

September 27, 2021

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, extended or otherwise modified from time to time, the “**Existing PPA**”), the term of which is currently set to expire on September 30, 2021.

Notwithstanding Section 5(b) of the Existing PPA and in order to enable ORPC to request and obtain all regulatory approvals required for ORPC to enter into a new power purchase agreement with Waltham and BRTM for a term of at least five (5) years on terms similar to the Existing PPA (the “**New PPA**”), including an extension to ORPC’s current exemptions from Section 2.2.2 of the *Standard Supply Service Code for Electricity Distributors* and from Section 3.2 of the *Retail Settlement Code* for a duration of at least the term of the New PPA (collectively, the “**Extension of the Regulatory Exemptions**”), the Parties wish to extend the term of the PPA until the earlier of: (i) December 31, 2021; and (ii) the last day of the month in which the Extension of the Regulatory Exemptions is granted by the OEB.

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 the earlier of: (i) December 31, 2021 and (ii) the last day of the month in which the Extension of the Regulatory Exemptions is granted by the OEB.
2. Within one (1) business day 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 detailed above and shall promptly inform BRTM and Waltham of the OEB’s decision in that respect once received.
3. In the event that the OEB’s approval of the requested extension is not received by October 31, 2021, each of BRTM and Waltham shall have the right, at its entire discretion, to terminate this letter agreement by sending a notice to that effect to the other Parties.

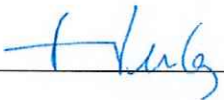
Except as set forth above, no other amendments are being made to the Existing PPA and all other terms and conditions set forth therein are hereby confirmed in their entirety.

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 Evolgen - 41 Victoria, Gatineau, QC J8X 2A1, to the attention of the General Counsel.

Yours truly,

**BROOKFIELD RENEWABLE TRADING AND
MARKETING LP**

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



By: Frédéric Verlez
Senior Vice President



By: Frédéric Verlez
Senior Vice President



By: Simon Laroche
Vice President



By: Simon Laroche
Vice President

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

Agreed and Accepted this 29 day of September 2021.

THE OTTAWA RIVER POWER CORPORATION

By: 

Name: Justin Allen

Time: 1:11pm

I am authorized to bind the corporation.