



Ontario Energy Board
Commission de l'Énergie de l'Ontario

**Application for Electricity
Distribution Licence**

Ontario Energy Board
2300 Yonge Street
P.O. Box 2319
Toronto, ON M4P 1E4
Telephone: 1-888-632-6273
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Commission de l'Énergie de l'Ontario
2300 rue Yonge
C.P. 2319
Toronto, ON M4P 1E4
Téléphone: 1-888-632-6273
Télécopieur: (416) 440-7656

Application Instructions

1. Purpose of this form

The purpose of this form is to collect information to determine whether the Applicant will be granted a licence to distribute electricity.

2. Structure of the Application Form

This form contains the following sections:

- A. General Information;
- B. Distribution Facilities Information;
- C. Supporting Information
- D. Notice and Consent and
- E. Acknowledgement

Note: The information in section C16 shall be kept confidential, with the exception of names and positions held of key individuals. All other information filed as part of this application will be considered public. Where the applicant objects to public disclosure of the information, the applicant must follow the Ontario Energy Board's approved Guidelines for Treatment of Filing made in Confidence, effective March 19, 2001.

3. Completion Instructions

PRINT CLEARLY or TYPE all information in BLACK. Please send two copies of the completed form and all attachments to:

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

4. Licence Fees:

A non-refundable application fee is required to process your application. Please enclose a cheque or money order made payable to the **ONTARIO ENERGY BOARD**.

Note: If a licence is issued, the Licensee will be required to pay an annual fee of \$800.00.

5. Important Information:

As a licenced Electricity Distributor, the licensee may be subject to additional obligations as required by the Independent Electricity System Operator (IESO) and as established under section 70 or section 78 of the Ontario Energy Board Act, 1998.

REMARQUE:

Ce document est disponible en français.

OEB App05A - July/05

For Office Use Only	
Application Number	
Date Received	

A. General Information

1. Type of application

New licence	<input checked="" type="checkbox"/>
Renewal	<input type="checkbox"/>
Amendment to an existing Licence	<input type="checkbox"/>

2. Ownership/Operation

Please indicate whether the Application is for:

- ☒ Ownership and Operation of a distribution system
- This application is being made in conjunction with a “MAADs” application to the OEB under s.86 of the *Ontario Energy Board Act, 1998*, as amended, for the relief necessary to effect the amalgamation of Enersource Hydro Mississauga Inc. (OEB Distributor Licence ED-2003-0017), Horizon Utilities Corporation (OEB Distributor Licence ED-2006-0031) and PowerStream Inc. (OEB Distributor Licence ED-2004-0420) and the purchase and subsequent amalgamation of Hydro One Brampton Networks Inc. (OEB Distributor Licence ED-2003-0038) into a single licensed, rate regulated electricity distributor that will serve over 950,000 customers. As part of the MAADs application, the four consolidating utilities are requesting that the OEB transfer their existing Distributor licences to the new, consolidated distributor (referred to at the time of filing the MAADs application and the current application as “LDC Co”).
- ☐ Ownership of a distribution system only. Please provide the name and licence no., if any, of the operator of the distribution system?
- ☐ Operation of a distribution system only. Please provide the name and licence no., if any, of the owner of the distribution system?

3. Applicant

Please provide the following information about the Applicant:			
Full Legal Name of Applicant LDC Co [Legal name to be determined]		Ontario Corporation Number, Canadian Corporation Number or Business Registration Number Within thirty days of receipt of MAADs Decision (EB-2016-0025)	Date of Formation or Incorporation Within thirty days of receipt of MAADs Decision (EB-2016-0025)
Business Address: 55 John St. N.			
City Hamilton	Province ON	Country Canada	Postal/Zip Code L8R 3M8
Phone Number 905-522-6611	FAX Number 905-522-0119	E-Mail Address (if applicable)	

4. Primary Contact for this Application

Please provide the following information about the Primary Contact for this Application:			
Mr. <input type="checkbox"/> Mrs. <input type="checkbox"/> Miss <input type="checkbox"/> Ms. <input type="checkbox"/> Other: _____	Last Name:	Full First Name:	Initial:
Position Held: Indy Butany-DeSouza VP, Regulatory Affairs 55 John St. North Hamilton ON L4B 3C8 905-317-4765			

	<p>Indy.butany@horizonutilities.com</p> <p>Gia DeJulio Director, Regulatory Affairs 2185 Derry Road West Mississauga, ON L5C 3K1 905-283-4098 gdejulio@enersource.com</p> <p>Colin Macdonald SVP Regulatory Affairs & Customer Service 161 Cityview Blvd Vaughan, ON L4H 0A9 905-532-4649 colin.macdonald@powerstream.ca</p>
--	---

Contact Address (if R.R., give Lot, Concession No. and Township)

SEE ABOVE

City	Province	Country	Postal/Zip Code
Phone Number	FAX Number	E-Mail Address (if applicable)	

5. Service Area

Please indicate the location (name of municipality or unorganized territory) of the Applicant's distribution facilities and provide a description of the extent (size, length, coverage) of the distribution facilities involved in this Application. This description will be used for the purpose of stating a service area in which the licensee would be authorized to distribute electricity:

The LDC Co service area will consist of the current service areas of Enersource Hydro Mississauga Inc. (“Enersource”, OEB Distributor Licence ED-2003-0017), Horizon Utilities Corporation (“Horizon Utilities”, OEB Distributor Licence ED-2006-0031), PowerStream Inc. (“PowerStream”, OEB Distributor Licence ED-2004-0420) and Hydro One Brampton Networks Inc. (“HOBNI”, OEB Distributor Licence ED-2003-0038). Those service areas are described in detail in each of the four Distributor Licences. For the OEB’s assistance, the following comments provide a general description of the service areas and the facilities involved in both this Application and the MAADs application: Maps of the four consolidating distributors’ service areas accompany this Application as Exhibit B, Attachments 5 (Enersource), 6 (Horizon Utilities), 7 (PowerStream) and 8 (HOBNI).

Enersource Service Area

Enersource owns and is responsible for the operation, maintenance and management of the assets associated with the distribution of electrical power in the City of Mississauga. Enersource serves approximately 201,000 customers.

Horizon Utilities Service Area

Horizon Utilities owns and is responsible for the operation, maintenance and management of the assets associated with the distribution of electrical power in the cities of Hamilton and St. Catharines. Horizon Utilities serves approximately 242,000 customers.

PowerStream Service Area

PowerStream owns and is responsible for the operation, maintenance and management of the assets associated with the distribution of electrical power in the municipalities of Alliston, Aurora, Barrie, Beeton, Bradford West Gwillimbury, Markham, Penetanguishene, Richmond Hill, Thornton, Tottenham and Vaughan, as well as Collingwood, Stayner, Creemore and Thornbury through its strategic partnership with Collus PowerStream Corp., a separately licensed distributor. PowerStream serves approximately 356,000 customers, plus an additional 16,000 customers in Collus PowerStream. This application does not include the Collus PowerStream service area, as that will remain separately licensed and is not part of the consolidation that is the subject of the MAADs application.

HOBNI Service Area

HOBNI owns and is responsible for the operation, maintenance and management of the assets associated with the distribution of electricity in the City of Brampton. HOBNI serves over 149,000 customers.

6. Facilities Use

Please indicate whether the distribution facilities are for exclusive use by the Applicant.

Yes

☒

No

☐

B. Distribution Facilities Information

7. Facilities Type

Please indicate whether the Applicant's Distribution facilities are:

☐ New assets to be constructed? Proposed In-service date: _____

If Applicant is to be the owner, please attach a statement explaining the financing arrangements.

☒ Existing assets presently owned and/or operated by the Applicant?

The assets are presently owned and operated by the four licensed electricity distributors that will be consolidating to form [LDC Co]. Those distributors are Enersource Hydro Mississauga Inc., Horizon Utilities Corporation, PowerStream Inc. and Hydro One Brampton Networks Inc. That consolidation is the subject of OEB File No. EB-2016-0025.

☒ Existing assets not presently owned and/or operated by the Applicant (ie to be purchased)?

If Applicant is to be the owner please indicate:

a) from whom assets will be purchased:

The distribution assets of HOBNI are to be purchased from Brampton Distribution Holdco Inc., which is owned by the Province of Ontario.

b) when application for sale has/will be filed with the Board?

The application for approval of the consolidation, which includes a request that the four existing Distributor Licences be transferred to LDC Co, was filed on April 15, 2016.

☐ Other (please describe):

8. Facilities Purpose

Please indicate the intended purpose(s) of the Applicant's distribution facilities:

- | | |
|-------------------------------------|--|
| <input checked="" type="checkbox"/> | To provide a connection between a generator and a transmission/distribution system. |
| <input checked="" type="checkbox"/> | To provide a connection between a transmission/distribution system and a load customer or customers. |
| <input checked="" type="checkbox"/> | To provide a connection between a generator and a load customer or customers. |
| <input checked="" type="checkbox"/> | To provide distribution services to the general public. |
| <input type="checkbox"/> | Other (please describe): |

9. Description of Facilities

Please describe the Applicant's distribution facilities indicating operating voltage(s) (kV), length of distribution line (km), number of substations and approximate total supply capacity (MW):

Enersource

Enersource is serviced by eleven Hydro One-owned transformer stations in the Mississauga service territory. Enersource is supplied from 361 distribution feeders: 36 in the North at 27.6 kV, 100 in the South at 4.16 kV, 137 in the West at 13.8 kV, and 88 in the East at 13.8kV.

Enersource owns and operates 66 municipal substations with combined transformation capacity of 1,424 MVA of which 137 MVA is provided at 4.16 kV, 1,250 MVA at 13.8 kV, and 40 MVA at 27.6 kV.

Power is distributed across 5,203 circuit-length-km of line (11,756 conductor-length-km); 3,404 circuit-length-km (6,339 conductor-length-km) of which are installed underground with the remainder 1,799 circuit-length-km (5,417 conductor-length-km) carried on 21,924 Enersource-owned poles.

About 19,975 distribution transformers are connected to the underground system, 3,854 of which are housed in vault rooms and 16,121 are surface mounted on pads. About 5,353 distribution transformers are mounted on wood and concrete and are connected to the overhead system.

Enersource also owns and maintains 1,300 vault rooms with metal-enclosed interrupter switches and fuses that are located inside customer premises. These switchgear assemblies are an integral part of the underground dual radial feeder system, whereby the building serviced can be switched from one feeder cable to the alternate supply feeder cable.

Horizon Utilities

Horizon Utilities is serviced by 14 Hydro One-owned transformer stations in the Hamilton service territory and four Hydro One-owned transformer stations in the St. Catharines service territory. Horizon Utilities is supplied from 298 distribution feeders: 23 at 27.6 kV, and 275 at 13.8kV.

Horizon Utilities owns and operates 25 municipal substations.

Power is distributed across 3,512 circuit-length-km of line; 1,986 circuit-length-km of which are installed underground with the remainder 1,526 circuit-length-km carried on 51,390 Horizon Utility owned poles.

About 10,062 distribution transformers are connected to the underground system, 4,166 of which are housed in submersible vaults and 5,893 are surface mounted on pads. About 12,886 distribution transformers are mounted on wood and concrete poles and are connected to the overhead system.

Horizon Utilities also owns and maintains 68 transformer rooms with metal-enclosed interrupter switches and fuses that are located inside customer premises. These switchgear assemblies are an integral part of the underground dual radial feeder system, whereby the building serviced can be switched from one feeder cable to the alternate supply feeder cable.

PowerStream

PowerStream distributes electricity through its three-phase primary distribution systems. These are the 44 kV sub-transmission, the 27.6 kV primary distribution system and the 13.8 kV, 8.32 kV and 4.16 kV primary distribution systems. PowerStream owns 11 of the 25 Transformer Stations (TSs) that connect PowerStream's distribution system to the 230 kV provincial transmission grid owned by Hydro One and operated by the Independent Electricity System Operator (IESO). PowerStream's 11 transformer stations are supplied from the Hydro One transmission system. These large transformer stations each supply a significant number of customers. Maintenance of the Transformer Stations is performed on an ongoing basis.

HOBNI

HOBNI is being acquired by the Enersource, Horizon Utilities and PowerStream and will be part of the consolidation of the four utilities.

HOBNI's electrical supply is sourced from four Hydro One-owned 230 kV transformer stations; Goreway TS, Bramalea TS, Pleasant TS and Woodbridge TS, with secondary voltages of 44 kV and 27.6 kV. Hydro One Brampton owns and operates one 230 kV transformer station constructed in 2001 with a secondary voltage of 27.6 kV (Jim Yarrow MTS). HOBNI services an area of 269 sq. km and has approximately 18,450 distribution transformers, 12,400 poles and 5,590 km of primary distribution lines (2,177 km overhead lines and 3,413 km underground cables). With 12 distribution stations, it has 41 feeders operating at voltages of 27.6 kV and 44 kV. HOBNI connects the source transformer stations to its distribution system using 61 feeder breakers in total. Further step-down from the 44 kV and 27.6 kV sub-transmission voltages is performed at 12 municipal substations (MS) to primary distribution voltages of 13.8 kV, 8.32 kV and 4.16 kV, which are connected to the distribution system using 41 feeders from 47 breakers. These feeders and stations include equipment such as poles, conductors, transformers, reclosures, protection devices and switches.

10. Location of Facilities

	Yes	No
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Please indicate whether the distribution facilities will be located on, over or under public streets or highways.

☒☐

C. Supporting Information Organization Information

11. Business Classification

Sole Proprietor	<input type="checkbox"/>
Partnership	<input type="checkbox"/>
Corporation	<input checked="" type="checkbox"/>
Other	<input type="checkbox"/>

12. Affiliates of the Applicant

a) Please provide the following information for all Affiliates of the Applicant (attach a copy of 12(a) for each affiliate).

The following corporations will be affiliates of the Applicant:

Holdco (to be named later)

Holdco will be the holding company of the Applicant.

ES Co (to be named later)

ES Co will be the energy services affiliate of the Applicant.

Full Legal Name of Affiliate Company:

Business Address:

City	Province	Country	Postal/Zip Code
Phone Number	FAX Number	E-Mail Address (if applicable)	
Description of Business Activities:			

- b) Please attach a Corporate organization chart describing the relationships between the Applicant and its Affiliates and, if applicable, the respective ownership percentages by the Applicant in each Affiliate.

The Applicants have also included the overall corporate chart at Exhibit B, Tab 2, Schedule 1, Figure 1.

13. Energy Sector Activities

<p>Has the Applicant or an Affiliate undertaken any energy sector activities in Ontario or any other jurisdiction?</p> <p>If yes, please provide the following information for each:</p> <p>The Applicant represents the consolidation of Enersource, Horizon Utilities, PowerStream and HOBNI. Those consolidating entities and their affiliates are identified below.</p>	<p>Yes No</p> <p><input checked="" type="checkbox"/> <input type="checkbox"/></p>
<p>Full Legal Name of Company:</p> <p>Enersource Hydro Mississauga Inc.</p>	<p>Licence/Registration Number:</p> <p>ED-2003-0017</p>
<p>Jurisdiction</p> <p>Ontario</p>	<p>Type of Business Activity (e.g. Generation, Transmission, Distribution):</p> <p>Distribution</p>
<p>Full Legal Name of Company:</p> <p>Horizon Utilities Corporation</p>	<p>Licence/Registration Number:</p> <p>ED-2006-0031</p>
<p>Jurisdiction</p> <p>Ontario</p>	<p>Type of Business Activity (e.g. Generation, Transmission, Distribution):</p> <p>Distribution</p>
<p>Full Legal Name of Company:</p> <p>Hamilton Hydro Services Inc.</p>	<p>Licence/Registration Number:</p> <p>ED-2002-0383</p>
<p>Jurisdiction</p> <p>Ontario</p>	<p>Type of Business Activity (e.g. Generation, Transmission, Distribution):</p> <p>Generation</p>
<p>Full Legal Name of Company:</p>	<p>Licence/Registration Number:</p>

Hamilton Renewable Power Inc.	ED-2006-0059
Jurisdiction Ontario	Type of Business Activity (e.g. Generation, Transmission, Distribution): Generation
Full Legal Name of Company: PowerStream Inc.	Licence/Registration Number: ED-2004-0420
Jurisdiction Ontario	Type of Business Activity (e.g. Generation, Transmission, Distribution): Distribution
Full Legal Name of Company: PowerStream Energy Services Inc.	Licence/Registration Number: ED-2013-0285
Jurisdiction Ontario	Type of Business Activity (e.g. Generation, Transmission, Distribution): Unit Sub-metering
Full Legal Name of Company: Hydro One Brampton Networks Inc.	Licence/Registration Number: ED-2003-0038
Jurisdiction Ontario	Type of Business Activity (e.g. Generation, Transmission, Distribution): Distribution
Full Legal Name of Company: Ontario Power Generation Inc.	Licence/Registration Number: ED-2003-0104
Jurisdiction Ontario	Type of Business Activity (e.g. Generation, Transmission, Distribution): Generation
Full Legal Name of Company: Hydro One Networks Inc.	Licence/Registration Number: ED-2003-0043
Jurisdiction Ontario	Type of Business Activity (e.g. Generation, Transmission, Distribution): Distribution
Full Legal Name of Company: Norfolk Power Distribution Inc.	Licence/Registration Number: ED-2003-0038

Jurisdiction Ontario	Type of Business Activity (e.g. Generation, Transmission, Distribution): Distribution
Full Legal Name of Company: Haldimand County Hydro Inc.	Licence/Registration Number: ED-2002-0539
Jurisdiction Ontario	Type of Business Activity (e.g. Generation, Transmission, Distribution): Distribution
Full Legal Name of Company: Woodstock Hydro Services Inc.	Licence/Registration Number: ED-2003-0011
Jurisdiction Ontario	Type of Business Activity (e.g. Generation, Transmission, Distribution): Distribution
Full Legal Name of Company: Hydro One Remote Communities Inc.	Licence/Registration Number: ED-2003-0037
Jurisdiction Ontario	Type of Business Activity (e.g. Generation, Transmission, Distribution): Distribution

Technical Capability and Experience Information

14. Business Activities

Please provide a description of the Applicant's business activities:

Please see Exhibit B, Tab 3, Schedule 2 for a description of the business of the consolidating utilities.

15. Technical Ability

- a) Please describe the applicant's technical ability to carry out the activities applied for including the Applicant's specific experience in Ontario and in other jurisdictions.

As discussed previously, the Applicant is the distributor that will be created from the consolidation of Enersource, Horizon Utilities, PowerStream and HOBNI. The predecessors have operated their distribution systems for many years at high levels of reliability and service quality. The Applicant intends to continue providing reliable and high quality distribution service to its over 950,000 customers with employees from the predecessor distributors.

- b) If the Applicant intends to utilize the capability of others by contracting distribution activities, please indicate below which activities and to whom they will be contracted:

<input checked="" type="checkbox"/>	Design	Contracted to: CIMA CANADA INC., DPM ENERGY INC., GHD INC. (SERNAS GROUP), NBM ENGINEERING INC, RTG SYSTEMS CORPORATION and TETRA TECH WEI INC, STANTEC CONSULTING LTD
<input checked="" type="checkbox"/>	Construction	Contracted to: K-Line, Eptcon Bethlehem Trenching/Sentrex Robert B. Somerville Halton Power Line Avertex Utility Solutions Inc. A&W High Voltage Contracting Ltd.
<input checked="" type="checkbox"/>	Inspection & Maintenance	Contracted to: Locates contracted to CANADIAN LOCATORS INC. Asphlundh Canada ULC (Tree Trimming)

		Black & McDonald Davey Tree MT Engineering Co.
<input checked="" type="checkbox"/>	Operation	Contracted to: TransPower, K-Line, Super Sucker Soil-Vac Inc CCS Cable Control Systems
<input checked="" type="checkbox"/>	Customer Connection	Contracted to:
<input type="checkbox"/>	Standard Supply Service	Contracted to:
<input checked="" type="checkbox"/>	Metering & Metering Services	Contracted to: York Region Utility, Util-Assist, Savage Data Systems, Trilliant and Sensus Rodan Energy Solutions Olameter Inc 437967 Ontario Ltd. O/A Savage Data Metering Settlement Services Inc Golden Horseshoe Metering Systems Inc.
<input checked="" type="checkbox"/>	Settlement & Billing	Contracted to: Utilismart
<input type="checkbox"/>	Other (describe):	Contracted to:

16. Information About Each Key Individual

The Applicants identify the following key individuals that have been appointed to the consolidated organization. They are currently officers of their current organizations.

- Brian Bentz (current President and CEO, PowerStream) – CEO, Holdco
- Max Cananzi (current President and CEO, Horizon Utilities) – President, LDC Co
- Peter Gregg (current President and CEO, Enersource) – President, MergeCo Innovation, Growth and Corporate Services

In addition, the Applicants identify the following current incumbents from the four predecessor utilities as Key Individuals. Those that are officers of their current organizations are designated with *.

CFO:

Norm Wolff*, EVP & CFO, Enersource

John Basilio*, SVP & CFO, Horizon Utilities

John Glicksman*, EVP & CFO, PowerStream

Marc Villett*, VP Finance and Administration, HOBNI

Operations:

Chris Hudson, VP Asset Operations, Enersource

Kathy Lerette*, VP Utility Operations, Horizon Utilities

Mark Henderson*, COO, PowerStream

Frank Risi, Director of Operations, HOBNI

Asset Management:

James Macumber, VP Asset Management Strategy, Enersource

Kathy Lerette*, VP Utility Operations, Horizon Utilities

Mark Henderson*, COO, PowerStream

Tom Wasik, Director of Asset Management and Engineering, HOBNI

Customer Service:

Dan Pastoric*, EVP & CCO, Enersource

Eileen Campbell*, VP Customer Services, Horizon Utilities

Linus Medelis, VP Customer Service, PowerStream

Scott Miller, Director of Customer Care, HOBNI

Legal:

Lawrence Wilde*, VP General Counsel and Corporate Secretary

Dennis Nolan*, EVP Corporate Services and Secretary

Mr. <input type="checkbox"/>	Mrs. <input type="checkbox"/>	Last Name:	Full First Name:	Initial
Miss. <input type="checkbox"/>	Ms. <input type="checkbox"/>	Position Held:		
Other: _____				
<p>Please explain the person's experience in the electrical distribution business and in the energy field in general.</p> <p>For all of the Key Individuals identified above, the Applicants have provided a copy of their curriculum vitae (Dx Licence – Attachment 1) to provide details of the person's experience in the electrical distribution business and in the energy field. The curricula vitae for the three appointed individuals was filed on September 6, 2016, in response to correspondence from counsel for BOMA.</p>				
<p>a) Has this person been a proprietor, partner, officer or director of a business that was granted a licence under Part IV or Part V of the <i>Ontario Energy Board Act</i>, 1998. Yes <input type="checkbox"/> No <input type="checkbox"/></p> <p>Please see the list provided above.</p>				
<p>b) Has this person been a proprietor, partner, officer, or director of a business that was registered or licenced under this or any other acts or legislation? Yes <input type="checkbox"/> No <input type="checkbox"/></p> <p>Please see part a), above.</p>				
<p>c) Has this person been a proprietor, partner, officer or director of a business that had a registration or licence of any kind refused, suspended, revoked or cancelled? Yes <input type="checkbox"/> No <input type="checkbox"/></p> <p>Not applicable.</p>				

Note:

Attach a copy of Item 16 for each Key Individual: Officer and Director, Partner or sole Proprietor.

See above.

Financial Information

17. Financial Statements

Please attach financial statements of the Applicant for each of the past two fiscal years. This may include audited financial statements, annual reports, prospectuses or other such information.

The Applicant has provided the predecessor distributors' financial statements for 2014 in Exhibit B, Attachment 14 (Enersource), 17 (Horizon Utilities), 20 (PowerStream) and 22 (HOBNI). For the predecessor distributors' financial statements for 2015, please see the Applicants' response to Interrogatory MPA-SEC-33, as follows: MPA-SEC-33-ATTACH3 (Horizon Utilities), MPA-SEC-33-ATTACH7 (Enersource), and MPA-SEC-33-ATTACH11 (PowerStream).

Other Information

18. Delivery

Please indicate whether the Applicant's distribution facilities are to be used to deliver electricity to one or more parties other than the Applicant. If yes, please provide the following information:	Yes <input checked="checked" type="checkbox"/>	No <input type="checkbox"/>
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a) if the purpose of the Applicant's distribution facilities is to provide distribution services to specific generators or load customers rather than the general public (see question #8) please indicate the names of these participants:

Not applicable

b) a summary of the business plans relating to the Applicant's proposed distribution business for the next five years. This should include the following:

A copy of the Business Plan may be found in the Applicants' response to Interrogatory B-Staff-1.

- a forecast of annual growth in terms of factors such as the amount of electricity distributed (MW and/or MWH), number of customers served, amount of distribution facilities (lines and/or stations), etc.

For these key statistics, please refer to the Applicants' response to Interrogatory B-SEC-27.

- annual pro forma financial statements including forecasts of costs, revenues and project financing indicating the underlying assumptions on which the forecasts are based.

A copy of the pro forma financial statements may be found at Exhibit B, Attachment 23.

c) estimates of net annual cash flows for subsequent periods to demonstrate financial feasibility and security.

Please refer to the Applicants' response to Interrogatory B-SEC-27.

d) indication of the Applicant's plans to seek Ontario Energy Board approval for electricity distribution rates.

In this MAADs application (EB-2016-0025), the Applicants have indicated that they will be deferring rebasing for a period of 10 years from the completion of the consolidation. During the rebasing deferral period, LDC Co will be applying for approval of rates in a manner applicable to each of the predecessor distributors. More particularly

- the Enersource and HOBNI service areas will be the subject of Price Cap IR rate applications through the rebasing deferral period;
- the Horizon Utilities service area will be the subject of annual rate adjustments under its current Custom IR plan for 2017 through 2019, after which rates for the service area will be subject to annual Price Cap IR rate applications; and
- the PowerStream service area will be the subject of a rebasing of rates in 2017, based on the outcome of PowerStream's recent Custom IR Application (EB-2015-0003), after which rates for the service area will be subject to annual Price Cap IR rate applications

19. Proposed Business Transaction

Please provide a brief summary of the expected impact of the proposed business transactions on the Ontario electricity market under the following headings:

a) Facilitate competition and enhance access to transmission/distribution services:

The proposed transaction related to this Application is the consolidation of four existing licensed electricity distributors. The proposed transaction will have no adverse impact on competition, nor will it have an adverse impact on access to transmission/distribution services.

b) Improve reliability and quality of supply:

The proposed transaction will have no adverse impact on reliability and quality of supply. Moreover, the consolidation proposed in the MAADs application will create opportunities for the improvement of existing reliability and quality of supply.

c) Promote economic and energy efficiency:

The Applicant anticipates that the proposed transaction will promote economic and energy efficiency. The consolidation of four existing distributors will create many opportunities for improved efficiency in the distribution of electricity in the predecessor distributors' service areas, and more opportunities for the promotion of energy efficiency and conservation in those areas.

20. Electricity Sector Activities

Please indicate whether the Applicant intends to be involved with electricity sector activities in the Ontario market other than distribution and provision of Standard Supply Service?

Buy or Sell (Wholesale) electricity	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Transmit electricity	<input type="checkbox"/>	<input type="checkbox"/>
Retail electricity	<input type="checkbox"/>	<input type="checkbox"/>
Generate electricity	<input checked="" type="checkbox"/>	<input type="checkbox"/>
If yes to any of the above:		
a) If affiliates have not yet been established, please indicate when this is planned: This is not contemplated at this time.		
b) Has the Applicant or an affiliate applied for Ontario Energy Board Licences? If no, when planned? <hr/>	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>

D. Notice and Consent for Ontario Board to Collect Additional Information

AS REQUIRED BY THE FREEDOM OF INFORMATION AND PROTECTION OF INDIVIDUAL PRIVACY ACT

In order to complete or verify the information provided on this form, it may be necessary for the Ontario Energy Board to collect additional information from some or all of the following sources: federal, provincial/state and municipal governments; licensing bodies; banks; professional and industry associations; and former and current employers. Only information relevant to your application will be collected.

The public official who can answer questions about the collection of information is:

Board Secretary
Ontario Energy Board
2300 Yonge Street, P.O. Box 2319
Toronto, Ontario M4P 1E4

Note: The issuance of an electricity distribution licence does not guarantee accreditation by the IESO, or connection to a transmission or distribution system.

NOTE: This application must be signed by the proprietor or by at least one partner, officer or director of the organization.

WARNING: It is an offence to knowingly provide false information on this application.

I/We consent to the collection of this information as authorized under the Ontario Energy Board Act, 1998. Yes ☒

I/We understand that this information will be used to determine whether I am/we are and remain qualified for the licence for which I am/we are applying. Yes ☒

Print Name and Title Max Cananzi, President, LDC Co	Signature of Applicant(s) 	Date Signed September 16, 2016
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E. Acknowledgement of Market Rules, Codes and Conditions

NOTE: This application must be signed by the proprietor or by at least one partner, officer or director of the organization.

I understand and acknowledge that, as a licenced electricity distributor, I will be required, unless otherwise exempted:

- To provide non-discriminatory access to all persons wishing to connect to the distribution system.
- To comply with all licence conditions including the provisions of:
 - Affiliate Relationships Code for Electricity Distributors and Transmitters
 - Distribution System Code
 - Retail Settlement Code
 - Standard Supply Service Code
 - Retail Metering Code
 - Market Rules made under section 32 of the *Electricity Act*, 1998

Print Name and Title

Max Cananzi, President, LDC Co

Signature of Applicant(s)



Date Signed

September 16, 2016

CHECKLIST

Have You

1.	Properly and fully completed this form? (Illegible, incomplete or improperly completed forms do not qualify for registration and will be delayed or returned.)	<input type="checkbox"/>
2.	Enclosed a cheque or money order payable to the ONTARIO ENERGY BOARD in the amount prescribed?	<input type="checkbox"/>
3.	Attached Section D, the signed “Notice and Consent” form, as specified?	<input type="checkbox"/>
4.	Attached Section E, the “Acknowledgement” form, as specified?	<input type="checkbox"/>
5.	Submitted two copies of the application?	<input type="checkbox"/>
Please send the completed form and all attachments to: Board Secretary Ontario Energy Board 2300 Yonge Street P.O. Box 2319 , 26th Floor Toronto, ON M4P 1E4		
NOTE: You are not required to return the cover page or this checklist to the Ontario Energy Board		