



EASTERN POWER INC.

2275 Lake Shore Blvd. West, Suite 401
Toronto, Ontario M8V 3Y3 Canada

Tel: (416) 234-1301

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February 16, 2024

Registrar
Ontario Energy Board
PO Box 2319
2300 Yonge Street
27th Floor
Toronto, ON, M4P 1E4

Re: Electricity Generation License EG-2021-0217 Amendment Request

Eastern Power Inc. was granted an Electricity Generation License on the 16th of December 2021. The license authorized the company to own and operate Eastern Power Inc.'s proposed natural gas and hydrogen generation facility, with a capacity of 600 MW, located at 477B Oil Springs Line, Courtright, ON, N0N 1H0.

The license holder wishes to request the Board for the following amendments:

Amendment To Transfer to the Newly Created Project Entity:

In 2021 Eastern Power Inc. commenced an unsolicited development for the permitting, interconnection studies, and subsequent construction and operation of a 600 MW combined cycle power generation facility to be located at 477B Oil Springs Line, Courtright, ON, N0N 1H0. The license was applied for and issued in the name of Eastern Power Inc. for this proposed development.

An affiliate, with similar ultimate ownership, Greenfield South Power Inc. has been created for the execution of this project. The Certificate of Incorporation and the Articles of Incorporation for Greenfield South Power Inc. are attached for reference.

The applicant requests that the license EG-2021-2017 be transferred from Eastern Power Inc. to Greenfield South Power Inc. to be consistent with the updated project ownership.

Thank you,


Gregory Vogt
President

Certificate of Incorporation

Certificat de constitution

Business Corporations Act

Loi sur les sociétés par actions

GREENFIELD SOUTH POWER INC.

Corporation Name / Dénomination sociale

1000435827

Ontario Corporation Number / Numéro de société de l'Ontario

This is to certify that these articles are effective on

La présente vise à attester que ces statuts entreront en
vigueur le

February 03, 2023 / 03 février 2023

V. Quintanilla W.

Director / Directeur

Business Corporations Act / Loi sur les sociétés par actions

The Certificate of Incorporation is not complete
without the Articles of Incorporation.

Certified a true copy of the record of the
Ministry of Public and Business Service Delivery.

V. Quintanilla W.

Director/Registrar



Le certificat de constitution n'est pas complet s'il
ne contient pas les statuts constitutifs.

Copie certifiée conforme du dossier du
ministère des Services au public et aux
entreprises.

V. Quintanilla W.

Directeur ou registrateur



Articles of Incorporation

Business Corporations Act

1. Corporation Name

GREENFIELD SOUTH POWER INC.

2. Registered Office Address

2275 Lake Shore Boulevard West, Suite 401, Toronto, Ontario, Canada, M8V 3Y3

3. Number of Directors

Minimum/Maximum

Min 1 / Max 10

4. The first director(s) is/are:

Full Name

GREGORY M. VOGT

Resident Canadian

Yes

Address for Service

2275 Lake Shore Boulevard West, Suite 401, Toronto, Ontario,
Canada, M8V 3Y3

5. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise. If none, enter "None":

None.

6. The classes and any maximum number of shares that the corporation is authorized to issue:

The Corporation is authorized to issue an unlimited number of common shares (the "Common Shares").

7. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors' authority with respect to any class of shares which may be issued in series. If there is only one class of shares, enter "Not Applicable":

The rights of the holders of the Common Shares include the rights: (a) to vote at all meetings of shareholders; (b) to receive dividends as and when declared by the directors; and (c) to receive the remaining property of the Corporation upon dissolution.

8. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows. If none, enter "None":

The issue, transfer or ownership of shares is restricted in accordance with paragraph 9 of these Articles.

9. Other provisions, if any. Enter other provisions, or if no other provisions enter "None":

No holder of securities of the Corporation (other than non-convertible debt securities of the Corporation) is entitled to transfer any securities without either: (a) if the transfer of such securities is restricted by any security holders' agreement, complying with such restrictions in such agreement; or (b) if there are no such restrictions, either: (i) the approval of the directors of the Corporation expressed by a resolution passed by the directors at a meeting of the board of directors or by a resolution in writing signed by all of the directors of the Corporation; or (ii) the approval of (A) the holders of at least a majority of the shares of the Corporation entitling the holders thereof to vote on that resolution expressed by a resolution passed at a meeting of the holders of such shares, or (B) all of the holders of shares of the Corporation entitling the holders thereof to vote on that resolution expressed by a resolution in writing signed by all of the holders of such shares. The Corporation is entitled to a lien on any share registered in the name of a shareholder or the shareholder's legal or personal representative for a debt of that shareholder to the Corporation. A holder of a fractional share is entitled to exercise voting rights and to receive dividends in respect of such fractional share.

10. The name(s) and address(es) of incorporator(s) are:

Full Name

GREGORY M. VOGT

Address for Service

2275 Lake Shore Boulevard West, Suite 401, Toronto, Ontario,
Canada, M8V 3Y3

The articles have been properly executed by the required person(s).

Supporting Information - Nuans Report Information

Nuans Report Reference #

121806728

Nuans Report Date

January 30, 2023

V. Quintanilla W.



Statuts constitutifs

Loi sur les sociétés par actions

1. Dénomination sociale

GREENFIELD SOUTH POWER INC.

2. Adresse du siège social

2275 Lake Shore Boulevard West, Suite 401, Toronto, Ontario, Canada, M8V 3Y3

3. Nombre d'administrateurs

Minimum ou maximum

Min. 1 / Max. 10

4. Premiers administrateurs:

Nom complet

GREGORY M. VOGT

Résident canadien

Oui

Adresse aux fins de signification

2275 Lake Shore Boulevard West, Suite 401, Toronto, Ontario,
Canada, M8V 3Y3

5. Restrictions, le cas échéant, liées aux activités ou aux pouvoirs que peut exercer la société : S'il n'y en a aucune, inscrire « Aucune » :

None.

6. Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre:

The Corporation is authorized to issue an unlimited number of common shares (the "Common Shares").

7. Droits, privilèges, restrictions et conditions, le cas échéant, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peuvent être émises en série : S'il n'y a qu'un seul type d'actions, inscrire « Ne s'applique pas ».

The rights of the holders of the Common Shares include the rights: (a) to vote at all meetings of shareholders; (b) to receive dividends as and when declared by the directors; and (c) to receive the remaining property of the Corporation upon dissolution.

8. Restrictions, le cas échéant, concernant l'émission, le transfert ou la propriété d'actions : S'il n'y en a aucune, inscrire « Aucune » :

The issue, transfer or ownership of shares is restricted in accordance with paragraph 9 of these Articles.

9. Autres dispositions. Entrez les autres dispositions, ou si il n'y a pas d'autres dispositions, entrez 'Aucune'.

No holder of securities of the Corporation (other than non-convertible debt securities of the Corporation) is entitled to transfer any securities without either: (a) if the transfer of such securities is restricted by any security holders' agreement, complying with such restrictions in such agreement; or (b) if there are no such restrictions, either: (i) the approval of the directors of the Corporation expressed by a resolution passed by the directors at a meeting of the board of directors or by a resolution in writing signed by all of the directors of the Corporation; or (ii) the approval of (A) the holders of at least a majority of the shares of the Corporation entitling the holders thereof to vote on that resolution expressed by a resolution passed at a meeting of the holders of such shares, or (B) all of the holders of shares of the Corporation entitling the holders thereof to vote on that resolution expressed by a resolution in writing signed by all of the holders of such shares. The Corporation is entitled to a lien on any share registered in the name of a shareholder or the shareholder's legal or personal representative for a debt of that shareholder to the Corporation. A holder of a fractional share is entitled to exercise voting rights and to receive dividends in respect of such fractional share.

10. Les noms et adresses des fondateurs sont:

Nom complet

GREGORY M. VOGT

Adresse aux fins de signification

2275 Lake Shore Boulevard West, Suite 401, Toronto, Ontario,
Canada, M8V 3Y3

Les statuts ont été correctement signés par les personnes autorisées.

Informations à l'appui – Informations relatives au rapport NUANS

No de référence du rapport NUANS

121806728

Date du rapport NUANS

30 janvier 2023

V. Quintanilla W.