

Message

Sent: 2017-12-21 1:20:57 PM
To: Jeannette (jbriggs6364@gmail.com) [jbriggs6364@gmail.com]
Subject: FW: EXTERNAL – RE: Fair Hydro Trust - \$1.2B Acquisition and Funding Closed

Regards,

Jeannette Briggs Director, Settlements - Corporate Services
Independent Electricity System Operator (IESO) | T: 905-855-6364 | C: 416-997-6364
Station A, Box 4474, Toronto, ON, M5W 4E5
Web: www.ieso.ca | Twitter: [IESO_Tweets](https://twitter.com/IESO_Tweets) | LinkedIn: [IESO](https://www.linkedin.com/company/ieso)
Conservation: www.saveONenergy.ca | Twitter: [saveONenergyOnt](https://twitter.com/saveONenergyOnt) | LinkedIn: [saveONenergy](https://www.linkedin.com/company/saveONenergy)

Corporate Services collaborates with you to deliver solutions and expertise that enable the IESO to achieve its goals

From: LEE John -TREASURY [mailto:john.s.lee@opg.com]
Sent: December 21, 2017 12:20 PM
To: Kim Marshall
Cc: Jeannette Briggs; Anthony Martinello; Michael Boll; GO Matthew -TREASURY; RYFA Ken -TREASURY; LADAK Lubna - TREASURY
Subject: FW: EXTERNAL – RE: Fair Hydro Trust - \$1.2B Acquisition and Funding Closed

Kim:

As you know we just closed the Fair Hydro Trust's first purchase of the IESO's regulatory asset this morning. A total of \$1.18 billion was funded by the following:

- 51% or \$601M from short-term warehouse facility with a bank syndicate comprised of CIBC, RBC, and Goldman Sachs
- 44% or \$519M from the Province's equity injection in exchange for 12.2 million Class A shares
- 5% or \$59M from OPG

A few days prior to closing the deal, we received unofficial credit ratings on the Trust's senior debt of Aa2/AA and AAA from Moody's and DBRS, respectively. The support of the IESO team – Michael, Anthony and Jeanette were critical in achieving these credit ratings which are significant milestones in the Fair Hydro Trust program given the complexity of the agreements, legislation and regulations, the need to balance competing interests between counterparties, as well as the unprecedented setting size and duration of the program. These results were borne out of the collaborative efforts between your team members and the OPG team. Still much to do and we look forward to jointly developing the appropriate path forward for this program.

Wishing you and your team a Merry Christmas and a Great Holiday season.

John

John Lee | Vice President Treasurer |

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