

APPENDIX 'C'

SECTION 80 NOTICE

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 Applicant

Name of Applicant: Alectra Microgrid Services Project (LNR) General Partnership on behalf of Alectra Microgrid Services Project (LNR) Limited Partnership	File No: (Board Use Only)	
Address of Head Office: 161 Cityview Blvd. Vaughan, ON L4H 0A9	Telephone Number: 905.798.2662	
	Facsimile Number:	
	E-mail Address: indy.butany@alecrautilities.com	
Name of Individual to Contact: Indy J. Butany-DeSouza	Telephone Number: 905.798.2662	
	Facsimile Number:	
	E-mail Address: indy.butany@alecrautilities.com	

1.1.2 Other Parties to the Transaction or Project

If more than one attach list

Name of Other Party: Duke Energy Services Canada ULC	Board Use Only	
Address of Head Office: 550 S Tryon St, Suite 4500, Charlotte, North Carolina 28202, United States of America	Telephone Number: 980.373.5074	
	Facsimile Number:	
	E-mail Address: Vince.Zito@duke-energy.com	
Name of Individual to Contact: Vince Zito	Telephone Number: 980.373.5074	
	Facsimile Number:	
	E-mail Address: Vince.Zito@duke-energy.com	

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>Alectra Microgrid Services Project (LNR) LP ("Alectra Microgrid") does not have directors, officers, or shareholders, but instead only has unitholders who hold the LP interests. The directors, officers, and shareholders of Alectra Microgrid Services Project (LNR) GP are as follows:</p> <ul style="list-style-type: none"> - Directors: John Matovich; James Macumber; Vinay Mehta - Officers: John Matovich; James Macumber; Vinay Mehta - Shareholders: Alectra Microgrid Services Master Limited Partnership <p>Duke Energy Services Canada ULC ("Duke Energy")</p> <ul style="list-style-type: none"> - Directors: Swati V. Daji, Doug Esamann - Officers: Swati V. Daji, Christopher M. Fallon, Dwight L. Jacobs, Melisa B. Johns, Michael Luhrs, David S. Maltz, Karl W. Newlin, Michael S. Hendershott, John L. Sullivan, III, Nancy M. Wright - Shareholders: Duke Energy Corporation 	
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>Alectra Utilities is a licensed distributor and affiliate of Alectra Energy Solutions. Alectra Microgrid is wholly owned indirectly by Alectra Energy Solutions. Alectra Microgrid is purchasing assets from Duke Energy. Alectra Microgrid is not related to Duke Energy.</p> <p>Duke Energy does not have any other Ontario based business activities.</p>	

	<p>The corporate chart describing the relationship between each of the affiliate parties is provided in response to Section 12 of Alectra Microgrid's Generation Licence Application and in response to Section 11 of Alectra Microgrid's Retailer Licence Application, each of which has been filed concurrently with this Notice.</p>	
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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>Alectra Utilities has an Electricity Distribution Licence and an Electricity Generation Licence. Alectra Utilities also has a separate Electricity Generation Licence through its majority-owned subsidiary Solar Sunbelt General Partnership ("Solar Sunbelt"). Alectra Utilities provides electricity distribution service to approximately one million homes and businesses across an 1,800 square kilometre service territory comprising 17 communities including Alliston, Aurora, Barrie, Beeton, Brampton, Bradford, West Gwillimbury, Guelph, Hamilton, Markham, Mississauga, Penetanguishene, Richmond Hill, Rockwood, St. Catharines, Thornton, Tottenham and Vaughan. Information about the generation activities under Alectra Utilities' and Solar Sunbelt's generation licences are provided below in Section 1.3.2.</p> <p>Alectra Energy Solutions has a Unit Sub-Metering Licence through its wholly owned subsidiary Alectra Energy Services Inc. (Alectra Energy Services). Alectra Energy Solutions provides energy management services, distributed energy solutions, metering services, high voltage and streetlighting services, solar energy services, unit sub-metering services, and metering services.</p> <p>Alectra Microgrid will provide generation services to customer facilities in Ontario. Concurrent with this Notice, Alectra Microgrid is submitting an Electricity Retailer Licence application as well as an Electricity Generation Licence application with the OEB to own and operate behind-the-meter generation facilities in Guelph. Alectra Microgrid intends to retail electricity to a large customer. Information about the associated generation activities are provided below in Section 1.3.2.</p> <p>Duke Energy is a Canadian subsidiary of Duke Energy Corporation, an energy holding company in the United States and owner and operator of generation assets in North America. Duke Energy currently has an Electricity Generation Licence and an Electricity Retailer Licence. The facility that is included in its Generation Licence is included in the proposed transaction with Alectra Microgrid. Upon completion of the transaction with Alectra Microgrid, Alectra Microgrid understands that Duke Energy will have no need to keep or maintain its Generation Licence or Retailer Licence.</p>	
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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>Alectra Utilities distributes electricity to customers within its licensed service area, which generally includes Alliston, Aurora, Barrie, Beeton, Brampton, Bradford, West Gwillimbury, Guelph, Hamilton, Markham, Mississauga, Penetanguishene, Richmond Hill, Rockwood, St. Catharines, Thornton, Tottenham and Vaughan.</p> <p>Alectra Utilities owns and operates a licensed generation facility located at Weston Road/Eastview Road, Guelph.</p> <p>Alectra Utilities, through its majority-owned subsidiary Solar Sunbelt, owns and operates licensed generation facilities in the Hamilton, Stoney Creek, and St. Catherines areas. The locations of the facilities are as follows:</p> <ol style="list-style-type: none"> 1. 450 Nebo Road, Hamilton 2. 703 Hwy. 8, Stoney Creek 3. 360 Lewis Road, Stoney Creek 4. 410 Lewis Road, Stoney Creek 5. 155 Chatham Street, Hamilton 6. 340 Vansickle Road, St. Catherines 7. 330 Wentworth Street North, Hamilton <p>Alectra Energy Solutions, through its wholly owned subsidiary Alectra Energy Services, provides licensed unit sub-metering services to customers throughout Ontario. Alectra Energy Solutions provides additional energy solutions and services throughout North America.</p>	
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	<p>Concurrent with this Notice, Alectra Microgrid is submitting an Electricity Retailer Licence application as well as an Electricity Generation Licence application to own and operate behind-the-meter generation facilities in Guelph. The locations of the facilities are as follows:</p> <ol style="list-style-type: none"> 1. 32 Independence Pl, Guelph 2. 375 Massey Rd, Guelph 3. 301 Massey Rd, Guelph 4. 41 Massey Rd, Guelph 5. 381 Massey Rd, Guelph 6. 285 Massey Rd, Guelph 7. 400 Massey Rd, Guelph <p>Duke Energy is currently licensed to own and operate one generation facility located at 32 Independence Pl, Guelph. This facility, which is not yet in service, will be transferred to Alectra Microgrid as part of the proposed transaction.</p>	
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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>In 2019, Alectra Utilities, through its licensed generation facility located at Weston Road/Eastview Road, Guelph, reports the following:</p> <ul style="list-style-type: none"> - Generation sales of C\$488,787 - Generation energy of 6,159 MWh <p>In 2019, Alectra Utilities, through its majority-owned subsidiary Solar Sunbelt, reports the following:</p> <ul style="list-style-type: none"> - Generation sales of C\$1,238,557 - Generation energy of 1,683 MWh <p>Alectra Energy Solutions has no generation sales to report.</p> <p>Alectra Microgrid has no generation sales to report.</p> <p>Duke Energy has no generation sales to report.</p>	
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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>Alectra Utilities: Electricity Distributor Licence: ED-2016-0360 Electricity Generation Licence: EG-2004-0438</p> <p>Solar Sunbelt: Electricity Generation Licence: EG-2012-0259</p> <p>Alectra Energy Services: Unit Sub-Metering Licence: ES-2018-0266</p> <p>Alectra Microgrid: Electricity Generation Licence: See attached application Electricity Retailer Licence: See attached application</p> <p>Duke Energy Electricity Generation Licence: EG-2020-0182 Electricity Retailer Licence: EB-2020-0183</p> <p>Upon completion of the proposed transaction with Alectra Microgrid, Alectra Microgrid understands that Duke Energy will have no need to keep or maintain its Generation Licence or Retailer Licence.</p>	
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1.4 Current Competitive Characteristics of the Market

1.4.1	<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, prior to the completion of the proposed transaction or project.</p> <p>As per Electricity Generation Licence EG-2004-0438, Alectra Utilities owns and operates a generation facility with an installed capacity of 1.85 MW.</p> <p>As per Electricity Generation Licence: EG-2012-0259, Solar Sunbelt owns and operates generation facilities totaling an installed capacity of 1.3 MW.</p> <p>As per Electricity Generation Licence: EG-2020-0182, Duke Energy is licensed to own and operate a generation facility with an installed capacity of 4 MW. This facility is included in the Alectra Microgrid Electricity Generation License Application and has an expected commercial in-service date of May 1, 2021.</p>	
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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>Ontario's total installed capacity is approximately 38,644 MW.¹</p> <p>Prior to the completion of the proposed project, the generation market share of the total grid-connected capacity is:</p> <ul style="list-style-type: none">- 0.005% for Alectra Utilities;- 0.003% for Solar Sunbelt; and- 0.010% for Duke Energy.	
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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>Through an asset purchase transaction, Alectra Microgrid will be acquiring the seven generation facilities described in Schedule A (below).</p>	
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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>There will be no change to Alectra Utilities and its majority-owned subsidiary Solar Sunbelt. The following will be the estimated capacity installed as per the Electricity Generation Licence application:</p> <p>Alectra Microgrid will own and operate generation facilities totaling an installed capacity of 13.95 MW.</p> <p>Duke Energy will own and operate generation facilities totaling an installed capacity of 0.0 MW.</p>	
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¹ Source: [Reliability Outlook](#), Independent Electricity System Operator, Released December 16, 2020.

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>After the completion of the proposed project, the generation market share of the total grid-connected capacity in 2020 is:</p> <ul style="list-style-type: none"> - 0.005% for Alectra Utilities; - 0.003% for Solar Sunbelt; - 0.036% for Microgrid Services Project (LNR) Limited Partnership; and - 0.0% for Duke Energy. 	
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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>As a result of the transaction, there will be no impact on competition. All seven facilities to be acquired will be located behind the meter and will provide dedicated services to a specific customer.</p>	
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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>Confirmed. There will be no impact on open access to the distribution system of the affiliate, Alectra Utilities.</p>	
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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>Confirmed. All parties to the proposed transaction are in compliance with applicable licence and code requirements. Further information can be found in Section 15 and Section 14 of Alectra Microgrid's respective Generation Licence and Retailer Licence Application Forms, submitted concurrently with this Notice.</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.

2.1 Effect on Competition

2.1.2	<p>Describe whether the proposed generation output will be primarily offered into the IAM, sold via bilateral contracts, or for own use.</p> <p>The proposed generation output will be primarily for a customer through a power purchase agreement.</p>	
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2.1.3	<p>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.</p> <p>A description of the generation is provided in Schedule A (below).</p>	
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2.1.4	<p>Provide details on whether the generation facility is expected to sign a “must run” contract with the IESO.</p> <p>The generation facilities are not expected to sign a “must run” contract with the IESO.</p>	
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2.1.5	<p>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.</p> <p>The generation facility is not in a constrained area and is therefore not expected to service a load pocket.</p>	
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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	<p>Provide reasons why the proposal is required to maintain the reliability of the transmission or distribution system. Provide supporting studies.</p>	
2.2.2	<p>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.</p>	
2.2.3	<p>Discuss the effect of the proposal on the security (ability of supply to respond to system contingencies) of supply.</p>	

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.	
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PART III: SECTION 81 OF THE ACT—GENERATORS ACQUIRING AN INTEREST IN OR CONSTRUCTING A TRANSMISSION OR DISTRIBUTION SYSTEM

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.	
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.	
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.	
3.1.4	Provide details on whether the generation facilities are expected to sign a "must-run" contract with the IESO.	

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
Registrar's e-mail address:	registrar@oeb.gov.on.ca

Schedule A

Facility	Address	Technology and capacity	Fuel source	Typical number of hours of operation in a year	Peaking versus base-load character
Gear	32 Independence Pl, Guelph, ON N1K 1H8	2 x 2 MW – Cummins C2000 N6GB - QSV91-G4	Natural gas	250	Mode A is peaking
Hastech -1	301 Massey Rd, Guelph, ON N1K 1B2	1 x 2MW – Cummins C2000 N6GB - QSV91-G4, 1 x 750 kW – Cummins C750 N6 - GTA50E	Natural gas	250	Mode A is peaking
Transgear	400 Massey Rd, Guelph, ON N1K 1C4	1 x 1.4 MW – Cummins C1400 N6G - QSK60G	Natural gas	250	Mode A is peaking
Spinic	285 Massey Rd, Guelph, ON N1K 1B2	1 x 1.4 MW – Cummins C1400 N6G - QSK60G	Natural gas	250	Mode A is peaking
Linex	41 Massey Rd, Guelph, ON N1H 7M6	1 x 1.4 MW – Cummins C1400 N6G - QSK60G	Natural gas	250	Mode A is peaking
Autocom	375 Massey Rd, Guelph, ON N1K 1B2	1 x 2 MW – Cummins C2000 N6GB - QSV91-G4	Natural gas	250	Mode A is peaking
Hastech -2	381 Massey Rd, Guelph, ON N1K 1B2	1 x 1 MW – Cummins C1000 N6 - QSK60G	Natural gas	250	Mode A is peaking