

Ontario Energy Board

Notice of Proposal under Sections 80 and 81 of the *Ontario Energy Board Act, 1998 (the "OEB Act")*

PART I: GENERAL MINIMUM FILING REQUIREMENTS

All applicants must complete and file the information requested in Part I.

1.1 Identification of the Parties

1.1.1 Applicant

Name of Applicant Axium Quatro NR Wind Limited Partnership (the "Applicant")	File No: (Board Use Only)	
Address of Head Office Axium Quatro NR Wind Limited Partnership 120 Adelaide Street West, Suite 425 Toronto Ontario M5H 1T1	Telephone Number (514) 954-3714	
	Facsimile Number	
	E-mail Address dchalifoux@axiuminfra.com	
Name of Individual to Contact Mr. Dominic Chalifoux President Axium Quatro NR Wind GP Inc. 120 Adelaide Street West, Suite 425 Toronto, Ontario M5H 1T1	Telephone Number (514) 954-3714	
	Facsimile Number (514) 282-6478	
	E-mail Address dchalifoux@axiuminfra.com	

1.1.2 Other Parties to the Transaction or Project

Name of Applicant Axium Quatro NR Wind GP Inc.	File No: (Board Use Only)	
Address of Head Office Axium Quatro NR Wind GP Inc. 120 Adelaide Street West, Suite 425 Toronto Ontario M5H 1T1	Telephone Number (514) 954-3714	
	Facsimile Number	
	E-mail Address dchalifoux@axiuminfra.com	

Name of Individual to Contact Mr. Dominic Chalifoux President Axium Quatro NR Wind GP Inc. 120 Adelaide Street West, Suite 425 Toronto, Ontario M5H 1T1	Telephone Number (514) 954-3714	
	Facsimile Number (514) 282-6478	
	E-mail Address dchalifoux@axiuminfra.com	

Name of Other Party Quatro Limited Partnership (“ Quatro LP ”)	File No: (Board Use Only)	
Address of Head Office Quatro Limited Partnership c/o EDP Renewables North America LLC 808 Travis Street, Suite 700 Houston, Texas 77002	Telephone Number (713) 265-0350	
	Facsimile Number	
	E-mail Address legalnotices@edpr.com	
Name of Individual to Contact Jenny Fink EDP Renewables North America LLC 808 Travis Street, Suite 700 Houston, Texas 77002	Telephone Number (713) 356-2401	
	Facsimile Number	
	E-mail Address jenny.fink@edpr.com	

Name of Other Party Nation Rise Wind Farm Limited Partnership (“ Nation Rise LP ”)	File No: (Board Use Only)	
Address of Head Office Nation Rise Wind Farm Limited Partnership 219 Dufferin Street, Suite 217C Toronto, ON Canada M6K 3J1	Telephone Number (416) 502-9463	
	Facsimile Number	
	E-mail Address jenny.fink@edpr.com	
Name of Individual to Contact Jenny Fink EDP Renewables North America LLC 808 Travis Street, Suite 700 Houston, Texas 77002	Telephone Number (713) 356-2401	
	Facsimile Number	
	E-mail Address jenny.fink@edpr.com	

Name of Other Party Nation Rise Wind Farm GP II Inc.	File No: (Board Use Only)	
Address of Head Office Nation Rise Wind Farm GP II Inc. c/o EDP Renewables North America LLC 808 Travis Street, Suite 700 Houston, Texas 77002	Telephone Number (713) 265-0350	
	Facsimile Number	
	E-mail Address legalnotices@edpr.com	
Name of Individual to Contact Jenny Fink EDP Renewables North America LLC 808 Travis Street, Suite 700 Houston, Texas 77002	Telephone Number (713) 356-2401	
	Facsimile Number	
	E-mail Address jenny.fink@edpr.com	

Name of Other Party Nation Rise Wind Farm GP Inc.	File No: (Board Use Only)	
Address of Head Office Nation Rise Wind Farm GP Inc. 120 Adelaide Street West, Suite 425 Toronto Ontario M5H 1T1	Telephone Number (514) 954-3714	
	Facsimile Number	
	E-mail Address dchalifoux@axiuminfra.com	
Name of Individual to Contact Mr. Dominic Chalifoux Nation Rise Wind Farm GP Inc. 120 Adelaide Street West, Suite 425 Toronto, Ontario M5H 1T1	Telephone Number (514) 954-3714	
	Facsimile Number (514) 282-6478	
	E-mail Address dchalifoux@axiuminfra.com	

1.2 Relationship between Parties to the Transaction or Project

1.2.1	<p><i>Attach a list of the officers, directors and shareholders of each of the parties to the proposed transaction or project.</i></p> <p><i>A. Axium Quatro NR Wind Limited Partnership, General Partner Axium Quatro NR Wind GP Inc.</i></p> <p>The management of Axium Quatro NR Wind Limited Partnership is undertaken by its sole general partner, Axium Quatro NR Wind GP Inc.</p> <p><u>Unitholders of the Applicant</u> Axium Quatro NR Wind GP Inc. Axium Renewable Energy Limited Partnership</p> <p><i>B. Axium Quatro NR Wind GP Inc.</i></p> <p><u>Directors</u> Juan Caceres Dominic Chalifoux Stéphane Mailhot</p> <p><u>Officers</u> Dominic Chalifoux, President Stéphane Mailhot, Treasurer Anick Sivret, Assistant Treasurer Jean Eric Laferrière, Secretary Darshna Patel, Assistant Secretary</p> <p><u>Sole Shareholder of Axium Quatro NR Wind GP Inc.</u> Axium Renewable Energy Limited Partnership</p> <p><i>C. Quatro Limited Partnership, General Partner Nation Rise Wind Farm GP II Inc.</i></p> <p>The management of Quatro Limited Partnership is undertaken by its sole general partner, Nation Rise Wind Farm GP II Inc.</p> <p><u>Unitholders of Quatro LP</u> Nation Rise Wind Farm GP II Inc. EDP Renewables Canada Ltd.</p> <p><i>D. Nation Rise Wind Farm GP II Inc.</i></p> <p><u>Directors</u> Miguel Angel Prado Ryan Brown</p>
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Brian Hayes

Officers

Miguel Angel Prado, Chief Executive Officer
Ryan Brown, Executive Vice President, Eastern Region and Canada
Bernardo Goarmon, Executive Vice President, Finance
Brian Hayes, Executive Vice President, Asset Operations

Shareholders of Nation Rise Wind Farm GP II Inc.

EDP Renewables Canada Ltd.

E. Nation Rise Wind Farm Limited Partnership, General Partner Nation Rise Wind Farm GP Inc.

The management of Nation Rise Wind Farm Limited Partnership is undertaken by its sole general partner, Nation Rise Wind Farm GP Inc.

Unitholders of Nation Rise Wind Farm Limited Partnership

Quatro Limited Partnership
Axium Quatro NR Wind Limited Partnership

F. Nation Rise Wind Farm GP Inc.

Directors

Miguel Angel Prado
Ryan Brown
Brian Hayes

Officers

Miguel Angel Prado, Chief Executive Officer
Ryan Brown, Executive Vice President, Eastern Region and Canada
Bernardo Goarmon, Executive Vice President, Finance
Brian Hayes, Executive Vice President, Asset Operations

Shareholders of Nation Rise Wind Farm GP Inc.

Nation Rise Wind Farm GP II Inc.
Axium Quatro NR Wind Limited Partnership

1.2.2	<p><i>Attach a corporate chart describing the relationship between each of the parties to the proposed transaction or project and each of their respective affiliates.</i></p> <ul style="list-style-type: none"> - See attached Appendix “A” with respect to the corporate organization and relationship of the Applicant and its affiliates. - See attached Appendix “B” for organizational chart of the Proposed Transaction (as defined below).
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1.3 Description of the Businesses of Each of the Parties

1.3.1	<p><i>Attach a description of the business of each of the parties to the proposed transaction or project, including each of their affiliates licenced under the OEB Act to operate in Ontario for the generation, transmission, distribution, wholesaling or retailing of electricity or providing goods and services to companies licenced under the OEB Act in Ontario (“Electricity Sector Affiliates”).</i></p>
	<p>The Applicant is a newly-formed entity indirectly controlled by Axium Infrastructure Inc. (“Axium”). Axium manages dedicated infrastructure funds, including Axium Infrastructure Canada II Limited Partnership (“AIC II”), with infrastructure investments in, among other matters, energy. AIC II has investments in an extensive number of licenced renewable energy generation facilities in Ontario, including certain facilities owned by wholly-owned subsidiaries of AIC II (the “AIC II Subsidiaries”).</p> <p>Quatro LP is a newly-formed entity indirectly controlled by Nation Rise Wind Farm GP II Inc., its general partner, and EDP Renewables Canada Ltd. (“EDPR”). EDPR develops and manages renewable energy projects in Canada and around the world. EDPR has investments in a number of licenced renewable energy generation facilities in Ontario, including South Branch Wind Farm.</p> <p>The Applicant was created for the sole purpose of the acquisition from EDPR of a 75% equity interest in Nation Rise LP through the purchase of 75% of the issued and outstanding limited partner units in Nation Rise LP from Quatro LP and 75% of the issued and outstanding shares in Nation Rise Wind Farm GP Inc. from Nation Rise Wind Farm GP II Inc. (the “Proposed Transaction”). Nation Rise LP will own and operate the approximately 100 MW Nation Rise wind farm project to be constructed near 14746 County Road 13, Crysler, Ontario (the “Project”). An electricity generation license for Nation Rise LP (Case No. EB-2018-0293) took effect on December 20, 2018 and will expire on December 19, 2038.</p> <p>South Dundas Windfarm Limited Partnership (“South Dundas”) is an Electricity Sector Affiliate of Nation Rise currently licensed by the OEB. South Dundas OEB Electricity Generation license number EG-2013-0320 was issued on October 24, 2018 and expires on October 23, 2033.</p> <p>South Dundas Windfarm Limited Partnership owns and operates the South Dundas Wind Farm, a 30MW wind farm located at 4344 County Road 15, Brinston, South Dundas Township, United Counties of Stormont, Dundas and Glengarry, Ontario. South Dundas engages in the generation of electricity and provides ancillary services for sale under a contract with the Ontario Power Authority.</p>

1.3.2	<p>Attach a description of the geographic territory served by each of the parties to the proposed transaction or project, including each of their Electricity Sector Affiliates, if applicable, and the geographic location of all existing generation facilities.</p>	
	<p>The power to be generated by the Project will be sold through the IESO-administered market pursuant to an LRP contract. The Project will be located in North Stormont within Stormont, Dundas and Glengarry Counties.</p> <p>The power generated by the licenced generation facilities owned by the AIC II Subsidiaries is sold through the IESO-administered market pursuant to FIT and LRP contracts. These facilities operate in various locations in Ontario.</p> <p>See attached Appendix "A" for a description of the geographic territory service by the AIC II Subsidiaries.</p> <p>South Dundas is located at 4344 County Road 15, Brinston, South Dundas Township, United Counties of Stormont, Dundas and Glengarry, Ontario.</p>	
1.3.3	<p>Attach a breakdown of the annual sales (in C\$, and in MWh) as of the most recent fiscal year end of the existing generation output among the IESO Administered Markets ("IAM"), bilateral contracts, and local distribution companies.</p>	
1.3.4	<p>Attach a list identifying all relevant Board licences and approvals held by the parties to the proposed transaction or project and each of their Electricity Sector Affiliates, and any applications currently before the Board, or forthcoming. Please include all Board file numbers.</p> <p>The Project does not yet have generation capacity and accordingly, a breakdown of annual sales for the Applicant cannot be provided.</p> <p>Axiom and its affiliates had annual sales through the IAM in the fiscal year of 2017 of \$454.6 million on a gross basis and \$214.2 million on a net basis from 2,255,384 MWh production on a gross basis and 936,851 MWh production on a net basis.</p> <p>EDPR and its affiliates had annual sales through the IAM in the fiscal year of 2017 of \$11,319,401 from 74,713.3 MWh.</p> <p>As noted in Section 1.3.1 above, an electricity generation license for Nation Rise LP (Case No. EB-2018-0293) took effect on December 20, 2018 and expires December 19, 2038. There are no other applications currently before the Board or immediately forthcoming with respect to the Project.</p> <p>See attached Appendix "A" for Board licenses held by affiliates of the Applicant.</p> <p>South Dundas OEB Electricity Generation license number EG-2013-0320 was issued on October 24, 2018 and expires on October 23, 2033.</p>	

1.4 Current Competitive Characteristics of the Market

1.4.1	<p>Describe the generation capacity (in MW), within the Province of Ontario, of the parties to the proposed transaction or project, including each of their respective Electricity Sector Affiliates, prior to the completion of the proposed transaction or project.</p>	
	<p>The total generation capacity for the facilities owned by the AIC II Subsidiaries in the Province of Ontario prior to the completion of the Proposed Transaction and the Project is 912 MW on a gross basis and 394 MW on a net basis. Prior to completion of the Project, the Applicant will have no generation capacity in Ontario.</p> <p>The total generation capacity for the facilities owned by EDPR in the Province of Ontario prior to the completion of the Proposed Transaction and the Project is 130 MW.</p>	
1.4.2	<p>Describe the generation market share based on actual MWh production as a percent of the Annual Primary Demand, within the Province of Ontario, of the parties to the proposed transaction or project, including each of their respective Electricity Sector Affiliates, prior to completion of the proposed transaction or project.</p>	
	<p>According to the IESO, in 2017 the total annual Ontario energy demand was 132.1 TWh (or 132,100,000 MWh).</p> <p>The actual MWh production of the generation facilities owned by the AIC II Subsidiaries in Ontario in 2017, as listed at section 1.3.2, was 2,199,784 MWh on a gross basis and 800,163 MWh on a net basis. This represents 1.67% gross and 0.61% net respectively of the total 2017 Annual Primary Demand.</p> <p>The actual MWh production of the generation facilities owned the EDPR in Ontario in 2017 was 74,713.3 MWh. This represents 0.05656% of the total 2017 Annual Primary Demand.</p> <p>Prior to the completion of the Project, the Applicant will have zero percent market share. As noted in Section 1.4.1 above, the output from the Project will represent a nominal percentage of the Annual Primary Demand.</p>	

1.5 Description of the Proposed Transaction or Project and Impact on Competition - General

1.5.1	<p><i>Attach a detailed description of the proposed transaction or project, including geographic locations of proposed new transmission or distribution systems, or new generation facilities.</i></p>	
	<p>The Project will produce a total installed capacity of approximately 100 MW, on privately-owned agricultural lots located in North Stormont within Stormont, Dundas and Glengarry Counties. The Project comprises part of a portfolio of renewable energy projects located in the United States and Canada which are presently ultimately owned by EDPR. The Project is targeted to be constructed and in commercial operation by the end Q4 2019. EDPR is the ultimate parent of Quatro LP and was the ultimate parent of Nation Rise LP prior to completion of the Proposed Transaction.</p> <p>EDPR has elected to transfer ownership interests in a number of projects in its portfolio, and in this regard embarked on a sale process soliciting expressions of interest from the market. Axium submitted a proposal for the acquisition of that portion of the portfolio and was selected as the successful proponent. On the basis of that selection, the parties negotiated a share purchase agreement (the “SPA”) with respect to the Project which comprises the Ontario component of the portfolio. In addition to the acquisition of the Project, Axium acquired projects from EDPR in Alberta, Indiana and Kansas. The SPA was signed and the Proposed Transaction closed on December 28, 2018.</p>	
1.5.2	<p><i>Describe the generation capacity (in MW), within the Province of Ontario, of the parties to the proposed transaction or project, including each of their respective Electricity Sector Affiliates, after the completion of the proposed transaction or project.</i></p>	
	<p>Once complete, the Project will have a nameplate generation capacity of approximately 100 MW.</p> <p>After completion of the Proposed Transaction and the Project, Axium and its affiliates will have a generation capacity of 1,050 MW on a gross basis and 563 MW on a net basis within the Province of Ontario.</p> <p>After completion of the Proposed Transaction and the Project, EDPR and its affiliates will have a generation capacity of 130 MW within the Province of Ontario.</p>	
1.5.3	<p><i>Describe the generation market share based on anticipated MWh production as a percentage of the Annual Primary Demand, within the Province of Ontario, of the parties to the proposed transaction or project, including each of their respective Electricity Sector Affiliates, after the completion of the proposed transaction or project.</i></p>	
	<p>According to IESO market data, the total electricity consumption for 2017 in the Province of Ontario was 132.1 TWh.</p> <p>The output from the Project will represent a nominal percentage of the Annual Primary Demand.</p> <p>After completion of the Proposed Transaction and the Project, the output from Axium and</p>	

	<p>its affiliates in the Province of Ontario represents a nominal percentage of the Annual Primary Demand.</p> <p>After completion of the Proposed Transaction and the Project, the output from EDR and its affiliates in the Province of Ontario represents a nominal percentage of the Annual Primary Demand.</p>	
1.5.4	<p><i>Attach a short description of the impact, if any, of the proposed transaction or project on competition. If there will be no impact on competition, please state the reasons. Cite specifically the impacts of the proposal on customer choice regarding generation, energy wholesalers, and energy retailers.</i></p>	
	<p>The Project will make use of available capacity on the IESO-controlled grid and the Proposed Transaction will have no impact on competition. The Applicant will be supplying energy from the Project pursuant to a power purchase agreement with the IESO. The electricity generated by the Project will flow directly to the IESO-controlled grid and will not impact customer choice regarding generation, wholesalers or retailers.</p>	
1.5.5	<p><i>Provide confirmation that the proposed transaction or project will have no impact on open access to the transmission or distribution system of the parties or their affiliates. If open access will be affected explain how and why.</i></p>	
	<p>The Proposed Transaction and the Project will not affect open access requirements.</p>	

1.6 Other Information

1.6.1	<p><i>Attach confirmation that the parties to the proposed transaction or project are in compliance with all licence and code requirements, and will continue to be in compliance after completion of the proposed transaction or project.</i></p>	
	<p>The Applicant confirms that, to the best of its knowledge, it is and will continue to be in compliance with all licence and code requirements.</p>	

PART II: SECTION 80 OF THE ACT – TRANSMITTERS AND DISTRIBUTORS ACQUIRING AN INTEREST IN GENERATORS OR CONSTRUCTING A GENERATION FACILITY

All applicants filing a Notice of Proposal under section 80 of the Act must complete and file the information requested in Part II.

2.1 Effect on Competition

2.1.2	<p><i>Describe whether the proposed generation output will be primarily offered into the IAM, sold via bilateral contracts, or for own use.</i></p> <p>The proposed generation output will be supplied to the IAM pursuant to a contract under the IESO's Large Renewable Procurement Program.</p>	
2.1.3	<p><i>Provide a description of the generation including fuel source, technology used, maximum capacity output, typical number of hours of operation in a year, and peaking versus base-load character.</i></p> <p>The Project will be a wind generation facility with a total nameplate capacity of approximately 100 MW, utilizing twenty-nine (29) Enercon E-138 3.45 MW wind turbine generators. The Project can be classified as variable generation. Based on an estimation that the facility will be producing electricity approximately 70-80% of the time, it is estimated that it will typically be in operation for 6000-7000 hours per year. The facility is expected to produce 293 – 352 GWh annually based upon long term meteorological data collected at the project site.</p>	
2.1.4	<p><i>Provide details on whether the generation facility is expected to sign a “must run” contract with the IESO.</i></p> <p>The Project is not expected to be a "must-run" facility.</p>	
2.1.5	<p><i>Provide details of whether the generation facility is expected to serve a “load pocket”, or is likely to be “constrained on” due to transmission constraints.</i></p> <p>The Project is not expected to serve a load pocket or to be “constrained on” due to transmission constraints.</p>	

2.2 System Reliability

Section 2.2 must be completed by applicants who are claiming that the proposed transaction or project is required for system reliability under section 82(2)(b) of the Act.

This section is not applicable.

2.2.1	<p>Provide reasons why the proposal is required to maintain the reliability of the transmission or distribution system. Provide supporting studies.</p>	
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2.2.2	Discuss the effect of the proposal on the adequacy (ability of supply to meet demand) of supply in the relevant control area or distribution region, citing effects on capacity plus reserve levels in comparison to load forecasts.	
2.2.3	Discuss the effect of the proposal on the security (ability of supply to respond to system contingencies) of supply.	
2.2.4	Provide a copy of the IESO Preliminary System Impact Assessment Report, if completed, and the IESO Final System Impact Assessment Report, if completed. If the IESO is not conducting a System Impact Assessment Report, please explain.	

PART III: SECTION 81 OF THE ACT - GENERATORS ACQUIRING AN INTEREST IN OR CONSTRUCTING A TRANSMISSION OR DISTRIBUTION SYSTEM

All applicants filing a Notice of Proposal under section 81 of the Act must complete and file the information requested in Part III.

3.1 Effect on Competition

3.1.1	<i>Provide a description of the transmission or distribution system being acquired or constructed.</i>	
	Nation Rise Wind Farm is proposed to connect to Hydro One's transmission system between St. Lawrence TS and Hawthorne TS on the 230 kV L24A transmission circuit, in the vicinity of tower 66, approximately 35 km from St. Lawrence TS.	
3.1.2	<i>Provide details on whether the generation facilities owned by the acquiring company are or will be directly connected to the transmission or distribution system being acquired or constructed.</i>	
	The Applicant does not presently own any generation facilities and will not be directly connecting to the transmission or distribution system being constructed in connection with the Project.	
3.1.3	<i>Provide details of whether the generation facility is expected to serve a "load pocket", or is likely to be "constrained on" due to transmission constraints.</i>	
	None of the generation facilities noted herein is expected to serve a load pocket or is likely to be constrained on due to transmission constraints.	
3.1.4	<i>Provide details on whether the generation facilities are expected to sign a "must-run" contract with the IESO.</i>	
	None of the generation facilities noted herein are expected to sign a must-run contract with the IESO.	

APPENDIX "A"

See attached.

LICENCED FACILITIES OWNED BY WHOLLY OWNED SUBSIDIARIES OF AIC II

Name of Investment	Licensee	License Number	Issue Date	Expiry Date	Facility
Northern Solar PV Facilities	New OSPVF 7 L.P.	EG-2013-0342	Nov 21, 2013	Nov 20, 2033	Owner and operator of Kap with an installed capacity of 6 MW, located at 241 Stevens Road, Kapuskasing, Ontario.
Northern Solar PV Facilities	New OSPVF 10 L.P.	EG-2013-0343	Nov 21, 2013	Nov 20, 2033	Owner and operator of Matt with an installed capacity of 10 MW, located at 2 Girard Road, Hearst, Ontario.
Northern Solar PV Facilities	New OSPVF 11 L.P.	EG-2013-0344	Nov 21, 2013	Nov 20, 2033	Owner and operator of Ramore with an installed capacity of 8 MW, located at 1370 Highway 572, Ramore, Ontario.
Northern Solar PV Facilities	New OSPVF 1 L.P.	EG-2013-0341	Nov 21, 2013	Nov 20, 2033	Owner and operator of Wainwright with an installed capacity of 10 MW, located at 180 Morton Road, Oxdrift, Ontario.
Borealis Solar PV Projects	Axiom Solar Ingersol Limited Partnership 1	EG-2013-0404	Jan 02, 2014	March 25, 2034	Owner and operator of Ingersoll 1 solar generation facility with an installed capacity of 9.5 MW, located at 414744 41st Line RR#3, Ingersoll, Ontario.
Borealis Solar PV Projects	Axiom Solar Orillia Limited Partnership 3	EG-2013-0403	Jan 02, 2014	March 25, 2034	Owner and operator of Orillia 3 solar generation facility with an installed capacity of 6.5 MW located at 1599 Line 13N, Hawkestone, Ontario.

LICENCED FACILITIES OWNED BY WHOLLY OWNED SUBSIDIARIES OF AIC I

Name of Investment	Licensee	License Number	Issue Date	Expiry Date	Facility
Elmsley Solar PV Facilities	Axium Solar Elmsley East Limited Partnership	EG-2010-0166	July 14, 2010	July 13, 2030	Owner and operation of Elmsley East solar generation facility with an installed capacity of 10 MW located at Part of Lot 13, Concession 3, Geographic Township of South Elmsley, Township of Rideau Lakes, County of Leeds, Ontario.
Elmsley Solar PV Facilities	Axium Solar Elmsley West Limited Partnership	EG-2010-0167	July 14, 2010	July 13, 2030	Owner and operation of Elmsley West solar generation facility with an installed capacity of 10MW, located at Part of Lot 16, Concession 3, Geographic Township of South Elmsley, Township of Rideau Lakes, County of Leeds, Ontario.
St-Isidore Solar PV Facilities	Axium Solar St. Isidore A Limited Partnership	EG-2010-0164	July 14, 2010	July 13, 2030	Owner and operation of St. Isidore A solar generation facility with an installed capacity of 10 MW located at Part of Lots 6 and 7, Concession 14, Town of Isidore in the Municipality of the Nation, County of Prescott, Ontario.
St-Isidore Solar PV Facilities	Axium Solar St. Isidore B Limited Partnership	EG-2010-0165	July 14, 2010	July 13, 2030	Owner and operation of St. Isidore B solar generation facility with an installed capacity of 10 MW located at South half of Lot 7, Concession 19, Town of St. Isidore in the Municipality of the Nation, County of Prescott, Ontario.

LICENCED FACILITIES IN WHICH AIC II AND/OR AIC I HAVE INVESTMENTS

Name of Investment (Axiom Website)	Asset Type	License Name	Axiom's Ownership in investment	Regulatory Contact	License Number	Issue Date	Expiry Date	Facility
Ontario Wind Farms	Wind	Pointe-Aux-Roches Wind LP.	AIC 11' 15%, AIC 1: 9.5%	Ansar Gafur (GDF Suez)	EG-2012-0333	20-Sep-12	19-Sep-32	Owned and operated by the Licensee, in the Town of Lakeshore, County of Essex, Lake St. Clair to the North, Richardson Side Road to the East, County Road 42 to the South, and East Ruscom Road to the West
Ontario Wind Farms	Wind	Plateau Wind LP	AIC II: 15%, AIC I: 9.5%	Ansar Gafur (GDF Suez)	EG-2012-0332	20-Sep-12	19-Sep-32	The Licence authorizes the Licensee only in respect to the following: Plateau Wind Farm I & II with a nameplate capacity of 18 MW owned and operated by the licensee and located at in the Municipality of Grey-Highlands and the Township of Melancthon, in the area that is generally bounded by Concession Road 3 to the North, 30 Sideroad to the East, Melancthon Township Line and the Melancthon-Artemesia Townline to the South and Highway 10 to the West 2. Plateau Wind Farm III with a nameplate capacity of 9 MW within the area bounded by 240 Sideroad to the North, 6th Line North-East to the East, County Road 21 to the South and 2nd Line Southwest to the West, Township of Melancthon.
Brockville and Beckwith Solar PV Facilities	Solar	Brockville Solar Inc	AIC II: 15%, AIC I: 9.5%	Ansar Gafur (GDF Suez)	EG-2012-0347	04-Oct-12	03-Oct-32	Ownership and operation of Brockville Solar Farm with an installed capacity of 10 MW located at 3551 County Road #27, Brockville, Ontario.
Ontario Wind Farms	Wind	East Lake St Clair Wind LP	AIC II: 15%, AIC I: 9.5%	Deborah Langelaan (GDF Suez)	EG-2012-0403	31-Jan-13	30-Jan-33	Ownership and operation of East Lake St. Clair Wind LP with an installed capacity of 99,000 kW, located at 9501 Bush Line, Chatham Kent, ON.
Ontario Wind Farms	Wind	Erieau Wind LP	AIC II: 15%, AIC I: 9.5%	Ansar Gafur (GDF Suez)	EG-2012-0404	31-Jan-13	30-Jan-33	Ownership and operation of Erieau Wind LP with an installed capacity of 99,000 kW, located at 9461 Pinehurst Line, Chatham Kent, ON
Brockville and Beckwith Solar PV Facilities	Solar	Beckwith Solar Inc	AIC II: 15%, AIC I: 9.5%	Ansar Gafur (GDF Suez)	EG-2013-0271	29-Aug-13	28-Aug-33	Ownership and operation of Beckwith Ground Mount Solar Project with an installed capacity of 10 MW located at 6915 Country Road 29, Almonte, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Midhurst 2 Limited Partnership	AIC II: 50%	Jiteendra Balchandani (MetLife)	EG-2013-0238	19-Sep-13	17-Mar-34	Owner and operator of Midhurst 2 solar facility with an installed capacity of 3.5 MW located at 1878 Matheson Road, Springwater, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Midhurst 3 Limited Partnership	AIC II: 50%	Jiteendra Balchandani (MetLife)	EG-2013-0239	19-Sep-13	17-Mar-34	Owner and operation of Midhurst 3 solar facility with an installed capacity of 3.5 MW located at 217 Line 5 North, Oro Station, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Midhurst 6 Limited Partnership	AIC II: 50%	Jiteendra Balchandani (MetLife)		13	17-Mar-34	Owner and operator of Midhurst 6 solar generation facility with an capacity of 8.5 MW located at 2024 Old Second Road, Barrie, Ontario.

Name of Investment (Axiom Website)	Asset Type	License Name	Axiom's Ownership In Investment	Regulatory Contact	License Number	Issue Date	Expiry Date	Facility
K2 Wind Facility	Wind	K2 Wind Ontario Limited Partnership	AIC II: 11.1%	Sergio Gonsales (Pattern Energy)	EG-2013-0439	20-Mar-14	19-Mar-34	Owner and operator of K2 Wind Power Project with an installed capacity of 270 MW, located in the Township of Ashfield-Colborne-Wawanosh in Huron County, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Adelaide 1 Limited Partnership	AIC II: 50%	Jiteendra Balchandani (MetLife)			20-Mar-34	Owner and operator of Adelaide 1 solar generation facility with an capacity of 10 MW located at 2894 Napperton Drive, Strathroy, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Breen 2 Limited Partnership	AIC II: 50%	Jiteendra Balchandani (MetLife)	EG-2013-0237	19-Sep-13	20-Mar-34	Owner and operator of Breen 2 solar generation facility with an installed capacity of 10 MW located at 6955 Hamilton Road, Putnam, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Midhurst 4 Limited Partnership	AIC II: 50%	Jiteendra Balchandani (MetLife)	EG-2013-0240	19-Sep-13	26-Mar-34	Owner and operator of Midhurst 4 solar generation facility with an installed capacity of 6.5 MW located between Line 5 N and Line 6 N, southwest of Hwy 11, Oro-Medonte, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Orillia 1 Limited Partnership	AIC II: 50%	Jiteendra Balchandani (MetLife)	EG-2013-0235	19-Sep-13	26-Mar-34	Owner and operator of Orillia 1 solar generation facility with an installed capacity of 10 MW located at 1599 Line 13, North Hawkestone, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Orillia 2 Limited Partnership	AIC II: 50%	Jiteendra Balchandani (MetLife)	EG-2013-0236	19-Sep-13	26-Mar-34	Owner and operator of Orillia 2 solar generation facility with an installed capacity of 10 MW located at 2081 Bass Lake Road, Hawkestone, Ontario.

Name of Investment (Axium Website)	Asset Type	License Name	Axium's Ownership In Investment	Regulatory Contact	License Number	Issue Date	Expiry Date	Facility
Ontario Wind Farms	Wind	AIM SOP Phase I LP, by its Partner AIM SOP Phase I GP Inc. (SOP)	AIC II: 15%, AIC I: 9.5%	□		05-May-08	04-May-28	<p>1. Mohawk Point Wind Farm, owned and operated by the Licencee within the area bounded by Lake Erie to the south, Moulton Bay (Lake Erie) to the east, Moulton Sherbrook Townline Road to the northeast, Rymer Road to the north and Dickhout Road to the west, in the County of Haldimand, Province of Ontario.</p> <p>2. Frogmore Wind Farm, owned and operated by the Licencee within the area bounded by West Quarter Town Line to the east, Norfolk County Road No. 23 to the west, Lakeshore Road to the south, and the First Concession Road to the north, in the County of Norfolk, Province of Ontario.</p> <p>3. Cultus Wind Farm, owned and operated by the Licencee within the area bounded by Norfolk County Road No. 23 to the east, and the northerly extension thereof in a straight line north from the intersection of Norfolk County Road No. 23 and the Lower Side Road, Concession Road 7 to the west, Lakeshore Road to the south, and the northerly boundaries of the properties which abut the northerly limit of Lower Side Road to the north, in the County of Norfolk, Province of Ontario.</p> <p>4. Clear Creek II Wind Farm, owned and operated by the Licencee within the area bounded by Lakeshore Road to the south, 6th Concession Road to the west, the north boundaries of Lots 2, Concession 6 & 7, and the east boundaries of Lots 1, 2 and 16, Concession 7, in the County of Norfolk, Province of Ontario.</p>

Name of Investment (Axium WebsRe)	Asset Type	License Name	Axium's Ownership in Investment	Regulatory Contact	License Number	Issue Date	Expiry Date	Facility
Ontario Wind Farms	Wind	AIM Harrow Wind Farm GP Inc. on behalf of AIM Harrow Wind Farm LP (SOP)	AIC II: 15%, AIC I: 9.5%	Deborah Langelaan (GDF Suez)	EG-2008-0100	23-Jul-08	22-Jul-28	<p>The Licence authorizes the Licensee only in respect to the following:</p> <ol style="list-style-type: none"> Harrow I Wind Farm, owned and operated by the Licensee in the Municipality of the Town of Essex, County of Essex: <ul style="list-style-type: none"> Turbines 1 & 7 - Concession 1, Part Lot 95 Turbines 2 & 3 — Concession 1, Part Lot 94 Turbine 4 & 13- Concession 1, Part Lot 92 Switching Station - Concession 1, Part Lots 93 & 94 Harrow II Wind Farm, owned and operated by the Licensee in the Municipality of the Town of Essex, County of Essex: <ul style="list-style-type: none"> Turbines 11 & 5 - Concession 1, Part Lots 90 & 91 Turbine 12 - Concession 1, Part Lots 88 & 89 Turbine 6 & 15 — Concession 1, Part Lots 84 and 85 Turbine 14 — Concession 1, Part Lots 85 & 86 Harrow III Wind Farm, owned and operated by the Licensee in the Municipality of the Town of Essex, County of Essex, Ontario: <ul style="list-style-type: none"> Turbine 23 - Concession 2, Part Lot 2 Turbine 9 - Concession 2, Part Lot 4 Turbine 8 - Concession 2, Part Lot 4 Turbine 10 - Concession 2, Part Lot 5 Turbine 22 - Concession 2, Part Lot 2 Turbine 24 - Concession 2, Part Lot 3 Harrow IV Wind Farm, owned and operated by the Licensee in the Municipality of the Town of Essex, County of Essex: <ul style="list-style-type: none"> Turbines 36, 20 & 34 - Concession 1, Part Lot 75 Turbines 28 & 29 - Concession GORE, Part Lot 1 Turbine 30 - Concession GORE, Part Lot 5
ABW Solar PV Facilities	Solar	ABW Solar General Partnership	AIC II: 31.1%	Dominic Chalifoux (Axium)	EG-2011-0030	17-Oct-13	10-May-31	<ol style="list-style-type: none"> Ownership and operation of Amherstburg Solar 1 at Part of the North half of Lot 7, Concession 2, and part of the South half of Lot 7, Concession 2, Township of Anderton, Ontario. Ownership and operation of Belmont Solar 1 at Part of the South half of Lot 3, Concession 6, Central Elgin, Elgin County, Ontario. Ownership and operation of Belmont Solar 2 at Part of the South half of Lot 3, Concession 6, Central Elgin, Elgin County, Ontario. Ownership and operation of Walpole Solar 1 at Lots 2 and 3, Concession 12, Hagersville/Nanticoke, Haldimand County, Ontario. Ownership and operation of Walpole Solar 2 at Lots 2 and 3, Concession 12, Hagersville/Nanticoke, Haldimand County, Ontario.

APPENDIX "B"

Structure of Nation Rise LP and Nation Rise GP following the Initial Closing Date

