



Ontario  
Securities  
Commission

Commission des  
valeurs mobilières  
de l'Ontario

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20 Queen Street West  
Toronto ON M5H 3S8

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20, rue queen ouest  
Toronto ON M5H 3S8

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**FILE NO.:** 2019-13

**IN THE MATTER OF  
MANGROVE PARTNERS**

- and -

**IN THE MATTER OF  
TRANSALTA CORPORATION**

D. Grant Vingoe, Vice-Chair and Chair of the Panel

April 12, 2019

**ORDER**

WHEREAS on April 12, 2019, the Ontario Securities Commission (the **OSC**) held a hearing at the offices of the OSC, located at 20 Queen Street West, 17th Floor, Toronto, Ontario, to address scheduling relating to the Application brought by Mangrove Partners (**Mangrove**) in respect of a proposed transaction between TransAlta Corporation (**TransAlta**) and Brookfield BRP Holdings (Canada) Inc. (**Brookfield**), and the annual and special meeting of shareholders of TransAlta;

ON HEARING the submissions of the representatives for Mangrove, TransAlta, Brookfield and Staff of the OSC;

IT IS ORDERED THAT:

1. The OSC shall conduct a hearing on April 15, 2019 commencing at 9:30 a.m. EDT, or on such other date and time as may be agreed to by the parties and set by the Office of the Secretary, to consider the following motions:
  - a. TransAlta's motion regarding the sufficiency of the nexus between Ontario and the issues raised in the Application (the **Nexus Motion**), and
  - b. Mangrove's motion seeking a joint hearing of the Alberta Securities Commission (the **ASC**) and the OSC (the **Joint Hearing Motion**);
2. Written materials for the Nexus Motion shall be filed electronically with the OSC according to the following schedule:
  - a. TransAlta shall serve and file materials by 4:00 p.m. EDT on April 13, 2019,
  - b. Mangrove shall serve and file responding materials by 1:00 p.m. EDT on April 14, 2019,
  - c. TransAlta shall serve and file any reply materials by 6:00 p.m. EDT on April 14, 2019, and

- d. OSC Staff and ASC Staff shall serve and file any materials by 6:00 p.m. EDT on April 14, 2019;
3. Written materials for the Joint Hearing Motion shall be filed electronically with the OSC and the ASC according to the following schedule:
  - a. Mangrove and TransAlta shall serve and file materials by 1:00 p.m. EDT on April 14, 2019, and
  - b. OSC Staff and ASC Staff shall serve and file any materials by 6:00 p.m. EDT on April 14, 2019;
4. Written materials Mangrove's motion for production of documents by TransAlta (the **Disclosure Motion**) shall be served and filed electronically with the OSC and ASC according to the following schedule:
  - a. Mangrove shall serve and file materials by 4:00 p.m. EDT on April 13, 2019,
  - b. TransAlta shall serve and file responding materials by 1:00 p.m. EDT on April 14, 2019,
  - c. Mangrove shall serve and file any reply materials by 6:00 p.m. EDT on April 14, 2019, and
  - d. OSC Staff and ASC Staff shall serve and file any materials by 6:00 p.m. EDT on April 14, 2019;
5. Any motion materials for intervenor status to participate in all or part of the proceeding (**Intervenor Motions**) shall be served and filed electronically with the OSC and the ASC by 1:00 p.m. EDT on April 14, 2019;
6. Any responding materials on the Intervenor Motions shall be served and filed with the OSC and the ASC by 4:30 p.m. EDT on April 15, 2019;
7. The Intervenor Motions shall be heard in writing pursuant to Rule 23(3) of the *Ontario Securities Commission Rules of Procedure and Forms*, (2017) 40 OSCB 8988;
8. Written materials for the Motions filed electronically prior to 9:00 a.m. EDT on April 15, 2019 shall also be filed in paper with the OSC pursuant to section 2 of the OSC's *Practice Guideline* by no later than 9:00 a.m. EDT on April 15, 2019; and
9. In the event that the Nexus Motion is denied, a further hearing shall be held on April 15, 2019 commencing at 11:00 a.m. EDT to address the Disclosure Motion and the scheduling of the next steps of the proceeding.

"D. Grant Vingoe"

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D. Grant Vingoe