

Message

**From:** MCAULEY Tyler -LAWDIV [/O=OH/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=215949]  
**Sent:** 17/10/2017 3:35:28 PM  
**To:** 'Rehob, James (ENERGY)' [James.Rehob@ontario.ca]  
**CC:** WONG Leslie -LAWDIV [/o=OH/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=217803]; GRECO Clara -LAWDIV [/o=OH/ou=Center/cn=Recipients/cn=209115]  
**Subject:** Fair Hydro- Shareholder Resolution re. Amendment of OPG Articles  
**Attachments:** Ontario Power Generation Inc. - Equity Injection- Shareholder Resolution....docx; Ontario Power Generation Inc. - Share Conditions.docx; Articles of Amendment.pdf

Hi James,

Further to our correspondence below, please find attached a draft of the proposed shareholder resolution to amend the articles of OPG to create the new class of shares. Could you kindly review and provide any comments. If you have any questions, or it would be helpful to discuss please feel free to reach to me at your convenience.

Regards,  
Tyler

Tyler McAuley  
Senior Counsel, Law Division

Ontario Power Generation  
700 University Avenue, H18 G23  
Toronto, ON, M5G 1X6  
E: tyler.mcauley@opg.com  
P: 416-592-4015

-----Original Message-----

From: Rehob, James (ENERGY) [mailto:James.Rehob@ontario.ca]  
Sent: Monday, September 25, 2017 4:53 PM  
To: MCAULEY Tyler -LAWDIV <tyler.mcauley@opg.com>  
Cc: WONG Leslie -LAWDIV <leslie.wong@opg.com>; GRECO Clara -LAWDIV <clara.greco@opg.com>; Thouin, Alena (ENERGY) <Alena.Thouin@ontario.ca>  
Subject: EXTERNAL - RE: Fair Hydro- Shareholder Resolution re. Amendment of OPG Articles

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Hi, Tyler. I am happy to receive the first draft of the Resolution from you. I'll check-in with Alena to verify whether I or another counsel is handling, though. I don't expect this would be a complex resolution in any event.  
Best,  
James

-----Original Message-----

From: MCAULEY Tyler -LAWDIV [mailto:tyler.mcauley@opg.com]  
Sent: Monday, September 25, 2017 4:49 PM  
To: Rehob, James (ENERGY)  
Cc: WONG Leslie -LAWDIV; GRECO Clara -LAWDIV  
Subject: Fair Hydro- Shareholder Resolution re. Amendment of OPG Articles

Hi James,

I understand you will be the prime contact at Energy legal to coordinate the Shareholder Resolution to approve the amendment of OPG's articles to create the new class of shares. If you could kindly confirm that is accurate I will send you a draft of the Shareholder's Resolution which we have prepared for review.

Thanks,  
Tyler

Tyler McAuley  
Counsel, Law Division

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700 University Avenue, H18 G23  
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-----Original Message-----

From: Montgomery, Kaitlin (MOF) [mailto:Kaitlin.Montgomery@ontario.ca]  
Sent: Thursday, September 21, 2017 9:40 AM  
To: GRECO Clara -LAWDIV <clara.greco@opg.com>  
Subject: EXTERNAL - RE: Legal contact

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James.Rehob@ontario.ca

-----Original Message-----

From: GRECO Clara -LAWDIV [mailto:clara.greco@opg.com]  
Sent: September 20, 2017 5:24 PM  
To: Montgomery, Kaitlin (MOF)  
Subject: Legal contact  
Importance: High

Hi Kaitlin

I left you a vm to ask for a contact in the Energy Legal group for purposes of settling our articles of amendment. Can you let me know ASAP.

Thanks  
Clara

Clara Greco  
Senior Manager Business Development  
Ontario Power Generation  
700 University Ave H18C19  
Toronto ON M5G 1X6

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