

AMENDMENT TO RENEWABLE ENERGY APPROVALNUMBER 1016-97YHC7
Issue Date: September 9, 2015

Kingston Solar GP Inc. operating as Kingston Solar LP
181 University Ave, Suite 300
Toronto, Ontario
M5H 3M7

Site Location: Unity Road and Mud Lake Road
North and south of Unity Road and Mud Lake Rd
Loyalist Township, County of Lennox and Addington

You are hereby notified that I have amended Approval No. 1016-97YHC7 issued on April 2, 2014 for a Class 3 solar facility , as follows:

A) The definitions of "Acoustic Assessment Report", "Application" and "Publication NPC-205" in the Approval are deleted and replaced by the following:

1. "Acoustic Assessment Report" means the report included in the Application and entitled "Kingston Solar LP, Sol-Luce Kingston Solar PV Energy Project –Revised Noise Study Report", dated August 2015, prepared by Dillon Consultant and signed by Amir Iravani P.Eng.;
4. "Application" means the application for a Renewable Energy Approval dated September 8, 2012, and signed by Jeong Tack Lee, President, Kingston Solar LP, on behalf of Kingston Solar GP Inc. and all supporting documentation submitted with the application, including the application for an amendment to a Renewable Energy Approval dated June 15, 2015, and signed by Matt O'Brien, Director, Kingston Solar LP, and all supporting documentation submitted with the application, including amended documentation submitted up to the date this amendment is issued;
24. "Publication NPC-300" means the Ministry Publication NPC-300, " - Environmental Noise Guideline, Stationary and Transportation Sources – Approval and Planning, Publication NPC-300", August, 2013, as amended.

B) The definitions of "Independent Acoustical Consultant" and "Publication NPC-233" have been added to the Approval:

32. "Independent Acoustical Consultant" means an Acoustical Consultant who is not representing the Company and was not involved in preparing the Acoustic Assessment Report. The Independent Acoustical Consultant shall not be retained by the Acoustical Consultant involved in the noise impact assessment;
33. "Publication NPC-233" means the Ministry Publication NPC-233, "Information to be Submitted for Approval of Stationary Sources of Sound", October 1995;

C) The following Acoustic Audit condition has been added to the Approval:

The Company shall carry out an Acoustic Audit in accordance with the procedures set out in Publication NPC-103, and shall submit to the Director and the District Manager an Acoustic Audit Report prepared by an Independent Acoustical Consultant in accordance with the requirements of Publication NPC-233, no later than six (6) months after the commencement of operations of the facility.

D) The following condition has been added to Section E - Temporary Sediment and Erosion Control:

- E3. The Company shall ensure that water pumped from any excavations is not discharged at a rate or in a quantity which will cause downstream flooding, erosion, or environmental impact, and that appropriate sediment control measures such as sediment basin and filter strips will be employed as necessary at the discharge location. All water shall be discharged a minimum of 30 metres from the nearest waterbody.

E) The following conditions have been added to Section F - Stormwater Management:

- F3. The Company shall implement the monitoring and mitigation commitments for stormwater management and sediment and erosion control during construction, installation, use, operation, maintenance and retiring of the Facility as described in the following reports:
- (1) Stormwater Management Report, Kingston Solar Project, prepared by H.B. White Canada, dated November 24, 2014;
 - (2) Inspection of Stormwater Management and Erosion and Sediment Control Measures for the Kingston Solar Site, prepared by Michael Thompson, P.Eng. of Dillon Consulting, dated July 23, 2015.
- F4. The Company shall take all measures necessary to prevent damage (or any relevant impacts) to neighbouring properties, buildings, bridges, structures, roads, railway lines and/or other infrastructure that may be impacted by the discharge/drainage from the site.

F5. The Company shall ensure that runoff / stormwater does not contain a concentration of oil or petrochemicals that could be detected as visible film, sheen or discoloration, be detected by odour, cause the tainting of any edible aquatic organism, form deposits in shorelines or bottom sediments, or that could be deleterious to aquatic organisms.

F) Schedules A, B and C of the Approval have been deleted and replaced with:

**SCHEDULE A
Facility Description**

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

- (a) sixty-six (66) arrays of photovoltaic (PV) modules with a total name plate capacity of up to approximately 100 megawatts (AC), with fifty nine (59) arrays containing one (1) cluster of two (2) 800 kilowatt (kW) inverters and one (1) 1.6 megavolt ampere (MVA) transformer. The remaining seven (7) arrays contain (1) cluster of one (1) 800 kilowatt (kW) inverter and one (1) 0.8 megavolt ampere (MVA) transformer; and
- (b) associated ancillary equipment, systems and technologies including, but not limited to, one (1) transformer substation, on-site access roads, below and above grade cabling, and below and above grade transmission lines,

all in accordance with the Application.

SCHEDULE B

Coordinates of the Equipment and Noise Specifications

Table B1: Coordinates of the Equipment are listed below in UTM, Z18-NAD83 projection:

| Source ID | Sound Power Level (dBA) | Easting (metres) | Northing (metres) | Source description |
|--------------|-------------------------|------------------|-------------------|---------------------------------|
| S Substation | 112.1 | 369,426 | 4,908,792 | Transformer Substation |
| DSAT1 | 96.6 | 369,437 | 4,908,757 | DSTATCOM 1 |
| DSAT2 | 96.6 | 369,403 | 4,908,757 | DSTATCOM 2 |
| NGR | 62.4 | 369,421 | 4,908,788 | Neutral Grounding Reactor (NGR) |
| MV1-1 | 100.3 | 364,715 | 4,906,166 | 2 x 800 kW Inverter |
| MV1-2 | 100.3 | 364,753 | 4,906,063 | 2 x 800 kW Inverter |
| MV1-3 | 89.1 | 364,440 | 4,906,039 | 2 x 800 kW Inverter + louver |
| MV1-4 | 100.3 | 364,815 | 4,905,918 | 2 x 800 kW Inverter |
| MV1-5 | 100.3 | 364,671 | 4,905,892 | 2 x 800 kW Inverter |
| MV1-6 | 100.3 | 364,477 | 4,905,835 | 2 x 800 kW Inverter |
| MV1-7 | 97.3 | 364,925 | 4,905,782 | 1 x 800 kW Inverter |
| MV1-8 | 100.3 | 364,788 | 4,905,647 | 2 x 800 kW Inverter |
| MV1-9 | 100.3 | 364,561 | 4,905,646 | 2 x 800 kW Inverter |
| MV1-10 | 97.3 | 365,004 | 4,905,564 | 1 x 800 kW Inverter |
| MV1-11 | 100.3 | 364,655 | 4,905,414 | 2 x 800 kW Inverter |
| MV1-12 | 100.3 | 365,038 | 4,905,386 | 2 x 800 kW Inverter |
| MV1-13 | 97.3 | 364,731 | 4,905,241 | 1 x 800 kW Inverter |
| MV1-14 | 97.3 | 365,163 | 4,905,049 | 1 x 800 kW Inverter |
| MV1-15 | 100.3 | 365,315 | 4,904,994 | 2 x 800 kW Inverter |
| MV2-1 | 86.1 | 365,842 | 4,906,816 | 1 x 800 kW Inverter + louver |
| MV2-2 | 89.1 | 365,977 | 4,906,654 | 2 x 800 kW Inverter + louver |
| MV2-3 | 100.3 | 365,820 | 4,906,641 | 2 x 800 kW Inverter |
| MV2-4 | 100.3 | 365,586 | 4,906,624 | 2 x 800 kW Inverter |
| MV3-1 | 89.1 | 368,156 | 4,907,976 | 2 x 800 kW Inverter + louver |
| MV3-2 | 89.1 | 368,671 | 4,907,928 | 2 x 800 kW Inverter + louver |
| MV3-3 | 100.3 | 367,939 | 4,907,927 | 2 x 800 kW Inverter |
| MV3-4 | 89.1 | 368,502 | 4,907,925 | 2 x 800 kW Inverter + louver |
| MV3-5 | 89.1 | 368,340 | 4,907,843 | 2 x 800 kW Inverter + louver |
| MV3-6 | 100.3 | 368,162 | 4,907,834 | 2 x 800 kW Inverter |
| MV3-7 | 100.3 | 367,945 | 4,907,754 | 2 x 800 kW Inverter |
| MV3-8 | 100.3 | 368,680 | 4,907,712 | 2 x 800 kW Inverter |
| MV3-9 | 100.3 | 368,512 | 4,907,703 | 2 x 800 kW Inverter |
| MV3-10 | 100.3 | 368,167 | 4,907,669 | 2 x 800 kW Inverter |
| MV3-11 | 100.3 | 368,346 | 4,907,662 | 2 x 800 kW Inverter |
| MV3-12 | 100.3 | 367,668 | 4,907,594 | 2 x 800 kW Inverter |
| MV3-13 | 100.3 | 367,963 | 4,907,577 | 2 x 800 kW Inverter |

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|----------|-------|---------|-----------|------------------------------|
| MV3-14 | 100.3 | 368,684 | 4,907,498 | 2 x 800 kW Inverter |
| MV3-15 | 100.3 | 368,357 | 4,907,477 | 2 x 800 kW Inverter |
| MV3-16 | 100.3 | 368,514 | 4,907,475 | 2 x 800 kW Inverter |
| MV3-17 | 100.3 | 368,178 | 4,907,472 | 2 x 800 kW Inverter |
| MV3-18 | 100.3 | 367,752 | 4,907,412 | 2 x 800 kW Inverter |
| MV3-19 | 100.3 | 368,357 | 4,907,347 | 2 x 800 kW Inverter |
| MV3-20 | 100.3 | 368,689 | 4,907,317 | 2 x 800 kW Inverter |
| MV3-21 | 100.3 | 368,478 | 4,907,206 | 2 x 800 kW Inverter |
| MV3-22 | 89.1 | 368,656 | 4,907,142 | 2 x 800 kW Inverter + louver |
| MV4-1 | 100.3 | 369,011 | 4,909,397 | 2 x 800 kW Inverter |
| MV4-2 | 100.3 | 369,272 | 4,909,397 | 2 x 800 kW Inverter |
| MV4-3 | 100.3 | 369,229 | 4,909,397 | 2 x 800 kW Inverter |
| MV4-4 | 100.3 | 369,027 | 4,909,199 | 2 x 800 kW Inverter |
| MV4-5 | 100.3 | 369,289 | 4,909,199 | 2 x 800 kW Inverter |
| MV4-6 | 100.3 | 369,243 | 4,909,192 | 2 x 800 kW Inverter |
| MV4-7 | 100.3 | 369,035 | 4,909,001 | 2 x 800 kW Inverter |
| MV4-8 | 100.3 | 369,256 | 4,909,001 | 2 x 800 kW Inverter |
| MV4-9 | 100.3 | 369,289 | 4,909,001 | 2 x 800 kW Inverter |
| MV4-10 | 100.3 | 369,312 | 4,908,858 | 2 x 800 kW Inverter |
| MV4-11 | 100.3 | 369,264 | 4,908,855 | 2 x 800 kW Inverter |
| MV4-12 | 89.1 | 369,043 | 4,908,803 | 2 x 800 kW Inverter + louver |
| MV4-13 | 89.1 | 369,051 | 4,908,605 | 2 x 800 kW Inverter + louver |
| MV4-14 | 89.1 | 369,176 | 4,908,507 | 2 x 800 kW Inverter + louver |
| MV4-15 | 89.1 | 369,176 | 4,908,481 | 2 x 800 kW Inverter + louver |
| MV5-1 | 100.3 | 370,020 | 4,909,142 | 2 x 800 kW Inverter |
| MV5-2 | 100.3 | 370,006 | 4,908,853 | 2 x 800 kW Inverter |
| MV5-3 | 100.3 | 370,231 | 4,908,851 | 2 x 800 kW Inverter |
| MV5-4 | 100.3 | 370,324 | 4,908,707 | 2 x 800 kW Inverter |
| MV5-5 | 100.3 | 370,015 | 4,908,690 | 2 x 800 kW Inverter |
| MV5-6 | 89.1 | 369,982 | 4,908,507 | 2 x 800 kW Inverter + louver |
| MV6-1 | 97.3 | 370,235 | 4,907,364 | 1 x 800 kW Inverter |
| MV6-2 | 100.3 | 370,085 | 4,907,339 | 2 x 800 kW Inverter |
| MV6-3 | 100.3 | 370,207 | 4,907,140 | 2 x 800 kW Inverter |
| MV6-4 | 86.1 | 370,250 | 4,906,966 | 1 x 800 kW Inverter + louver |
| MV1-1 T | 56.1 | 364,721 | 4,906,166 | 1.6 MVA Inverter transformer |
| MV1-2 T | 56.1 | 364,759 | 4,906,063 | 1.6 MVA Inverter transformer |
| MV1-3 T | 56.1 | 364,435 | 4,906,039 | 1.6 MVA Inverter transformer |
| MV1-4 T | 56.1 | 364,821 | 4,905,918 | 1.6 MVA Inverter transformer |
| MV1-5 T | 56.1 | 364,676 | 4,905,892 | 1.6 MVA Inverter transformer |
| MV1-6 T | 56.1 | 364,482 | 4,905,835 | 1.6 MVA Inverter transformer |
| MV1-7 T | 69.4 | 364,919 | 4,905,782 | 0.8 MVA inverter transformer |
| MV1-8 T | 56.1 | 364,782 | 4,905,647 | 1.6 MVA Inverter transformer |
| MV1-9 T | 56.1 | 364,555 | 4,905,646 | 1.6 MVA Inverter transformer |
| MV1-10 T | 69.4 | 365,010 | 4,905,564 | 0.8 MVA inverter transformer |
| MV1-11 T | 56.1 | 364,649 | 4,905,414 | 1.6 MVA Inverter transformer |
| MV1-12 T | 56.1 | 365,044 | 4,905,386 | 1.6 MVA Inverter transformer |

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|----------|------|---------|-----------|------------------------------|
| MV1-13 T | 69.4 | 364,725 | 4,905,241 | 0.8 MVA inverter transformer |
| MV1-14 T | 69.4 | 365,157 | 4,905,049 | 0.8 MVA inverter transformer |
| MV1-15 T | 56.1 | 365,309 | 4,904,994 | 1.6 MVA Inverter transformer |
| MV2-1 T | 69.4 | 365,836 | 4,906,816 | 0.8 MVA inverter transformer |
| MV2-2 T | 56.1 | 365,982 | 4,906,654 | 1.6 MVA Inverter transformer |
| MV2-3 T | 56.1 | 365,814 | 4,906,641 | 1.6 MVA Inverter transformer |
| MV2-4 T | 56.1 | 365,590 | 4,906,628 | 1.6 MVA Inverter transformer |
| MV3-1 T | 56.1 | 368,150 | 4,907,976 | 1.6 MVA Inverter transformer |
| MV3-2 T | 56.1 | 368,677 | 4,907,928 | 1.6 MVA Inverter transformer |
| MV3-3 T | 56.1 | 367,944 | 4,907,927 | 1.6 MVA Inverter transformer |
| MV3-4 T | 56.1 | 368,507 | 4,907,925 | 1.6 MVA Inverter transformer |
| MV3-5 T | 56.1 | 368,335 | 4,907,843 | 1.6 MVA Inverter transformer |
| MV3-6 T | 56.1 | 368,156 | 4,907,834 | 1.6 MVA Inverter transformer |
| MV3-7 T | 56.1 | 367,951 | 4,907,754 | 1.6 MVA Inverter transformer |
| MV3-8 T | 56.1 | 368,685 | 4,907,712 | 1.6 MVA Inverter transformer |
| MV3-9 T | 56.1 | 368,517 | 4,907,703 | 1.6 MVA Inverter transformer |
| MV3-10 T | 56.1 | 368,162 | 4,907,669 | 1.6 MVA Inverter transformer |
| MV3-11 T | 56.1 | 368,340 | 4,907,662 | 1.6 MVA Inverter transformer |
| MV3-12 T | 56.1 | 367,674 | 4,907,594 | 1.6 MVA Inverter transformer |
| MV3-13 T | 56.1 | 367,958 | 4,907,577 | 1.6 MVA Inverter transformer |
| MV3-14 T | 56.1 | 368,678 | 4,907,498 | 1.6 MVA Inverter transformer |
| MV3-15 T | 56.1 | 368,351 | 4,907,477 | 1.6 MVA Inverter transformer |
| MV3-16 T | 56.1 | 368,509 | 4,907,475 | 1.6 MVA Inverter transformer |
| MV3-17 T | 56.1 | 368,183 | 4,907,472 | 1.6 MVA Inverter transformer |
| MV3-18 T | 56.1 | 367,757 | 4,907,412 | 1.6 MVA Inverter transformer |
| MV3-19 T | 56.1 | 368,352 | 4,907,347 | 1.6 MVA Inverter transformer |
| MV3-20 T | 56.1 | 368,683 | 4,907,317 | 1.6 MVA Inverter transformer |
| MV3-21 T | 56.1 | 368,484 | 4,907,206 | 1.6 MVA Inverter transformer |
| MV3-22 T | 56.1 | 368,661 | 4,907,142 | 1.6 MVA Inverter transformer |
| MV4-1 T | 56.1 | 369,017 | 4,909,397 | 1.6 MVA Inverter transformer |
| MV4-2 T | 56.1 | 369,267 | 4,909,397 | 1.6 MVA Inverter transformer |
| MV4-3 T | 56.1 | 369,234 | 4,909,397 | 1.6 MVA Inverter transformer |
| MV4-4 T | 56.1 | 369,033 | 4,909,199 | 1.6 MVA Inverter transformer |
| MV4-5 T | 56.1 | 369,283 | 4,909,199 | 1.6 MVA Inverter transformer |
| MV4-6 T | 56.1 | 369,249 | 4,909,192 | 1.6 MVA Inverter transformer |
| MV4-7 T | 56.1 | 369,040 | 4,909,001 | 1.6 MVA Inverter transformer |
| MV4-8 T | 56.1 | 369,262 | 4,909,001 | 1.6 MVA Inverter transformer |
| MV4-9 T | 56.1 | 369,284 | 4,909,001 | 1.6 MVA Inverter transformer |
| MV4-10 T | 56.1 | 369,307 | 4,908,858 | 1.6 MVA Inverter transformer |
| MV4-11 T | 56.1 | 369,269 | 4,908,855 | 1.6 MVA Inverter transformer |
| MV4-12 T | 56.1 | 369,049 | 4,908,803 | 1.6 MVA Inverter transformer |
| MV4-13 T | 56.1 | 369,057 | 4,908,605 | 1.6 MVA Inverter transformer |
| MV4-14 T | 56.1 | 369,182 | 4,908,507 | 1.6 MVA Inverter transformer |
| MV4-15 T | 56.1 | 369,170 | 4,908,481 | 1.6 MVA Inverter transformer |
| MV5-1 T | 56.1 | 370,015 | 4,909,142 | 1.6 MVA Inverter transformer |
| MV5-2 T | 56.1 | 370,011 | 4,908,853 | 1.6 MVA Inverter transformer |

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|---------|------|---------|-----------|------------------------------|
| MV5-3 T | 56.1 | 370,237 | 4,908,851 | 1.6 MVA Inverter transformer |
| MV5-4 T | 56.1 | 370,330 | 4,908,707 | 1.6 MVA Inverter transformer |
| MV5-5 T | 56.1 | 370,021 | 4,908,690 | 1.6 MVA Inverter transformer |
| MV5-6 T | 56.1 | 369,987 | 4,908,507 | 1.6 MVA Inverter transformer |
| MV6-1 T | 69.4 | 370,230 | 4,907,364 | 0.8 MVA inverter transformer |
| MV6-2 T | 56.1 | 370,091 | 4,907,339 | 1.6 MVA Inverter transformer |
| MV6-3 T | 56.1 | 370,202 | 4,907,140 | 1.6 MVA Inverter transformer |
| MV6-4 T | 69.4 | 370,244 | 4,906,966 | 0.8 MVA inverter transformer |
| FRB1 | 89.8 | 369,378 | 4,908,755 | Fixed Reactor Bank 1 |
| FRB2 | 89.8 | 369,464 | 4,908,755 | Fixed Reactor Bank 2 |

Note: The Sound Power Level values in the above Tables corresponds to the combined output of all the identified equipment in each cluster and including the 5 Decibel (dB) adjustment for tonality as prescribed in Publication NPC-104.

SCHEDULE C: Noise Control Measures

A) Acoustic Enclosure:

Fourteen (14) acoustic enclosures for the MV1-3, MV2-1, MV2-2, MV3-1, MV3-2, MV3-4, MV3-5, MV3-22, MV4-12, MV4-13, MV4-14, MV4-15, MV5-6 and MV6-4 as described in the Acoustic Assessment Report, capable of providing the following values of Transmission Loss in 1/1 octave frequency bands:

Table C: Minimum Transmission Loss (dB) values in octave frequency bands

| Transmission Loss | Octave Band Centre Frequency (Hz) | | | | | | | |
|-------------------|-----------------------------------|-----|-----|-----|------|------|------|------|
| | 63 | 125 | 250 | 500 | 1000 | 2000 | 4000 | 8000 |
| Decibel (dB) | - | 4.0 | 4.0 | 6.0 | 10.0 | 17.0 | 12.0 | - |

B) Acoustic Barrier:

One (1) three sided 6 metres high and 55 metres long acoustic barrier, positioned and aligned as per Table 4 and Figures 4 and 5 in the Acoustic Assessment Report. The acoustic barrier shall be continuous without holes, gaps and other penetrations, and having surface mass at least 20 kilograms per square metres.

This Notice shall constitute part of the approval issued under Approval No. 1016-97YHC7 dated April 2, 2014

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

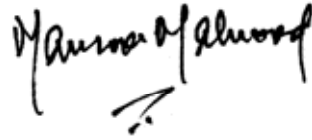
The Director
Section 47.5, *Environmental Protection Act*
Ministry of the Environment and Climate
Change
135 St. Clair Avenue West, 1st Floor
Toronto, Ontario
M4V 1P5

*** 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 9th day of September, 2015



Mansoor Mahmood, P.Eng.
Director
Section 47.5, *Environmental Protection Act*

MZ/

c: District Manager, MOECC Kingston - District
David Oxtoby, Kingston Solar GP Inc. operating as Kingston Solar LP