

Appendix 3

RESOLUTION OF THE DIRECTORS OF ENERSOURCE CORPORATION

WHEREAS Enersource Corporation (the “**Corporation**”) has received notice of the Annual General Meeting (the “**AGM**”) of Alectra Inc. (“**Alectra**”) to be held on Friday, June 11, 2021;

AND WHEREAS in connection with the AGM, it is proposed that the shareholders of Alectra approve a resolution (the “**Alectra Resolution**”):

- (a) Confirming the following persons as directors of Alectra:
 - Jane Armstrong
 - Gerald Beasley
 - Maurizio Bevilacqua
 - Bonnie Crombie
 - Giuseppina D’Agostino
 - Sean Donnelly
 - Fred Eisenberger
 - Matthew Harris
 - John Knowlton
 - Jeff Lehman
 - Norm Loberg
 - Donald Lowry
 - Teresa Moore
 - Frank Scarpitti;
- (b) Appointing KPMG LLP as auditors of Alectra;
- (c) Acknowledging receipt of the financial statements of Alectra for the financial year ended December 31, 2020; and
- (d) Acknowledging receipt of the Annual Report/Sustainability Report of Alectra for the financial year ended December 31, 2020.

NOW THEREFORE IT IS RESOLVED THAT:

1. Subject to and conditional upon the approval of the shareholders of the Corporation, the Corporation in its capacity as a shareholder of Alectra be and it is hereby authorized to give its approval to the Alectra Resolution;
2. The CEO and the Chair of the Corporation are hereby authorized and directed to execute and deliver the Alectra Resolution; and
3. The CEO and the Chair of the Corporation are hereby authorized and directed to sign and/or dispatch and deliver all other resolutions, documents, notices or certificates to be signed and/or dispatched or delivered under or in connection with the foregoing matters or the AGM or to take any action deemed necessary in respect of any of the foregoing.