

From: jamesmeaney@lowerchurchillproject.ca
Sent: Friday, November 4, 2016 10:58 PM
To: Manzer, Alison
Cc: joseph.krupski@canada.ca; GALLANT, RENE; Boudreau, Anne (IC); Nik Argirov
Subject: Re: MWH and IE issue [IWOV-Legal.FID1640195]

Thanks Alison. Sounds good.

Sent from my iPhone

On Nov 4, 2016, at 1:43 PM, Manzer, Alison <amanzer@casselsbrock.com> wrote:

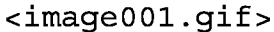
I spoke with John Wood who is the internal counsel at MWH. They understand the issue and the sensitivities we are working with. He is going to send a suggested process; based on our discussion it should look a lot like the following for each of Nalcor and Emera:

1. They assign the IE Contract to Argirov, with consent of Nalcor, Emera, Canada; they will be released;
2. They assign the subcontracts (most of the team Nik uses are subcontracted to MWH), to Argirov;
3. There are apparently three MWH employees on the team - they would be seconded to Argirov.

This keeps the team intact, does the least damage to any party (MWH did not default etc. and so there is some importance to that), allows the simplest approach legally and practically.

We then have the reliance agreements with Nik. We have the comfort of needed team size depth and experience because it is the team have already approved. The independence issue is dealt with.

I will send on on receipt.

	<p>Alison Manzer</p> <p>Direct: +1 416 869 5469 • Fax: +1 416 350 6938 • aman</p> <p>2100 Scotia Plaza, 40 King Street West, Toronto, Ontario</p> <p>www.casselsbrock.com</p> <p>Services provided through a Professional Corporation</p>
---	--

This message, including any attachments, is privileged and may contain confidential information intended only for the person(s) named above. Any other distribution, copying or disclosure is strictly prohibited. Communication by email is not a secure medium and, as part of the transmission process, this message may be copied to servers operated by third parties while in transit. Unless you advise us to the contrary, by