

## SCHEDULE 12

### PROJECT CO'S OWNERSHIP INFORMATION

#### Project Co Information:

Project Co represents and warrants that the following information regarding Project Co is true and complete as of the date of the Agreement:

#### A. Project Co

1. Name: THP Partnership
2. Date of Registration: May 23, 2014
3. Registered number: 6909133
4. Jurisdiction of Registration: Manitoba
5. Extra-Provincial Registration: British Columbia
6. Extra-Provincial Registration Number: FM0636436
7. Partners:  
THP GBB Inc.  
THP Limited Partnership
8. Partnership Interests:  
- THP Limited Partnership  
- THP GBB Inc.
9. Subsidiaries at the date of this Agreement: None

- |     |  |   |
|-----|--|---|
| 10. | Loans at the date of this Agreement issued as follows:   | Trust Indenture made as of the Effective Date between, among others, THP Partnership and Computershare Trust Company of Canada, together with the Bonds issued thereunder |
| 11. | Other outstanding securities (including description of type of securities, name and address of holder and amount):   | None  |
| 12. | Summary of any constitutional, contractual or other special voting rights, restrictions on powers of directors or similar matters relevant to the control of Project Co: | See the amended and restated partnership agreement of Project Co dated on or about the date hereof  |

**B. THP Limited Partnership**

- |    |                                       |                         |
|----|---------------------------------------|-------------------------|
| 1. | Name:                                 | THP Limited Partnership |
| 2. | Date of Registration:                 | May 23, 2014            |
| 3. | Registered number:                    | 6909168                 |
| 4. | Jurisdiction of Registration:         | Manitoba                |
| 5. | Extra-Provincial Registration:        | British Columbia        |
| 6. | Extra-Provincial Registration Number: | XP636397                |
| 7. | General Partner:                      | THP GP Inc.             |

8. Limited Partners: BB NIH, LP  
Connor, Clark & Lunn GVest Traditional Infrastructure Limited Partnership
9. Partnership Interests: - BB NIH, LP  
- Connor, Clark & Lunn GVest Traditional Infrastructure Limited Partnership  
- THP GP Inc.
10. Subsidiaries at the date of this Agreement: THP Partnership
11. Loans at the date of this Agreement issued as follows: None
12. Other outstanding securities (including description of type of securities, name and address of holder and amount): None
13. Summary of any constitutional, contractual or other special voting rights, restrictions on powers of directors or similar matters relevant to the control of THP Limited Partnership: See amended and restated partnership agreement of THP Limited Partnership dated on or about the date hereof

**C. THP GBB Inc.**

1. Name: THP GBB Inc.
2. Date of Registration: May 23, 2014

- 3. Registered number: 6915605
- 4. Jurisdiction of Registration: Manitoba
- 5. Extra-Provincial Registration: British Columbia
- 6. Extra-Provincial Registration Number: A0092478
- 7. Directors:

<b>Name</b>	<b>Address</b>
Timothy Heavenor	84 Bow Meadows Dr. Cochrane, Alberta T4C 1N2
Matthew O'Brien	93 Dunvegan Rd. Toronto, Ontario M4V 2P8
Mark Jennings	10 Campus Blvd. Newton Square, PA, USA 19073
Christopher Arthur	Suite 678, 999 Canada Place Vancouver, B.C. V6C 3E1

- 8. Officers:

<b>Name</b>	<b>Address</b>
Mark Jennings - VP and Corporate Secretary	10 Campus Blvd. Newton Square, PA, USA 19073
Christopher Arthur – VP	Suite 678, 999 Canada Place Vancouver, B.C. V6C 3E1
Richard Taylor - VP	10 Campus Blvd. Newton Square, PA, USA 19073

Timothy Heavenor - VP  
84 Bow Meadows Dr.  
Cochrane, Alberta T4C 1N2

Matthew O'Brien - VP  
93 Dunvegan Rd.  
Toronto, Ontario M4V 2P8

Matthew Dekkers - VP  
Site 2 Box 53  
De Winton, Alberta T0L 0X0

9. Subsidiaries at the date of this Agreement: None

10. Authorized and issued share capital at the date of this Agreement: Authorized: unlimited number of shares  
Issued: shares

Name and address of registered holder	Number and class held	Amount paid up
Gracorp Balfour Beatty THP Holdings Inc.	Shares	

11. Loans at the date of this Agreement issued as follows: None

12. Other outstanding securities (including description of type of securities, name and address of holder and amount): None

13. Summary of any constitutional, contractual or other special voting rights, restrictions on powers of directors or similar matters relevant to the control of THP GBB Inc. See the articles of THP GBB Inc.

**D. THP GP Inc.**

1. Name: THP GP Inc.

2. Date of Registration: May 23, 2014

- 3. Registered number: 6909192
- 4. Jurisdiction of Registration: Manitoba
- 5. Extra-Provincial Registration: British Columbia
- 6. Extra-Provincial Registration Number: A0092479
- 7. Directors:

<b>Name</b>	<b>Address</b>
Timothy Heavenor	84 Bow Meadows Dr. Cochrane, Alberta T4C 1N2
Matthew O'Brien	93 Dunvegan Rd. Toronto, Ontario M4V 2P8
Mark Jennings	10 Campus Blvd. Newton Square, PA, USA 19073
Christopher Arthur	Suite 678, 999 Canada Place Vancouver, B.C. V6C 3E1

- 8. Officers:

<b>Name</b>	<b>Address</b>
Mark Jennings - VP and Corporate Secretary	10 Campus Blvd. Newton Square, PA, USA 19073
Christopher Arthur – VP	Suite 678, 999 Canada Place Vancouver, B.C. V6C 3E1
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Matthew O'Brien - VP  
93 Dunvegan Rd.  
Toronto, Ontario M4V 2P8

Matthew Dekkers - VP  
Site 2 Box 53  
De Winton, Alberta T0L 0X0

9. Subsidiaries at the date of this Agreement: None

10. Authorized and issued share capital at the date of this Agreement: Authorized: unlimited number of shares  
Issued: shares

<b>Name and address of registered holder</b>	<b>Number and class held</b>	<b>Amount paid up</b>
Gracorp Balfour Beatty THP Holdings Inc.	Shares	

11. Loans at the date of this Agreement issued as follows: None

12. Other outstanding securities (including description of type of securities, name and address of holder and amount): None

13. Summary of any constitutional, contractual or other special voting rights, restrictions on powers of directors or similar matters relevant to the control of THP GP Inc.: See the articles of THP GP Inc.