

Executive Compensation Disclosure

Named Executive Officers* as disclosed in Section 12 of the *Annual Information Form for the year ended December 31, 2020*

Agency / Corporation: Toronto Hydro

Data as of December 1, 2020

Position Title	Name	Base Salary	Other Payments (Bonus / Performance Pay / Incentive Program)	Benefits	Perquisite Expenses	Total Compensation
President and Chief Executive Officer*	Anthony Haines	666,464	641,763	17,394	5,814	1,331,435
Executive Vice-President and Chief Financial Officer*	Aida Cipolla	298,391	176,949	9,223	-	484,563
Executive Vice-President and Chief Operating Officer*	Ben La Pianta	459,166	272,091	17,031	-	748,288
Executive Vice-President, Public and Regulatory Affairs and Chief Legal Officer*	Amanda Klein	320,459	192,592	3,283	-	516,334
Executive Vice-President and Chief Human Resources and Safety Officer*	Ave Lethbridge	303,951	180,114	9,560	-	493,625

*Named Executive Officers (NEOs): the Annual Information Form, which is a publicly disclosed document, requires disclosure of five highest earning officers inclusive of CEO and CFO.

Retirement Allowances and Termination Payments as sited in AIF, 'Part 12 - Executive Compensation':

Retirement Allowance

Mr. Haines is the only NEO entitled to a retirement allowance. Under the terms of Mr. Haines' retirement allowance if Mr. Haines had terminated (without cause) or retired from the Corporation during 2020, he would have received a \$1,000,000 retirement allowance. The amount of the Existing Allowance payable to Mr. Haines will thereafter be increased by an additional \$125,000 per year (from 2021 to 2024) for each full calendar year of service completed.

The maximum Existing Allowance payable to Mr. Haines is \$1,500,000, which Mr. Haines will earn if he remains in active service for the Corporation until December 31, 2024 and payable at his election in one or two lump sum instalments following termination of his employment. A second retirement allowance previously awarded to Mr. Haines as a result of the significant changes OMERS unilaterally made to the OMERS defined benefit pension plan in which Mr. Haines is a participant has now been replaced with a top-up benefit payment as outlined in 12.3 b) iv).

Termination Payments

Under the terms of Mr. Haines' employment agreement, if his employment had terminated without cause on December 31, 2020, Mr. Haines would have received severance of \$2,574,347.