

**FORM OF ENGINEER CERTIFICATE**

Page 1 of 2 | Mar 2017 | IESOCM-FORM-016E2

<p><b>1</b></p> <p>Capitalized terms not defined herein have the meanings ascribed thereto in the Contract and the First Amending Agreement to the Hydroelectric Contract Initiative (Exhibit J-1).</p> <p>Note that the IESO may ask the Supplier for additional documents beyond the required documents/information listed in this certificate.</p>	<p>Submit by E-mail (PDF with signature) to:</p> <p style="text-align: center;"><b>contract.management@ieso.ca</b></p> <p>Date: _____</p>
---	---

<b>2</b>	Legal Name of Supplier:	
	Facility Name:	
	Contract Title:	(the "HCI Contract")
	Contract Date:	
	First Amending Agreement Title:	
	First Amending Agreement Date:	
	Legal Name of Independent Engineer:	

<b>3</b>	<p><b>WHEREAS</b> the First Amending Agreement to the Hydroelectric Contract Initiative (Exhibit J-1) between the Supplier and the IESO dated as of:</p> <p>_____</p> <p>provides that the Upgraded Facility will be deemed to have achieved Project Commercial Operation at the point in time when, the IESO confirms that the Supplier has met certain conditions including receiving a certificate (this "Certificate") addressed to it from an Independent Engineer containing certain statements with respect to the Facility (including the Upgraded Facility);</p> <p><b>AND WHEREAS</b></p> <p>_____ ("the Undersigned")</p> <p>acts as the Independent Engineer for the purposes of delivery of this Certificate;</p> <p><b>NOW THEREFORE, THE UNDERSIGNED CERTIFIES</b> to the IESO, and acknowledges that the IESO is relying on this Certificate, that:</p> <ul style="list-style-type: none"> <li>(i) the Undersigned continues to meet the qualifications for acting as the independent Engineer under the Agreement and as approved by the IESO in the Approval Form for Independent Engineer dated: _____ ;</li> <li>(ii) the Upgraded Facility has been completed in all material respects in accordance with the Agreement (Exhibit J-1) and in particular in accordance with Appendix 1 of Exhibit J-1;</li> <li>(iii) the Upgraded Facility meets the requirements and criteria for the type of Qualifying Project specified in Paragraph 1.2 of the First Amending Agreement to the Hydroelectric Contract Initiative (Exhibit J-1);</li> <li>(iv) in the case of a Regulatory Compliance Project that the Upgraded Facility is in compliance with the regulation, order or approval enacted or issued under the Lakes and Rivers Improvement Act or regulation, permit or agreement issued or entered into under the Endangered Species Act 2007 giving rise to the requirement to undertake the Regulatory Compliance Project;</li> <li>(v) confirms the Final Capacity and annual generation of the Upgraded Facility; and</li> <li>(vi) copies of the turbine completion certificates or test reports (confirming Final Capacity of the Upgraded Facility and other items as necessary) and punch list items are attached as Appendix A.</li> </ul>
----------	--

**FORM OF ENGINEER CERTIFICATE**

Page 2 of 2 | Mar 2017 | IESOCM-FORM-016E2

4

\_\_\_\_\_

SIGNED this \_\_\_\_\_ day of \_\_\_\_\_, 20 \_\_\_\_ .

Per: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Professional Engineer Stamp of Signing Engineer:

**APPENDIX A**

Attach turbine completion certificates or test reports and punch list items.