

Message

From: Dennis Nolan [/O=POWERSTREAM/OU=FIRST ADMINISTRATIVE GROUP/CN=RECIPIENTS/CN=DENNIS.NOLAN]
Sent: 2011-12-20 9:15:28 PM
To: Laura Venafro [/O=POWERSTREAM/OU=FIRST ADMINISTRATIVE GROUP/CN=RECIPIENTS/CN=Kelli.albores]
Subject: FW: COLLUS Power - Draft Agreement
Attachments: Memo to Corinne Kennedy - PowerStream Collingwood Collus-TOR_LAW-7808751-v3.DOC; image2011-12-20-140056.pdf; WSComparison_Shareholders Agreement-TOR_LAW-#7808304-v1-Shareholders_Agreement-TOR_LAW-7810516-v1.DOC; Shareholders Agreement-TOR_LAW-7808304-v1.DOC

Please print

Dennis Nolan, BA,LLB
EVP Corporate Services & Secretary
PowerStream Inc.
905-532-4603 Direct Line
dennis.nolan@powerstream.ca

From: Hull, Robert [mailto:Robert.Hull@gowlings.com]
Sent: Tuesday, December 20, 2011 4:11 PM
To: Corrine Kennedy
Cc: Dennis Nolan; John Glicksman; McFadden, David; Ron Clark
Subject: COLLUS Power - Draft Agreement

Greetings Corinne:

PowerStream has now reviewed the draft agreements which you forwarded last Wednesday, and to this end I attach the following:

1. Memo regarding the draft Share Purchase Agreement;
2. Representations and warranties of the vendor from PowerStream's acquisition of the shares of Aurora Hydro (reference item 10 of the above memo); and
3. mark -up of the draft Unanimous Shareholders Agreement .

PowerStream will continue to review the draft materials, but we wanted to get these comments to you in the interests of time. If any discussion or clarification is required, please let us know,

many thanks

Bob

Robert Hull
Partner
416-369-7313
robert.hull@gowlings.com

The logo for the law firm Gowling Lafleur Henderson LLP, featuring the word "gowlings" in a lowercase, blue, sans-serif font.

Gowling Lafleur Henderson LLP
Lawyers • Patent and Trade-mark Agents

1 First Canadian Place
100 King Street West, Suite 1600
Toronto, Ontario
M5X 1G5 Canada
T 416-862-7525 F 416-862-7661
gowlings.com

From: Corrine Kennedy [mailto:ckennedy@airdberlis.com]
Sent: December 14, 2011 1:08 PM
To: Hull, Robert
Cc: McFadden, David; Ron Clark
Subject: COLLUS Power - Draft Agreement

Bob,

Further to our telephone conversation yesterday, attached please find the draft Share Purchase Agreement and the Shareholders Agreement in respect of the above transaction. The drafts remain subject to further comment on our end.

Once you have had a chance to review the drafts, I look forward to discussing them with you.

Best regards,
Corrine

Corrine E. Kennedy, M.A., LL.B.

T 416.865.7709
F 416.863.1515
E ckennedy@airdberlis.com

Brookfield Place • 181 Bay Street
Suite 1800 • Box 754
Toronto ON • M5J 2T9 • Canada
www.airdberlis.com



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