

November 23rd, 2015

AH-Letter-PM-075

Muskrat Falls Corporation Lower Churchill Project Muskrat Falls Corporation 350 Torbay Road Plaza, Suite No. 2 St. John's, NL, A1A 4E1

Attention: Scott O'Brien - Project Manager, Muskrat Falls Generation

Reference: CH0032: Supply and Install Powerhouse and Spillway Hydro-Mechanical Equipment

Subject: 1) Spillway Upstream – Notification of changed site conditions (from November 16th, 2015 to November 22nd, 2015)

 Contactor's Letter AH-Letter-PM-058 - Interface Milestones I1A & I1B (partial) - Contractor's status assessment as of November 1st, 2015

Dear Mr. O'Brien,

Contractor's letter AH-Letter-PM-058 notified Company that the Interface Milestones I1A and I1B (partial) had not been fully achieved as of November 1st, 2015. This letter is an update to the site conditions on the spillway upstream for the period from November 16th, 2015 to November 22nd, 2015;

Amongst other events and differing site conditions, the following non-exhaustive list of incomplete Company's other Contractor's work on the spillway upstream is impeding Contractor's ability to perform the Work in accordance with the Contractor 's baseline installation plan;

As of November 22nd, 2015 (incomplete Company's other Contractor's work);

- 1) Upstream bridge remains incomplete, including TRCM rail installation, concreting and guard rail placement. Bridge has not received all of its concrete formwork.
- 2) North rock wall base of laydown is covered (approximately 20 feet wide on the whole length) with equipment and material from civil contractor.
- A tower crane is present and active upstream of bay 4 with a large generator set at its base.
- 4) Concrete anchor cones are still present in some bays.
- 5) Block out anchors bolts are not reinserted fully and inspection is not completed. Some spherical anchor nuts in gate blockouts are either stripped completely or

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have damaged threads. They are not free to move 5 degrees as intended in all directions and/ or not clear of debris.

6) Spillway Electrical Building platform and supports has yet to be commenced.

Observations of Changed Site Conditions on November 16th, 2015:

- 1- 10 of Company's Other Contractor workers on upstream bridge and north pier;
- 2- Formwork by Company's Other Contractor of upstream bridge deck interferes with temporary stoplogs embedded parts erection;
- 3- Scaffolding underneath bridge interferes with permanent stoplogs embedded parts erection in bay #1 and bay #2;
- 4- Bay #2, 2 man lifts, 2 workers and 4 more workers on bridge scaffold, red taped by Company's Other Contractor;
- 5- Bay #3, 1 man lift, 3 workers and a foreman and 2 more workers on bridge scaffold, red taped by Company's Other Contractor;
- 6- Bay #4, 2 man lifts and 3 workers Company's Other Contractor;
- 7- Bay #5, 1 man lifts, 4 workers and a grout shack. Red taped by Company's Other Contractor;
- 8- North wall and upstream of bay 5 area, rebar flatbed, crane lifting material, one pickup truck and 5 workers from Company's Other Contractor;

Observations of Changed Site Conditions on November 17th, 2015:

- 1- 10 workers from Company's Other Contractor on upstream bridge and north pier;
- 2- Formwork on upstream bridge deck interferes with temporary stoplogs embedded parts erection;
- 3- Scaffolding underneath bridge interferes with permanent stoplogs embedded parts erection in bay #1 and bay #2;
- 4- Bay #2, 2 man lifts, 4 workers and 2 more workers on bridge scaffold, red taped by Company's Other Contractor;
- 5- Bay #3, 2 man lifts, 10 workers and 2 more workers on bridge scaffold, red taped by Company's Other Contractor;
- 6- Bay #5, 1 man lifts, 4 workers and a grout shack. Red taped by Company's Other Contractor;
- 7- North wall and upstream of bay 5 area, rebar flatbed, crane lifting material and 2 workers from Company's Other Contractor;

Observations of Changed Site Conditions on November 18th, 2015

- 1- 20 workers from Company's Other Contractor on upstream bridge and north pier;
- 2- Formwork of upstream bridge deck interferes with temporary stoplogs embedded parts erection;
- 3- Scaffolding underneath bridge interferes with permanent stoplogs embedded parts erection in bay #1, bay #2, bay #3 and bay #5;
- 4- Concrete pump truck set-up in front of bay #1;
- 5- Bay #2, 2 man lifts, 2 workers and 4 more workers on bridge scaffold, red taped by Company's

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Other Contractor:

- 6- Bay #3, 2 man lifts, 4 workers and 2 more workers on bridge scaffold, red taped by Company's Other Contractor:
- 7- Bay #5, 2 man lifts, 4 workers, 2 workers on scaffold platforms and a grout shack. Red taped by Company's Other Contractor;

Observations of Changed Site Conditions on November 19th, 2015

- 1-20 workers from Company's Other Contractor on upstream bridge and north pier;
- 2- Formwork by Company's Other Contractor of upstream bridge deck interferes with temporary stoplogs embedded parts erection;
- 3- Scaffolding underneath bridge interferes with permanent stoplogs embedded parts erection in bay #1, bay #2, bay #3 and bay #5;
- 4- Bay #3, 2 man lifts, 4 workers and 2 more workers on bridge scaffold, red taped by Company's Other Contractor;
- 5- Bay #4, 2 man lifts and 2 workers, red taped by Company's Other Contractor;
- 6- Bay #5, 1 man lifts, 2 workers, 2 workers on scaffold platforms and a grout shack. Red taped by Company's Other Contractor;
- 7- North wall and upstream of bay 5 area, rebar flatbed, roll-off truck, crane lifting material and 4 workers from Company's Other Contractor;

Observations of Changed Site Conditions on November 20th, 2015

- 1- 20 workers from Company's Other Contractor on upstream bridge and north pier preparing for night
- 2- Formwork by Company's Other Contractor of upstream bridge deck interferes with temporary stoplogs embedded parts erection;
- 3- Scaffolding underneath bridge interferes with permanent stoplogs embedded parts erection in bay #1, bay #3 and bay #5;
- 4- Bay #3, 1 man lifts, 2 workers and red taped by Company's Other Contractor;
- 5- Bay #4, 3 man lifts and 10 workers and red taped by Company's Other Contractor;
- 6- Bay #5, 2 man lifts, 4 workers and a grout shack. Red taped by Company's Other Contractor;

Observations of Changed Site Conditions on November 21st, 2015

- 1- 20 workers from Company's Other Contractor on upstream bridge and north pier preparing for night shift pour;
- 2- Formwork by on upstream bridge deck interferes with temporary stoplogs embedded parts erection;
- 3- Scaffolding underneath bridge interferes with permanent stoplogs embedded parts erection in bay #1, bay #3 and bay #5;
- 4- Bay #3, 1 man lifts and red taped by Company's Other Contractor;
- 5- Bay #4, 2 man lifts and 3 workers and red taped by Company's Other Contractor;

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6- Bay #5, 3 man lifts, 6 workers and a grout shack. Red taped by Company's Other Contractor; 7- Upstream of bay #5, 2 trailers of rebar, 3 pick-up truck, formwork panels and 4 workers from Company's Other Contractor.

Observations of Changed Site Conditions on November 22nd, 2015

- 1- 20 workers Company's Other Contractor on upstream bridge and north pier preparing for night shift pour:
- 2- Formwork on upstream bridge deck interferes with temporary stoplogs embedded parts erection;
- 3- Scaffolding underneath bridge interferes with permanent stoplogs embedded parts erection in bay #1, bay #3 and bay #5;
- 4- Bay #1, 1 man lifts, 3 workers and red taped by Company's Other Contractor;
- 5- Bay #4, 1 man lifts and 3 workers and red taped by Company's Other Contractor;
- 6- Bay #5, grout shack and red taped by Company's Other Contractor;
- 7- Upstream of bay #5, 1 trailers of rebar, 1 pick-up truck, formwork panels and 2 workers from Company's Other Contractor.

As stated in or letter AH-Letter-PM-058, Contractor considers the site conditions on the spillway upstream described in this notification to be an on-going occurrence that constitutes a Change, and will submit a Change Request with the quantification of the impacts of this Change in accordance with Article 26.8(c). The notification of such Change is an obligation of the Contractor per Article 26.8(a) of the Agreement. In the interim, Contractor is cooperating fully with Company and Company's other Contractors to mitigate the cost and schedule impacts of this Change.

Yours Truly,

Bill Mavromatis
Project Manager

Andritz Hydro Canada Inc.

CC: Frank Gillespie, LCP Deputy Company Representative/Area Manager Bruce Drover, LCP Package Leader - Hydro Mechanical Equipment Line Tremblay, LCP Senior Contract Administrator Mathieu Bertrand - Installation Coordinator Nicole Hu – AH Commercial Manager Jean-Francois Harpin – AH Large Hydro Manager Operations Daniel Bernier – AH Muskrat Falls Site Manager

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