CHANGE ORDER NO. 1

This Change Order No. 1 (this "**Change Order**") is entered into effective as of July 25, 2018 ("**Change Order Effective Date**") pursuant to that certain Engineering Services Agreement dated May 9, 2018 (the "**Agreement**"), by and between Nation Rise Wind Farm Limited Partnership, an Ontario limited partnership ("**Owner**") and Tulloch Engineering Inc., an Alberta corporation ("**Engineer**"). Unless otherwise defined, all capitalized terms contained herein shall have the meaning specified in the Agreement.

WHEREAS, Owner and Engineer have reached mutual agreement with respect to a Change Order as set out herein.

NOW, THEREFORE, in consideration of the premises and the mutual promises and agreements of the Parties, and for other food and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Subject. See Attachment A, PCCR.

2. Adjustment to Project Schedule. This Change Order does not change the schedule for the provision of the Work or achievement of the Guaranteed Completion Date(s).

3. Adjustment to Contract Price. As indicated in the table below, this Change Order changes the Contract Price.

Original Contract Price	CAN $523,822.00
Prior Change Orders to Date	N/A
Current Contract Price	CAN $523,822.00
This Change Order No. 1	CAN $172,960.00
New Contract Price	CAN $696,782.00

4. Changes to Completion Date(s). None

5. Changes to Commercial Terms. None.

6. Changes to Exhibits. None.

7. No Other Agreement Changes. This Change Order modifies the Agreement only as expressly set out herein. The Agreement remains in full force and effect.

8. Counterparts. This Change Order may be signed in any number of counterparts and each counterpart shall represent a fully executed original as if signed by the Parties.

[NEXT PAGE IS SIGNATURE PAGE]

IN WITNESS WHEREOF, Owner and Engineer have caused this Change Order to be signed and delivered by their duly authorized officers, and such Change Order shall be effective on the Change Order Effective Date.

Tulloch Engineering Inc.
By: _____

Name: Sean Hinchberger

Title: Project Manager

Nation Rise Wind Farm Limited Partnership
By: Nation Rise Wind Farm GP, its
general partner
DocuSigned by:
By: _____
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Name: Phillip Westerby

Title: Executive Vice President, Technical

Nation Rise Wind Farm Limited Partnership
By: Nation Rise Wind Farm GP, its
general partner
DocuSigned by:
By _____
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Name: Ryan Brown

Title: Executive Vice President, Eastern Regi

_____ (Legal Approval)

ATTACHMENT A

(See attached)

ITEM 1: Additional Mobilizations and Field Support

This item covers the additional costs for the additional mobilizations and field support

1.1: Geophysical testing crews were initially mobilized for electrical resistivity testing at the substation on April 25, 2018 to provide data to HONI as soon as possible at the start of the project. The following mobilizations are additional:

1.1a: Geophysical testing crews mobilized on July 6, 2018 for seismic refraction testing (MASW) for permitting support. The location of MASW soundings at the turbines were also not established prior to the 1st mob/demob and the additional MASW tests needed for REA permit support are described in item 1.5 below.

1.1b: Geophysical testing crews mobilized on September 5, 2018 for underground collection electrical resistivity work at the Nation Rise site. The additional mob/demob was required because the locations for Electrical Resistivity (ER) had not been established for the collector system when our Geophysics subconsultant was mobilized for the initial Substation ER measurements. This is a result of determining 3 or 4 circuit configuration as well as underground vs. overhead at river crossings.

1.2: One additional mob/demob will be required in the future for the HONI Switch yard because the test locations were not available at the time of the EDPR Substation investigation. The test locations were provided on 10/2/2018.

1.3: One additional mob/demob was required for pre-construction road Boreholes

1.4: Slug testing was done at the request of EDPR to evaluate the foundation options before the REA tribunal hearings.

1.5: The number of MASW soundings was increased from 2 to 7 based on feedback from MOECC and recommendations from EDPR's expert witnesses for the REA hearings. Additionally, the number of additional MET tower borings was increased from 4 to 6 based on per request by EDPR.

1.6: Project Management: The preceding additional scope items required cost tracking, accounting and invoicing effort lead by the PM.

ITEM 2: Additional Thermal Resistivity Testing

This item covers the additional costs and addition scope for the Nation Rise Wind Farm Project related to the following items:

Additional thermal resistivity testing as requested by EDP renewables

2.1: Geotherm USA was mobilized on May 23, 2018 to perform thermal resistivity at the substation. Geotherm USA incurred an additional mobilization on September 14, 2018 to conduct field tests at five (5) new locations. This cost includes collection, shipment of samples to Geotherm USA laboratory, and Geotherm's laboratory testing of collected samples and reporting. These five additional locations were requested by Nordmin in document NRS1-SK-011_RB TR locations on July 26, 2018. Original TR testing was performed at 4 ft. depths. Following a discussion with Geotherm, it was suggested that additional testing should be performed at depths required for boring under roadways, rivers, etc. Site-wide TR locations were then proposed by Nordmin at critical locations where there were substantially loaded cables at increased depths. The results of this testing will allow us to economically size cables based on a more accurate TR value.

2.1a: Geotherm USA international mobilizations are $5,000 per mobilization and a daily rate of $4,500 with $800 per sample lab testing rates. These values are USD and have been converted to CAD in the change order request. Tulloch has not marked up the Geotherm rates with a 5% markup.
2.2: For the additional Geotherm mobilization, Marathon Underground Constructors Corp was needed to support the deep sample collection at these 5 locations (drilling) for Geotherm including: mobilization and provision of truck mount rig to support field testing. Provision of operators to operate drilling equipment. Provision of traffic control for safe work at testing locations, provision of consumables/sampling and drilling equipment to complete testing procedure.

2.3: Additional mobilization and labour provided by Tulloch to support in-field testing operations including: mobilization/travel to and from site, site vehicle for Tulloch technician, additional labour to supervise field program as it relates to the additional five (5) testing locations. Field expenses for sampling. Preparation of Shelby tube samples for shipping to GeothermUSA laboratory

2.4: Tulloch labour and project coordination of additional scope including organizing and planning with GeothermUSA and Marathon Drilling subcontractors to schedule and plan field activities as well as ordering utility locates for additional 5 testing locations.

2.5: Project Management: The preceding additional scope items required cost tracking, accounting and invoicing effort lead by the PM.

ITEM 3: Additional Infrastructure Crossing Boreholes (CP Railway, Payne River, and South Nation River)
This Item covers the additional subsurface investigation and advancement of six (6) boreholes at three (3) infrastructure crossing locations two (2) – CP railway crossing borings, two (2) – Payne River Crossing borings, two (2) – South Nation River crossing borings). These additional borings were requested to develop underground collection boring recommendations and classify the material between the boring elevation and the river bed to assess HDD frac-out potential for the Payne and South Nation River. This data will be needed to help facilitate discussions with the South Nation Conservation Authority. This item pertains to the completion of drilling field activities and reporting of factual data only.

3.1: This additional mobilization on September 7, 2016 and drilling from Marathon Underground Constructors Corp including: mobilization and provision of track mount rig. Provision of operators to operate drilling equipment. Supply of water for drilling activities, supplying sampling equipment to conduct field investigation program. Consumables for borehole backfill and sample containment/preparation.

3.2: Additional labour and expenses for field supervision from Tulloch technician including; mobilization to and from site, site supervision, conducting field sampling program including standard split spoon sampling, vane testing and Shelby tube sampling if cohesive fine-grained materials are encountered, logging and describing soil samples, collecting and logging rock core samples if bedrock is encountered during borehole advancement.

3.3: Additional expenses incurred by Tulloch for completion of augmented field program including; site vehicle for field staff, field materials, shipment of samples to Tulloch laboratory located in Sue Sault Marie.

3.4: Additional laboratory testing required for analysis of collected samples at Tulloch's lab located in Sue Sault Marie including, moisture contents, Atterberg limits, material gradation testing, bedrock compression testing and oedometer testing if cohesive soils are encountered.

3.5: Additional Tulloch labour regarding project planning and coordination including; scheduling and discussing scope with drilling sub-contractor, submission of underground utility clearances, planning augmented field program

3.6: Additional Tulloch labour regarding generation of borehole logs and implementing laboratory data into borehole log revisions.

ITEM 4: Cement Stabilized Soil Testing

4.1: Covers the costs TULLOCH will incur for the mobilization and demobilization and includes $520 mileage plus 5% markup. And travel time of 10 hours at a rate of $122 per Exhibit D.

4.2: Locates and coordination includes the time for submitting locate tickets, coordination with the utility companies, subcontractors and EDP Renewables.

4.3: covers the cost of a subcontractor with a backhoe for 10 hours at a rate of $130/hr and includes a $300 daily fee of service truck and $150 daily fee for mobilization and demobilization.

4.4: includes the cost of a TULLOCH Engineer to select soil samples and supervise the field work per rates listed in Exhibit D.

4.5: includes the expenses including shipping ($200+5% markup), truck rental ($113/day +5% markup), meals ($50+5% markup) and accommodation ($125+5% markup).

4.6: includes the costs of the following lab tests

- 1-Sieve analysis, 1-Atterberg limit, 1-Proctor, 1-3 point soaked CBR, 1-3 point un-soaked CBR, and 2-Unconfined Compression tests on the native soil.
- 1-Proctor, 14-Unconfined Compression Tests, and 1-Single Point CBR on the soil cement mixture.
- Sample Preparation: A typical unconfined compression test requires trimming of an extruded sample from a Shelby Tube and requires minimal effort for preparing a sample. The cement stabilized soil mixture will require more effort to prepare the cores for unconfined compression testing. The tasks include a) preparation of soil cement mix b) compaction of soil cement mixture cores and curing c) extrusion of soil cement mix cores for lab testing.
- Testing 12% mix design and +4% OMC were removed from the scope of this PCCR per request by EDPR.

4.7: Includes analysis, review and reporting of the lab results.

ITEM 1: Additional Mobilizaitons and Field Support

Nation Rise PCCR 2		Unit	QTY	Rate	Total
1	**Additional Mobilization & Field testing**				
1.1	**Geophysics remobilization for MASW and ER**				
	GPR remob cost	LS	1	2,200	$ 2,200
	Tulloch Coordination	hrs	3	125	$ 375
1.2	**Remobilization for HONI switchyard**				
	GPR remob cost	LS	1	2,200	$ 2,200
	Coordination & mobilization	hrs	16	125	$ 2,000
	Mileage/expenses	LS	1	600	$ 600
1.3	**Remobilization for pre-construction road Boreholes**				
	Marathon drill	LS	1	1,400	$ 1,400
	Coordination & mobilization	hrs	16	125	$ 2,000
	Mileage/expenses	LS	1	600	$ 600
1.4	**Slug Testing**				
	Tulloch Planning/Coordination	hrs	13	125	$ 1,625
	Tulloch Field	hrs	71	95	$ 6,745
	Tulloch Interpretation	hrs	24	125	$ 3,000
	Expenses: Transducer	LS	1	960	$ 960
	Expenses: Misc.	LS	1	276	$ 276
	Expenses: Meal Allowance	days	3	50	$ 150
	Expenses: Mileage	kms	1356	1	$ 678
1.5	**Additional Soundings and Boreholes**				
	5 Additional MASW Soundings	Ea	5	3,915	$ 19,575
	2 Additional MET Tower borings	Ea	2	4,529	$ 9,058
1.6	**Project Management**				
	Admin and Accounting	hrs	4	125	$ 500
	TOTAL				**$ 54,067**

ITEM 2: Additional Thermal Resistivity Testing

Item	Description	Unit	QTY	Rate	Total
2	**Additional Thermal Resitivity Testing**				
2.1	**GeothermUSA**				
	Geotherm MOB/DEMOB	LS			$ 6,550
	Permitting	hrs	20	122	$ 6,550
	Field Testing	days	2	4,585	$ 9,170
	Lab testing	Ea	10	1,048	$ 10,480
2.2	**Marathon Drilling**				
	Marathon MOB/DEMOB	LS			$ 1,250
	Production Drilling	days	2	2,311	$ 4,623
	Borehole decommisioning	m	46	17	$ 782
	Room & Board/Daily Travel	days	2	250	$ 500
	Shelby Tubes	Ea	15	110	$ 1,650
	Traffic Control	days	2	2,000	$ 4,000
2.3	**Tulloch Field Supervision and Expenses**				
	Tulloch mobilization	hrs	4	95	$ 1,400
	Tullloch field supervision	hrs	24	95	$ 2,280
	Site Vehicle	days	2	180	$ 360
	Field supplies	LS			$ 100
2.4	**Tulloch Management and Coordination**				
	Tulloch planning and coordination	hrs	15	125	$ 1,875
2.5	Project Management				
	Cost tracking / accounting/ invoicir	hrs	4	125	$ 500
	TOTAL				**$ 52,070**

ITEM 3: Additional Infrastructure Crossing Boreholes

Item	Description	Unit	Quantit	Rate	Total
3.1	**Marathon Drilling**				
	Mob/Demob	LS			$ 1,750
	Production Drilling	day	5	2,311	$ 11,556
	Water Support Vehicle	day	5	600	$ 3,000
	Borehole Decommissioning	m	110	17	$ 1,870
	Coring/Bit Wear	feet	100	19	$ 1,900
	Room and Board	day	4	250	$ 1,000
	Shelby Tubes	Ea	3	110	$ 330
	Silt Fencing	LS			$ 1,500
3.2	**Tulloch Field Supervision**				
	Tulloch mobilization	hrs	10	95	$ 1,250
	Tullloch field supervision	hrs	50	95	$ 4,750
3.3	**Tulloch Field expenses**				
	Site vehicle	day	5	180	$ 900
	Field Expenses	LS			$ 200
	Shipment of Samples	LS			$ 500
3.4	**Laboratory Testing**				
	Moisture Contents	Ea	42	15	$ 630
	Gradation	Ea	18	260	$ 4,680
	Atterberg Limits	Ea	18	70	$ 1,260
	Oedometer Test	Ea	3	800	$ 2,400
3.54	**Tulloch Project Management**				
	Planning and Coordiantion	hrs	15	125	$ 1,875
3.6	**Drafting and Borehole Revisions**				
	Drafting	hrs	15	120	$ 1,800
	Borehole Revisions	hrs	5	125	$ 625
	TOTAL				**$ 43,776**

ITEM 4: Cement Stabilized Soil Testing

	FIELD SAMPLING	Unit	QTY	Rate	Total	Comments
4.1	Mob/Demob	LS	1	$1,766	1,766	Milage (+5%) and travel time
4.2	Locates and Coordination	hrs	16	122	1,952	Locates and field coordination
4.3	Backhoe Rental	days	1	1,838	1,838	Contractor + 5% markup
4.4	TULLOCH fieldwork	hrs	10	122	1,220	Rates per Exhibit D
4.5	Expenses					
	Field Supplies	LS	1	$ 105	105	Supplies (+5% markup)
	Shipping	LS	1	210	210	Courier Fee (+5% markup)
	Truck Rental	days	3	119	357	Rental fee (+5% markup)
	Meals & Accomodation	days	3	$ 184	551	Hotel & mealse (+5% markup)
4.6	Laboratory Testing					
	Sieve Analysis	Ea	1	260	260	including hydrometer
	Atterberg Limits	Ea	1	170	170	on native soil
	Proctor (Native Soil)	Ea	1	285	285	on native soil
	Proctor (SC mix)	Ea	1	428	428	on soil cement mixture
	Soaked CBR - 3 point (Native)	Ea	1	510	510	on native soil
	Unsocked CBR - 3 point (Native)	Ea	1	510	510	on native soil
	Moisture Content	Ea	1	15	15	on native soil
	Sample Preparation	Ea	14	350	4,900	extracting, mixing and curing
	Unconfined Compression (Native)	Ea	2	300	600	on native soil
	Unconfined Compression (SC mix)	Ea	12	350	4,200	on soil cement mixture
	CBR - 1 point (SC mix)	Ea	1	170	170	on soil cement mixture
4.7	Review and Reporting	LS	1	3000	3,000	Data evaluation and reporting
	Total				**23,047**	

ITEM	Total
Item 1 - Additional Mobilizations and Field Support	$ 54,067
Item 2 - Additional Thermal Resistivity Testing	$ 52,070
Item 3 - Additional Infrastructure Crossing Boreholes	$ 43,776
Item 4 - Cement Stabilized Soil Testing	$ 23,047
TOTAL	**$ 172,960**