

Message

From: Picard, Michel [mpicard@kpmg.ca]
Sent: 2017-11-14 11:41:48 AM
To: Michael Boll [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=4811917e15054407b665fe16d12ff415-Michael Bol]
Subject: RE: current forms of agreements

Thanks Michael,

What is the timing?

Regards,

Michel

From: Michael Boll [mailto:Michael.Boll@ieso.ca]
Sent: Tuesday, November 14, 2017 10:55 AM
To: Picard, Michel <mpicard@kpmg.ca>; Kim Marshall <Kim.Marshall@ieso.ca>
Cc: Susan Nicholson <susan.nicholson@ieso.ca>; Anthony Martinello <Anthony.Martinello@ieso.ca>; Jeannette Briggs <jeannette.briggs@ieso.ca>
Subject: current forms of agreements

Confidential

Hi Michel,

Attached are the current drafts of the following agreements:

1. Master Transfer and Servicing Agreement;
2. Security Agreement (first four years as security for IESO's obligation to fund financing entity carrying costs);
3. Acknowledgement and Indemnity Agreement in favour of Indenture Trustee.

These are most likely in the form that the IESO will take to its board of directors for approval next week and are the versions that OPG has provided to the rating agencies for the ratings process.

Kim, can you please comment on what sort of confirmation you would like from KPMG for the purposes of obtaining board approval on these agreements?

Regards,
Michael

Michael Boll | Associate General Counsel

Independent Electricity System Operator (IESO) | T: (416) 969-6023
120 Adelaide Street West, Suite 1600, Toronto, ON, M5H 1T1

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