

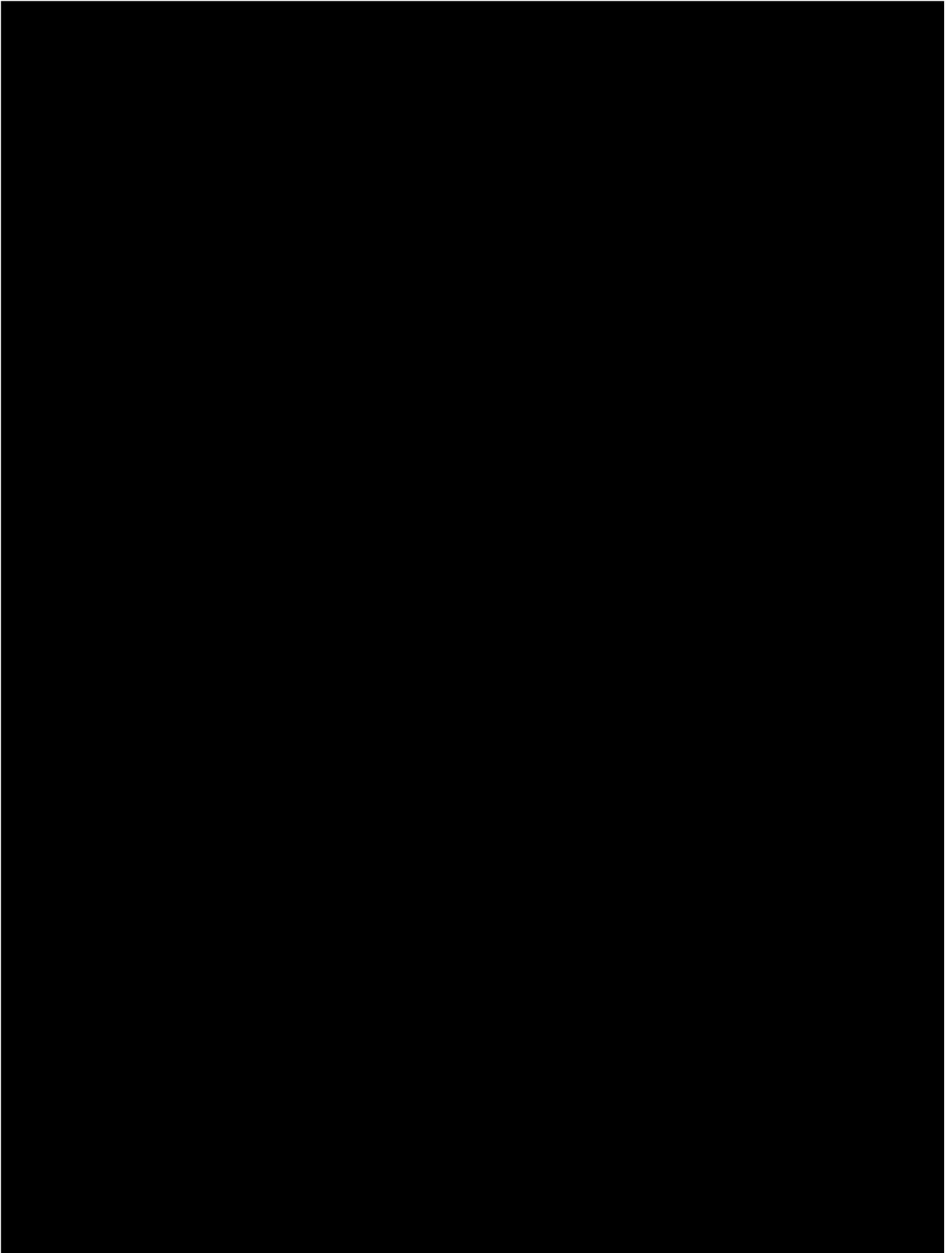
Minutes of meeting of the Directors of Ontario Power Generation Inc. held at the St. Lawrence Power Development Visitors Centre and the NAV Centre in Cornwall, Ontario on October 3, 4 and 5, 2017 commencing at 12:40pm on October 3rd at the Visitors Centre.

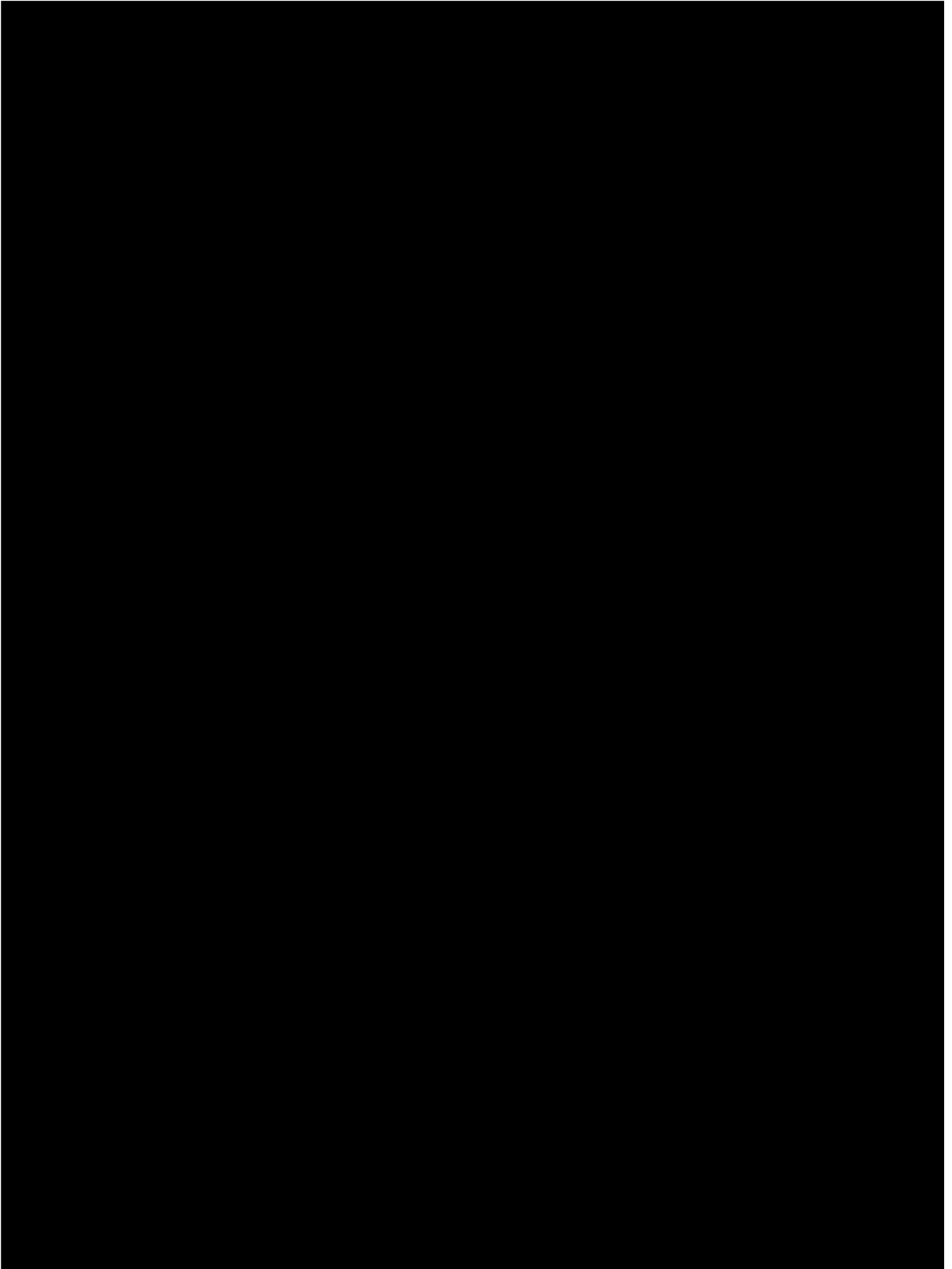
Present

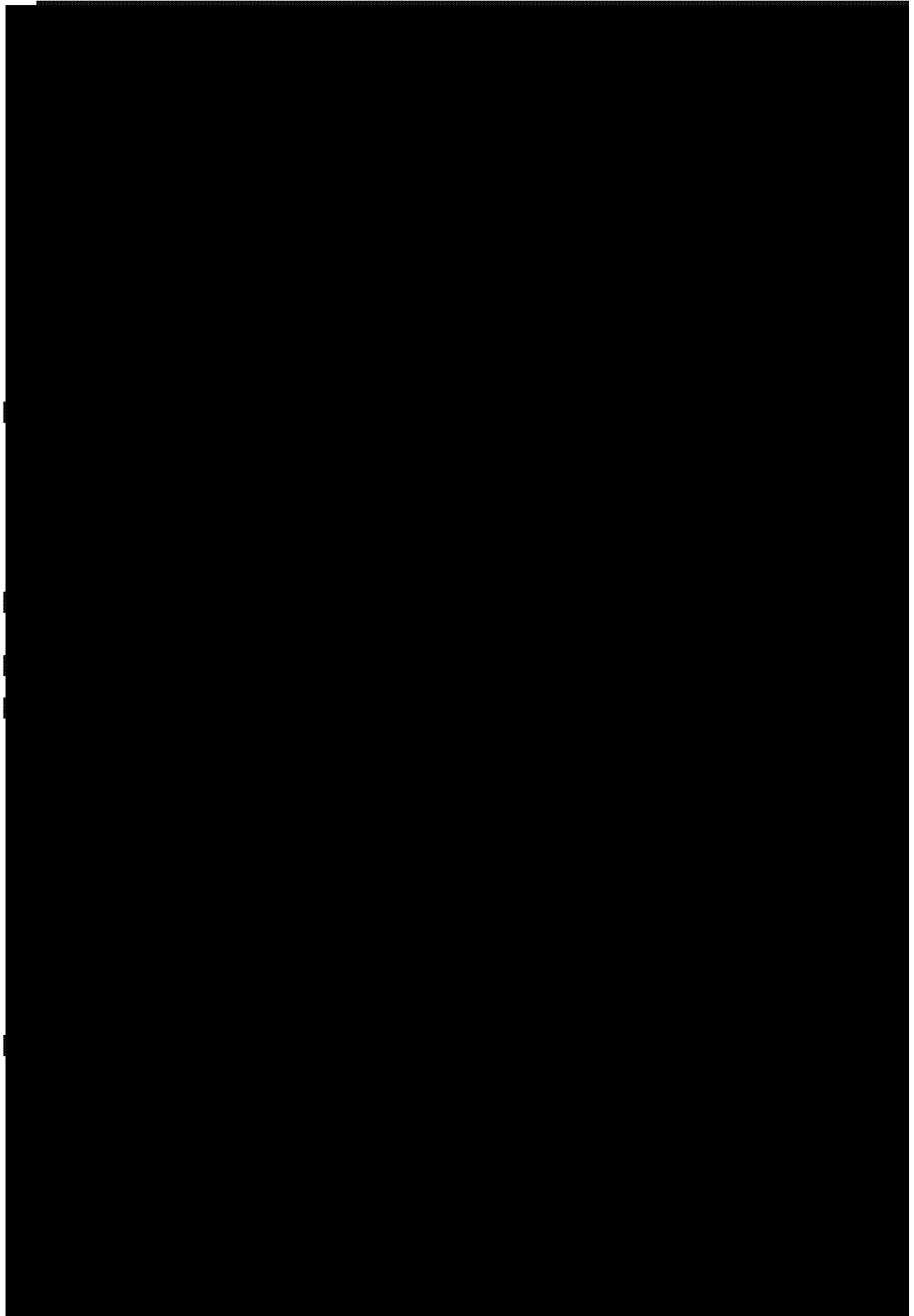
Bernard Lord	Chair
Jeff Lyash	Director and President & Chief Executive Officer
Bill Coley	Director
Lisa DeMarco	Director
JP Gladu	Director
John Herron	Director
Ani Hotoyan-Joly	Director
Wendy Kei	Director
George Lewis	Director
Peggy Mulligan	Director
Yezdi Pavri	Director
Gerry Phillips	Director
Jim Reinsch	Director
Joe Sheppard	Director

being a quorum of the Board of Directors, and

Catriona King	Vice President, Corporate Secretary
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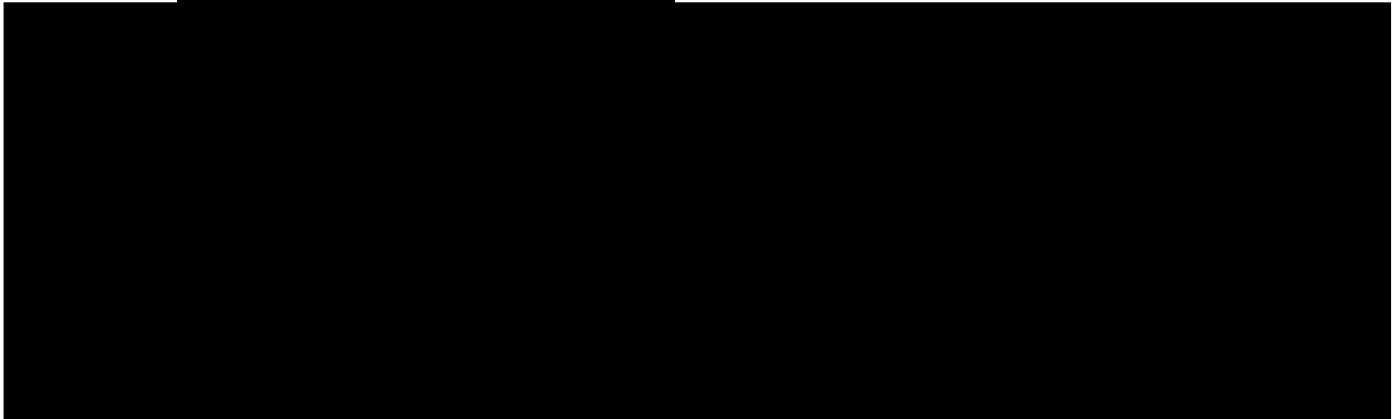
II. External Developments

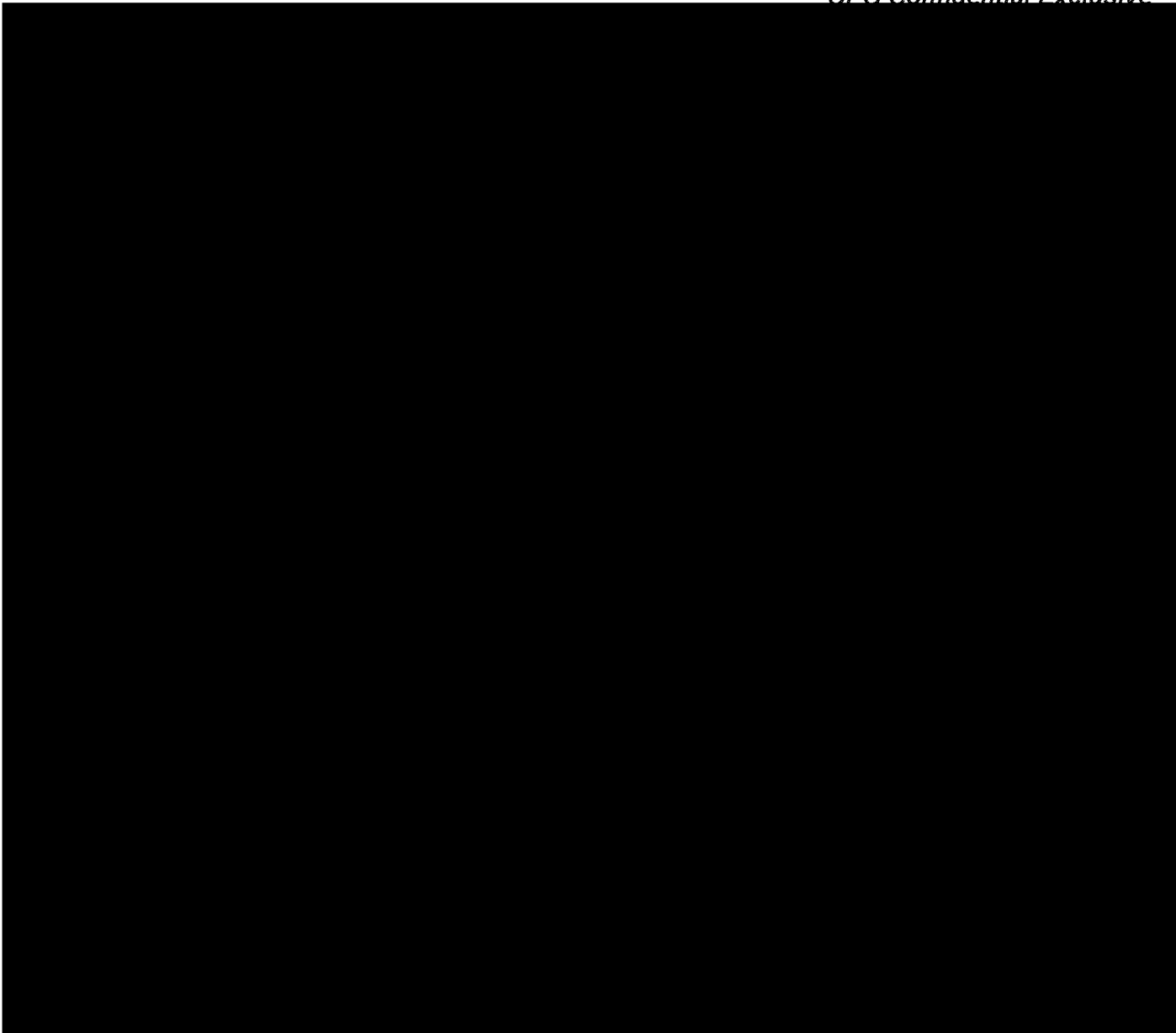
- The Fair Hydro Plan can provide incremental income to OPG if managed well, but it has a downward impact on ROE
- Market Renewal: the new CEO of the IESO believes that changes to the electricity market are necessary. The Province believes there are \$3.4 billion in savings to be achieved through Market Renewal, which savings will be used to off-set price increases as a result of the FHP. OPG supports some of the market renewal options. Our approach is to first optimize our hydro and nuclear assets and then pursue beneficial opportunities respecting our contracted assets



- With the loss of scale, the FHP becomes a bigger part of company net income, equity grows, which impacts ROE
- The base case

implementing the FHP





IV. Financial Base Case

[Redacted line of text]

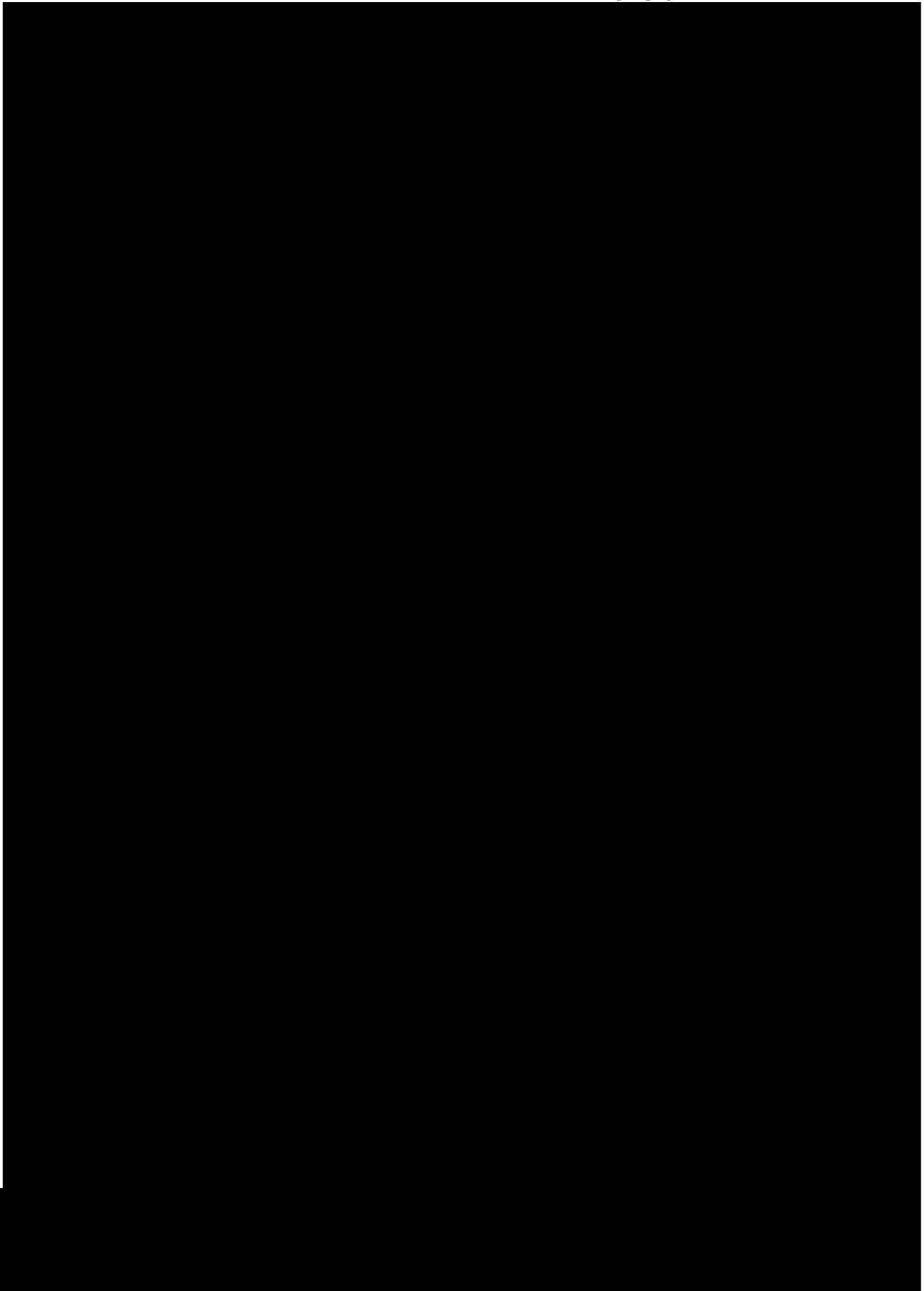
- OPG is delivering on its balance sheet and OPG's expected participation in the Fair Hydro Plan exaggerates this,

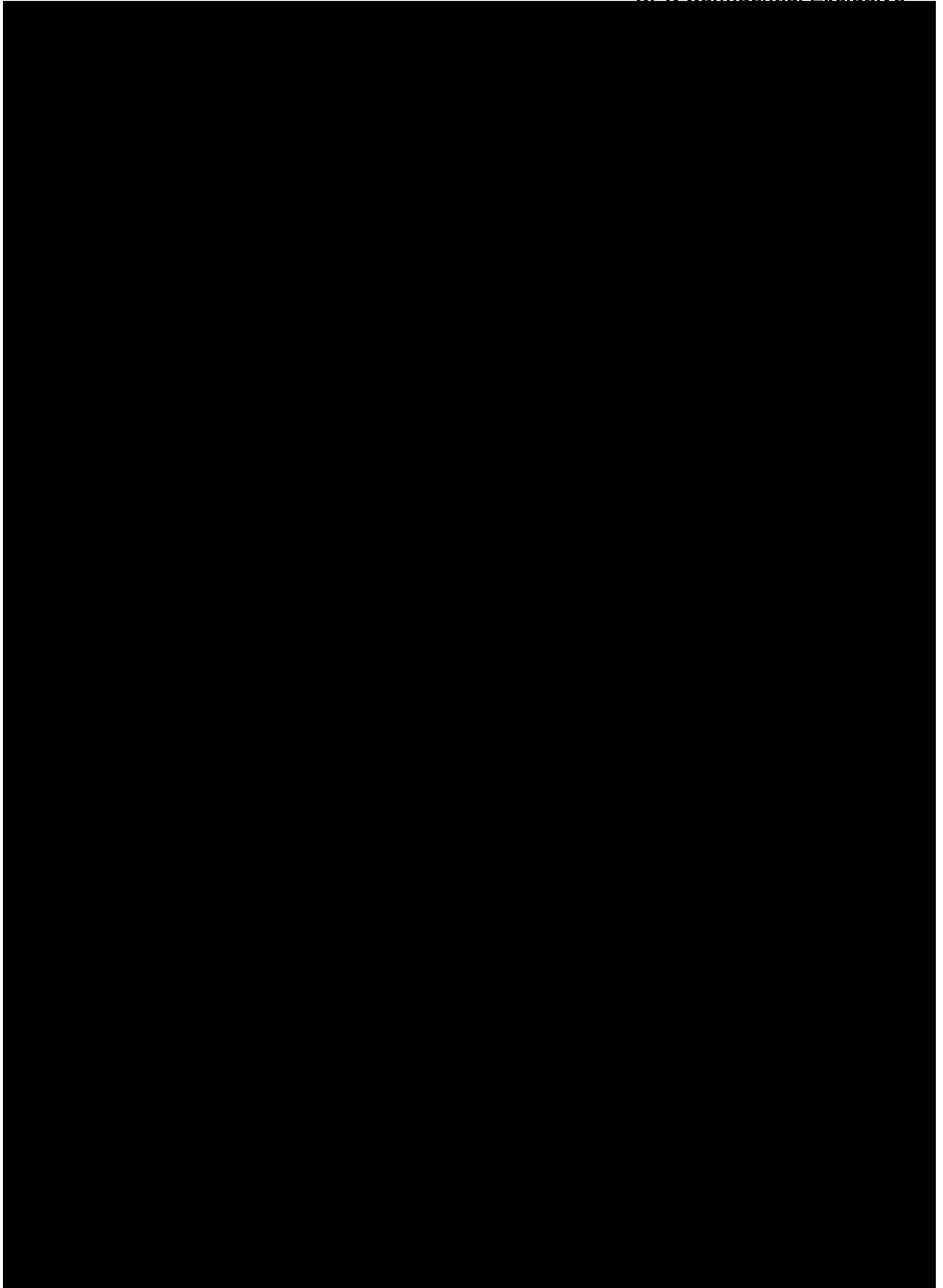
[Redacted block of text]

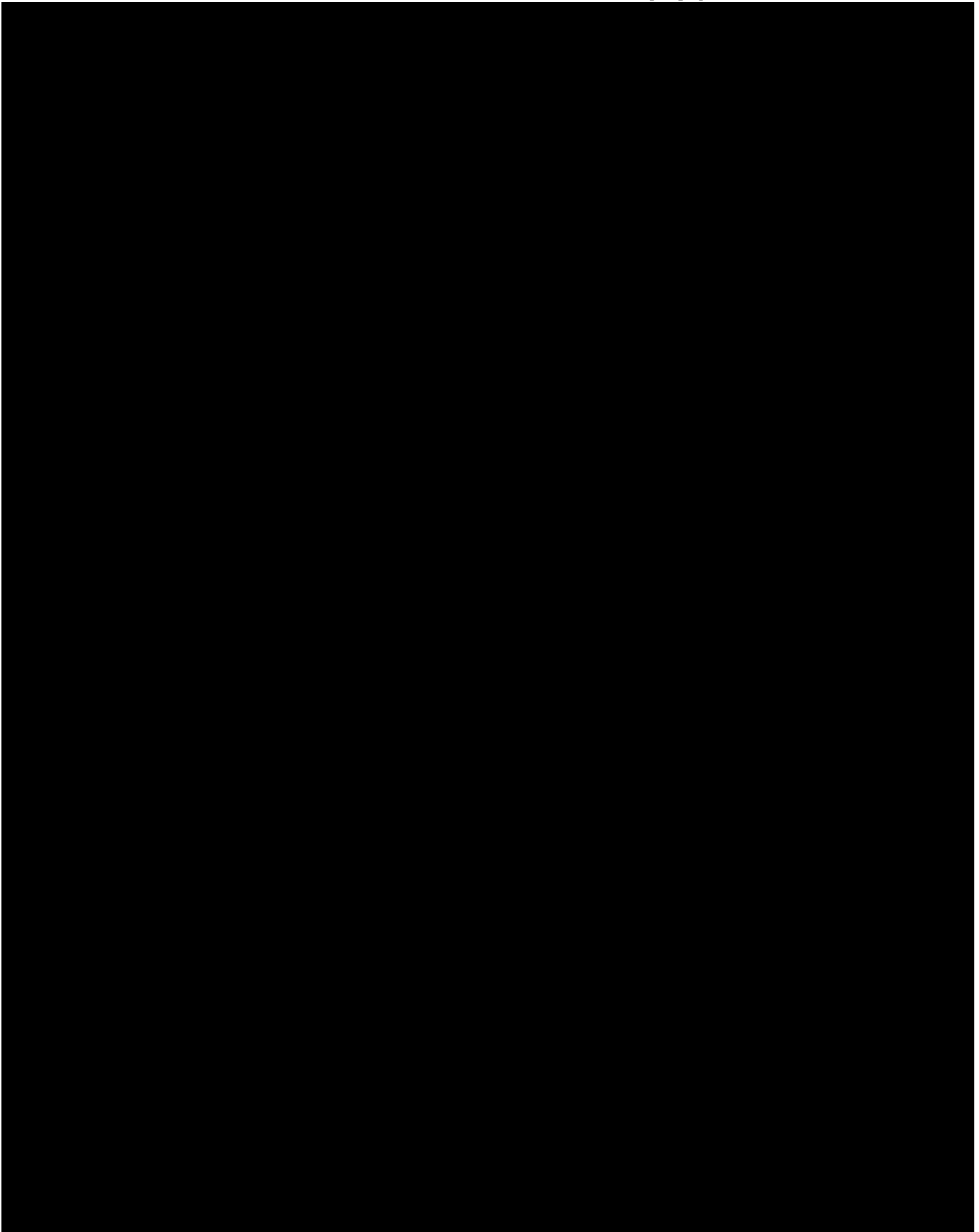
The Board asked a number of questions around [Redacted line of text]

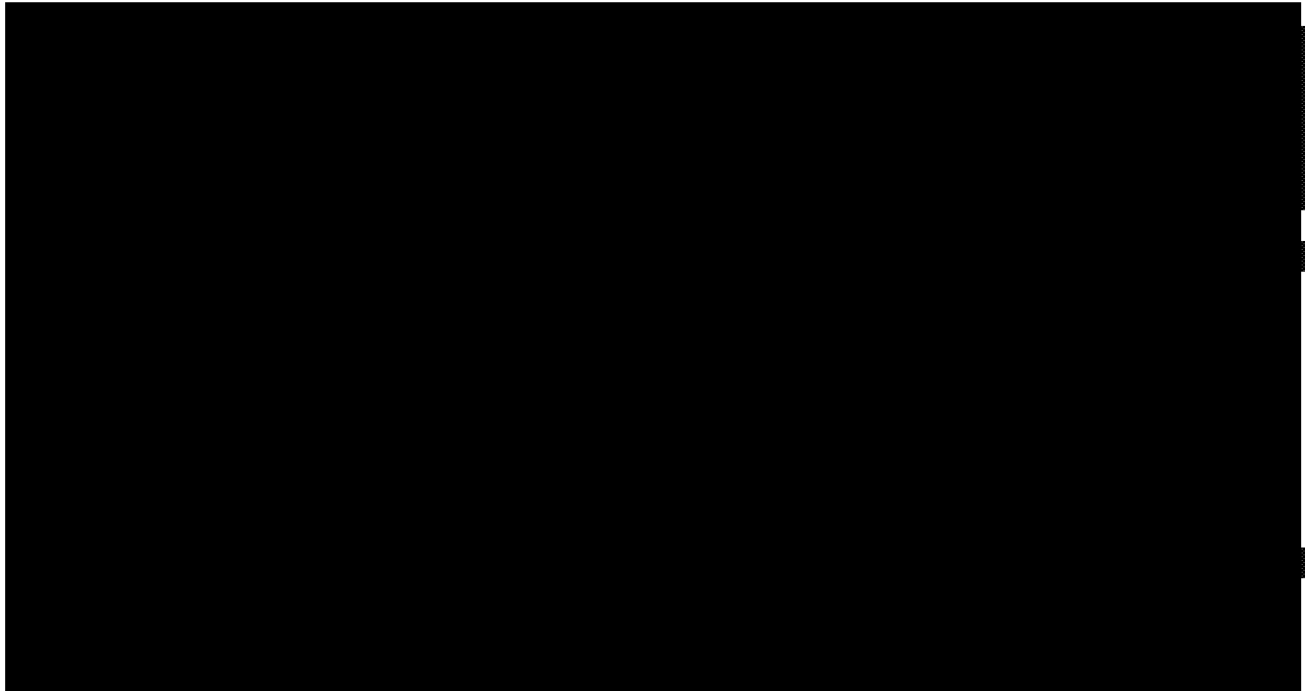
[Redacted line of text] being cautious around "banking" on the returns from the Fair Hydro Plan, to which Mr. Lyash and Mr. Hartwick responded.

V.

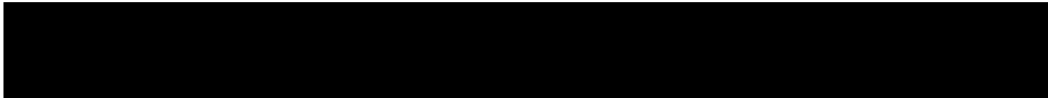








➤ **Slide 2: Capital Structure**



- Fair Hydro Plan impacts to be considered separately.

