

April 1, 2019

**DELIVERED VIA E-MAIL**

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

Dear Ms. Walli:

**Re: Amalgamation of Veridian Connections Inc. and Whitby Hydro Electric Corporation  
OEB Decision and Order, December 20, 2018, (EB-2018-0236)  
Notice to the OEB of the Amalgamations  
Request for Issuance of a New Distribution Licence**

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By the above noted Decision and Order ("**Decision**") the Ontario Energy Board ("**OEB**") granted leave for the amalgamation of Veridian Corporation ("**Veridian Holdco**"), the holding company of Veridian Connections Inc. ("**Veridian LDC**") and Whitby Hydro Energy Corporation ("**Whitby Holdco**"), the holding company of Whitby Hydro Electric Corporation ("**Whitby LDC**"). The Decision also granted leave for the amalgamation of Veridian LDC and Whitby LDC.

The Decision specifically requires that the OEB be given notice of the amalgamations identified above and that once notice is given, the OEB will transfer the rate orders of Veridian LDC and Whitby LDC to LDC Mergeco and issue a new Electricity Distribution Licence to it.

In accordance with the Decision, notice is hereby provided to the OEB that effective today:

- (a) Veridian Holdco has amalgamated with Whitby Holdco and will continue as Elexicon Corporation; and
- (b) Veridian LDC has amalgamated with Whitby LDC and will continue as Elexicon Energy Inc.

In accordance with the Decision, Elexicon Energy Inc. requests that the OEB transfer the rate orders of Veridian LDC and Whitby LDC to Elexicon Energy Inc.

It is further requested that the OEB issue a new Electricity Distribution Licence to Elexicon Energy Inc. which includes the service areas formally served by Veridian LDC and Whitby LDC.

To facilitate the issuance of a new Distribution Licence to Elexicon Energy Inc., we attach copies of the necessary amendments to the LDC Licence Application which was filed with the MAADs Application which was approved by the Board in its Decision. These amendments reflect only administrative matters which arise by reason of the merger and include name

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changes to various entities, the current key contact and addresses. It is hoped that by providing this information it will assist the Board in the issuance of new Distribution Licence to Elexicon Energy Inc. Only those sections of the LDC Application that were filed with the MAADs application that require amendment are being provided.

As can be seen from the attached information, Mr. Norm Fraser has been named the Interim President and CEO of Elexicon Energy Inc. It is anticipated that Mr. Fraser will continue as the Interim President and CEO until Ms. Lesley Gallinger, who has been appointed President and CEO, assumes the position in or around May, 2019. It is understood that the balance of the Officers and Directors of Elexicon Energy Inc. will be finalized shortly. Elexicon Energy Inc. will provide the Board with any necessary notice of these changes as they occur.

Upon the issuance of this new licence, the Electricity Distribution Licences issued to Veridian LDC (ED-2002-0503) and Whitby LDC (ED-2003-0571) may be cancelled.

Yours truly,

AIRD & BERLIS LLP



Dennis M. O'Leary

DMO/vf  
Encl.

35631404.1

### 3. Applicant

|   |                     |  |   |
|---|---------------------|--|---|
| Please provide the following information about the Applicant: |                     |  |   |
| Full Legal Name of Applicant<br>Elexicon Energy Inc.          |                     | Ontario Corporation Number, Canadian Corporation Number or Business Registration Number<br>Ontario Corporation Number: 5013363 | Date of Formation or Incorporation<br>April 1, 2019 |
| Business Address:<br>55 Taunton Road East                     |                     |  |   |
| City<br>Ajax  | Province<br>Ontario | Country<br>Canada  | Postal/Zip Code<br>L1T 3V3                          |
| Phone Number<br>905-427-9870                                  | FAX Number          | 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 checked="" type="checkbox"/> Miss <input type="checkbox"/><br>Mrs. <input type="checkbox"/> Ms. <input type="checkbox"/><br>Other: _____ | Last Name:<br>Fraser | Full First Name:<br>Norm                                | Initial:                   |
| Position Held:<br>Interim President and CEO, Elexicon Energy Inc.   |                      |   |                            |
| Contact Address (if R.R., give Lot, Concession No. and Township)<br>55 Taunton Road East  |                      |   |                            |
| City<br>Ajax  | Province<br>Ontario  | Country<br>Canada                                       | Postal/Zip Code<br>L1T 3V3 |
| Phone Number<br>905-427-9870  | FAX Number           | E-mail Address (if applicable)<br>normdfrazer@gmail.com |                            |

## C. Supporting Information Organizational 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).   |                     |                                |                            |
| Full Legal Name of Affiliate Company: Elexicon Corporation wholly owns Elexicon Energy Inc. (the electricity distributor). Elexicon Corporation also wholly owns Elexicon Group Inc. which is the entity created by the merger of Veridian Energy Inc. and Whitby Hydro Energy Services Corp. Elexicon Corporation owns a 70% interest in Quinte Solar Generation Inc. |                     |                                |                            |
| Business Address: 55 Taunton Road East   |                     |                                |                            |
| City<br>Ajax   | Province<br>Ontario | Country<br>Canada              | Postal/Zip Code<br>L1T 3V3 |
| Tel. Number<br>905-427-9870  | FAX Number          | E-Mail Address (if applicable) |                            |
| Description of Business Activities:  |                     |                                |                            |
| Elexicon Corporation's primary business is the distribution of electricity through its subsidiary Elexicon Energy Inc.   |                     |                                |                            |
| 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.   |                     |                                |                            |

# Attachment 12 (a)

## C. Supporting Information Organizational 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).  |                            |                                |                            |
| Full Legal Name of Affiliate Company:      Elexicon Group Inc.  |                            |                                |                            |
| Business Address:      100 Taunton Road East  |                            |                                |                            |
| City<br>Whitby  | Province<br>Ontario        | Country<br>Canada              | Postal/Zip Code<br>L1R 3L5 |
| Tel. Number<br>905-668-5878   | FAX Number<br>905-668-6598 | E-Mail Address (if applicable) |                            |
| Description of Business Activities:   |                            |                                |                            |
| Veridian Energy Inc. (" <b>VEI</b> ") and Whitby Hydro Energy Services Corporation (" <b>WHESC</b> ") amalgamated and continue as Elexicon Group Inc., a wholly owned subsidiary of Elexicon Corporation. At the time of the amalgamation, VEI was dormant and WHESC assisted customers all over Ontario with their energy management and engineering project needs as well as generation, CHP, storage and a range of distribution related services. |                            |                                |                            |
| 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.  |                            |                                |                            |

## Attachment 12 (a)

### C. Supporting Information Organizational Information

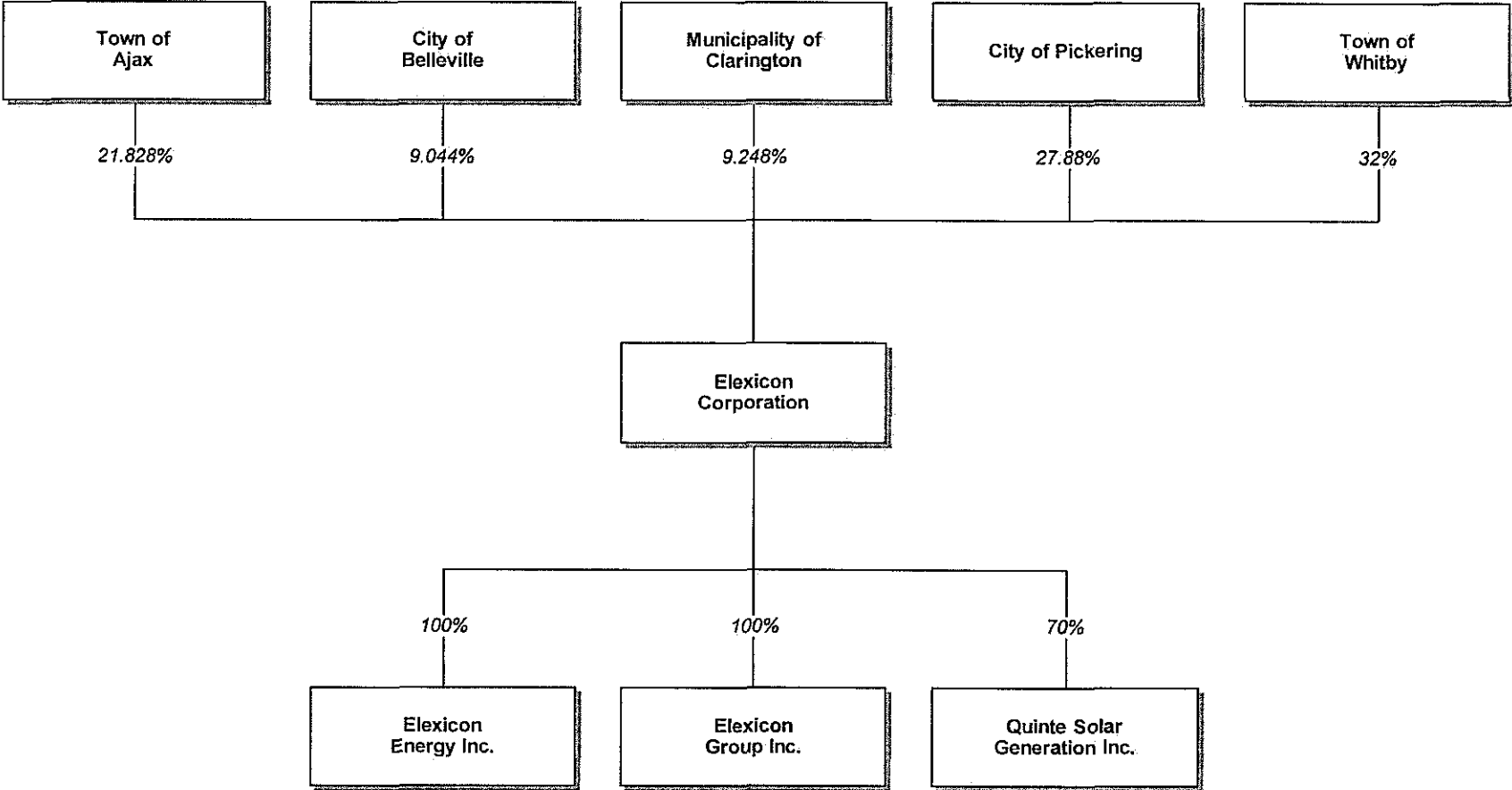
#### 11. Business Classification

|                 |                                     |
|-----------------|-------------------------------------|
| 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).   |   |  |   |
| Full Legal Name of Affiliate Company: <span style="float: right;">Quinte Solar Generation Inc. (QSGI)</span>   |   |  |   |
| Business Address: <span style="float: right;">100 Taunton Road East</span>   |   |  |   |
| City<br><span style="float: right;">Whitby</span>  | Province<br><span style="float: right;">Ontario</span>        | Country<br><span style="float: right;">Canada</span> | Postal/Zip Code<br><span style="float: right;">L1R 3L5</span> |
| Tel. Number<br><span style="float: right;">905-668-5878</span>   | FAX Number<br><span style="float: right;">905-668-6598</span> | E-Mail Address (if applicable)                       |   |
| Description of Business Activities:  |   |  |   |
| <p>QSGI is owned 70% by Elexicon Corporation, 15% by the City of Belleville and 15% by Solera Sustainable Energies Company Limited. QSGI does not at this time have any assets.</p>                                |   |  |   |
| 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. |   |  |   |

# Attachment 12(b) Corporate Organization Chart



**16. Information About Each Key Individual**

|  |                   |                       |          |
|--|-------------------|-----------------------|----------|
| Mr. <input checked="" type="checkbox"/> Mrs. <input type="checkbox"/><br>Miss <input type="checkbox"/> Ms. <input type="checkbox"/><br>Other: _____  | Last Name: Fraser | Full First Name: Norm | Initial: |
| Position Held: Interim President and CEO   |                   |                       |          |
| Please explain the person's experience in the electrical distribution business and in the energy field in general.<br><br>Mr. Fraser is a Professional Engineer and has 40 years of experience in the energy sector. Mr. Fraser was a former Officer of Hydro Ottawa Limited.                |                   |                       |          |
| 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, 1998</i> . <span style="float: right;">Yes <input checked="" type="checkbox"/>    No <input type="checkbox"/></span> |                   |                       |          |
| If yes, provide business names and licence number(s) and describe the individuals specific related experience.   |                   |                       |          |
| Please see above.  |                   |                       |          |
| 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? <span style="float: right;">Yes <input checked="" type="checkbox"/>    No <input type="checkbox"/></span>                     |                   |                       |          |
| If yes, identify the business name, the legislation, licence number(s), date of the licencing or registration and the individual's specific related experience.  |                   |                       |          |
| Please see above.  |                   |                       |          |
| 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? <span style="float: right;">Yes <input type="checkbox"/>    No <input checked="" type="checkbox"/></span>          |                   |                       |          |
| If yes, please provide company name and describe the situation, including the jurisdiction and type of licence.  |                   |                       |          |
|  |                   |                       |          |
|  |                   |                       |          |
|  |                   |                       |          |

**Note:**

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