
ELECTRIC GENERAL RATE APPLICATION 2015**Manitoba Hydro Undertaking #58**

Manitoba Hydro to check the agreement with Winnipeg Hydro for representations as to the quantity of luminaires that were being transferred from the City of Winnipeg Hydro to Manitoba Hydro.

Response:

Included in the Covenants, Representations and Warranties of the Vendor section of the Asset Purchase Agreement between the City of Winnipeg and Manitoba Hydro related to the Winnipeg Hydro transaction is section (ax) True and Correct Statements, which reads:

No covenant, representation or warranty of the Vendor contained in this Agreement, and no statement contained in any schedule, certificate, list, Ancillary Document, summary or other disclosure document provided or to be provided to the Purchaser pursuant hereto, or in connection with the transactions contemplated hereby, contains or will contain any untrue statement of a material fact, or omits or will omit to state any material fact which is necessary in order to make the statements contained therein not misleading.

As part of the post-closing due diligence performed between the City of Winnipeg (on behalf of Winnipeg Hydro) and Manitoba Hydro with respect to the purchase of Winnipeg Hydro, in October 2002, the City of Winnipeg provided Manitoba Hydro with excel files containing the classification, lamp type and wattage for approximately 25,000 lights which had been installed and maintained by Winnipeg Hydro, including approximately 3,700 Mercury Vapor luminaires of various wattages. This is the information upon which Manitoba Hydro initially established its billing records for that part of the City of Winnipeg commencing in late 2002 and for which the City of Winnipeg remitted payment.

Manitoba Hydro converted nearly all area and roadway lighting under its responsibility across the Province to the more energy efficient High Pressure Sodium (HPS) during the years of 1991/92 to 1994/95.