

Message

From: Delaney, Brian [Brian.Delaney@gs.com]
Sent: 2018-03-21 6:37:19 PM
To: 'GRECO Clara -LAWDIV' [clara.greco@opg.com]; GO Matthew -TREASURY [matthew.go@opg.com]; Adalja, Sunil [Sunil.Adalja@cibc.com]; Benaiah, Ian [ian.benaiah@rbccm.com]; Niehaus, Katrina [Katrina.Niehaus@gs.com]; Maciel, Andrew [Andrew.Maciel@cibc.com]; Persad, Nicole (Nicole.Persad@cibc.com) [Nicole.Persad@cibc.com]; Taylor, Brent R (brent.r.taylor@rbccm.com) [brent.r.taylor@rbccm.com]; Michael Boll [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=4811917e15054407b665fe16d12ff415-Michael Bol]; Anthony Martinello [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=3fb7d76317b34780b15d96309b995c31-Anthony Mar]; Olga Whiteley [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=a8aa010dbbc243af97222fcd3f2ae4a0-Olga White]; Lively, Pamela (Pamela.Lively@bnymellon.com) [Pamela.Lively@bnymellon.com]; Firmeza, Digna (Digna.Firmeza@BNYMellon.com) [Digna.Firmeza@BNYMellon.com]; FHT [fht@opg.com]; LADAK Lubna -TREASURY [lubna.ladak@opg.com]; LAURETA LAPIRA May -TREASURY [may.lapira@opg.com]; LEE John -TREASURY [john.s.lee@opg.com]; RYFA Ken -TREASURY [ken.ryfa@opg.com]; YAO Anthea -FUNDMGMT [anthea.yao@opg.com]; Sabri, Salina [Salina.Sabri@gs.com]; Kaafarani, Mohamad [Mohamad.Kaafarani@gs.com]
Subject: RE: Closing Mechanics - Asset Transfer

GS confirms closing mechanics.
No need for a call.

Thanks,
Brian

From: GRECO Clara -LAWDIV [mailto:clara.greco@opg.com]
Sent: Wednesday, March 21, 2018 6:33 PM
To: GO Matthew -TREASURY; Adalja, Sunil; Benaiah, Ian; Delaney, Brian [IBD]; Niehaus, Katrina [IBD]; Maciel, Andrew; Persad, Nicole (Nicole.Persad@cibc.com); Taylor, Brent R (brent.r.taylor@rbccm.com); Michael Boll; Anthony Martinello; Olga Whiteley; Lively, Pamela (Pamela.Lively@bnymellon.com); Firmeza, Digna (Digna.Firmeza@BNYMellon.com); FHT; LADAK Lubna -TREASURY; LAURETA LAPIRA May -TREASURY; LEE John -TREASURY; RYFA Ken -TREASURY; YAO Anthea -FUNDMGMT
Cc: GRECO Clara -LAWDIV
Subject: RE: Closing Mechanics - Asset Transfer

Updated closing agenda attached.

Clara

Clara Greco
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Ontario Power Generation
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From: GO Matthew -TREASURY
Sent: Wednesday, March 21, 2018 6:01 PM
To: Adalja, Sunil <Sunil.Adalja@cibc.com>; Benaiah, Ian <ian.benaiah@rbccm.com>; Delaney, Brian

(Brian.Delaney@gs.com) <Brian.Delaney@gs.com>; Katrina Niehaus (Katrina.Niehaus@gs.com) <Katrina.Niehaus@gs.com>; Maciel, Andrew <Andrew.Maciel@cibc.com>; Persad, Nicole (Nicole.Persad@cibc.com) <Nicole.Persad@cibc.com>; Taylor, Brent R (brent.r.taylor@rbccm.com) <brent.r.taylor@rbccm.com>; Michael Boll <Michael.Boll@ieso.ca>; Anthony Martinello <Anthony.Martinello@ieso.ca>; Olga Whiteley <Olga.Whiteley@ieso.ca>; Lively, Pamela (Pamela.Lively@bnymellon.com) <Pamela.Lively@bnymellon.com>; Firmeza, Digna (Digna.Firmeza@BNYMellon.com) <Digna.Firmeza@BNYMellon.com>; FHT <fht@opg.com>; GO Matthew -TREASURY <matthew.go@opg.com>; GRECO Clara -LAWDIV <clara.greco@opg.com>; LADAK Lubna -TREASURY <lubna.ladak@opg.com>; LAURETA LAPIRA May -TREASURY <may.lapira@opg.com>; LEE John -TREASURY <john.s.lee@opg.com>; RYFA Ken -TREASURY <ken.ryfa@opg.com>; YAO Anthea -FUNDMGMT <anthea.yao@opg.com>

Subject: Closing Mechanics - Asset Transfer

All,

Below are the closing mechanics for tomorrow:

March 22, 2018

- **At 9 am**, confirmation by the group via email of conditions precedent to closing and release of escrow
- OPG will wire C\$46,000,000 representing the Junior Subordinated Debt proceeds to the IESO and circulate a wire confirmation to this group
- OPG will wire C\$179,400,000 representing the Subordinated Debt proceeds to the IESO and circulate a wire confirmation to this group
- Upon receipt of the tracking numbers for the two OPG wires above:
 - CIBC will transfer C\$95,306,250.00 to IESO per the wire details on Schedule A of the attached global direction
 - RBC will transfer C\$95,306,250.00 to IESO per the wire details on Schedule A of the attached global direction
 - Goldman will transfer C\$43,987,500.00 to IESO per the wire details on Schedule A of the attached global direction
- IESO to confirm to this group receipt of all wires sent to them above
- OPG to circulate email to this group confirming closing of the transfer
- Indenture Trustee to update warehouse notes grid schedule. OPG to arrange delivery of notes to Indenture Trustee.

Please confirm if the above is OK. Also please advise if anyone feels a closing call is necessary. We don't think one is needed, but will certainly have one if anyone requires it.

Thanks,
Matt

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