

April 24, 2024

BY EMAIL

Ontario Energy Board
Yonge-Eglinton Centre
2300 Yonge Street, Suite 2700
Toronto, ON M4P 1E4
Email: registrar@oeb.ca

Attention: Nancy Marconi, Registrar

Dear Ms. Marconi:

Re: Axiom Cedar Point II Wind LP – Notice of Proposal under Section 81 of the *Ontario Energy Board Act, 1998*

We are counsel to Axiom Cedar Point II Wind LP (the “**Applicant**”).

On behalf of the Applicant, please find enclosed a Notice of Proposal being submitted to the Ontario Energy Board (the “**Board**”) pursuant to section 81 of the *Ontario Energy Board Act, 1998* (the “**OEB Act**”). As described in the attached Notice of Proposal, the Applicant intends on purchasing a 50% ownership interest in the Cedar Point II Wind Project (the “**Project**”) from EagleCrest Infrastructure Canada LP, by its general partner, Fiera Infra GP Inc. (the “**Seller**”) (the “**Proposed Transaction**”). The Project is a 100MW wind generation facility located in Lambton County, approximately 40km northeast of Sarnia, Ontario.

The Applicant and the Seller have recently finalized arrangements for the closing of the Proposed Transaction and wish to close the Proposed Transaction as soon as possible, subject to the Board’s determination that the transaction does not require a review under section 81 of the OEB Act.

Accordingly, the Applicant respectfully requests that the Board expedite its review of the Notice of Proposal and issue a “no review letter” by May 22, 2024, or as soon as possible thereafter.

We ask that the Board please direct all communications regarding the Notice of Proposal to both the Applicant at the address provided in the enclosed Notice of Proposal and to counsel at the address provided above.

DAVIES

Yours truly,

A handwritten signature in blue ink, appearing to read "Robyn Barabash". The signature is fluid and cursive, with the first name "Robyn" and last name "Barabash" clearly distinguishable.

Robyn Barabash

Enclosure

cc Elio Gatto, Axium Cedar Point II Wind LP
Tony Ge, Axium Cedar Point II Wind LP

Ontario Energy Board

**Preliminary Filing Requirements for 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 Notice of Proposal to the Board under section 80 or 81 of the *Ontario Energy Board Act, 1998* (the “Act”), but who are not required to apply for an order of the Board under any other section of the Act as part of the same proposed transaction or project. This form does not apply to parties who are also, as part of the same transaction or project, applying for other orders of the Board such as under s. 85, 86, or 92.

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 Applicant

Name of Applicant Axium Cedar Point II Wind LP, by its general partners, Axium Cedar Point II Wind GP Inc. (collectively, the “Applicant”)	File No: (OEB Use Only)	
Address of Head Office c/o Axium Infrastructure Inc. 120 Adelaide Street West, Suite 425 Toronto, Ontario M5H 1T1	Telephone Number 416-955-4861	
	Facsimile Number 514-282-6478	
	E-mail Address egatto@axiuminfra.com	
Name of Individual to Contact Mr. Elio Gatto, Vice-President and Senior Investment Director, Axium Infrastructure Inc. 120 Adelaide Street West, Suite 425 Toronto, Ontario M5H 1T1	Telephone Number 416-955-4882	
	Facsimile Number 514-282-6478	
	E-mail Address egatto@axiuminfra.com	

1.1.2 Other Parties to the Transaction or Project

If more than one attach list

Name of Other Party EagleCrest Infrastructure Canada LP, by its general partner, Fiera Infra GP Inc. (collectively, the "Seller")	OEB Use Only	
Address of Head Office 200 Bay Street, Royal Bank Plaza, South Tower, Suite 3800, Toronto, Ontario M5J 2J1	Telephone Number 416 646-2406	
	Facsimile Number 416 362-5591	
	E-mail Address mbecker@fierainfrastructure.com	
Name of Individual to Contact Martine Becker, Vice President, Finance Fiera Infrastructure 200 Bay Street, Suite 3800, South Tower, Toronto, Ontario M5J 2J1	Telephone Number 416 646-2406	
	Facsimile Number 416 362-5591	
	E-mail Address mbecker@fierainfrastructure.com	
Name of Other Party Draco Holdco L.P. and its general partner, Draco Holdco GP Inc. (collectively, the "Purchased Entities")	OEB Use Only	
Address of Head Office 200 Bay Street, Royal Bank Plaza, South Tower, Suite 3800, Toronto, Ontario M5J 2J1	Telephone Number 416 646-2406	
	Facsimile Number 416 362-5591	
	E-mail Address mbecker@fierainfrastructure.com	
Name of Individual to Contact Martine Becker, Vice President, Finance Fiera Infrastructure	Telephone Number 416 646-2406	
	Facsimile Number 416 362-5591	

200 Bay Street, Suite 3800, South Tower, Toronto, Ontario M5J 2J1	E-mail Address mbecker@fierainfrastructure.com	
Name of Other Party Cedar Point II Limited Partnership and its general partner, Cedar Point II GP Inc. (collectively, the “Project Entities”)	OEB Use Only	
Address of Head Office 700 Universe Boulevard, Juno Beach, Florida, USA, 33408	Telephone Number +1 (561) 304-5164	
	Facsimile Number n/a	
	E-mail Address Roland.Dittrich@nexteraEnergy.com	
Name of Individual to Contact Roland Dittrich, Senior Financial Controller NextEra Energy Resources, LLC 700 Universe Boulevard, Juno Beach, Florida, USA, 33408	Telephone Number +1 (561) 304-5164	
	Facsimile Number n/a	
	E-mail Address Roland.Dittrich@nexteraEnergy.com	
Name of Other Party PSS Investments CP Inc. (“PSS”)	OEB Use Only	
Address of Head Office c/o Nova Scotia Pension Services Corporation 1969 Upper Water St, Purdy’s Wharf Tower 2, Suite 700 Halifax, Nova Scotia B3J 3R7	Telephone Number 902-424-5070	
	Facsimile Number 902-429-7107	
	E-mail Address Investments@nspension.ca	
Name of Individual to Contact Mr. Isaac Hashem, Portfolio Manager, Infrastructure, Nova Scotia Pension Services Corporation 1969 Upper Water St, Purdy’s Wharf Tower 2, Suite 700 Halifax, Nova Scotia B3J 3R7	Telephone Number 902-429-6308	
	Facsimile Number 902-429-7107	
	E-mail Address HASHEMIJ@nspension.ca	

Name of Other Party TPP Investments CP Inc. ("TPP", together with PSS, the "Co-Investors")	OEB Use Only	
Address of Head Office c/o Nova Scotia Pension Services Corporation 1969 Upper Water St, Purdy's Wharf Tower 2, Suite 700 Halifax, Nova Scotia B3J 3R7	Telephone Number 902-424-5070	
	Facsimile Number 902-429-7107	
	E-mail Address Investments@nspension.ca	
Name of Individual to Contact Mr. Isaac Hashem 1969 Upper Water St, Purdy's Wharf Tower 2, Suite 700 Halifax, Nova Scotia B3J 3R7	Telephone Number 902-429-6308	
	Facsimile Number 902-429-7107	
	E-mail Address HASHEMIJ@nspension.ca	

1.2 Relationship Between Parties to the Transaction or Project

1.2.1	Attach a list of the officers, directors and shareholders of each of the parties to the proposed transaction or project. The directors and officers of Axiom Cedar Point II Wind GP Inc., the general partner of Axiom Cedar Point II Wind LP, are as follows: <u>Directors</u> Elio Gatto Stephane Mailhot Janis Weir <u>Officers</u> Elio Gatto – President Jean Eric Laferriere - Secretary Anick Sivret – Treasurer Dominic Chalifoux – Assistant Secretary Stephane Mailhot – Assistant Treasurer The directors and officers of PSS, one of the Co-Investors, are as follows:	
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Directors

Steven Mahoney
Chris Taylor
Isaac Hashem

Officers

Steven Mahoney – President
Chris Taylor – Vice President
Isaac Hashem – Vice President
William Windsor – Vice President

The directors and officers of TPP, one of the Co-Investors, are as follows:

Directors

Steven Mahoney
Chris Taylor
Isaac Hashem

Officers

Steven Mahoney – President
Chris Taylor – Vice President
Isaac Hashem – Vice President
William Windsor – Vice President

The directors and officers of Fiera Infra GP Inc., the general partner of EagleCrest Infrastructure Canada LP, are as follows:

Directors

Jamie Crotin
Brian Moncik
Alina Osorio

Officers

Alina Osorio, President
Jamie Crotin, Vice-President
Brian Moncik, Vice-President

The directors and officers of Draco Holdco GP Inc., the general partner of Draco Holdco L.P., are as follows:

Directors

Alina Osorio
Brian Moncik
Steve Disley

	<u>Officers</u> Alina Osorio - President Brian Moncik - Secretary Steve Disley – Vice-President The directors and officers of Cedar Point II GP Inc., the general partner of Cedar Point II Limited Partnership, are as follows: <u>Directors</u> Alina Osorio Julie Holmes <u>Officers</u> Alina Osorio - Chairwoman Julie Holmes – Secretary	
1.2.2	Attach a corporate chart describing the relationship between each of the parties to the proposed transaction or project and each of their respective affiliates. See “Appendix A” for a corporate chart of the pre- and post-closing acquisition structure.	

1.3 Description of the Businesses of Each of the Parties

1.3.1	Attach a description of the business of each of the parties to the proposed transaction or project, including each of their affiliates licenced to operate in Ontario for the generation, transmission, distribution, wholesaling or retailing of electricity or providing goods and services to companies licenced in Ontario (“Electricity Sector Affiliates”). <i>Applicant</i> Axium Infrastructure Inc. (“Axium”) manages two investment funds with ownership interests in energy infrastructure assets in Ontario – Axium Infrastructure Canada Limited Partnership (“AIC I”) and Axium Infrastructure Canada II Limited Partnership (“AIC II”). AIC I and AIC II have ownership interests in power generation assets in Ontario. These interests are set out in more detail in “Appendix B” hereto. The Applicant is a special-purpose limited partnership established under the laws of the Province of Ontario and a subsidiary of AIC II and thus indirectly controlled by Axium. The Applicant was established for the sole purpose of carrying out the Proposed Transaction (as defined below) on behalf of Axium and it does not engage in any other commercial activities. Pursuant to the proposed transaction, the Applicant will acquire from the Seller all of its ownership interests in the Purchased Entities, which own a 50% interest in	
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	the Project Entities and, in turn, the Cedar Point II Wind Farm (the “Project”) (the “Proposed Transaction”). The remaining 50% interest in the Project will continue to be owned by subsidiaries of NextEra Energy Inc. (“NextEra”). Seller EagleCrest Infrastructure Canada LP (the “Seller”) was formed as a limited partnership on September 16, 2015 under the laws of the Province of Québec. Fiera Infra GP Inc. (the “General Partner”), a corporation incorporated under the laws of Canada, is the General Partner of the Seller. The General Partner is responsible for the management of the activities of the Partnership. The General Partner has retained Fiera Infrastructure Inc. (the “Manager”), to act as Manager of the Partnership pursuant to a Management Services Agreement. The Manager is responsible for managing the business of the Partnership, including the day-to-day management of the Partnership and management of the Partnership’s investment portfolio. The investment objective of the Partnership is to generate attractive risk-adjusted returns primarily through direct or indirect investments in infrastructure assets. The General Partner is wholly-owned by the Manager, which is itself majority owned by Fiera Capital Corporation (“Fiera Capital”), a global independent asset management firm which delivers customized multi-asset solutions across traditional and alternative asset classes to institutional, retail and private wealth clients. Fiera Capital has a head office in Montreal, Quebec and is listed on the Toronto Stock Exchange under the symbol “FSZ”. Co-Investors The Nova Scotia Pension Services Corporation (“NSPSC”) is a non-profit corporation that administers the pension benefits and investment assets of the Nova Scotia Teachers’ Pension Plan and the Nova Scotia Public Service Superannuation Plan, and administers the pension benefits of the Members’ Retiring Allowances and the three former Sydney Steel pension plans. For further information about NSPSC and its administered pension plans, please refer to NSPSC’s website: https://www.novascotiapension.ca/. Pension plans managed by NSPSC will take minority equity positions in the Applicant (up to an aggregate maximum of a 40% entirely passive equity-only interest) prior to or shortly after closing of the Proposed Transaction through the Co-Investors. PSS will be 100% owned by the Public Service Superannuation Fund and TPP will be 100% owned by the Nova Scotia Teachers’ Pension Fund. The Applicant will remain a subsidiary of AIC II. NSPSC has indirect, <i>de minimis</i> ownership interests in certain power generation assets located in Ontario. These interests are set out in more detail in “Appendix C” hereto.	
1.3.2	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. Applicant Refer to “Appendix B” and “Appendix D” hereto. Seller	

	Refer to “Appendix E” hereto. Co-Investors Refer to “Appendix C” hereto.	
1.3.3	Attach a breakdown of the annual sales (in C\$, and in MWh) as of the most recent year end of the existing generation output among the IMO Administered Markets (“IAM”), bilateral contracts, and local distribution companies. In 2023, the Project had annual sales through the IAM of \$48.3 million from 314,757 MWh of generation. Axiom and its affiliates had annual sales through the IAM in the fiscal year of 2023 of \$714.5 million on a gross basis and \$434.9 million on a net basis from 3,498,400 MWh production on a gross basis and 1,918,506 MWh production on a net basis. Axiom or its affiliates do not sell energy through physical bilateral contracts (as such term is defined in the IESO Market Rules) and do not own or operate any local distribution companies. As noted above and in “Appendix C”, NSPSC and/or its affiliates only hold indirect, <i>de minimis</i> interests in generation facilities in Ontario.	
1.3.4	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 Director of Licensing or the Board, or forthcoming. Please include all Board file numbers. Applicant Please refer to “Appendix B” for Board licences held by affiliates of the Applicant. Seller Please refer to “Appendix E” for Board licences held by affiliates of the Sellers. Co-Investors Please refer to “Appendix C” for Board licences held by affiliates of the Co-Investors.	

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 Energy Sector Affiliates, prior to the completion of the proposed transaction or project. The total generation capacity for the facilities indirectly owned by AIC I and AIC II in Ontario prior to the completion of the Proposed Transaction is approximately 1,608 MW or a weighted average (owned) capacity of approximately 964 MW when adjusted for the fractional ownership interests held by AIC I and AIC II. The total generation capacity for the facilities indirectly owned by NSPSC in Ontario prior to completion of the Proposed Transaction is approximately 1,746	
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	MW or a weighted average (owned) capacity of approximately 6 MW when adjusted for the fractional ownership interests held by NSPSC and/or its affiliates. The Project is a facility with an installed capacity of 100 MW.	
1.4.2	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 Energy Sector Affiliates, prior to completion of the proposed transaction or project. The output from the generation facilities indirectly owned by AIC I and AIC II in Ontario in 2023 was 3,498,400 MWh on a gross basis and 1,918,506 MWh on a net basis, when adjusted for the fractional ownership interests held by AIC I and AIC II. This represents 2.6% and 1.4%, respectively, of total annual Ontario energy demand for 2023 of 137.1 TWh, as indicated in the IESO's 2023 Year in Review. As noted above and in "Appendix C", NSPSC and/or its affiliates only hold indirect, <i>de minimis</i> interests in generation facilities in Ontario and NSPSC's interests therefore comprise a <i>de minimis</i> level of total market share in Ontario.	

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

1.5.1	Attach a detailed description of the proposed transaction or project, including geographic locations of proposed new transmission or distribution systems, or new generation facilities. Description of Transaction As described in Section 1.3.1 above and "Appendix A", pursuant to the Proposed Transaction, the Applicant will acquire all of the ownership interests in the Project Entities, and in turn will own 50% of the Project. Description of Project The Project is a 100MW wind project capable of generating enough power for approximately 30,000 homes in an average year. The Project is located in Lambton County, approximately 40 km northeast of Sarnia, Ontario. The power from the Project is supplied to the IAM as a variable generation resource, under the terms of a Feed-In Tariff Power Purchase Agreement (the "PPA"), with a COD of October 7, 2015, and is set to expire on October 6, 2035. The Project is in full operation and 100% of its power generation is contracted to the IESO under the PPA. The Project is operated by NextEra Energy Canadian Operating Services, Inc., a subsidiary of NextEra, pursuant to Electricity Generation Licence EG-2012-0311. The Project supplies power to the provincial grid through the interconnection of the Project with transmission infrastructure (lines and stations) that the Project shares with wind facilities located near the Project (the "Shared Facilities"), consisting of the Jericho Wind Energy Centre ("Jericho"), Adelaide Wind Energy Centre ("Adelaide") and the Bornish Wind Energy Centre ("Bornish"). At the Project's Customer Generating Station ("CGS"), the power is transformed to 121 kV via one 66/88/110 MVA transformer. A 14.6 km, 121 kV Customer-owned	
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	transmission line named CP1J connects the Project to the Jericho CGS. At this point, the Project joins with Jericho. The combined wind farm outputs are then transported approximately 15.5 km to the Customer-owned Bornish Customer Switching Station (“CSS”). The Customer-owned 121 kV transmission line transmits the output of Adelaide, Bornish, Jericho and the Project a distance of 12.6 km from the Bornish CSS to the Customer-owned Parkhill Customer Transformer Station (“CTS”). The Parkhill CTS transforms the power supplied to it to 500 kV before its connection to Hydro One Networks Inc.’s (“HONI”) 500 kV Evergreen Switching Station. Cedar Point II Limited Partnership shares ownership of the Shared Facilities with Jericho Wind LP, Kerwood Wind LP and Bornish Wind LP, and all four entities are party to a Transmission Connection Agreement with HONI. See “Appendix F” for a map of the Project.	
1.5.2	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 Energy Sector Affiliates, after the completion of the proposed transaction or project. The total generation capacity for the facilities indirectly owned by AIC I and AIC II in Ontario after the completion of the Proposed Transaction is approximately 1,708 MW or a weighted average (owned) capacity of approximately 994 MW, when adjusted for the fractional ownership interests held by AIC I and AIC II. The total generation capacity for the facilities indirectly owned by NSPSC in Ontario after the completion of the Proposed Transaction is approximately 1,846 MW or a weighted average (owned) capacity of approximately 26 MW when adjusted for the fractional ownership interests held by NSPSC and/or its affiliates.	
1.5.3	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 Energy Sector Affiliates, after the completion of the proposed transaction or project. The Applicant estimates that its output from the generation facilities indirectly owned by AIC I and AIC II in Ontario, inclusive of energy from the Project, is 3,813,157 MWh on a gross basis and 2,012,934 MWh on a net basis. This represents 2.8% and 1.5%, respectively, of total annual Ontario energy demand for 2023 of 137.1 TWh, as indicated in the IESO’s 2023 Year in Review. As noted above and in “Appendix C”, NSPSC and/or its affiliates only hold indirect, <i>de minimis</i> interests in generation facilities in Ontario and NSPSC’s interests therefore comprise a <i>de minimis</i> level of total market share in Ontario and will continue to comprise a <i>de minimis</i> level following completion of the Proposed Transaction.	
1.5.4	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.	

	The Applicant and the Co-Investors do not expect the Proposed Transaction to have any material impact on competition. The Applicant, the Co-Investors and their respective affiliates currently own, operate and produce – and will own, operate and produce after the Proposed Transaction – a relatively immaterial share of the provincial generation capacity and energy production.	
1.5.5	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. Confirmed. The transmission facilities will be used solely to convey energy generated by the Project to the IESO-controlled grid.	

1.6 Other Information

1.6.1	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. The Applicant confirms that, to the best of its knowledge, it is in material compliance with all license and code requirements and that it will continue to be in compliance after completion of the Proposed Transaction. The Seller confirms that, to the best of its knowledge, it is in material compliance with all license and code requirements and that it will continue to be in compliance after completion of the Proposed Transaction. The Co-Investors confirm that, to the best of their knowledge, they are in material compliance with all license and code requirements and that they will continue to be in compliance after completion of the Proposed Transaction.	
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**PART II: TRANSMITTERS, DISTRIBUTORS ACQUIRING OR CONSTRUCTING GENERATORS
- SECTION 80**

All applicants filing Notice of Proposal under section 80 of the Act must complete and file the information requested in Part II.

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. N/A	
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. N/A	
2.1.4	Provide details on whether the generation facility is expected to be a “must run” facility. N/A	
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. N/A	

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 clause 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. N/A	
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. N/A	
2.2.3	Discuss the effect of the proposal on the security (ability of supply to respond to system contingencies) of supply. N/A	

2.2.4	Provide a copy of the IMO Preliminary System Impact Assessment Report, if completed, and the IMO Final System Impact Assessment Report, if completed. If the IMO is not conducting a System Impact Assessment Report, please explain.	
	N/A	

PART III: GENERATORS ACQUIRE OR CONSTRUCT TRANSMISSION, DISTRIBUTION - SECTION 81

All applicants filing 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	Provide a description of the transmission or distribution system being acquired or constructed. Please refer to the response in Section 1.5.1 above.	
3.1.2	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. The Project is directly connected to the Shared Facilities described above, which are in turn directly connected to the provincial grid at a point on the transmission system (Evergreen switching station). Please refer to Section 1.5.1 for further details.	
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 Project offers energy into the IAM in accordance with the PPA and is not expected to serve a “load pocket”. Further, the generation facility has a fuel source of wind and is therefore not capable of being constrained on.	
3.1.4	Provide details on whether the generation facilities are expected to be “must-run” facilities. The Project is not expected to be a “must run” facility.	

How to Contact Us at the Ontario Energy Board

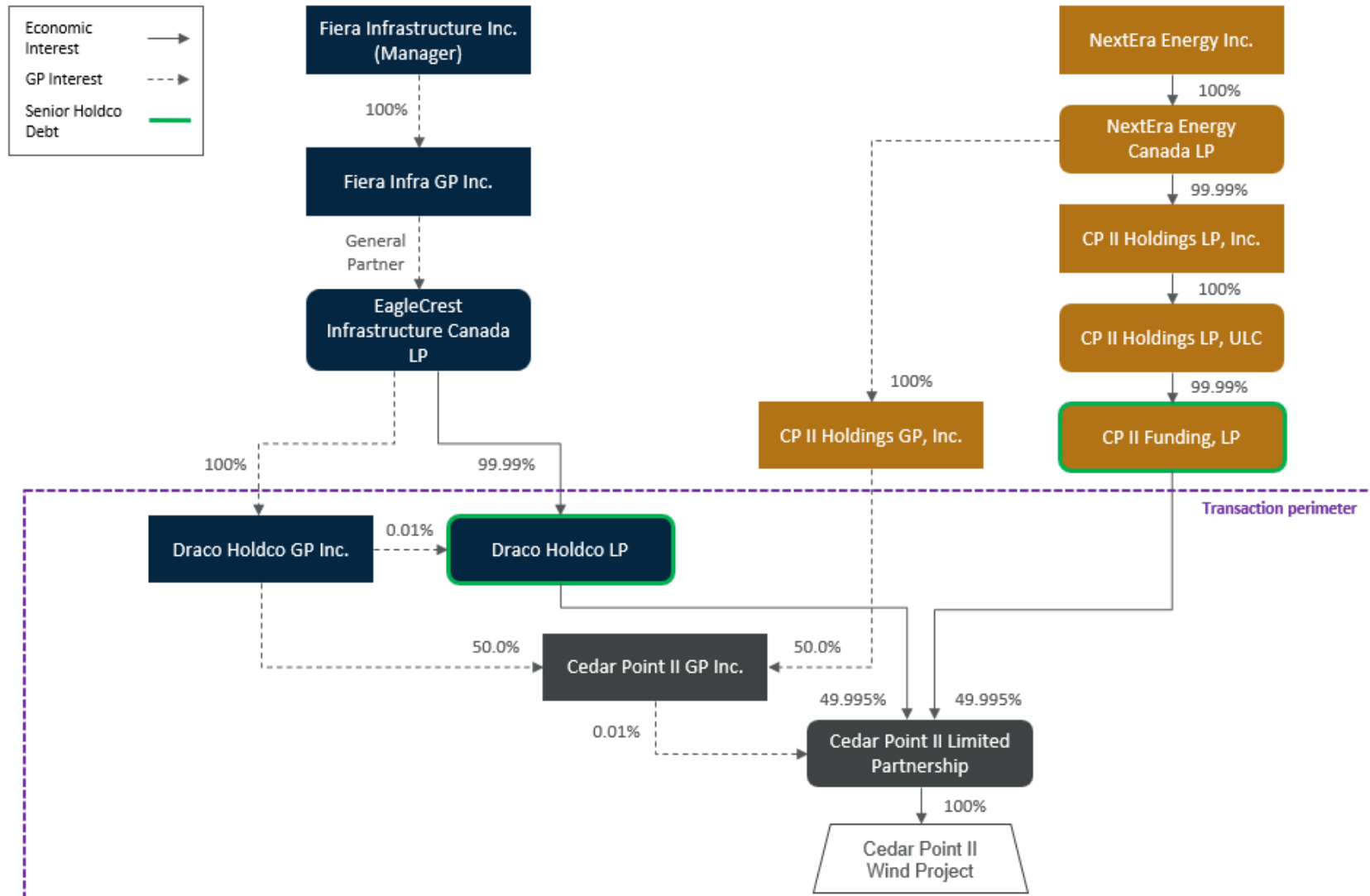
The Ontario Energy Board is located at:

2300 Yonge Street, Suite
2601 Toronto, Ontario
M4P 1E4

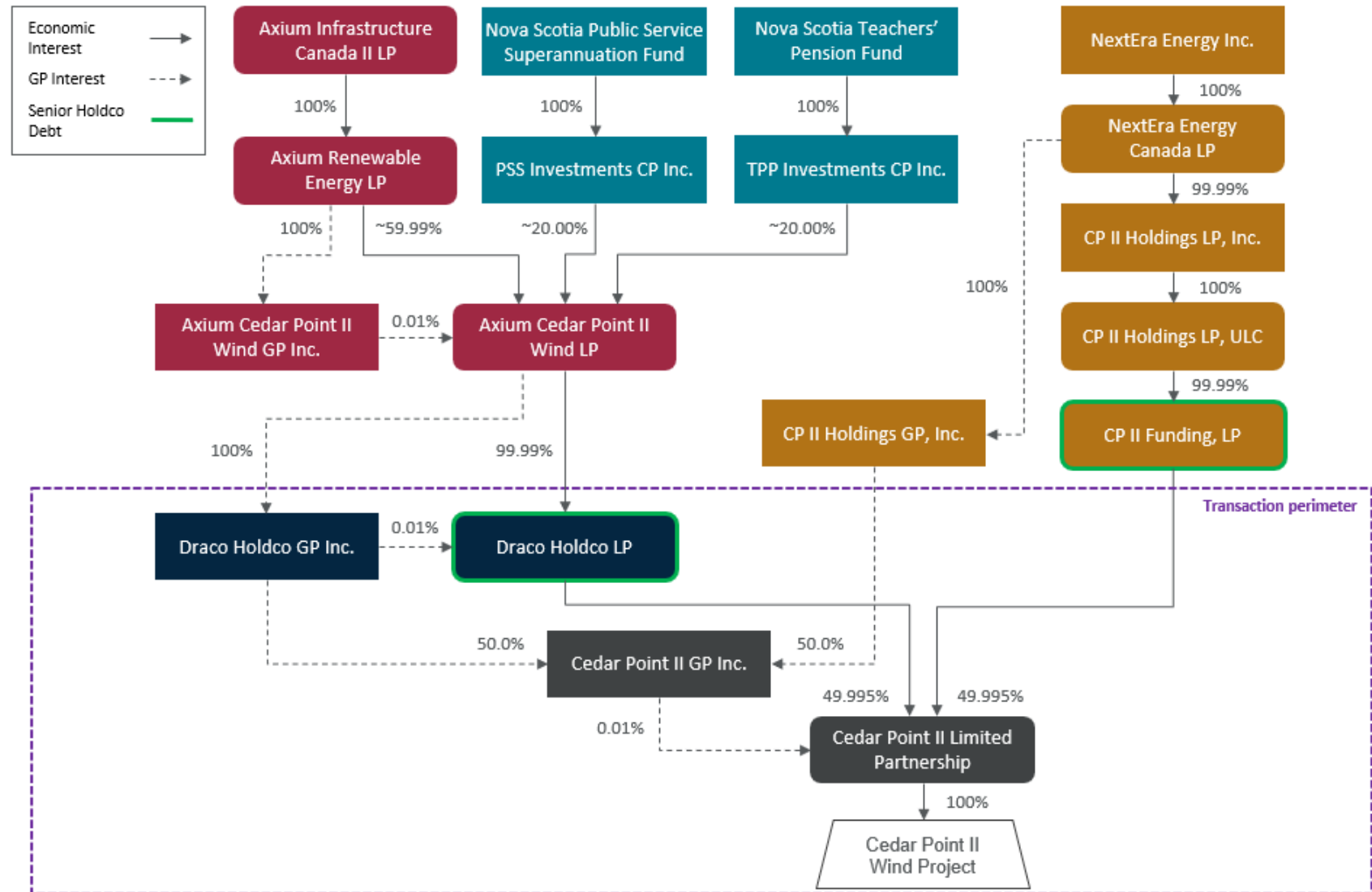
Telephone: (416) 481-1967
Fax: (416) 440-7656
Website: <http://www.oeb.gov.on.ca>
Board Secretary's email address: boardsec@oeb.gov.on.ca

APPENDIX A

Pre-Closing Organizational Chart



Post-Closing Organizational Chart



APPENDIX B

1.3.1 Description of Business of Each of the Parties (Applicant)

I. LICENCED FACILITIES OWNED BY WHOLLY OWNED SUBSIDIARIES OF AXIUM INFRASTRUCTURE CANADA II LIMITED PARTNERSHIP (AIC II)

Name of Investment	Licensee	License Number	Issue Date	Expiry Date	Facility
Northern Solar PV Facilities	New OSPVF 7 L.P.	EG-2013-0342	12-Nov-2013	20-Nov-2033	Owner and operator of Kap with an installed capacity of 6 MW, located at 241 Stevens Road, Kapuskasing, Ontario.
Northern Solar PV Facilities	New OSPVF 10 L.P.	EG-2013-0343	12-Nov-2013	20-Nov-2033	Owner and operator of Matt with an installed capacity of 10 MW, located at 2 Girard Road, Hearst, Ontario.
Northern Solar PV Facilities	New OSPVF 11 L.P.	EG-2013-0344	12-Nov-2013	20-Nov-2033	Owner and operator of Ramore with an installed capacity of 8 MW, located at 1370 Highway 572, Ramore, Ontario.
Northern Solar PV Facilities	New OSPVF 1 L.P.	EG-2013-0341	12-Nov-2013	20-Nov-2033	Owner and operator of Wainwright with an installed capacity of 10 MW, located at 180 Morton Road, Oxdrift, Ontario.
Borealis Solar PV Projects	Axiom Solar Ingersoll 1 Limited Partnership	EG-2013-0404	02-Jan-2014	25-Mar-2034	Owner and operator of Ingersoll 1 solar generation facility with an installed capacity of 9.5 MW, located at 414744 41st Line RR#3, Ingersoll, Ontario.
Borealis Solar PV Projects	Axiom Solar Orillia 3 Limited Partnership	EG-2013-0403	02-Jan-2014	25-Mar-2034	Owner and operator of Orillia 3 solar generation facility with an installed capacity of 6.5 MW located at 1599 Line 13N, Hawkestone, Ontario.
Infinity Solar	Axiom Infinity Solar LP	EG-2017-0329	19-Dec-2017	31-Dec-2034	- Owner and operator of Brockville 1 Solar generation facility with an installed capacity of 10 MW located at 12 Centennial Road, Brockville, Ontario. - Owner and operator of Brockville 2 Solar generation facility with an installed capacity of 9 MW located at 5061 County Road 29, Brockville, Ontario. - Owner and operator of Burritts Rapids Solar generation facility with an installed capacity of 7 MW located at Part of 4639 Donnelly Rd., Merrickville, Ontario. - Owner of Liskeard 1 generation facility with an installed capacity of 10 MW located at 704137 Rockley Road, Temiskaming Shores, Ontario.

Name of Investment	Licensee	License Number	Issue Date	Expiry Date	Facility
					5. Owner of Liskeard 3 generation facility with an installed capacity of 10 MW located at 704137 Rockley Road, Temiskaming Shores, Ontario. 6. Owner of Liskeard 4 generation facility with an installed capacity of 10 MW located at 704137 Rockley Road, Temiskaming Shores, Ontario. 7. Owner and operator of Mississippi Mills generation facility with an installed capacity of 10 MW and located at 419 Concession Road 12 S, Packenham, Ontario. 8. Owner and operator of William Rutley generation facility with an installed capacity of 10 MW and located at 15041 Colonial Drive, Ingleside, Ontario.
Solarlights PV Projects	CityLight LP	EG-2014-329	06-Nov-2014	5-Nov-2034	Owner and operator of City Light solar generation facility with an installed capacity of 10 MW located at 13845 Gibeault Road, Chesterville, Ontario
Solarlights PV Projects	FotoLight LP	EG-2014-0054	01-May-2014	30-Apr-2034	Owner and operator of Foto Light solar generation facility with an installed capacity of 10 MW located at 512 Chuckery Hill Road, Prince Edward, Ontario
Solarlights PV Projects	DiscoveryLight LP	EG-2014-0164	26-Nov-2014	18-Jun-2034	Owner and operator of Discovery Light solar generation facility with an installed capacity of 10 MW located at 2125 Durham Road 15, Beaverton, Ontario
Aurora Solar	Aurora Smiths Falls 1 Limited Partnership	EG-2013-0387	23-Dec-2013	27-Mar-2034	Owner and operator of Aurora Smiths Falls 1 with an installed capacity of 6 MW located at 57 Eric Hutcheson Road, Smiths Falls, Ontario
Aurora Solar	Aurora Smiths Falls 2 Limited Partnership	EG-2012-0483	11-April-2013	10-April-2033	Owner and operator of Aurora Smiths Falls 2 with an installed capacity of 10 MW located at 582 Buttermilk Hill Road, RR1, Drummond/North Elmsley, Ontario.
Aurora Solar	Aurora Smiths Falls 3 Limited Partnership	EG-2013-0388 Aurora	23-Dec-2013	27-Mar-2034	Owner and operator of Aurora Smiths Falls 3 with an installed capacity of 6.5 MW located at 537 Armstrong Road, Smiths Falls, Ontario.
Aurora Solar	Aurora Smiths Falls 4 Limited Partnership	EG-2013-0389	20-Mar-2014	19-Mar-2034	Owner and operator of Aurora Smiths Falls 4 with an installed capacity of 10 MW located at 319 Drummond Con 1, Perth, Ontario.
Aurora Solar	Aurora Smiths Falls	EG-2012-0484	14-Mar-2013	13-Mar-2033	Owner and operator of Aurora Smiths Falls 5 with an installed capacity of 10

Name of Investment	Licensee	License Number	Issue Date	Expiry Date	Facility
	5 Limited Partnership				MW located at 1058 Armstrong Road, Drummond/North Elmsley, Ontario.
Aurora Solar	Aurora Smiths Falls 6 Limited Partnership	EG-2012-0485	14-Mar-2013	13-Mar-2033	Owner and operator of Aurora Smiths Falls 6 with an installed capacity of 10 MW located at 872 South Elmsley Townline Road, Rideau Lakes, Ontario.
Aurora Solar	Aurora Waubashene 3 Limited Partnership	EG-2012-0480	18-April-2013	17-April-2033	Owner and operator of Aurora Waubashene 3 with an installed capacity of 10 MW located at 1216 Wood Road, RR1, Wyebridge, Ontario.
Aurora Solar	Aurora Waubashene 4 Limited Partnership	EG-2012-0481	23-May-2013	22-May-2033	Owner and operator of Aurora Waubashene 4 with an installed capacity of 8 MW located at 1952 Irish Line, Coldwater, Ontario.
Aurora Solar	Aurora Waubashene 5 Limited Partnership	EG-2012-0482	25-April-2013	24-April-2033	Owner and operator of Aurora Waubashene 5 with an installed capacity of 3.5 MW located at 1524 Taylor Line, Coldwater, Ontario.

**II. LICENCED FACILITIES OWNED BY WHOLLY OWNED SUBSIDIARIES OF AXIUM
INFRASTRUCTURE CANADA LIMITED PARTNERSHIP (AIC I)**

Name of Investment	Licensee	License Number	Issue Date	Expiry Date	Facility
Elmsley Solar PV Facilities	Axiom Solar Elmsley East Limited Partnership	EG-2010-0166	14-Jul-2010	13-Jul-2030	Owner and operator of Elmsley East solar generation Elmsley, Township of Rideau Lakes, County of Leeds, Ontario.
Elmsley Solar PV Facilities	Axiom Solar Elmsley West Limited Partnership	EG-2010-0167	14-Jul-2010	13-Jul-2030	Owner and operator of Elmsley West solar generation facility with an installed capacity of 10MW, located at Part of Lot 16, Concession 3, Geographic Township of South Elmsley, Township of Rideau Lakes, County of Leeds, Ontario.
St-Isidore Solar PV Facilities	Axiom Solar St. Isidore A Limited Partnership	EG-2010-0164	14-Jul-2010	13-Jul-2030	Owner and operator of St. Isidore A solar generation facility with an installed capacity of 10 MW located at Part of Lots 6 and 7, Concession 14, Town of Isidore in the Municipality of the Nation, County of Prescott, Ontario.
St-Isidore Solar PV Facilities	Axiom Solar St. Isidore B Limited Partnership	EG-2010-0165	14-Jul-2010	13-Jul-2030	Owner and operator of St. Isidore B solar generation facility with an installed capacity of 10 MW located at South half of Lot 7, Concession 19, Town of St. Isidore in the Municipality of the Nation, County of Prescott, Ontario.

III. LICENCED FACILITIES IN WHICH AIC II AND/OR AIC I HAVE INVESTMENTS

Name of Investment (Axiom Website)	Asset Type	Licensee	Axiom's Ownership	License Number	Issue Date	Expiry Date	Facility
Grand Valley Wind (Phase 3)	Wind	Grand Valley 2 Limited Partnership	AIC II: 75%	EG-2015-0123	07-May-15	06-May-35	The Licence authorizes the Licensee only in respect to the following: the ownership and operation of Grand Valley Wind Farms – Phase 3 with an installed capacity of 40 MW located at Concession Road 8 & 9, Lot Part of 30, Concession 8 East Luther Grand Valley Township, County of Dufferin, Ontario.
Ontario Wind Farms	Wind	Pointe-Aux-Roches Wind LP.	AIC II: 38.3%, AIC I: 8.3%	EG-2012-0333	20-Sep-12	19-Sep-32	Owned and operated by the Licensee, in the Town of Lakeshore, County of Essex, Lake St. Clair to the North, Richardson Side Road to the East, County Road 42 to the South, and East Ruscom Road to the West
Ontario Wind Farms	Wind	Plateau Wind L P	AIC II: 38.3%, AIC I: 8.3%	EG-2012-0332	20-Sep-12	19-Sep-32	The Licence authorizes the Licensee only in respect to the following: Plateau Wind Farm I & II with a nameplate capacity of 18 MW owned and operated by the licensee and located at in the Municipality of Grey-Highlands and the Township of Melancthon, in the area that is generally bounded by Concession Road 3 to the North, 30 Sideroad to the East, Melancthon Township Line and the Melancthon- Artemesia Townline to the South and Highway 10 to the West 2. Plateau Wind Farm III with a nameplate capacity of 9 MW within the area bounded by 240 Sideroad to the North, 6th Line North-East to the East, County Road 21 to the South and 2nd Line Southwest to the West, Township of Melancthon.
Brockville and Beckwith Solar PV Facilities	Solar	Brockville Solar Inc	AIC II: 38.3%, AIC I: 8.3%	EG-2012-0347	04-Oct-12	03-Oct-32	Owner and operator of Brockville Solar Farm with an installed capacity of 10 MW located at 3551 County Road #27, Brockville, Ontario.

Name of Investment (Axiom Website)	Asset Type	Licensee	Axiom's Ownership	License Number	Issue Date	Expiry Date	Facility
Ontario Wind Farms	Wind	East Lake St Clair Wind LP	AIC II: 38.3%, AIC I: 8.3%	EG-2012-0403	31-Jan-13	30-Jan-33	Owner and operator of East Lake St. Clair Wind LP with an installed capacity of 99,000 kW, located at 9501 Bush Line, Chatham Kent, ON.
Ontario Wind Farms	Wind	Erieau Wind LP	AIC II: 38.3%, AIC I: 8.3%	EG-2012-0404	31-Jan-13	30-Jan-33	Owner and operator of Erieau Wind LP with an installed capacity of 99,000 kW, located at 9461 Pinehurst Line, Chatham Kent, ON
Brockville and Beckwith Solar PV Facilities	Solar	Beckwith Solar Inc	AIC II: 38.3%, AIC I: 8.3%	EG-2013-0271	29-Aug-13	28-Aug-33	Owner and operator of Beckwith Ground Mount Solar Project with an installed capacity of 10 MW located at 6915 Country Road 29, Almonte, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Midhurst 2 Limited Partnership	AIC II: 50%	EG-2013-0238	19-Sep-13	17-Mar-34	Owner and operator of Midhurst 2 solar facility with an installed capacity of 3.5 MW located at 1878 Matheson Road, Springwater, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Midhurst 3 Limited Partnership	AIC II: 50%	EG-2013-0239	19-Sep-13	17-Mar-34	Owner and operator of Midhurst 3 solar facility with an installed capacity of 3.5 MW located at 217 Line 5 North, Oro Station, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Midhurst 6 Limited Partnership	AIC II: 50%	EG-2013-0241	19-Sep-13	17-Mar-34	Owner and operator of Midhurst 6 solar generation facility with an capacity of 8.5 MW located at 2024 Old Second Road, Barrie, Ontario.
K2 Wind Facility	Wind	K2 Wind Ontario Limited Partnership	AIC II: 50%	EG-2013-0439	20-Mar-14	19-Mar-34	Owner and operator of K2 Wind Power Project with an installed capacity of 270 MW, located in the Township of Ashfield- Colborne- Wawanosh in Huron County, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Adelaide 1 Limited Partnership	AIC II: 50%	EG-2013-0277	19-Sep-13	20-Mar-34	Owner and operator of Adelaide 1 solar generation facility with an capacity of 10 MW located at 2894 Napperton Drive, Strathroy, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Breen 2 Limited Partnership	AIC II: 50%	EG-2013-0237	19-Sep-13	20-Mar-34	Owner and operator of Breen 2 solar generation facility with an installed capacity of 10 MW located at 6955 Hamilton Road, Putnam, Ontario.

Name of Investment (Axiom Website)	Asset Type	Licensee	Axiom's Ownership	License Number	Issue Date	Expiry Date	Facility
Borealis Solar PV Projects	Solar	Met Axiom Solar Midhurst 4 Limited Partnership	AIC II: 50%	EG-2013-0240	19-Sep-13	26-Mar-34	Owner and operator of Midhurst 4 solar generation facility with an installed capacity of 6.5 MW located between Line 5 N and Line 6 N, southwest of Hwy 11, Oro-Medonte, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Orillia 1 Limited Partnership	AIC II: 50%	EG-2013-0235	19-Sep-13	26-Mar-34	Owner and operator of Orillia 1 solar generation facility with an installed capacity of 10 MW located at 1599 Line 13, North Hawkestone, Ontario.
Borealis Solar PV Projects	Solar	Met Axiom Solar Orillia 2 Limited Partnership	AIC II: 50%	EG-2013-0236	19-Sep-13	26-Mar-34	Owner and operator of Orillia 2 solar generation facility with an installed capacity of 10 MW located at 2081 Bass Lake Road, Hawkestone, Ontario.
Ontario Wind Farms	Wind	AIM SOP Phase I LP, by its Partner AIM SOP Phase I GP Inc. (SOP)	AIC II: 38.3%, AIC I: 8.3%	EG-2008-0079	05-May-08	04-May-28	1. Mohawk Point Wind Farm, owned and operated by the Licencee within the area bounded by Lake Erie to the south, Moulton Bay (Lake Erie) to the east, Moulton Sherbrook Townline Road to the northeast, Rymer Road to the north and Dickhout Road to the west, in the County of Haldimand, Province of Ontario. 2. Frogmore Wind Farm, owned and operated by the Licencee within the area bounded by West Quarter Town Line to the east, Norfolk County Road No. 23 to the west, Lakeshore Road to the south, and the First Concession Road to the north, in the County of Norfolk, Province of Ontario. 3. Cultus Wind Farm, owned and operated by the Licencee within the area bounded by Norfolk County Road No. 23 to the east, and the northerly extension thereof in a straight line north from the intersection of Norfolk County Road No. 23 and the Lower Side Road, Concession Road 7 to the west, Lakeshore Road to the south, and the northerly boundaries of the properties which abut the northerly limit of Lower Side Road to the north, in the County of Norfolk, Province of Ontario. 4. Clear Creek II Wind Farm, owned and operated by the Licencee within the area bounded by Lakeshore Road to the south, 6th Concession Road to the west, the north boundaries of Lots 2,

Name of Investment (Axiom Website)	Asset Type	Licensee	Axiom's Ownership	License Number	Issue Date	Expiry Date	Facility
							Concession 6 & 7, and the east boundaries of Lots 1, 2 and 16, Concession 7, in the County of Norfolk, Province of Ontario.
Ontario Wind Farms	Wind	AIM Harrow Wind Farm GP Inc. on behalf of AIM Harrow Wind Farm LP (SOP)	AIC II: 38.3%, AIC I: 8.3%	EG-2008-0100	23-Jul-08	22-Jul-28	The Licence authorizes the Licensee only in respect to the following: - Harrow I Wind Farm, owned and operated by the Licensee in the Municipality of the Town of Essex, County of Essex: - Turbines 1 & 7 - Concession 1, Part Lot 95 - Turbines 2 & 3 — Concession 1, Part Lot 94 - Turbine 4 & 13- Concession 1, Part Lot 92 - Switching Station - Concession 1, Part Lots 93 & 94 - Harrow II Wind Farm, owned and operated by the Licensee in the Municipality of the Town of Essex, County of Essex: - Turbines 11 & 5 - Concession 1, Part Lots 90 & 91 - Turbine 12 - Concession 1, Part Lots 88 & 89 - Turbine 6 & 15 — Concession 1, Part Lots 84 and 85 - Turbine 14 — Concession 1, Part Lots 85 & 86 - Harrow III Wind Farm, owned and operated by the Licensee in the Municipality of the Town of Essex, County of Essex, Ontario: - Turbine 23 - Concession 2, Part Lot 2 - Turbine 9 - Concession 2, Part Lot 4 - Turbine 8 - Concession 2, Part Lot 4 - Turbine 10 - Concession 2, Part Lot 5 - Turbine 22 - Concession 2, Part Lot 2 - Turbine 24 - Concession 2, Part Lot 3 - Harrow IV Wind Farm, owned and operated by the

Name of Investment (Axiom Website)	Asset Type	Licensee	Axiom's Ownership	License Number	Issue Date	Expiry Date	Facility
							Licensee in the Municipality of the Town of Essex, County of Essex: • Turbines 36, 20 & 34 - Concession 1, Part Lot 75 • Turbines 28 & 29 - Concession GORE, Part Lot 1 • Turbines 30 - Concession GORE, Part Lot 5
ABW Solar PV Facilities	Solar	ABW Solar General Partnership	AIC II: 31.1%	EG-2011-0030	17-Oct-13	10-May-31	1. Ownership and operation of Amherstburg Solar 1 at Part of the North half of Lot 7, Concession 2, and part of the South half of Lot 7, Concession 2, Township of Anderton, Ontario. 2. Ownership and operation of Belmont Solar 1 at Part of the South half of Lot 3, Concession 6, Central Elgin, Elgin County, Ontario. 3. Ownership and operation of Belmont Solar 2 at Part of the South half of Lot 3, Concession 6, Central Elgin, Elgin County, Ontario. 4. Ownership and operation of Walpole Solar 1 at Lots 2 and 3, Concession 12, Hagersville/Nanticoke, Haldimand County, Ontario. 5. Ownership and operation of Walpole Solar 2 at Lots 2 and 3, Concession 12, Hagersville/Nanticoke, Haldimand County, Ontario.
Denfield Power	Wind	Conestogo Wind, LP	AIC II: 49.0%	EG-2012-0312	8-Nov-2012	7-Nov-2032	Owner of Conestogo Wind Energy Centre with an installed capacity of 22.9 MW, located at RR1 Sideroad 17 between Sixteenth and Fourteenth Line, Alma, Ontario.
Denfield Power	Wind	Jericho Wind, LP, by Jericho Wind GP, ULC, its General Partner	AIC II: 49.0%	EG-2014-0215	31-Jul-2014	30-Jul-2034	Owner of Jericho Wind Energy Centre with an installed capacity of 150 MW, located at 32185 Kerwood Road, Parkhill, Ontario.

Name of Investment (Axiom Website)	Asset Type	Licensee	Axiom's Ownership	License Number	Issue Date	Expiry Date	Facility
Denfield Power	Wind	Summerhaven Wind, LP, by Strathroy Wind GP, Inc., its General Partner	AIC II: 49.0%	EG-2012-0474	14-Feb-2013	13-Feb-2033	Owner of Summerhaven Wind Energy Centre with an installed capacity of 124.4 MW, located at 524 Concession 5 Walpole, Jarvis, Ontario.
Denfield Power	Wind	Varna Wind, GP, ULC on behalf of Varna Wind, LP	AIC II: 49.0%	EG-2014-0011	6-Mar-2014	5-Mar-2034	Owner of Bluewater Wind Energy Centre with an installed capacity of 59.9 MW, located at Centennial Rd and Babylon Line, near Zurich, Ontario.
Denfield Power	Solar	Moore Solar, GP, ULC on behalf of Moore Solar, LP	AIC II: 49.0%	EG-2011-0023	28-Feb-2012	27-Feb-2032	1. Owner of St. Clair Solar 1 with an installed capacity of 10 MW, located at Part of Lot 25, Concession 9, and part of Lot 26, Concession 9, Township of Moore, Ontario. 2. Owner of St. Clair Solar 2 with an installed capacity of 10 MW, located at Part of Lot 25, Concession 9, and part of Lot 26, Concession 9, Township of Moore, Ontario.
Denfield Power	Solar	Sombra Solar, GP, ULC on behalf of Sombra Solar, LP	AIC II: 49.0%	EG-2011-0022	28-Feb-2012	27-Feb-2032	1. Owner of St. Clair Solar 3 with an installed capacity of 10 MW, located at North half of Lot 1, Concession 10, North half of Lot 1, Concession 11, West half of North half, Township of Sombra, Ontario. 2. Owner of St. Clair Solar 4 with an installed capacity of 10 MW, located at North half of Lot 1, Concession 10, North half of Lot 1, Concession 11, West half of North half, Township of Sombra, Ontario.

APPENDIX C

1.3.1 Description of Business of Each of the Parties and 1.3.2 Description of Geographic Territory of Each of the Parties (Co-Investors)

GENERATION FACILITIES IN WHICH NSPSC HAS INTERESTS

Name of Investment	Asset Type	Licensee	NSPSC's Ownership (% Entity / % NSPSC ¹)	License Number	Issue Date	Expiry Date	Facility
Calpine Corporation	Combined cycle power generation facility	CM Greenfield Power Corp. on behalf of Greenfield Energy Centre LP	100% / 0.4998%	EG-2006-0019	23-June-2006	22-June-2026	Greenfield Energy Centre is a natural gas-fired, combined cycle power generation facility with total generation capacity of 1,038 MW located in Courtright, Ontario.
St. Clair Energy Centre	Combined cycle power generation facility	St. Clair Power, L.P.	100% / 0.0739%	EG-2007-0733	19-Dec-2007	18-Dec-2027	St Clair Energy Centre is a 584MW combined cycle power generation facility located in southern Ontario. The project benefits from a long-term offtake agreement with IESO.
TerraForm MP Solar, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.5 MWac located in Cookstown, Ontario.
TerraForm MP Solar, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.5 MWac located in Whitby, Ontario.
TerraForm MP Solar, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.3 MWac located in Windsor, Ontario.
TerraForm MP Solar, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.1 MWac located in Windsor, Ontario.

¹ “% Entity” represents the ownership of the entity holding the interest (noted in Name of Investment) and “% NSPSC” represent the ownership that NSPSC owns of the entity holding the interest.

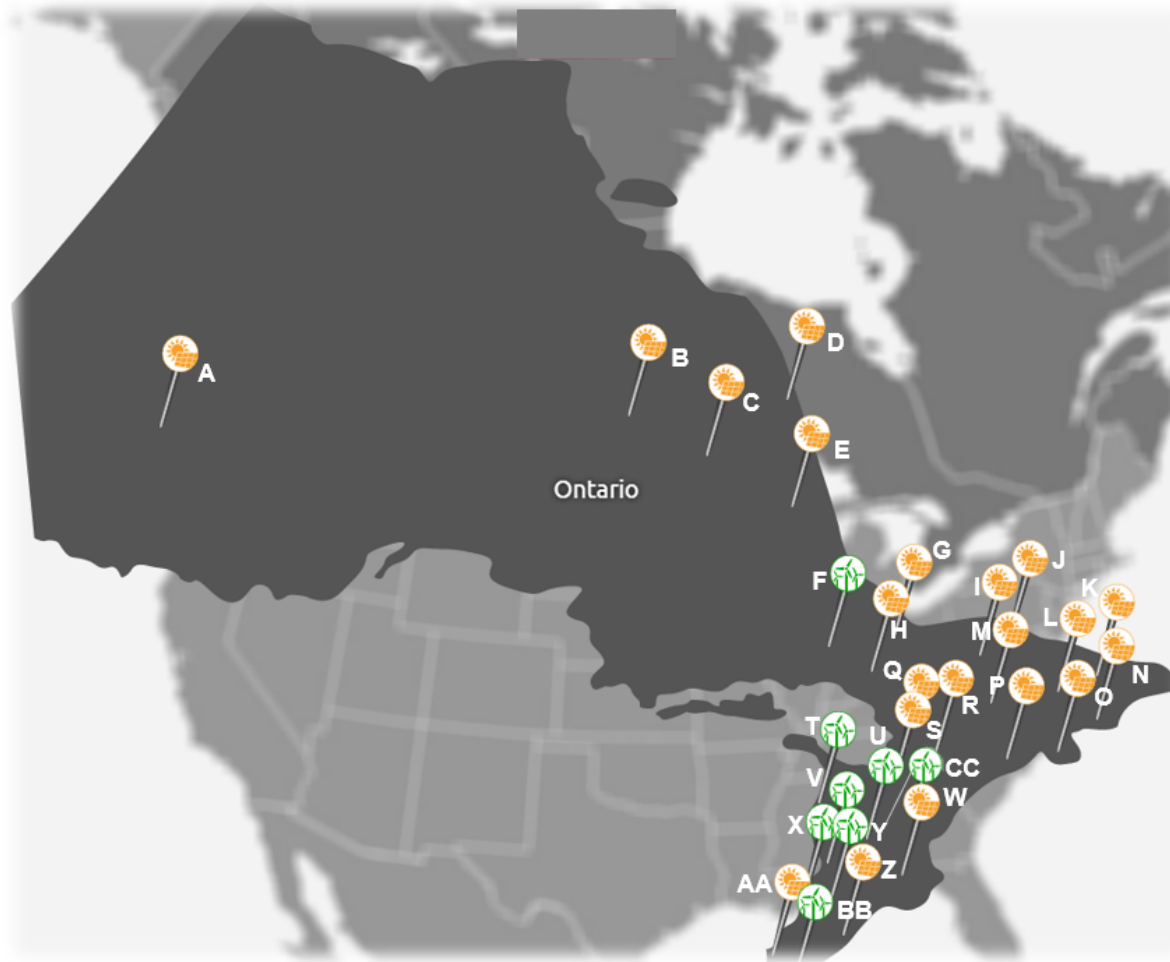
Name of Investment	Asset Type	Licensee	NSPSC's Ownership (% Entity / % NSPSC ¹)	License Number	Issue Date	Expiry Date	Facility
TerraForm MP Solar, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.3 MWac located in Brampton, Ontario.
TerraForm MP Solar, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.3 MWac located in Milton, Ontario.
TerraForm MP Solar, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.3 MWac located in Mississauga, Ontario.
TerraForm MP Solar, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.1 MWac located in Cambridge, Ontario.
TerraForm MP Solar, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.3 MWac located in Richmond Hill, Ontario.
TerraForm MP Solar, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.1 MWac located in Mississauga, Ontario.
TerraForm MP Solar, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.3 MWac located in Ottawa, Ontario.
TerraForm MP Solar, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.1 MWac located in Whitby, Ontario.
TerraForm MP Solar, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.3 MWac located in Mississauga, Ontario.
SunEdison DG Operating Holdings-2, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.5 MWac located in Midland, Ontario.

Name of Investment	Asset Type	Licensee	NSPSC's Ownership (% Entity / % NSPSC ¹)	License Number	Issue Date	Expiry Date	Facility
SunEdison DG Operating Holdings-2, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.3 MWac located in West Lorne, Ontario.
SunEdison DG Operating Holdings-2, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.5 MWac located in Delhi, Ontario.
SunEdison DG Operating Holdings-2, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.5 MWac located in Woodstock, Ontario.
SunEdison DG Operating Holdings-2, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.5 MWac located in Delhi, Ontario.
SunEdison DG Operating Holdings-2, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.5 MWac located in Woodstock, Ontario.
SunEdison DG Operating Holdings-2, LLC	Rooftop Solar	N/A	50% / 0.720%	N/A – not required	N/A	N/A	Rooftop solar project with total generation capacity of 0.5 MWac located in Mississauga, Ontario.
Marsh Hill III LP	Solar UT	Marsh Hill III LP	50% / 0.720%	EG-2015-0025	5-Mar-2015	4-Mar-2035	Solar project with total installed capacity of 10 MWac located in Uxbridge, Ontario.
Lindsay Solar LP	Solar UT	Lindsay Solar LP	50% / 0.720%	EG-2014-0258	18-Sep-2014	17-Sep-2034	Solar project with total installed capacity of 10 MWac located in Lindsay, Ontario.

Name of Investment	Asset Type	Licensee	NSPSC's Ownership (% Entity / % NSPSC ¹)	License Number	Issue Date	Expiry Date	Facility
TerraForm IWG Ontario Holdings, LLC	Onshore Wind	TerraForm IWG Ontario Holdings, LLC	50% / 0.720%	EG-2015-0243	1-Oct-2015	30-Sept-2035	Raleigh Wind Energy Centre with total generation capacity of 78 MWac located in the Municipality of Chatham-Kent, Ontario.
TerraForm Ontario Solar LP	Solar UT	TerraForm Ontario Solar LP	50% / 0.720%	EG-2015-0174	11-June-2015	23-June-2025	Solar project with total generation capacity of 10 MWac located in Kawartha Lakes, Ontario.
TerraForm Ontario Solar LP	Solar UT	TerraForm Ontario Solar LP	50% / 0.720%	EG-2015-0174	11-June-2015	23-June-2025	Solar project with total generation capacity of 10 MWac located in Kawartha Lakes, Ontario.

APPENDIX D

1.3.2 Description of Geographic Territory of Each of the Parties (Applicant)



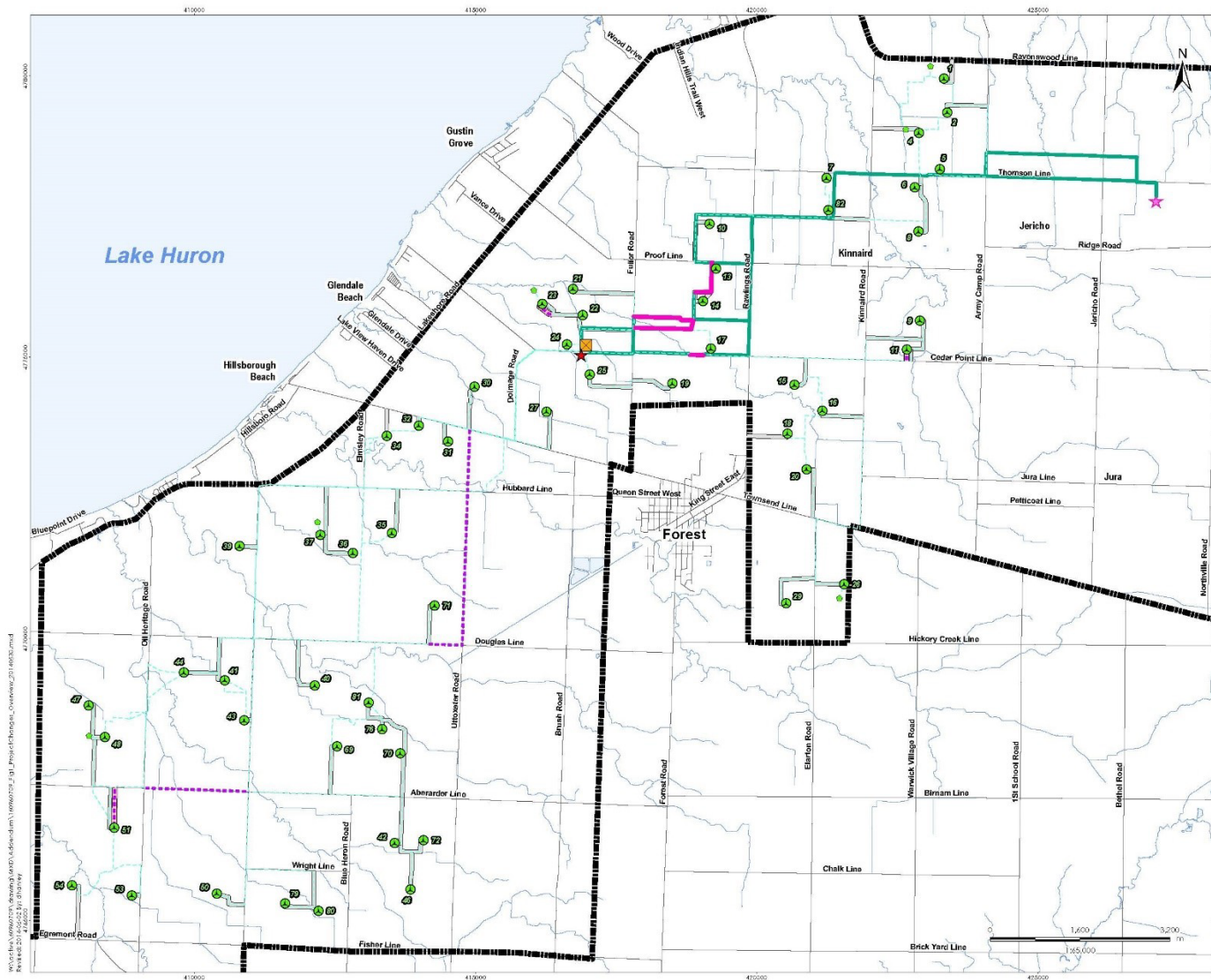
- A. Wainwright: 12.7 MWdc
- B. Mattawishkwia: 12.5 MWdc
- C. Kapushasing: 7.5 MWdc
- D. Liskeard 1, Liskeard 2 & Liskeard 3: 42 MWdc
- E. Ramore 10.1 MWdc
- F. Denfield Wind Facilities 356.2 MW
- G. Smiths Fall 1-2-3-4-5-6: 71.5 MWdc
- H. Denfield Solar Facilities: 52.3 MWdc
- I. Beckwith: 12.2 MWdc
- J. Brockville 1, Brockville 2, Burritts Rapids, Mississippi Mills & William Rutley: 63.5 MWdc
- K. St. Isidore A: 11.6 MWdc
- L. Axiom City Light: 14.1 MWdc
- M. Elmsley East & Elmsley West: 23.7 MWdc
- N. St. Isidore B: 11.8 MWdc
- O. Axiom Foto Light: 14.2 MWdc
- P. Brockville: 12.2 MWdc
- Q. Waubauskene 3-4-5: 30.0 MWdc
- R. Axiom Discovery Light: 12.6 MWdc
- S. Borealis: 108 MWdc
- T. K2: 270 MW
- U. SOP & Plateau: 67 MW
- V. East Lake St. Clair: 99 MW
- W. Walpole 26.3 MWdc
- X. Pointe-aux-Roches: 49 MW
- Y. Eriau: 99 MW
- Z. Belmont: 26.3 MWdc
- AA. Amhertsberg: 13.2 MWdc
- BB. Harrow: 40 MW
- CC. Grand Valley Wind (Phase 3): 40 MW

APPENDIX E

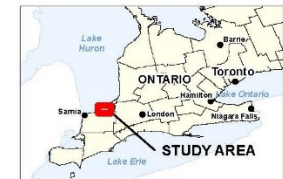
1.3.2 Description of Geographic Territory of Each of the Parties (Seller)

The Seller's sole Ontario generation asset is the Cedar Point II Wind Project, a wind farm located in Lambton County in the Province of Ontario with an aggregate generating capacity of approximately 100 MWac (see map in "Appendix F"). The Seller's whole interest therein is being sold in the Proposed Transaction.

APPENDIX F



- Legend**
- Project Boundary
 - New/Modified Infrastructure
 - Temporary Construction Area
 - Access Road
 - Collector Line
 - Amended Transmission Line
 - Route
 - Previously Assessed Project Infrastructure
 - Turbine
 - MET Tower
 - Substation
 - Access Road
 - Collector Line
 - Transmission Line
 - Other
 - Substation-NextEra Jericho
 - Existing
 - Expressway/Highway
 - Road
 - Watercourse
 - Waterbody



- Notes**
- Coordinate System: NAD 1983 UTM Zone 17N
 - Shapefiles produced under license with the Ontario Ministry of Natural Resources © Queen's Printer for Ontario, 2013.

June 2014
10/06/2014

Client/Project
Suncor Energy
Cedar Point Wind Power Project

Figure No.
1

Title
Project Changes-
Overview