

STANDING OFFER PROGRAM

COD CERTIFICATE

PROJECT: _____

TO: British Columbia Hydro and Power Authority (the “**Buyer**”)

RE: Electricity Purchase Agreement (“**EPA**”) made as of [date] between the Buyer and [name of Seller] (the “**Seller**”) for [name of Project]

I, [name of senior officer], in my capacity as [title of senior officer] of the Seller, and not in my personal capacity, certify on behalf of the Seller that:

1. **Defined Terms** - Words and phrases having initial capitalized letters in this Certificate have the meanings given in the EPA.
2. **COD Requirements** - The Seller has satisfied all the conditions for COD as set out in the definition of “Commercial Operation Date” in Appendix 1 of the EPA. Attached to this Certificate is all evidence required to demonstrate that the Seller has satisfied all such requirements.
3. **No Material Default** - No event which results in the Buyer’s right to terminate the EPA under section 9.1 (e) or (h) of the EPA has occurred. The Seller is not in material default under any Permit (and all Permits are in full force and effect), any tenure agreement for the site on which the Seller’s Plant is located, the Interconnection Agreement or the Facilities Agreement.

Dated this _____ day of _____, 200_____.

[name of senior officer]
[title of senior officer]

[Attach to the Certificate in tabbed format all documents and evidence required as set out in the definition of “Commercial Operation Date” in Appendix 1 of the EPA. Where documents have previously been provided to the Buyer, so indicate and attach a copy of the letter transmitting such documents to the Buyer.]