

Message

From: Michael Boll [/O=EXCHANGELABS/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=4811917E15054407B665FE16D12FF415-MICHAEL BOL]
Sent: 2017-12-14 7:10:36 AM
To: Picard, Michel [mpicard@kpmg.ca]
CC: Kim Marshall [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=b63a22b42bf14587870d93119a054d88-Kim Marshall]; Jeannette Briggs [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=148095610f7242f48a5a9da24b1a8a87-Jeannette B]; Anthony Martinello [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=3fb7d76317b34780b15d96309b995c31-Anthony Mar]
Subject: FW: Fair Hydro -- Revised MTSA and Management Agreement
Attachments: #24517772v9_TorysAtWork_ - _Fair Hydro -- Master Transfer and Servicingdocx; Blackline_24517772v8 - 24517772v9.pdf

Importance: High

Michel,

Proposed changes to the MTSA based on rating agency comments. Please review in particular the changes to section 3.15 regarding the LC to be provided by IESO for non-rated LDCs and the change to the definition of Non-Investment Grade Rated Electricity Vendors.

Timing is very tight to revert to OPG as they have a noon deadline to provide all changes to the rating agencies, which is necessary to obtain a rating this year.

Michael

From: Saulnier, Brett [mailto:bsaulnier@torys.com]
Sent: December 13, 2017 11:14 PM
To: Fullerton, Rick; Milligan, Peter; Sebastiano, Rocco; Adalja, Sunil; Maciel, Andrew; 'Benaiah, Ian'; Taylor, Brent R; Khan, Nur (nur.khan@rbccm.com); 'Niehaus, Katrina' (Katrina.Niehaus@gs.com); 'Delaney, Brian (Brian.Delaney@gs.com)'; Robbin.Conner@ny.email.gs.com; Persaud, Donnie - Debt Capital Markets; 'leslie.wong@opg.com'; dup-john.s.lee@opg.com; 'ken.ryfa@opg.com'; LAURETA LAPIRA May -TREASURY; LADAK Lubna -TREASURY; Peter Hamilton; Glenn Zacher; Michael Boll; Anthony Martinello; Jeannette Briggs; Kim Marshall
Cc: Feldman, Michael; Ramchandani, Rima; Mansoori, Nina
Subject: RE: Fair Hydro -- Revised MTSA and Management Agreement

Apologies – please review the attached instead of the versions circulated below.

Thanks,
Brett

Brett Saulnier

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TORYS
LLP

From: Saulnier, Brett
Sent: December-13-17 10:53 PM

To: 'Fullerton, Rick' <RFullerton@osler.com>; 'Milligan, Peter' <PMilligan@osler.com>; 'Sebastiano, Rocco' <RSebastiano@osler.com>; 'Adalja, Sunil' <Sunil.Adalja@cibc.com>; 'Maciel, Andrew' <Andrew.Maciel@cibc.com>; 'Benaiah, Ian' <ian.benaiah@rbccm.com>; 'Taylor, Brent R' <brent.r.taylor@rbccm.com>; Khan, Nur (nur.khan@rbccm.com) <nur.khan@rbccm.com>; 'Niehaus, Katrina' (Katrina.Niehaus@gs.com)' <Katrina.Niehaus@gs.com>; 'Delaney, Brian' (Brian.Delaney@gs.com)' <Brian.Delaney@gs.com>; 'Robbin.Conner@ny.email.gs.com' <Robbin.Conner@ny.email.gs.com>; 'Persaud, Donnie - Debt Capital Markets' <Donnie.Persaud@cibc.com>; 'leslie.wong@opg.com' <leslie.wong@opg.com>; 'dup-john.s.lee@opg.com' <john.s.lee@opg.com>; 'ken.ryfa@opg.com' <ken.ryfa@opg.com>; 'LAURETA LAPIRA May -TREASURY' <may.lapira@opg.com>; 'LADAK Lubna -TREASURY' <lubna.ladak@opg.com>; 'Peter Hamilton' <PHamilton@stikeman.com>; 'Glenn Zacher' <GZacher@stikeman.com>; 'Michael Boll' <Michael.Boll@ieso.ca>; 'Anthony Martinello' (Anthony.Martinello@ieso.ca)' <Anthony.Martinello@ieso.ca>; 'Jeannette Briggs' (jeannette.briggs@ieso.ca)' <jeannette.briggs@ieso.ca>; 'kim.marshall@ieso.ca' <kim.marshall@ieso.ca>
Cc: Feldman, Michael <mfeldman@torys.com>; Ramchandani, Rima <rramchandani@torys.com>; Mansoori, Nina <nmansoori@torys.com>

Subject: Fair Hydro -- Revised MTSA and Management Agreement

All,

Please find attached revised drafts of the MTSA and Management Agreement, together with blacklines against the last versions circulated. The attached reflect comments received from DBRS.

In the interest of time, these drafts are being circulated to all parties concurrently. We are aiming to provide revised versions to the ratings agencies tomorrow morning and would ask that you please confirm sign off as soon as possible and, in any event, by no later than tomorrow morning.

Thanks,
Brett

Brett Saulnier

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