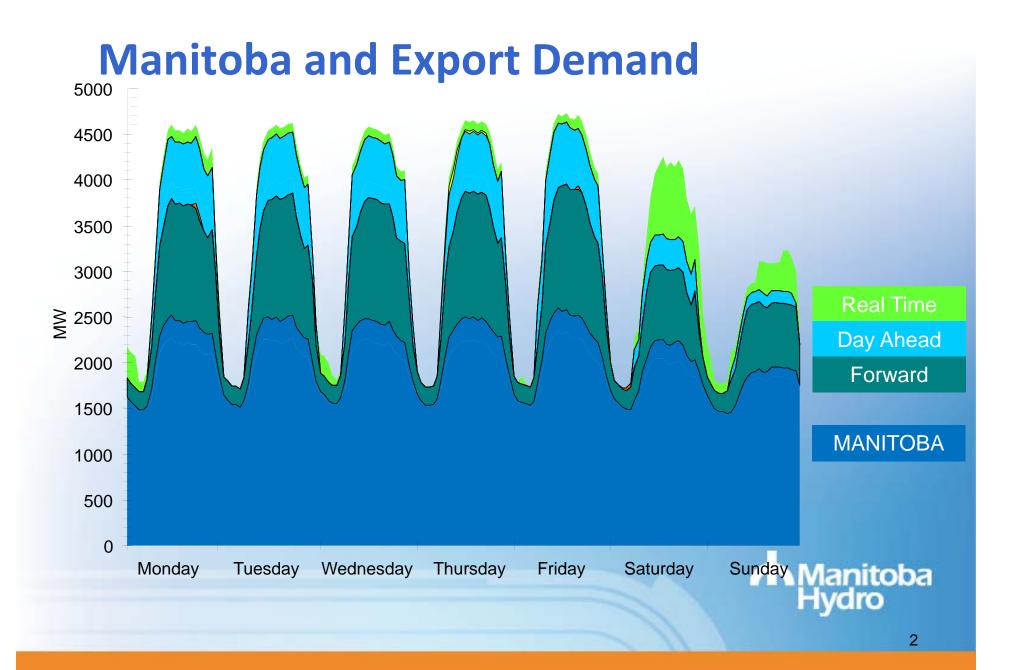
EXPORT CONTRACTS FUNDAMENTAL TO PREFERRED PLAN

David Cormie





Recent Major Long Term Contracts

- Northern States Power
 - 325/375 MW from 2015-2025
 - 125 MW from 2021-2025
- Minnesota Power
 - 250 MW from 2020-2035
 - Commitment to build new Canada-US transmission line
- Wisconsin Public Service
 - 100 MW 2021-2029
- \$7 Billion in Revenues



Why do we have Export Contracts?

- Define Product, Quantity, Price and Term
 - MOU
 - Term Sheet
 - Power Purchase Agreement
- Set out all Terms and Conditions
 - Definitions
 - Transmission Arrangements
 - Scheduling and Curtailment Rights
 - Billing and Payment, Currency and Credit
 - Disputes, Defaults, Bankruptcy
 - Confidentiality
 - Conditions Precedent and Approvals
 - General Commercial



Products

- Supply and Purchase Obligations
 - Capacity and Reserves, MW
 - Energy, MWh
 - Quality of Supply: Accreditation
 - Delivery Point
- Environmental Attributes
 - Source
 - Tracking
 - Ownership and Transfer
 - Substitution



Pricing

- Capacity \$/MW-mth
- Fixed Priced Energy \$/MWh
- Market Priced Energy \$/MWh
- Escalation and the Index
 - Fixed
 - General inflation tied to CPI



Scheduling and Delivery

- Transmission Service
 - Define Quality and Quantity of Service
 - Manitoba
 - US
 - Who pays
 - Changed Circumstances
- Curtailment Rights
 - Generation and Transmission Events
- Curtailment Priority Criteria



MP Sale Agreements

- System Power Sale
 - 250 MW capacity and associated energy
 - Major new interconnection
- Energy Exchange Agreement
 - Energy purchase from MP
 - 250 GWh annually
 - necessary for MH to reserve US northbound network service transmission
 - Wind Storage Services
 - 250 GWh annually



System Power Sale

- 15 year term
 - May 1, 2020 to April 30, 2035
- 1,460 2,190 GWh/year
 - 36% 54% Keeyask annual generation
- Pricing
 - Includes both
 - Energy price
 - Fixed
 - Market
 - Capacity price
 - Price escalates over time



Energy

- Normal water conditions
 - Monday to Sunday, 16 hrs/day (7x16)
 - Overnight deliveries at MH's option
 - No transmission use cost to MH
- Adverse water conditions
 - Reduce to Monday to Friday, 16 hrs/day (5x16)
 - MH's option
- Force majeure
 - Curtail to zero if necessary
 - Includes drought worse than record



Major New Interconnection

- MP committed to championing new 500 kV line
 - will build 230 kV line if necessary
- MH responsible for costs of Canadian portion of new interconnection
- MP responsible for costs of US portion of new 230 kV interconnection



MH Conditions and Options

- No requirement to build
 - Requirement triggered with Keeyask cofferdam first rock
- MH has the option to delay contract term up to two years
 - Delay in start of Keeyask cofferdam
 - Delay in start of MB transmission facilities
 - Agreement terminates without penalty if either condition is not satisfied by June 1, 2016



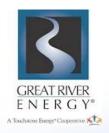
Other Provisions

- System Participation Sale
 - served from entire MH generating system
 - MP is exposed to MH's generation and transmission risks
 - Manitoba load has first priority to energy
 - no liquidated damages
- All hydraulic environmental attributes transferred to MP



Approvals

- Manitoba Hydro
 - MHEB approval
 - MB Order in Council of the Lt. Governor 60 days
 - National Energy Board of Canada
 - export permit for electricity sale Dec 2016
 - new international power line Dec 2016
- Minnesota Power
 - MP Board approval
 - Minnesota Public Utilities Commission
 - Midwest ISO approval of capacity as capacity resource





Questions





