

September 9, 2020

The Ottawa River Power Corporation
283 Pembroke Street West
P.O. Box 1087
Pembroke, ON K8A 6Y6

Attention: Justin Allen, President and CEO

Re: Extension of Term of Power Purchase Agreement

Dear Mr. Allen:

The Ottawa River Power Corporation (“**ORPC**”), Brookfield Renewable Trading and Marketing LP (“**BRTM**”) and Waltham Power and Company, Limited Partnership (“**Waltham**”) (ORPC, BRTM and Waltham being collectively referred to as the “**Parties**”) are parties to a Power Purchase Agreement dated July 25, 2009 (as assigned, amended, restated, supplemented or otherwise modified from time to time, the “**PPA**”), the term of which is currently set to expire on November 30, 2020. Notwithstanding Section 5(b) of the PPA, the Parties wish to extend the term of the PPA until March 31, 2021 in order to give themselves more time to discuss and finalize the terms of a new power purchase agreement which would be entered into by the Parties for a term of at least five (5) years on or around April 1, 2021.

Further to our discussion related to the foregoing, this letter will confirm that the Parties hereby agree as follows:

1. Conditional upon the approval of the Ontario Energy Board (the “**OEB**”), the Parties hereby agree to extend the term of the PPA to March 31, 2021.
2. Within ten (10) business days following the execution of this letter agreement, ORPC shall submit a request in writing to the OEB requesting the approval of the extension of the PPA and shall promptly inform BRTM and Waltham of the OEB’s decision in that respect once received.
3. In the event that the OEB approval is not received by November 30, 2020, each of BRTM and Waltham shall have the right, at its entire discretion, to terminate this letter agreement and the extension of the PPA by sending a notice to that effect to the other Parties.

Except as set forth above, no other amendments are being made to the PPA and all other terms and conditions set forth therein are hereby confirmed in their entirety.

If the foregoing is acceptable, please execute below and return by e-mail at legal.department.na@brookfieldrenewable.com c.c. simon.laroche@brookfieldrenewable.com and an original by mail or courier sent to c/o Evolugen - 41 Victoria, Gatineau, QC J8X 2A1, to the attention of the General Counsel.

Yours truly,

**BROOKFIELD RENEWABLE TRADING AND
MARKETING LP**



By: Simon Laroche
Vice President



By: Frédéric Verlez
Senior Vice President

**WALTHAM POWER AND COMPANY,
LIMITED PARTNERSHIP, by its general partner,
HYDRO-PONTIAC INC.**



By: Frédéric Verlez
Senior Vice President



By: Nicolas Bossé
Senior Vice President

We are authorized to bind the limited partnership. We are authorized to bind the corporation.

Agreed and Accepted this 18 day of September 2020.

THE OTTAWA RIVER POWER CORPORATION



By:
Name: Justin Allen
Time: September 18 2020

I am authorized to bind the corporation.