

Message

From: WONG Leslie -LAWDIV [/O=OH/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=217803]
Sent: 5/16/2017 7:50:20 PM
To: KING Catriona -OFFCORPSEC [catriona.king@opg.com]
CC: LEE John -TREASURY [john.s.lee@opg.com]; GINTHER Chris -CAO [chris.ginther@opg.com]
Subject: Fw: EXTERNAL - OPG Indemnity
Attachments: 20170515-Business case - excerpt for OPG Comment - DRAFT.docx; 20170515-Ontario Power Generation - Indemnity-CONFIDENTIAL DRAFT.docx

Catriona - As requested, attached is the draft indemnity that we received from the Province.

Sent from my BlackBerry 10 smartphone on the Bell network.

From: Multani, Harkamal (ENERGY) <Harkamal.Multani@ontario.ca>
Sent: Tuesday, May 16, 2017 4:26 PM
To: WONG Leslie -LAWDIV
Subject: EXTERNAL - OPG Indemnity

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Hi Leslie,

I am counsel with the Ministry of Energy, Legal Services Branch. Carolyn Calwell, our legal director has asked me to reach out to you with respect to the Indemnity to be provided to OPG by the Province with respect to activities OPG would be undertaking under the proposed *Ontario Fair Hydro Plan Act*, if passed. I've attached for your review the Draft Indemnity Agreement we have prepared for OPG on this.

Also, as part of the approvals processes on this, we are required to obtain approval under section 28 of the *Financial Administration Act* (Ontario) given that these indemnities create potential contingent liabilities for the Province. We have drafted up a business case as part of the s.28 approvals package but require your input on the risks that OPG may face in carrying out its role under the proposed legislation, if passed. I've attached the specific draft excerpts from our business case which we require your input on here. If you could please review this as well and provide your comments/input that would be much appreciated as well.

We are hoping to get these materials finalized as soon as possible so that we can submit for formal approvals. Thus, if you could get back to me with any comments you may have by end of day Thursday it would be much appreciated. If this timeline is not workable, please let me know.

If you have any questions, or would like to further discuss, please let me know as well.

Many thanks,

Harkamal

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