that the OEB set the deadline for the public filing of the document, with redactions of items that are beyond the scope of this proceeding, as Friday, September 23, 2016. To be clear, we propose the following for the OEB's approval:

- The draft Strategic Plan will be filed in confidence by Tuesday, September 13, 2016, and provided to those intervenor representatives who have executed the OEB's form of Declaration and Undertaking with respect to confidentiality. To date, those individuals include Messrs. Brett, Shepherd, Rubenstein, Stephenson and Janigan, and Ms. Girvan. We expect that certain items that are beyond the scope of this proceeding will be redacted from that version;
- A fully unredacted version of the draft, with scope redactions highlighted, will be provided to the OEB Panel by Tuesday, September 13, 2016, for their determination as to the appropriateness of the proposed scope redactions;
- Any cross-examination on the draft Strategic Plan will be conducted *in camera*; and
- The Applicants will file a public version of the draft Strategic Plan on the public record by Friday, September 23, 2016.

That proposed approach will provide management adequate time to notify the shareholders of the current state of the draft and the Board's intention to make it public, while enabling OEB staff and intervenors to publicly discuss the draft Strategic Plan in their oral submissions scheduled to be heard on Monday, September 26th.

We thank you for your consideration in this matter. With the OEB's approval of this approach, we will file the versions of the draft Strategic Plan discussed above by tomorrow.

Yours very truly,

BORDEN LADNER GERVAIS LLP

Per:

Original signed by James C. Sidlofsky

James C. Sidlofsky

Encls.

cc: G. DeJulio, Enersource
I. Butany-DeSouza, Horizon Utilities
C. Macdonald, PowerStream
F. Cass, Aird & Berlis LLP
Intervenors of Record