

Message

From: Anthony Martinello [/O=EXCHANGELABS/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=3FB7D76317B34780B15D96309B995C31-ANTHONY MAR]
Sent: 2017-09-22 2:29:39 PM
To: Michael Boll [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=4811917e15054407b665fe16d12ff415-Michael Bol]
Subject: RE: Fair Hydro question

Works for me.

From: Michael Boll
Sent: September 22, 2017 2:21 PM
To: Susan Nicholson; Glenn Zacher; Peter Hamilton; Anthony Martinello
Subject: RE: Fair Hydro question

Michel and Gale are also available at 2pm Tuesday. It doesn't appear we can align everyone's schedules Monday.

Please let me know if that works on Tuesday.

From: Susan Nicholson
Sent: September 22, 2017 1:23 PM
To: Glenn Zacher; Michael Boll; Peter Hamilton; Anthony Martinello
Subject: RE: Fair Hydro question

I am also available at this time.

From: Glenn Zacher [<mailto:GZacher@stikeman.com>]
Sent: September 22, 2017 10:19 AM
To: Michael Boll; Peter Hamilton; Anthony Martinello; Susan Nicholson
Subject: RE: Fair Hydro question

Michael —

I can do any time after 3:15.

Glenn

Glenn Zacher

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From: Michael Boll [<mailto:Michael.Boll@ieso.ca>]
Sent: Friday, September 22, 2017 10:12 AM
To: Peter Hamilton; Glenn Zacher; Anthony Martinello; Susan Nicholson
Subject: FW: Fair Hydro question

Does sometime Monday after 2pm work for you all to speak with Michel and Gale about IESO providing security?

Susan, if you scroll down the email chain, there is an email describing the new issue. Kim has asked that you be part of these discussions.

Michael

From: Picard, Michel [<mailto:mpicard@kpmg.ca>]
Sent: September 22, 2017 9:17 AM
To: Michael Boll
Subject: RE: Fair Hydro question

Michael,

Monday after 2pm.

Have a great weekend.

Michel

From: Michael Boll [<mailto:Michael.Boll@ieso.ca>]
Sent: Friday, September 22, 2017 8:58 AM
To: Picard, Michel <mpicard@kpmg.ca>
Subject: RE: Fair Hydro question

Hi Michel,

Would Gale and yourself be available to meet to discuss this with us (including Stikemans)? If not today, would Monday of next week work?

Regards,
Michael

From: Picard, Michel [<mailto:mpicard@kpmg.ca>]
Sent: September 21, 2017 10:30 AM
To: Michael Boll
Subject: RE: Fair Hydro question

Hi Michael,

I will check with Gale. My first reaction is that IESO may have to set-up a financial liability for the interest for the first 4 years. Will consult and revert back.

Michel

From: Michael Boll [<mailto:Michael.Boll@ieso.ca>]
Sent: Thursday, September 21, 2017 9:47 AM
To: Picard, Michel <mpicard@kpmg.ca>

Cc: Kim Marshall <Kim.Marshall@ieso.ca>; Anthony Martinello <Anthony.Martinello@ieso.ca>; Susan Nicholson <susan.nicholson@ieso.ca>

Subject: Fair Hydro question

Importance: High

Confidential

Michel,

There is a new element to IESO funding the financing entity's costs during the first four years that we would like your view on from an accounting perspective. Despite this being a recent ask from OPG, we are receiving pressure to provide an assessment of this new ask as soon as possible.

We understand that government is proposing changes to the Regulations under the Fair Hydro Act that would impose a "regulatory obligation" upon the IESO to pay an amount to the financing trust monthly over the first four years (the deferral period) equal to the financing charges actually incurred by the financing trust on account of interest (and not principal). Costs and taxes of the financing trust would also be included in the IESO's regulatory funding obligation. The IESO would require financing to bridge the gap between payment of this amount and recovery of the related GA amount. Either both of the interest cost and the funding receipt, or neither of them, will be counted for purposes of the true-up calculation.

The new element is that the IESO is being asked by OPG (due to a dealer/rating agency requirement to try to obtain a AAA rating) to provide security for this regulatory funding obligation in the form of a general security agreement charging all of IESO's assets, including in particular its present and future receivables and rights in relation thereto. The general security agreement will provide that on a monthly basis all receipts will be applied first by the IESO on account of the regulatory obligation.

The proposed Regulations under the Electricity Act would provide that the amounts paid are recoverable by the IESO under the GA in Section 25.33 of the Electricity Act.

By operation of the Fair Hydro rate cap, this additional GA amount will lead to an increased negative variance and will give rise to a regulatory asset, which, in the ordinary course would be Transferred to the financing trust. The purchase price payable to the IESO would retire the related financing.

Thank you,

Michael Boll | Associate General Counsel

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