

Osler, Hoskin & Harcourt LLP
Suite 2500, TransCanada Tower
450 - 1st Street S.W.
Calgary, Alberta, Canada T2P 5H1
403.260.7000 MAIN
403.260.7024 FACSIMILE

OSLER

Calgary

December 1, 2016

Toronto

Montréal

Ottawa

New York

CONFIDENTIAL

Sander Duncanson
Direct Dial: (403) 260-7078
sduncanson@osler.com

By Courier

Ontario Energy Board
P.O. Box 2319
2300 Yonge Street, 27th Floor
Toronto, ON M4P 1E4

EB-2016-0351

RECEIVED

DEC 02 2016

Attention: Ms. Kirsten Walli, Board Secretary

ONTARIO ENERGY BOARD

Dear Ms. Walli:

**Re: Natural Resource Gas Limited (“NRG”)
Application for Leave to Transfer Gas Distribution System
Confidential Information**

On November 30, 2016, NRG applied to the Ontario Energy Board (“Board”) under section 43 of the *Ontario Energy Board Act, 1998* to transfer its natural gas distribution system in its entirety to EPCOR Natural Gas Limited Partnership (“EPCOR”). As noted in the cover letter to the Application, certain information in the Asset Purchase Agreement (“APA”) between NRG and EPCOR (included as Exhibit 1, Tab 1, Schedule 6, Attachment 5 of the Application) was redacted in the Application to protect “personal information” within the meaning of the *Freedom of Information and Protection of Privacy Act* (Ontario), as well as information that is considered by NRG and EPCOR to be confidential and commercially sensitive. The latter information includes bank account information, equipment serial numbers, financial details regarding contracts with persons who are not parties to the Application, and limitations of liability for both NRG and EPCOR. Public disclosure of this information could reasonably be expected to result in financial harm to NRG, EPCOR or its third party contractors, and is not relevant to the Board’s consideration of this Application.

Attached are two copies of an un-redacted version of the APA that has been marked confidential in accordance with the Board’s *Rules of Practice and Procedure* and its *Practice Directions on Confidential Filings*. The personal information found in the un-redacted version is delineated using square brackets and yellow highlighting. The confidential and commercially sensitive information is delineated using round brackets and green highlighting. NRG seeks confirmation from the Board that this information will not be disclosed in this proceeding.

Please do not hesitate to contact the undersigned should you have any questions.

Yours truly,



Sander Duncanson

Enclosure

cc: Laurie O'Meara, Natural Resource Gas Limited