Ontario

Ministry of the Environment
Ministère de l'Environnement

AMENDMENT TO RENEWABLE ENERGY APPROVAL

NUMBER 0325-98FHZK
Issue Date: August 15, 2014

SunE Ray GP Corp. as general partner for and on behalf of SunE Ray LP
595 Adelaide Street East, No. 400
Toronto, Ontario
M5A 1N8

Site Location: Lot Part of 25, 26, 27, Concession 1
Township of Rideau Lakes, United Counties of Leeds and Grenville
K0H 1X0

You are hereby notified that I have amended Approval No. 0325-98FHZK issued on July 23, 2013 for a Class 3 solar facility , as follows:

A. The definitions of "Acoustic Assessment Report" and "Application" are deleted and replaced with the following:

1. "Acoustic Assessment Report" means the report included in the Application and entitled "SunE Newboro 1 Solar Farm Acoustic Assessment Report", dated January 2013, prepared by GENIVAR Inc. and signed by Bhuwan M. Prasad, P.Eng, and updated "Noise Assessment Study Report - Newboro 1 Solar Project", prepared by Hatch, dated August 12, 2014, and signed by Mervyn Choy;

7. "Application" means the application for a Renewable Energy Approval dated October 4, 2012, and signed by Michael Dilworth, General Manager, SunEdison, on behalf of SunE Ray GP Corp., and all supporting documentation submitted with the application, including amended documentation submitted up to July 23, 2013, and as further amended by the application for an amendment to a Renewable Energy Approval dated July 10, 2014 and signed by Greg Scallen, Vice President, Legal, SunE Ray GP Corp., and all supporting documentation submitted with the application, including amended documentation submitted up to the date this amendment is issued;

B. Schedule B and Schedule C are deleted and replaced with the following:

SCHEDULE B

Table B1: 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)	Source Description
H1I	**100**	399524	4947885	Inverter 1, See Table B2 below
H2I	**100**	399353	4947773	Inverter 2, See Table B2 below
H3I	**100**	399618	4947773	Inverter 3, See Table B2 below
H4I	**100**	399636	4947722	Inverter 4, See Table B2 below
H5I	**100**	399376	4947665	Inverter 5, See Table B2 below
H6I	**100**	399264	4947560	Inverter 6, See Table B2 below
H7I	**100**	399553	4947560	Inverter 7, See Table B2 below
H8I	**100**	399760	4947560	Inverter 8, See Table B2 below
H9I	**100**	399181	4947395	Inverter 9, See Table B2 below
H10I	**100**	399412	4947395	Inverter 10, See Table B2 below
H1T	**77**	399525	4947880	Inverter Transformer 1, See Table B3 below
H2T	**77**	399354	4947778	Inverter Transformer 2, See Table B3 below
H3T	**77**	399619	4947778	Inverter Transformer 3, See Table B3 below
H4T	**77**	399637	4947718	Inverter Transformer 4, See Table B3 below
H5T	**77**	399377	4947670	Inverter Transformer 5, See Table B3 below
H6T	**77**	399265	4947556	Inverter Transformer 6, See Table B3 below
H7T	**77**	399554	4947556	Inverter Transformer 7, See Table B3 below
H8T	**77**	399761	4947556	Inverter Transformer 8, See Table B3 below
H9T	**77**	399183	4947400	Inverter Transformer 9, See Table B3 below
H10T	**77**	399413	4947400	Inverter Transformer 10, See Table B3 below
ST	**92**	399112	4947188	Transformer Substation, See Table B4 below

Note: The inverter and transformer Sound Power Level values in the above table correspond to the combined output of all the inverters in each cluster, and include the 5 Decibel (dB) adjustment for tonality as prescribed in Publication NPC-104.

Table B2: Maximum Sound Power Spectrum (dB Lin) of Inverter

Inverter	Octave Band Centre Frequency (Hz)							
	63	**125**	**250**	**500**	**1000**	**2000**	**4000**	**8000**
Lw (dB Lin)	87	85	86	86	81	84	93	82

Table B3 : Maximum Sound Power Spectrum (dB Lin) of 1-MVA Inverter Transformer

Transformer 1 - 10	Octave Band Centre Frequency (Hz)							
	63	125	250	500	1000	2000	4000	8000
Lw (dB Lin)	75	77	72	72	66	61	56	49

Table B4 : Maximum Sound Power Spectrum (dB Lin) of Transformer Substation

Transformer	Octave Band Centre Frequency (Hz)							
	63	125	250	500	1000	2000	4000	8000
Lw (dB Lin)	90	92	87	87	81	76	71	64

SCHEDULE C

Noise Control Measures

Acoustic Enclosure

Inverter Clusters

Ten (10) enclosures for each set of inverter clusters around the Equipment with the enclosure shell, including composite effect of the wall/roof materials, doors and any openings, capable of providing the following values of Transmission-Loss in 1/1 octave frequency bands:

Inverters Set	Octave Band Centre Frequency (Hz)							
	63	125	250	500	1000	2000	4000	8000
Lw (dB Lin)	5	6	7	7	10	10	15	15

All other Terms and Conditions of the Approval remain the same.

This Notice shall constitute part of the approval issued under Approval No. 0325-98FHZK dated July 23, 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 15th day of August, 2014

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

NC/
c: District Manager, MOE Kingston - District