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File No. 260768

BY EMAIL AND COURIER

Ontario Energy Board
P.O. Box 2319
27th Floor
2300 Yonge Street
Toronto, ON M4P 1E4

Attention: Ms. K. Walli, Board Secretary

Dear Ms. Walli:

Axium Infinity Solar LP - Application for Electricity Generation Licence

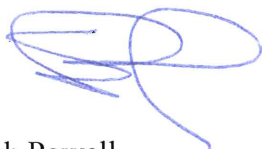
We are counsel to Axium Infinity Solar LP (the "**Applicant**"). On behalf of the Applicant, we are hereby applying, pursuant to section 60 of the *Ontario Energy Board Act, 1998*, for a electricity generation licence as the new owner and operator of eight ground-mount solar facilities (the "**Facilities**") under Feed-in-Tariff contracts (the "**FIT Contracts**") as described in the attached application.

The Facilities comprise part of a portfolio of electricity generating facilities owned by TransCanada Energy Ltd. ("**TCE**"), which is a licenced generator as the owner and operator of the Facilities as well as other electricity generating facilities under Electricity Generation Licence No. EG-2009-0024 (the "**TCE Licence**"). The Applicant proposes to acquire the Facilities from TCE pursuant to an asset purchase agreement executed by the parties. The transaction is scheduled to close on or about November 30, 2017. TCE is submitting a concurrent amendment application withdrawing the Facilities from the TCE Licence. It is our expectation that, upon review of this application, the Board would grant to the Applicant an electricity generation licence that includes a condition that it will not take effect until the effective date of the assignments, by the IESO, of the FIT Contracts. Upon receipt of the IESO consents, the Applicant would promptly file copies with the Board for the purposes of having the

condition removed and the final licence issued. To meet timing requirements to accommodate the sequencing of the aforementioned steps involving the IESO, we request the Board's issuance of the conditional electricity generation licence to the Applicant as soon as practicable.

Enclosed are two copies of a completed and signed application form and attachments, together with a cheque payable to the Ontario Energy Board in the amount of \$1,000 for the application fee. Please note that the application includes Notices to Proceed for three of the eight Facilities. TCE is in the process of locating the Notices to Proceed for the remaining five Facilities and we will send them to you as soon as possible upon receipt. As the Facilities are operating, we have included copies of the COD confirmation letters from the IESO for all eight Facilities with the view that such documentation will enable you to initiate review of the application without delay.

Yours truly,



Sarah Powell

SVP/de

cc: J. Caceres, Axium Infinity Solar LP

Enclosures:

- (1) Two copies of signed application and attachments
- (2) Cheque for application fee