

Message

From: PRESTON Stuart -TREASURY [/O=OH/OU=TORONTO/CN=RECIPIENTS/CN=207157]
Sent: 05/09/2017 2:24:28 PM
To: Tom Li [TLi@dbars.com]
CC: LEE John -TREASURY [john.s.lee@opg.com]; RYFA Ken -TREASURY [ken.ryfa@opg.com]
Subject: FW: EXTERNAL – RE: OPG - Filing Complete
Attachments: OPG Preliminary Short Form Prospectus For Filing.pdf; Blackline - OPG Indenture.pdf

Hi Tom,

Hope you had a good long weekend. Wanted to let you know that OPG's preliminary base shelf prospectus was filed and receipted on Friday September 1, 2017. Attached is a copy, I have also attached a revised copy of the Trust Indenture which will be finalized and filed with the final prospectus.

The timing for filing the final prospectus will be confirmed this week, however, the earliest it will likely happen is September 13th.

Let me know if you need anything further or have any questions.

Stu

P.416.592.4168|C.416.434.9966

Subject: RE: EXTERNAL – RE: OPG - Filing Complete

All,

The preliminary base shelf prospectus, together with the supporting documents, have been filed. Please find attached the as-filed versions. We will circulate the receipt once received.

Thank you to all!

Laura

Laura Sigurdson

P. 416.865.7366 | F. 416.865.7380 | 1.800.505.8679

From: WILKIN, JOHN [mailto:JOHN.WILKIN@blakes.com]

Sent: September-01-17 10:36 AM

To: WONG Leslie -LAWDIV <leslie.wong@opg.com>; Sigurdson, Laura <lsigurdson@torys.com>; Forrester, David <dforrester@torys.com>; 'Hyatt, Emma' <Emma.Hyatt@tdsecurities.com>; 'Laing, Mark' <Mark.Laing@tdsecurities.com>; LEE John -TREASURY <john.s.lee@opg.com>; RYFA Ken -TREASURY <ken.ryfa@opg.com>; PRESTON Stuart -TREASURY <stuart.preston@opg.com>; YAO Anthea -FUNDMGMT <anthea.yao@opg.com>; TULLY Keegan -CBUSDEV&STRT <keegan.tully@opg.com>; LIU Sheen -TREASURY <sheen.liu@opg.com>; MCAULEY Tyler -LAWDIV <tyler.mcauley@opg.com>; JORDA Jenny -FIN & C CTRL <jenny.jorda@opg.com>; Johnson, Glen <grjohnson@torys.com>; Hill, Krista <khill@torys.com>; TETI Vicki -FIN & C CTRL <vicki.teti@opg.com>; LAURETA LAPIRA May -TREASURY <may.lapira@opg.com>

Cc: 'Zhang, Cisi' <Cisi.Zhang@bmo.com>; 'Qamheiah, Laith' <Laith.Qamheiah@bmo.com>; 'Ficocelli, Mariano' <Mariano.Ficocelli@bmo.com>; 'Zhang, Shuman' <Shuman.Zhang@bmo.com>; 'Scace, Patrick' <Patrick.Scace@tdsecurities.com>; BINNIE, IAN <IAN.BINNIE@blakes.com>; PEARCE, KEN <kenneth.pearce@blakes.com>; OZIER, JEREMY <JEREMY.OZIER@blakes.com>; 'Laing, Mark'

<Mark.Laing@tdsecurities.com>; Delean, Adam <adelean@torys.com>

Subject: RE: EXTERNAL – RE: OPG - Revised Prospectus and Indenture

Blakes is signed off of the prospectus as well, and the dealers' signature pages can be released.

Kindest regards,
John

John Wilkin
Partner
john.wilkin@blakes.com
Dir: 416-863-2785



Blake, Cassels & Graydon LLP
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Blake, Cassels & Graydon LLP | Barristers & Solicitors | Patent & Trade-mark Agents

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From: WONG Leslie -LAWDIV [<mailto:leslie.wong@opg.com>]

Sent: Friday, September 01, 2017 10:17 AM

To: 'Sigurdson, Laura'; Forrester, David; 'Hyatt, Emma'; 'Laing, Mark'; LEE John -TREASURY; RYFA Ken -TREASURY; PRESTON Stuart -TREASURY; YAO Anthea -FUNDMGMT; TULLY Keegan -CBUSDEV&STRT; LIU Sheen -TREASURY; MCAULEY Tyler -LAWDIV; JORDA Jenny -FIN & C CTRL; Johnson, Glen; Hill, Krista; TETI Vicki -FIN & C CTRL; LAURETA LAPIRA May -TREASURY

Cc: 'Zhang, Cisi'; 'Qamheiah, Laith'; 'Ficocelli, Mariano'; 'Zhang, Shuman'; 'Scace, Patrick'; BINNIE, IAN; PEARCE, KEN; OZIER, JEREMY; WILKIN, JOHN; 'Laing, Mark'; Delean, Adam

Subject: RE: EXTERNAL – RE: OPG - Revised Prospectus and Indenture

OPG has signed off on the prospectus.

Regards,

Les

Leslie Wong
Senior Counsel
Ontario Power Generation Inc.
700 University Avenue, H18 G26.1, Toronto, ON M5G 1X6
T: (416) 592-3110 | E: leslie.wong@opg.com

From: Sigurdson, Laura [<mailto:lsigurdson@torys.com>]

Sent: Thursday, August 31, 2017 5:27 PM

To: Forrester, David; 'Hyatt, Emma'; 'Laing, Mark'; LEE John -TREASURY; RYFA Ken -TREASURY; PRESTON Stuart -TREASURY; YAO Anthea -FUNDMGMT; TULLY Keegan -CBUSDEV&STRT; LIU Sheen -TREASURY; MCAULEY Tyler -

LAWDIV; JORDA Jenny -FIN & C CTRL; Johnson, Glen; Hill, Krista; TETI Vicki -FIN & C CTRL; LAURETA LAPIRA May - TREASURY; WONG Leslie -LAWDIV

Cc: 'Zhang, Cisi'; 'Qamheiah, Laith'; 'Ficocelli, Mariano'; 'Zhang, Shuman'; 'Scace, Patrick'; 'BINNIE, IAN'; 'PEARCE, KEN'; 'OZIER, JEREMY'; 'WILKIN, JOHN'; 'Laing, Mark'; Delean, Adam

Subject: EXTERNAL – RE: OPG - Revised Prospectus and Indenture

*** Exercise caution. This is an EXTERNAL email. DO NOT open attachments or click links from unknown senders or unexpected email. ***

Hi all,

Please find attached the proposed final version of the preliminary base shelf prospectus, together with a blackline against the previously circulated version. I have also attached a revised draft of the indenture reflecting some minor changes.

We kindly ask that you provide us with your sign-off on the preliminary prospectus at your earliest convenience tomorrow morning, and, in any event, no later than 11 a.m. tomorrow morning to ensure we are receipted tomorrow.

Many thanks,

Laura

Laura Sigurdson

P. 416.865.7366 | F. 416.865.7380 | 1.800.505.8679
79 Wellington St. W., 30th Floor, Box 270, TD South Tower
Toronto, Ontario M5K 1N2 Canada | www.torys.com

TORYS
LLP

From: Sigurdson, Laura

Sent: August-30-17 5:03 PM

To: Forrester, David <dforrester@torys.com>; 'Hyatt, Emma' <Emma.Hyatt@tdsecurities.com>; Laing, Mark <Mark.Laing@tdsecurities.com>; john.s.lee@opg.com (john.s.lee@opg.com) <john.s.lee@opg.com>; 'RYFA Ken - TREASURY' (ken.ryfa@opg.com) <ken.ryfa@opg.com>; stuart.preston@opg.com; 'YAO Anthea -FUNDMGMT' (anthea.yao@opg.com) <anthea.yao@opg.com>; keegan.tully@opg.com; 'LIU Sheen -TREASURY' (sheen.liu@opg.com) <sheen.liu@opg.com>; 'MCAULEY Tyler -LAWDIV' (tyler.mcauley@opg.com) <tyler.mcauley@opg.com>; 'jenny.jorda@opg.com' <jenny.jorda@opg.com>; Johnson, Glen <grjohnson@torys.com>; Hill, Krista <khill@torys.com>; 'TETI Vicki -FIN & C CTRL' <vicki.teti@opg.com>; 'LAURETA LAPIRA May -FIN & C CTRL' <may.lapira@opg.com>; WONG Leslie -LAWDIV <leslie.wong@opg.com>

Cc: Zhang, Cisi <Cisi.Zhang@bmo.com>; Qamheiah, Laith <Laith.Qamheiah@bmo.com>; Ficocelli, Mariano <Mariano.Ficocelli@bmo.com>; Zhang, Shuman <Shuman.Zhang@bmo.com>; Scace, Patrick <Patrick.Scace@tdsecurities.com>; BINNIE, IAN <IAN.BINNIE@blakes.com>; PEARCE, KEN <kenneth.pearce@blakes.com>; OZIER, JEREMY <JEREMY.OZIER@blakes.com>; WILKIN, JOHN <JOHN.WILKIN@blakes.com>; Laing, Mark <Mark.Laing@tdsecurities.com>

Subject: RE: OPG - Revised Prospectus and Indenture

Hi all,

Please find attached a revised draft of the prospectus and indenture, together with blacklines against the previously

circulated versions. I have also attached a blackline of the revised prospectus against the comments provided by Blakes. Please note, the attached remains subject to review by OPG.

Please let us know if you have any final comments or questions.

Thank you,

Laura

Laura Sigurdson

From: Sigurdson, Laura

Sent: August-28-17 5:40 PM

To: Forrester, David <dforrester@torys.com>; 'Hyatt, Emma' <Emma.Hyatt@tdsecurities.com>; Laing, Mark <Mark.Laing@tdsecurities.com>; john.s.lee@opg.com (john.s.lee@opg.com) <john.s.lee@opg.com>; 'RYFA Ken - TREASURY' (ken.ryfa@opg.com) <ken.ryfa@opg.com>; stuart.preston@opg.com; 'YAO Anthea -FUNDMGMT' (anthea.yao@opg.com) <anthea.yao@opg.com>; keegan.tully@opg.com; 'LIU Sheen -TREASURY' (sheen.liu@opg.com) <sheen.liu@opg.com>; 'MCAULEY Tyler -LAWDIV' (tyler.mcauley@opg.com) <tyler.mcauley@opg.com>; 'jenny.jorda@opg.com' <jenny.jorda@opg.com>; Johnson, Glen <grjohnson@torys.com>; Hill, Krista <khill@torys.com>; 'TETI Vicki -FIN & C CTRL' <vicki.teti@opg.com>; 'LAURETA LAPIRA May -FIN & C CTRL' <may.lapira@opg.com>; WONG Leslie -LAWDIV <leslie.wong@opg.com>

Cc: Zhang, Cisi <Cisi.Zhang@bmo.com>; Qamheiah, Laith <Laith.Qamheiah@bmo.com>; Ficocelli, Mariano <Mariano.Ficocelli@bmo.com>; Zhang, Shuman <Shuman.Zhang@bmo.com>; Scace, Patrick <Patrick.Scace@tdsecurities.com>; BINNIE, IAN <IAN.BINNIE@blakes.com>; PEARCE, KEN <kenneth.pearce@blakes.com>; OZIER, JEREMY <JEREMY.OZIER@blakes.com>; WILKIN, JOHN <JOHN.WILKIN@blakes.com>; Laing, Mark <Mark.Laing@tdsecurities.com>

Subject: OPG - Revised Prospectus and Indenture

Hi all,

Please find attached a revised draft of the indenture, together with a blackline against the previously circulated version. I have also attached a revised prospectus, updated to conform to the indenture.

Please let us know if you have any further comments.

Thank you,

Laura

Laura Sigurdson

P. 416.865.7366

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