

HAHN PARKER Janet -TREASURY

From: GRECO Clara -LAWDIV
Sent: Tuesday, April 17, 2018 1:48 PM
To: LEE John -TREASURY
Cc: HAHN PARKER Janet -TREASURY
Subject: Fair Hydro - Issue of Term Notes 2018-2 - Execution of Closing Documents

Importance: High

Hi John

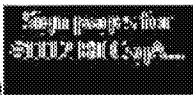
As mentioned in connection with the anticipated closing of the Senior 2018-2 Notes, those are two documents that need

Redacted - Commercially Sensitive

I attach the respective signature pages for those documents and request your and Ken H's signature before **Thursday April 19**, the earliest potential pricing date.

Once they have been signed please return the originals to me. Let me know if you have any questions.

Regards,



Clara

Clara Greco
Senior Counsel – FHP
Ontario Power Generation
700 University Avenue, H18 C19
Toronto, Ontario M5G 1X6
416-592-8226 | Cell 416-859-6416
clara.greco@opg.com

ACCEPTED AND AGREED to this

day of , 2018.

**COMPUTERSHARE TRUST COMPANY
OF CANADA**, in its capacity as trustee of
FAIR HYDRO TRUST, as Issuer
By: **ONTARIO POWER GENERATION INC.**,
not in its individual capacity but solely as
Manager

By: _____

Name: Ken Hartwick

Title: Chief Financial Officer and
Senior Vice President

By: _____

Name: John Lee

Title: Vice President – Treasurer

ONTARIO POWER GENERATION INC.

By: _____

Name: Ken Hartwick

Title: Chief Financial Officer and
Senior Vice President

By: _____

Name: John Lee

Title: Vice President – Treasurer

[Signature page to Agency Agreement]

Notice concerning the Book Entry Only Securities Services Agreement and Issuer Procedures may be delivered to Issuer to any of the following addresses. Issuer agrees that CDS may use such addresses and contact information in replacement for any past information and for future purposes, unless otherwise notified, and in the event of any inconsistency between any information below and any information entered electronically using the upload facility on www.cds.ca when this Acknowledgement is being delivered to CDS, the information below shall prevail:

700 University Avenue Toronto
street city

Ontario M5G 1X6 Canada
Province/ state postal code/zip code country

Issuer Contact name: Lubna Ladak

Job Title: Vice President, Fair Hydro Plan

Telephone: (416) 592-5984

Fax: (416) 592-4189

Email: FHT@opg.com (generic address preferred)

Dated this ___ day of ___ 20 18

Fair Hydro Trust, by its manager, Ontario Power Generation Inc.
full legal name of Issuer

by its duly authorized signatories:

signature: _____

Print name & title: Ken Hartwick
Chief Financial Officer and Senior Vice President

signature: John Lee

Print name & title: John Lee
Vice President - Treasurer