

Appendix 3

COUNCIL OF THE CITY OF MISSISSAUGA

WHEREAS the Corporation of the City of Mississauga (the “**City**”) is a shareholder in Enersource Corporation (“**Enersource**”);

AND WHEREAS Enersource and others are parties to the Unanimous Shareholders Agreement for Alectra Inc. (“**Alectra**”);

AND WHEREAS Enersource has received notice of the Annual General Meeting of Alectra Inc. to be held on April 28, 2023;

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

In accordance with Subsection 2.21(1)(j) of the Alectra Inc. Unanimous Shareholder Agreement:

1. KPMG LLP are appointed auditors of the Corporation, to hold office until the close of the next annual meeting of the shareholders or until their successors are appointed, subject to the provisions of the Business Corporations Act; and
2. The remuneration of the auditors shall be fixed by the directors of the Corporation.

AND WHEREAS the Enersource Board requires authorization from the City before approving the Alectra Resolution, pursuant to s.218 of the Enersource Shareholders Agreement, and requires the City to execute an Enersource Shareholders Resolution providing that authorization;

NOW THEREFORE IT IS RESOLVED THAT:

1. Council authorizes the Directors of Enersource to pass a resolution approving the Alectra Resolution;
2. The Mayor and the City Clerk are hereby authorized and directed to execute and deliver the Enersource Shareholder Resolution on behalf of the Corporation of the City of Mississauga; and
3. The Mayor and the City Clerk 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 to take any action deemed necessary in respect of any of the foregoing.