Management Inquiries

U602A-CRI PCIP – Questions 1 – 5

613CA Review Checklist – Questions 6 - 27

1) Are you aware of any employment discussions currently underway with any EY partners or client serving professionals?
2) Are you aware of any outstanding offers of employment to EY partners or client serving professionals related to an accounting role or financial reporting oversight role?
3) Are you aware of any former EY partners or client-serving professionals who are newly-employed in an accounting or financial reporting oversight role or who have moved into an accounting or financial reporting oversight role since the completion of the most recent independence procedures?
4) Are you aware of any close relationships between any EY audit engagement team member and any individuals employed by or associated with the audit client in an accounting or financial reporting oversight role?
5) Are you aware of any business relationships, including loans, leases, joint ventures, co-marketing and sponsorship arrangements, between any EY Entity and the Audit Client and its affiliates or the Audit Client's officers, directors or Substantial Stockholders, other than one pursuant to which an EY Entity performs professional services or is a consumer in the ordinary course of business?
6) Have there been any of the following:
    a. Business combinations
    b. Disposals of components of the entity (e.g., reportable segment, operating segment, reporting unit, subsidiary, asset group)
    c. Acquisitions or disposals of significant assets
    d. Restructuring charges recorded in current and prior quarters
    ~~d.~~e. New or complex revenue recognition methods
    ~~e.~~f. Sales and transfers that may call into question the classification of investments in securities, including management's intent and ability with respect to the remaining securities classified as long term portfolio investments
    ~~f.~~g. Adoption of new stock compensation plans or changes to existing plans
    ~~g.~~h. Changes in major contracts with customers or suppliers
    ~~h.~~i. Changes in related parties or significant new related-party transactions
    ~~i.~~j. Material off-balance sheet transactions, special-purpose entities, and other equity investments
    ~~j.~~k. Complex, extraordinary, unusual, or infrequently occurring transactions
    ~~k.~~l. Adoption of a significant new tax planning strategy or tax restructuring
    ~~l.~~m. Circumstances that cast doubt on the going concern assumption
7) Have any significant developments occurred regarding litigation or other contingent liabilities or commitments that existed at the prior year end or arose subsequently?
8) Have any significant changes occurred in trends in sales/revenues, costs or other activities that could affect accounting estimates (e.g., use of derivative instruments and hedging activities,

prior or current restructuring charges, valuation of receivables or inventories; impairment of goodwill, other intangibles and long-lived assets; realization of deferred charges; provisions for warranties or employee benefits; unearned income; other reserves)?

9) Have any significant changes occurred, or are pending, in the capital accounts, long-term debt, including debt covenants and compliance with them, or working capital?
10) Have any changes occurred in the status of items, including contingent liabilities, commitments, or reserves that were accounted for on the basis of tentative, preliminary, or inconclusive data.
11) Are you aware of any significant unusual or nonrecurring adjustments have been recorded (or are necessary)?
12) Are you aware of any communications, written or oral, that have occurred with a securities commission or other regulatory agencies with which OPG files financial statements?
13) Are the statements are in agreement with the accounting records?
14) Is OPG in compliance with securities and other regulatory requirements, including new or changed pronouncements or other regulations?
15) Has OPG complied with debt covenants?
16) Are there any unique terms for debt, warrants, options or capital stock that could affect the classification in the financial statements?
17) Are there other events, subsequent to the date of the unaudited balance sheet that could have a material effect on the presentation of the interim financial information?
18) Have the quarterly financial information been prepared in conformity with the applicable financial reporting framework applied on the same basis as in the financial statements or information for the latest audited period and prior quarters, and reflects all adjustments necessary for a fair presentation of that information?
19) Are you aware of (1) any other significant transactions occurring or recognized in the last several days of the quarter and (2) significant journal entries and other adjustments made during the quarter?
20) Have any significant changes been made in the company's business activities?
21) Are you aware of any significant changes in the design or operation of internal control over financial reporting (including the accounting system), as it relates to the preparation of annual as well as quarterly financial information, have occurred subsequent to the preceding annual audit or prior review of quarterly financial information, including changes in the entity's policies, procedures (including cut off procedures), and personnel, as well as the nature and extent of such changes?
22) Have any changes occurred in the processes or procedures management employs to monitor the company's internal control over financial reporting (including controls at significant business units or locations) and to identify changes in internal control that have materially affected, or are reasonably likely to materially affect, the company's internal control over financial reporting?
23) Are you aware of any fraud or suspected fraud affecting the entity involving (1) management, (2) employees who have significant roles in internal control over financial reporting, or (3) other employees, where the fraud could have a material effect on the financial statements?
24) Are you aware of allegations of financial improprieties, including fraud or suspected fraud (regardless of the source or form and including, without limitation, allegations by "whistle-

blowers"), where such allegations could result in a misstatement of the financial statements or otherwise affect the financial reporting of the company?

25) Are you aware of any actual, suspected or alleged illegal acts or non-compliance with provisions of laws and regulations?
26) Are you aware of any significant deficiencies or material weaknesses in the design or operation of internal control over financial reporting?
27) Have you identified any material uncertainties regarding OPG's ability to continue as a going concern?
    a. If yes, what are your plans for future actions affecting OPG's ability to continue as a going concern;
    b. What is the feasibility of these plans; and
    c. Do you believe the outcome of these plans will improve the situation regarding OPG's ability to continue as a going concern?