

**mccarthy
tétrault**

McCarthy Tétrault LLP
PO Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

Héloïse Apestéguy-Reux
Direct Line: (416) 601-7809
Direct Fax: (416) 868-0673
Email: hapesteguyreux@mccarthy.ca

May 3, 2017

VIA COURIER

Ontario Energy Board
2300 Yonge Street
P.O. Box 2319 Suite 2700
Toronto, ON M4P 1E4

Attention: Board Secretary

EB-2017-0187

RECEIVED

MAY 04 2017

ONTARIO ENERGY BOARD

Dear Sir/Madame:

**Re: Morgan Stanley Capital Group Inc. – Application for Electricity Wholesaler
Licence (Renewal)**

We are counsel for Morgan Stanley Capital Group Inc. Please find enclosed two completed copies of an Application for an Electricity Wholesaler Licence for Morgan Stanley Capital Group Inc., along with our firm's cheque for registration of the same in the amount of \$200.00.

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

Yours truly,

McCarthy Tétrault LLP

Per:



Héloïse Apestéguy-Reux
Associate

Encls.

c: L. Cherkas, Morgan Stanley Capital Group Inc.

Ontario Energy
Board
P.O. Box 2319
2300 Yonge Street
27th Floor
Toronto ON M4P 1E4
Telephone: 1-888-632-6273
Facsimile: (416) 440-7656

Commission de l'énergie
l'Ontario
C.P. 2319
2300, rue Yonge
27e étage
Toronto ON M4P 1E4
Téléphone: 1-888-632-6273
Télécopieur: (416) 440-7656

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ONTARIO ENERGY BOARD



Application for an Electricity Wholesaler Licence

For Office Use Only	
Application Number	EB- 2017-0187
Date Received	May 4/17

1. The Applicant

Legal Name of the Applicant : Morgan Stanley Capital Group Inc.

Business Classification:

☐ Sole Proprietor

☐ Partnership

☒ Corporation

☐ Other (describe) _____

Date of formation or incorporation: February 22, 1984

Place of formation or incorporation:

Province/State Delaware

Country USA

If the applicant is an individual, the applicant must be at least 18 years old. If the applicant is an individual, is he or she at least 18 years old?

☐ Yes

☐ No

☒ Not Applicable - not an individual

Head Office or Business Address of Applicant

1585 Broadway Avenue

City	Province/State	Country	Postal/Zip Code
<u>New York</u>	<u>New York</u>	<u>USA</u>	<u>10036</u>

Phone Number	Toll Free (if available)	E-mail Address
<u>212-761-4000</u>		

Website Address www.morganstanley.com

2. Application Type

☐ New

☒ Renewal, provide the licence number and expiry date of the current licence.

Licence Number EW-2012-0209

Expiry Date July 4, 2017

3. Licence Primary Contact

The licensee shall designate a person who will act as primary contact with the OEB on matters related to the licence.

Mr. ☐	Mrs. ☐	Last Name	First Name	Initial
Miss ☐	Ms. ☒	Kochonies	Karen	
Other ☐		Title/Position		
		Vice President		
		Company Name		
		Morgan Stanley Capital Group Inc.		

Licence Primary Contact Address:

1585 Broadway / 3rd Floor

City	Province/State	Country	Postal/Zip Code
New York	NY	USA	10036

Phone Number	Toll Free (if available)	E-mail Address
914-225-1587		karen.kochonies@morganstanley.com

4. Application Primary Contact

☒ Indicate if same as above. Proceed to section 5.

The primary contact for the licence application may be a person within the applicant's organization other than the licence primary contact noted above. An applicant may also choose to designate a consultant, lawyer, etc. to be the primary contact for the licence application. The OEB will communicate with this person during the course of the application review process but with the licence primary contact after a licence is issued.

Mr. ☐	Mrs. ☐	Last Name	First Name	Initial
Miss ☐	Ms. ☒			
Other ☐		Title/Position		
		Company Name		

Application Primary Contact Address:			
City	Province/State	Country	Postal/Zip Code
Phone Number	Toll Free (if available)	E-mail Address	

5. Trade Names

The electricity wholesaler licence authorizes the licensee to conduct business using the name under which the licence is held (i.e. the applicant's legal name). It also provides for the use of trade names by the licensee.

Does the applicant intend to use trade names?

- ☐ Yes, provide a list of trade names the applicant intends to use in the space provided below.
- ☒ No, proceed to section 6.

6. Applicant's Licensing Status and History

(a) Has the applicant, an affiliate of the applicant, or an associated entity (e.g., a partnership or limited partnership), ever been licensed by the OEB? (The *Business Corporations Act* definition for affiliate can be found at www.e-laws.gov.on.ca)

- ☒ Yes, provide details of current and expired licences in the table below.
- ☐ No, proceed to 6(b).

Licensee Name	Relation to the Applicant (e.g., applicant itself, affiliate, partner...etc.)	Licence Number
Morgan Stanley Capital Group Inc.	Applicant itself	EW-2007-0612
Morgan Stanley Capital Group Inc.	Applicant itself	EW-2012-0209

(b) Does the applicant, an affiliate of the applicant, or an associated entity have any other application(s) before the OEB?

☐ Yes, provide details in the table below.

☒ No, proceed to 6(c).

Applicant Name	Relationship to this Applicant	Type of Application	OEB File Number

(c) Has the applicant, an affiliate of the applicant, or an associated entity ever undertaken energy sector activity in any other jurisdiction within North America?

☒ Yes, provide details in the table below.

☐ No

Company Name	Relation to the Applicant	Jurisdiction	Business Activity	Name of Licensing Body and Licence/Registration No. (if applicable)
See Attachment A				

7. Key Individuals

In the table below, identify the key individuals that are responsible for executing the following functions for the applicant: matters related to regulatory requirements and conduct, financial matters, and technical matters. Key individuals include the Chief Executive Officer, the Chief Financial Officer, other officers and directors, partners or proprietors.

Name of Key Individual	Title/Position within Applicant's Business (or identify company if not the Applicant's Business)
Nancy King	President, Chairman & CEO
Karen Kochonies	Vice President
Robert J. Urgo	Vice President

8. Intended Markets and Services

Identify the applicant's intended markets and services. Select any that apply.

- ☒ To purchase electricity or ancillary services in the IESO-administered markets.
- ☒ To purchase electricity or ancillary services directly from a generator.
- ☒ To sell electricity or ancillary services in the IESO-administered markets.
- ☒ To sell electricity or ancillary services to wholesalers.
- ☒ To sell electricity or ancillary services to distributors (i.e., standard supply services).
- ☒ To sell electricity or ancillary services to electricity retailers.
- ☒ To sell electricity or ancillary services to persons outside of the Ontario market.
- ☐ To sell electricity to consumers, defined as a person who uses for the person's own consumption, electricity that the person did not generate. If the applicant selects this item, the applicant may require a retailer licence. The application form can be found at www.ontarioenergyboard.ca.

14. Notice

The OEB is authorized, under section 4.14 of the OEB Act, to collect personal information for the purpose of carrying out its duties and exercising its powers under the OEB Act or any other Act.

The information provided both on this form and attached to this form is being collected by the OEB for the purpose of determining whether the applicant is qualified to receive the licence for which it is applying.

In order to verify the information on this form and/or determine whether the applicant is qualified to receive the licence for which it is applying, it may be necessary for the OEB to collect additional information from some or all of the following sources: federal, provincial/state, or municipal governments; licensing bodies; law enforcement agencies; credit bureaus; and banks. Only information relevant to the application or the OEB's determination of the application will be collected by the OEB.

The public official who can answer questions about the collection of the information is:

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

Tel: 416-481-1967 or 1-888-632-6273

Applicants are reminded that the OEB is subject to the *Freedom of Information and Protection of Privacy Act* (FIPPA). FIPPA addresses circumstances in which the OEB may, upon request, be required to release information that is in its custody or under its control, and generally prohibits the OEB from releasing personal information. "Personal Information" has the meaning given to it under FIPPA.

18. Certification and Acknowledgement

- (a) I certify that the information contained in this application and in the documents provided are true and accurate.
- (b) I understand and acknowledge that, as a licensee, I must provide information as the OEB may require from time to time.
- (c) I understand and acknowledge that the issuance of an electricity wholesaler licence does not guarantee accreditation by the IESO or distributors.

Print Name of Key Individual	Signature of Key Individual	Date
Karen Kochonies	Karen Kochoni	May 1, 2017

If the applicant is a sole proprietor, he/she must sign.

If the applicant is a corporation, a person with authority to bind the corporation must sign.

If the applicant is a partnership, a partner with authority to sign on behalf of the partnership must sign.

Checklist (return with application form)

- ☒ Two copies of the application form have been included with original signature on both copies
- ☒ A cheque or money order for the non-refundable application fee has been included
- ☒ A corporate organization chart has been attached to the application form
- ☒ Section 10 has been completed and all relevant financial information has been included
- ☒ Section 13 has been completed for all key individuals