
AMENDMENT TO RENEWABLE ENERGY APPROVALNUMBER 7483-94DPRF
Issue Date: January 24, 2014

Varna Wind, Inc.
390 Bay St, No. 1720
Toronto, Ontario
M5H 2Y2

Site Location: Bluewater Wind Energy Centre
Blackbush/Bronson Line (west), Mill Rd (north), Concession 5 Rd (east), Danceland
Rd/Staffa Rd (south)
Bluewater Municipality, County of Huron

You are hereby notified that I have amended Approval No. 7483-94DPRF issued on April 22, 2013 for a Class 4 Wind facility , as follows:

A. The definition of the Application on page 2 of the Approval is deleted and replaced with the following:

11. "Application" means the application for a Renewable Energy Approval dated June 26, 2012, and signed by F. Allen Wiley, Vice President, Development, Varna Wind, Inc., and all supporting documentation submitted with the application, including amended documentation submitted up to April 22, 2013; and as further amended by the application for an amendment to a Renewable Energy Approval dated November 11, 2013 and signed by F. Allen Wiley, Vice President, Development, Varna Wind, Inc. and all supporting documentation submitted with the application up to the date this amendment is issued;

B. Condition A8 of the Approval is deleted and replaced with the following:

- A8. As described in Schedule A of the Approval the Company shall not construct or operate more than thirty seven (37) out of the forty (40) wind turbine generators and one (1) transformer as specified in Schedules A and B of the Approval.

C. Conditions E1 and E2 of the Approval are deleted and replaced with the following:

- E1. The Company shall carry out an Acoustic Audit - Immission of the Sound Levels produced by the operation of the Equipment in accordance with the following:
- (1) the acoustic audit measurements shall be undertaken in accordance with Part D of the Compliance Protocol for Wind Turbine Noise;

- (2) the acoustic audit measurements shall be performed by an Independent Acoustical Consultant on two (2) separate occasions at three (3) different Points of Reception;
- (3) the Points of Reception shall be selected using the following criteria, subject to the constraints imposed by the location of the Points of Reception with respect to the location of the Equipment:
 - a) the selected Point(s) of Reception should represent the location of the greatest predicted noise impacts, i.e., the highest predicted Sound Levels; and
 - b) the selected Point(s) of Reception should be located in the direction of prevailing winds from the Facility.

E2. The Company shall submit to the District Manager and the Director an Acoustic Audit Report-Immision, prepared by an Independent Acoustical Consultant, at the following points in time:

- (1) no later than twelve (12) months after the commencement of the operation of the Facility for the first of the two (2) acoustic audit measurements at the three (3) Points of Reception; and
- (2) no later than eighteen (18) months after the commencement of the operation of the Facility for the second of the two (2) acoustic audit measurements at the three (3) Points of Reception.

D. Condition J1 of the Approval is deleted and replaced with the following:

J1. The Company shall implement the Environmental Effects Monitoring Plan (EEMP) for the Bluewater Wind Energy Centre, title "Natural Heritage Environmental Effects Monitoring Plan for the Bluewater Wind Energy Centre", dated August 2013, and the commitments made in the following reports and included in the Application, and which the Company submitted to the Ministry of Natural Resources in order to comply with O. Reg. 359/09:

- Bluewater Wind Energy Centre Natural Heritage Assessment and Environmental Impact Study Report, March 2012 prepared by AECOM;
- Bluewater Wind Energy Centre Natural Heritage Assessment and Environmental Impact Study Report Amendment, January 2013 prepared by AECOM;
- Bluewater Wind Energy Centre Natural Heritage Assessment and Environmental Impact Study Report Second Amendment, August 2013 prepared by AECOM.

E. Schedules A and B of the Approval are deleted and replaced with the following Schedules A and B:

SCHEDULE A

Facility Description

The Facility shall consist of the construction, installation, operation, use and retiring of the following equipment:

- (a) a total of thirty seven (37) out of forty (40) GE 1.6-100 LNTE wind turbine generators each rated

at 1.6 megawatts generating output capacity, as specified in the Acoustic Assessment Report;

with a total name plate capacity of up to approximately 60 megawatts, designated as source ID Nos. B_WTG01 to B_WTG019 and B_WTG21 to B_WTG41, each with a hub height of 80 metres above grade, and sited at the locations shown in Schedule B;

- (b) one (1) transformer substation operating at a maximum rating of up to 170 MVA and sited at the location shown in Schedule B; and
- (c) associated ancillary equipment, systems and technologies including on-site access roads, underground cabling and overhead transmission line,

all in accordance with the Application.

SCHEDULE B

Coordinates of the Equipment and Noise Specifications

Coordinates of the Equipment are listed below in UTM, Z17-NAD83 projection:

Source ID	Sound Power Level (dBA)	Easting (m)	Northing (m)	Equipment description
B_WTG01	103.0	445260	4816548	GE model 1.6-100 LNTE 1.6MW
B_WTG02	103.0	445320	4816183	GE model 1.6-100 LNTE 1.6MW
B_WTG03	103.0	445565	4813118	GE model 1.6-100 LNTE 1.6MW
B_WTG04	103.0	445568	4812063	GE model 1.6-100 LNTE 1.6MW
B_WTG05	103.0	445933	4810683	GE model 1.6-100 LNTE 1.6MW
B_WTG06	103.0	446088	4809847	GE model 1.6-100 LNTE 1.6MW
B_WTG07	103.0	446207	4820836	GE model 1.6-100 LNTE 1.6MW
B_WTG08	103.0	446521	4819890	GE model 1.6-100 LNTE 1.6MW
B_WTG09	103.0	446485	4819125	GE model 1.6-100 LNTE 1.6MW
B_WTG10	103.0	446595	4818636	GE model 1.6-100 LNTE 1.6MW
B_WTG11	103.0	446832	4817609	GE model 1.6-100 LNTE 1.6MW
B_WTG12	103.0	446877	4816800	GE model 1.6-100 LNTE 1.6MW
B_WTG13	103.0	447116	4816186	GE model 1.6-100 LNTE 1.6MW
B_WTG14	103.0	447232	4815368	GE model 1.6-100 LNTE 1.6MW
B_WTG15	103.0	447186	4814525	GE model 1.6-100 LNTE 1.6MW
B_WTG16	103.0	447590	4813794	GE model 1.6-100 LNTE 1.6MW
B_WTG17	103.0	447358	4812978	GE model 1.6-100 LNTE 1.6MW
B_WTG18	103.0	447341	4812484	GE model 1.6-100 LNTE 1.6MW
B_WTG19	103.0	448234	4820588	GE model 1.6-100 LNTE 1.6MW
B_WTG21	103.0	449105	4819060	GE model 1.6-100 LNTE 1.6MW
B_WTG22	103.0	449166	4818561	GE model 1.6-100 LNTE 1.6MW
B_WTG23	103.0	449406	4817022	GE model 1.6-100 LNTE 1.6MW
B_WTG24	103.0	448974	4816250	GE model 1.6-100 LNTE 1.6MW
B_WTG25	103.0	449175	4814818	GE model 1.6-100 LNTE 1.6MW
B_WTG26	103.0	449284	4814234	GE model 1.6-100 LNTE 1.6MW
B_WTG27	103.0	449400	4813830	GE model 1.6-100 LNTE 1.6MW
B_WTG28	103.0	450031	4813877	GE model 1.6-100 LNTE 1.6MW
B_WTG29	103.0	450097	4813116	GE model 1.6-100 LNTE 1.6MW
B_WTG30	103.0	450058	4812694	GE model 1.6-100 LNTE 1.6MW
B_WTG31	103.0	450567	4810875	GE model 1.6-100 LNTE 1.6MW
B_WTG32	103.0	450732	4819033	GE model 1.6-100 LNTE 1.6MW
B_WTG33	103.0	451219	4819080	GE model 1.6-100 LNTE 1.6MW
B_WTG34	103.0	450937	4817380	GE model 1.6-100 LNTE 1.6MW
B_WTG35	103.0	451669	4815710	GE model 1.6-100 LNTE 1.6MW
B_WTG36	103.0	451756	4815381	GE model 1.6-100 LNTE 1.6MW
B_WTG37	103.0	453294	4815596	GE model 1.6-100 LNTE 1.6MW
B_WTG38	103.0	449306	451219	GE model 1.6-100 LNTE 1.6MW
B_WTG39	103.0	449597	4815379	GE model 1.6-100 LNTE 1.6MW
B_WTG40	103.0	449532	4811269	GE model 1.6-100 LNTE 1.6MW
B_WTG41	103.0	450920	4816780	GE model 1.6-100 LNTE 1.6MW
B_WTG transformer	104.8	449415	4815905	Transformer Sub up to 170 MVA

NOTE: The Sound Power Levels in the above table represent the maximum values. The Sound Power Level of the Transformer Substation includes the 5 decibel (dB) adjustment for tonality as prescribed in Publication NPC-104.

All other Terms and Conditions remain the same.

This Notice shall constitute part of the approval issued under Approval No. 7483-94DPRF dated April 22, 2013

In accordance with Section 139 of the Environmental Protection Act, within 15 days after the service of this notice, you may by further written notice served upon the Director, the Environmental Review Tribunal and the Environmental Commissioner, require a hearing by the Tribunal.

In accordance with Section 47 of the Environmental Bill of Rights, 1993, the Environmental Commissioner will place notice of your request for a hearing on the Environmental Registry.

Section 142 of the Environmental Protection Act provides that the notice requiring the hearing shall state:

1. The portions of the renewable energy approval or each term or condition in the renewable energy approval in respect of which the hearing is required, and;
2. The grounds on which you intend to rely at the hearing in relation to each portion appealed.

The signed and dated notice requiring the hearing should also include:

3. The name of the appellant;
4. The address of the appellant;
5. The renewable energy approval number;
6. The date of the renewable energy approval;
7. The name of the Director;
8. The municipality or municipalities within which the project is to be engaged in;

This notice must be served upon:

The Secretary*
Environmental Review Tribunal
655 Bay Street, 15th Floor
Toronto, Ontario
M5G 1E5

AND

The Environmental Commissioner
1075 Bay Street, 6th Floor
Suite 605
Toronto, Ontario
M5S 2B1

AND

The Director
Section 47.5, *Environmental Protection Act*
Ministry of the Environment
2 St. Clair Avenue West, Floor 12A
Toronto, Ontario
M4V 1L5

*** Further information on the Environmental Review Tribunal's requirements for an appeal can be obtained directly from the Tribunal at: Tel: (416) 314-4600, Fax: (416) 314-4506 or www.ert.gov.on.ca**

Under Section 142.1 of the Environmental Protection Act, residents of Ontario may require a hearing by the Environmental Review Tribunal within 15 days after the day on which notice of this decision is published in the Environmental Registry. By accessing the Environmental Registry at www.ebr.gov.on.ca, you can determine when this period ends.

Approval for the above noted renewable energy project is issued to you under Section 47.5 of the Environmental Protection Act subject to the terms and conditions outlined above.

DATED AT TORONTO this 24th day of January, 2014

A handwritten signature in black ink, appearing to read 'V. Schroter', written over a horizontal line.

Vic Schroter, P.Eng.
Director
Section 47.5, *Environmental Protection Act*

DZ/

c: District Manager, MOE Owen Sound
Andrea Garcia, NextEra Energy Canada