

Ontario Energy Board
Preliminary Filing Requirements
For a Notice of Proposal under Sections 80 and 81
Of the *Ontario Energy Board Act, 1998*

INSTRUCTIONS:

This form applies to all applicants who are providing a Notice of Proposal to the Ontario Energy Board (the "Board") under sections 80 and 81 of the *Ontario Energy Board Act, 1998* (the "Act"), including parties who are also, as part of the same transaction or project, applying for other orders of the Board such as orders under sections 86 and 92 of the Act.

The Board has established this form under section 13 of the Act. Please note that the Board may require information that is additional or supplementary to the information filed in this form and that the filing of the form does not preclude the applicant from filing additional or supplementary information.

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 Applicants

Name of Applicant (acquiring an interest): FirstLight Holding Inc.	File No: (Board Use Only)	
Address of Head Office 560 King Street West, Unit 2 Oshawa, Ontario L1J 7J1 Canada	Telephone Number (514) 937-2772	
	Facsimile Number (514) 937-3155	
	E-mail Address legalnotices@investpsp.ca	
Name of Individual to Contact Patrick Chabot	Telephone Number (514) 925-1504	
	Facsimile Number (514) 937-3155	
	E-mail Address pchabot@investpsp.ca with a copy to: legalnotices@investpsp.ca	

1.1.2 Other Parties to the Transaction or Project

If more than one attach list

Name of Other Parties (selling an interest): Public Sector Pension Investment Board	Board Use Only	
Address of Head Office: 135 Laurier Avenue West, Ottawa, Ontario K1P 5J2 Canada Principal Place of Business: 1250 René-Lévesque Boulevard West Suite 1400 Montréal, Québec H3B 5E9 Canada	Telephone Number (514) 937-2772	
	Facsimile Number (514) 937-3155	
	E-mail Address legalnotices@investpsp.ca	
Name of Individual to Contact Patrick Chabot	Telephone Number (514) 925-1504	
	Facsimile Number (514) 937-3155	
	E-mail Address pchabot@investpsp.ca with a copy to: legalnotices@investpsp.ca	

Name of Parties (in whom share/units are being acquired): Infra H2O GP Partners Inc. Infra H2O LP Partners Inc.	Board Use Only	
Address of Head Office: 1250 René-Lévesque Boulevard West Suite 1400 Montreal QC H3B 5E9 Canada	Telephone Number 514-938-5012	
	Facsimile Number (514) 937-3155	
	E-mail Address pgut@investpsp.ca	

Name of Individual to Contact Patrick Gut	Telephone Number (514) 938-5012	
	Facsimile Number (514) 937-3155	
	E-mail Address pgut@investpsp.ca with a copy to: legalnotices@investpsp.ca	

1.2 Relationship between Parties to the Transaction or Project

1.2.1	<p>Attach a list of the officers, directors and shareholders of each of the parties to the proposed transaction or project.</p> <p><u>APPLICANT:</u></p> <p><u>FirstLight Holding Inc.</u></p> <p>Directors: Patrick Chabot Stephan Rupert Alicia Barton Mary Beth Gentleman James Ginnetti Philip Giudice James Matheson</p> <p>Officers: Alicia Barton, President and Chief Executive Officer Justin Trudell, Chief Operating Officer Chris Hurley, Vice President, Finance & Accounting Peter Rider, Senior Vice President, Commercial Stephen Pike, Vice President & General Counsel</p> <p>Shareholder: Public Sector Pension Investment Board</p> <p><u>TRANSFEROR:</u></p> <p><u>Public Sector Pension Investment Board:</u></p> <p>Directors: Martin Glynn Maryse Bertrand David C. Court M. Marianne Harris Miranda C. Hubbs Susan Kudzman Katherine Lee Gregory Chrispin Helen Mallovy Hicks Maurice Tulloch</p>	
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Officers:

Deborah K. Orida – President
Mélanie Bernier – Senior Vice President and Chief Legal and People Officer
Jean-François Bureau – Senior Vice President and Chief Financial and Risk Officer
Michelle Ostermann – Senior Vice President, Global Head of Capital Markets Investment
David Ouellet – Senior Vice President and Chief Technology and Data Officer
Patrick Samson – Senior Vice President and Global Head of Real Assets Investments
David J. Scudellari – Senior Vice President and Global Head of Credit and Private Equity

OTHER PARTIES (in whom shares/units are being acquired)

Infra H2O GP Partners Inc.:

Directors:

Mélanie Bernier
Éric Ménard

Officers:

Deborah K. Orida – President
Mélanie Bernier – Vice-President
Jean-François Bureau – Vice-President
Patrick Samson – Vice-President
Éric Ménard – Vice-President
Martin Boily-Côté – Vice-President
Alison Breen – Secretary
Renaud de Jaham – Treasurer
Graeme Bromby – Assistant Secretary
Marie-Claude Cénédèse – Assistant Secretary
Tammy Marer – Access to Information and Privacy Co-ordinator

Shareholder:

Public Sector Pension Investment Board

Infra H2O LP Partners Inc.

Directors:

Mélanie Bernier
Éric Ménard

Officers:

Deborah K. Orida – President
Mélanie Bernier – Vice-President
Jean-François Bureau – Vice-President
Patrick Samson – Vice-President
Éric Ménard – Vice-President
Martin Boily-Côté – Vice-President
Alison Breen – Secretary
Renaud de Jaham – Treasurer
Graeme Bromby – Assistant Secretary
Marie-Claude Cénédèse – Assistant Secretary
Tammy Marer – Access to Information and Privacy Co-ordinator

Shareholder:

Public Sector Pension Investment Board

	<p><u>H2O Power G.P. Inc.:</u></p> <p>Directors: Patrick Gut Alicia Barton Gregory A. Aarssen</p> <p>Officers: Patrick Gut – Interim President Ron McLeod – Vice President, Finance and Administration and Secretary Marc Mantha – Vice President, Operations Stephen Sommerville – Vice President, Corporate Development and Investor Relations</p> <p>Shareholders: Infra H2O GP Partners Inc.</p> <p><u>H2O Power Holding G.P. Inc.:</u></p> <p>Directors: Patrick Gut Alicia Barton Gregory A. Aarssen</p> <p>Officers: Patrick Gut – Interim President Ron McLeod – Vice President, Finance and Administration Marc Mantha – Vice President, Operations Stephen Sommerville – Vice President, Corporate Development and Investor Relations</p> <p>Shareholders: Infra H2O GP Partners Inc.</p> <p><u>H2O Power Holding Limited Partnership:</u></p> <p>Unit Holders: Infra H2O LP Partners Inc. H2O Power Holding G.P. Inc.</p> <p><u>H2O Power Limited Partnership:</u></p> <p>Unit Holders: H2O Power Holding LP H2O Power G.P. Inc.</p>	
1.2.2	<p>Attach a corporate chart describing the relationship between each of the parties to the proposed transaction or project and each of their respective affiliates.</p> <p>Please see Appendix 1 attached to the cover letter.</p>	

1.3 Description of the Businesses of Each of the Parties

1.3.1	<p>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").</p> <p><u>Parties to the Transaction:</u></p> <p><u>Applicant</u></p> <p>FirstLight Holding Inc.</p> <p>FirstLight Holding Inc. ("FirstLight") is a newly formed company that is not currently carrying on any business. FirstLight will primarily be a holding company.</p> <p>The proposed transaction will, once completed, result in FirstLight acquiring all of the shares of Infra H2O GP Partners Inc. and Infra H2O LP Partners Inc., which indirectly own H2O Power Limited Partnership ("H2O Power") and H2O Power Holding Limited Partnership ("H2O Holding"), and FirstLight will be an affiliate of H2O Power and H2O Holding.</p> <p>H2O Power and H2O Holding are both licenced under the OEB Act as electricity generators and electricity retailers.</p> <p>H2O Power is the co-owner of eight hydroelectric generating stations, namely the Iroquois Falls Generating Station, Twin Falls Generating Station, Island Falls Generating Station, Calm Lake Generating Station, Sturgeon Falls Generating Station, Fort Frances Generating Station, Kenora Generating Station and Norman Generating Station (the "Facilities") and associated transmission and distribution systems.</p> <p><u>Vendor</u></p> <p>Public Sector Pension Investment Board</p> <p>The Public Sector Pension Investment Board ("PSP") is a Crown corporation established pursuant to the <i>Public Sector Pension Investment Board Act</i> (Canada). It is the investment manager for the pension plans of the Public Service, the Canadian Armed Forces, the Royal Canadian Mounted Police and the Reserve Force. PSP is the holder, directly or indirectly, of all ownership interests in FirstLight, Infra H2O GP Partners Inc., Infra H2O LP Partners Inc., H2O Power G.P. Inc., H2O Power Holding G.P. Inc., H2O Power Holding Limited Partnership, and H2O Power Limited Partnership, which are described below.</p> <p><u>OTHER PARTIES (in whom the Applicant is acquiring an interest)</u></p> <p>Infra H2O GP Partners Inc.</p> <p>Infra H2O GP Partners Inc. is the holder, directly or indirectly of certain interests in H2O Power G.P. Inc., H2O Power Holding G.P. Inc., H2O Holding, and H2O Power (the "H2O Group").</p> <p>Infra H2O LP Partners Inc.</p> <p>Infra H2O LP Partners Inc. is the holder, directly or indirectly of certain interests in the H2O Group.</p> <p>H2O Power G.P. Inc.</p> <p>H2O Power G.P. Inc. is the general partner of H2O Power.</p> <p>H2O Power Holding G.P. Inc.</p> <p>H2O Power Holding G.P. Inc. is the general partner of H2O Holding.</p> <p>H2O Power Holding Limited Partnership</p> <p>H2O Holding holds 100% of the limited partnership units of H2O Power. It also operates each of the eight Facilities that are co-owned by H2O Power and Watergen Canada Holdings Inc. ("Watergen") (a third-party to the transaction), and it holds OEB Electricity Generation Licence EG-2016-0369 and OEB Electricity Retailer Licence ER-2021-0287.</p>
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	<p>H2O Power Limited Partnership</p> <p>H2O Power holds OEB Electricity Generation Licence EG-2006-0124 and OEB Electricity Retailer Licence EB-2021-0221. It is an independent power producer that beneficially owns the eight Facilities, three control dams, and approximately 130 kilometers of transmission lines in Ontario. H2O Power owns a 51% undivided co-ownership interest in the following entities that have legal title to the Facilities, with Watergen holding a 49% undivided co-ownership interest in the following entities:</p> <p>H2O Power Calm Lake Inc. which has legal title to the Calm Lake generating station with an installed capacity of 9.5 MW.</p> <p>H2O Power Fort Frances Inc. which has legal title to the Fort Frances generating station with an installed capacity of 13.1 MW</p> <p>H2O Power Iroquois Falls Inc. which has legal title to the Iroquois Falls generating station with an installed capacity of 29.7 MW</p> <p>H2O Power Island Falls Inc. which has legal title to the Island Falls generating station with an installed capacity of 44.3 MW</p> <p>H2O Power Kenora Inc. which has legal title to the Kenora generating station with an installed capacity of 5.5 MW.</p> <p>H2O Power Norman Inc. which has legal title to the Norman generating station with an installed capacity of 12.8 MW.</p> <p>H2O Power Sturgeon Falls Inc. which has legal title to the Sturgeon Falls generating station with an installed capacity of 8.4 MW.</p> <p>H2O Power Twin Falls Inc. which has legal title to the Twin Falls generating station with an installed capacity of 27.5 MW.</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 following parties do NOT serve a geographic territory:</p> <ul style="list-style-type: none"> Public Sector Pension Investment Board FirstLight Holding Inc. Infra H2O GP Partners Inc. Infra H2O LP Partners Inc. H2O Power G.P. Inc. H2O Power Holding G.P. Inc. <p>Electricity Sector Affiliates:</p> <p>H2O Power beneficially co-owns with Watergen the following Facilities which are operated by H2O Holding:</p> <p><u>H2O Power Calm Lake Inc.</u></p> <p>H2O Power Calm Lake Inc. holds legal title to a hydro facility located approximately 120 km east of the Town of Fort Frances, Ontario.</p> <p><u>H2O Power Fort Frances Inc.</u></p> <p>H2O Power Fort Frances Inc. holds legal title to a hydro facility located approximately 4 km from the outlet of Rainy Lake, Ontario.</p> <p><u>H2O Power Iroquois Falls Inc.</u></p> <p>H2O Power Iroquois Falls Inc. holds legal title to a hydro facility located on the Abitibi River in Ontario approximately 17 km downstream from the Twin Falls Facility.</p>	

	<p><u>H2O Power Island Falls Inc.</u></p> <p>H2O Power Island Falls Inc. holds legal title to a hydro facility located approximately 30 km north of the confluence of the Abitibi and Frederickhouse Rivers in Ontario.</p> <p><u>H2O Power Kenora Inc.</u></p> <p>H2O Power Kenora Inc. holds legal title to a hydro facility located on the outlet of the Lake of the Woods in the town of Kenora, Ontario.</p> <p><u>H2O Power Norman Inc.</u></p> <p>H2O Power Norman Inc. holds legal title to a hydro facility located on the outlet of the Lake of the Woods in the Town of Kenora, Ontario (near the Kenora facility but on a separate channel of the river).</p> <p><u>H2O Power Sturgeon Falls Inc.</u></p> <p>H2O Power Sturgeon Falls Inc. holds legal title to a hydro facility located approximately 90 km east of the Town of Fort Frances, Ontario.</p> <p><u>H2O Power Twin Falls Inc.</u></p> <p>H2O Power Twin Falls Inc. holds legal title to a hydro facility located approximately 40 km downstream from Lake Abitibi, 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> <p><u>H2O Power-Watergen Joint Venture</u></p> <p>The joint venture comprised of H2O Power and Watergen that owns the Facilities sold 648.8 GWh of electricity in 2021 and had total sales of C\$61,796,755 for 2021 (including revenue received from the IESO pursuant to a Hydroelectric Contract Initiative contract with the IESO).</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>H2O Power holds OEB Electricity Generation Licence EG-2006-0124 and OEB Electricity Retailer Licence EB-2021-0221.</p> <p>H2O Holding holds OEB Electricity Generation Licence EG-2016-0369 and OEB Electricity Retailer Licence ER-2021-0287</p> <p>Watergen Canada Holdings Inc. is not a party to the transaction giving rise to this Notice of Proposal, but it is a partner in the joint venture owning and controlling the Facilities. Watergen holds OEB Generation Licence EG-2019-0202 and OEB Retailer Licence ER-2019-0201.</p>	
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1.4 Current Competitive Characteristics of the Market

1.4.1	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.													
	<table><tr><th>Entity</th><th>MW</th></tr><tr><td>H2O Power Calm Lake Inc.</td><td>9.5 MW</td></tr><tr><td>H2O Power Fort Frances Inc.</td><td>13.1 MW</td></tr><tr><td>H2O Power Iroquois Falls Inc.</td><td>29.7 MW</td></tr><tr><td>H2O Power Island Falls Inc.</td><td>44.3 MW</td></tr><tr><td>H2O Power Kenora Inc.</td><td>5.5 MW</td></tr></table>	Entity	MW	H2O Power Calm Lake Inc.	9.5 MW	H2O Power Fort Frances Inc.	13.1 MW	H2O Power Iroquois Falls Inc.	29.7 MW	H2O Power Island Falls Inc.	44.3 MW	H2O Power Kenora Inc.	5.5 MW	
	Entity	MW												
	H2O Power Calm Lake Inc.	9.5 MW												
	H2O Power Fort Frances Inc.	13.1 MW												
	H2O Power Iroquois Falls Inc.	29.7 MW												
	H2O Power Island Falls Inc.	44.3 MW												
H2O Power Kenora Inc.	5.5 MW													

	<table><tr><td>H2O Power Norman Inc.</td><td>12.8 MW</td></tr><tr><td>H2O Power Sturgeon Falls Inc.</td><td>8.4 MW</td></tr><tr><td>H2O Power Twin Falls Inc.</td><td><u>27.58 MW</u></td></tr><tr><td>TOTAL</td><td>150.88 MW</td></tr></table>	H2O Power Norman Inc.	12.8 MW	H2O Power Sturgeon Falls Inc.	8.4 MW	H2O Power Twin Falls Inc.	<u>27.58 MW</u>	TOTAL	150.88 MW	
H2O Power Norman Inc.	12.8 MW									
H2O Power Sturgeon Falls Inc.	8.4 MW									
H2O Power Twin Falls Inc.	<u>27.58 MW</u>									
TOTAL	150.88 MW									
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><u>H2O Power-Watergen Joint Venture</u></p> <p>The Annual Primary Demand is no longer calculated by the IESO, but the IESO has stated that in 2021, Ontario's total annual electricity consumption was 133.8 TWh. (Source: http://www.ieso.ca/en/Corporate-IESO/Media/Year-End-Data)</p> <p>In 2021, the eight generating facilities co-owned by the joint venture formed by H2O Power and Watergen produced a total of 648.8 GWh of electricity. This production represented less than 0.5% of the total Ontario energy demand.</p>									

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

1.5.1	<p>Attach a detailed description of the proposed transaction or project, including geographic locations of proposed new transmission or distribution systems, or new generation facilities.</p> <p>Please see the accompanying cover letter, which includes a detailed description of the proposed transaction.</p>	
1.5.2	<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, after the completion of the proposed transaction or project.</p> <p>The proposed transaction will not change the generation capacity of the parties and their Electricity Sector Affiliates.</p>	
1.5.3	<p>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.</p> <p>Since the proposed transaction does not change the generation produced by the parties and their respective Electricity Sector Affiliates, there will be no change in their respective market shares as a result of the proposed transaction. Moreover, the proposed transaction will not change the total market share of the parties and their Electricity Sector Affiliates combined.</p>	

1.5.4	<p>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.</p> <p>There will be no impact on competition. As a result of the proposed reorganization, the Applicant, a wholly owned subsidiary of PSP, will acquire the shares of Infra H2O LP Partners Inc. and Infra H2O GP Partners Inc., the latter of which controls H2O Power and H2O Holding.</p> <p>The Applicant is not acquiring an interest in any other Electricity Sector Affiliates.</p> <p>The proposed transaction does not substantively change the status quo, as the relevant transmission facilities and generation facilities owned by H2O Power Limited Partnership in Ontario will continue to be controlled by Infra H2O GP Partners Inc.</p>	
1.5.5	<p>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.</p> <p>The proposed transaction will have no impact on open access. The transactions will not give rise to adverse impacts on the development or maintenance of a competitive market in Ontario, and open access to the transmission and distribution system is not a relevant concern since the transmission and distribution systems co-owned by the H2O Power and Watergen are used solely for the purpose of conveying generation output to the IESO-controlled grid (the "Grid").</p>	

1.6 Other Information

1.6.1	<p>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.</p> <p>Yes, the parties to the proposed transaction confirm that to the best of their knowledge they are each in compliance with all licence and code requirements and will continue to be in compliance after completion of the proposed transaction.</p>	
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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.

Not Applicable

2.1 Effect on Competition

2.1.2	Describe whether the proposed generation output will be primarily offered into the IAM, sold via bilateral contracts, or for own use.	
2.1.3	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.	
2.1.4	Provide details on whether the generation facility is expected to sign a “must run” contract with the IESO.	
2.1.5	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.	

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.

2.2.1	Provide reasons why the proposal is required to maintain the reliability of the transmission or distribution system. Provide supporting studies.	
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	<p>Provide a description of the transmission or distribution system being acquired or constructed.</p> <p>H2O Power is an independent power producer that is the co-owner, jointly with Watergen, of eight hydroelectric generating stations, three control dams, as well as certain associated connection lines that connect and convey generation output to Grid. These connection lines consist of:</p> <ul style="list-style-type: none"> • Fort Frances GS is connected to a 6.9KV bus system. This bus system is connected to a short overhead 6.9KV line that crosses a neighbouring property to the generators property where the generator's three 10/13.3/15MVA 120-6.9KV step up transformers are located. The 120KV side of the transformers are directly connected to the Hydro-One circuit F2B to the Fort Frances TS. • Island Falls GS is connected to the generator's 230KV transmission system at Iroquois Falls via a generator owned 130 km double circuit 120KV transmission line that traverses Crown and private land, terminating at the Iroquois Falls HV Substation. The voltage is then stepped up to 230KV through two 45/60/75MVA, 230/115KV transformers located on property owned by the generator. Final connection to the Grid via a generator owned 2.58 km 230 kV transmission line to Hydro One Ansonville TS. • Twin Falls GS is connected via a generator owned 12KV overhead line, approximately 7 km long, that crosses neighbouring property to connect to the Iroquois Falls HV Substation 12KV bus system, which acts as a collector bus for the Iroquois Falls, Twin Falls and Island Falls facilities. The 12 KV system is connected to 2 step-up 120/12KV transformers. The voltage is then stepped up to 230KV through two 45/60/75MVA, 230/115KV transformers located on property owned by the generator. Final connection to the Grid is via a generator owned 2.58 km 230KV transmission line to Hydro One Ansonville TS. • Iroquois Falls GS is connected to the Iroquois Falls HV Substation 12KV bus system, which acts as a collector bus for the Iroquois Falls, Twin Falls and Island Falls facilities. The Iroquois Falls 12KV output crosses a short section of neighbouring property to connect through 2 step-up 120/12KV transformers. The voltage is then stepped up to 230KV through two 45/60/75MVA, 230/115KV transformers located on property owned by the generator. Final connection to the Grid via a generator owned 2.58 km 230 kV transmission line to Hydro One Ansonville TS. • Kenora GS is connected to a 120/6.9KV step up transformer. The 120KV side of the transformer connects via a generator owned 0.81 km 120KV transmission line to the 120KV Hydro One circuit K2M to Rabbit Lake TS. • Norman GS is connected to a 120/6.9KV step up transformer. The 120KV side of the transformer connects via a generator owned 1.16 km 120KV transmission line to the 120KV Hydro One circuit K2M to Rabbit Lake TS. 	
3.1.2	<p>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.</p> <p>Yes, because the proposed transaction will transfer indirect ownership of a 51% undivided interest in the Facilities and associated transmission and distribution assets from PSP to the Applicant. This internal reorganization of the ownership structure of the PSP entities will not result in the acquisition by PSP and its subsidiaries of an interest in any additional transmission or distribution systems.</p>	

	The transmission and distribution systems that give rise to this Application are co-owned by H2O Power and Watergen and are used to connect the generation Facilities co-owned by H2O Power and Watergen to the Grid.	
3.1.3	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. The relevant generation facilities do not serve a “load pocket”.	
3.1.4	Provide details on whether the generation facilities are expected to sign a “must run” contract with the IESO. The relevant generation facilities are not “must run” facilities.	

How to Contact the Ontario Energy Board

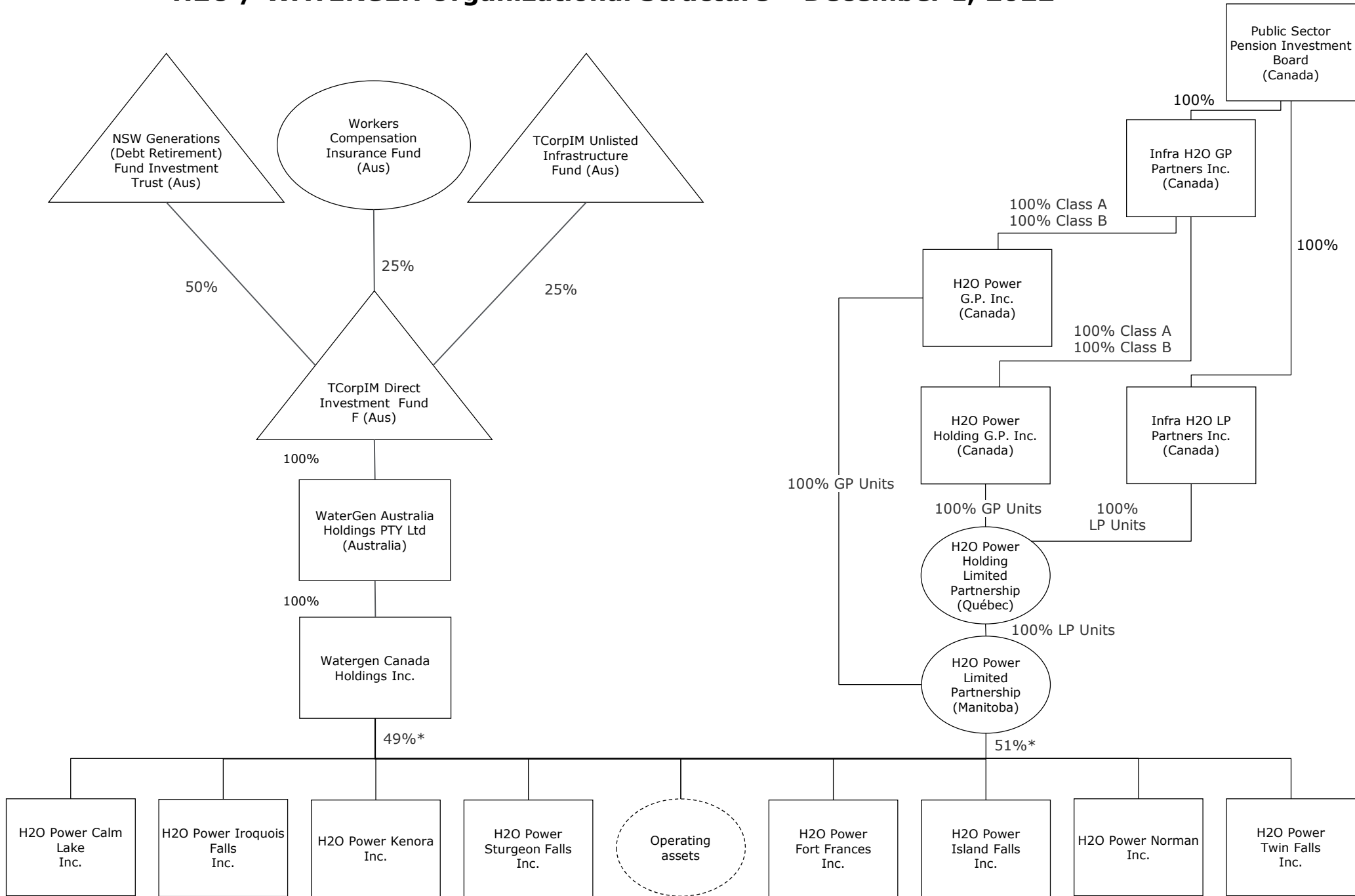
The Ontario Energy Board is located at:
P.O. Box 2319
2300 Yonge Street, Suite 2701
Toronto, Ontario
M4P 1E4

Telephone: 416-481-1967
Toll Free Number: 1-888-632-6273

Fax: 416-440-7656
Website: <http://www.oeb.gov.on.ca>
Board Secretary's e-mail address: boardsec@oeb.gov.on.ca

APPENDIX 1

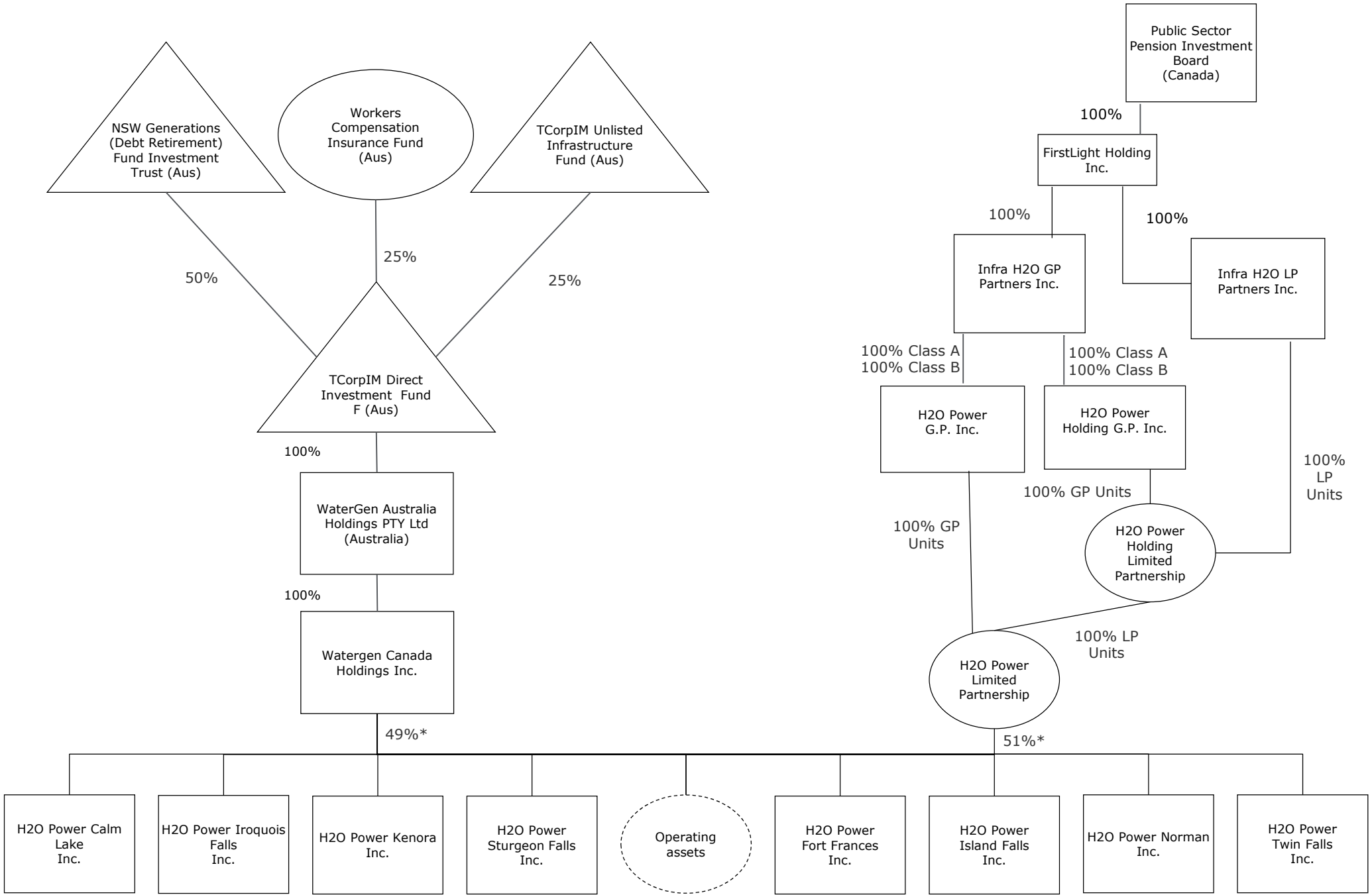
H2O / WATERGEN Organizational Structure – December 1, 2022



* Undivided ownership interest in substantially all of the assets relating to each Facility.

APPENDIX 2

H2O / WATERGEN: Proposed Structure After H2O Reorganization



* Undivided ownership interest in substantially all of the assets relating to each Facility.