

*A final base shelf prospectus containing important information relating to the securities described in this document has been filed with the securities regulatory authorities in each of the provinces of Canada. A copy of the final base shelf prospectus, any amendment to the final base shelf prospectus and any applicable shelf prospectus supplement that has been filed, is required to be delivered with this document. The final base shelf prospectus, any applicable shelf prospectus supplement and any amendment to such documents are accessible through SEDAR+ at [www.sedarplus.com](http://www.sedarplus.com). Copies of the documents may be obtained from CIBC World Markets Inc. by email at [mailbox.cibcdebtsyndication@cibc.com](mailto:mailbox.cibcdebtsyndication@cibc.com), RBC Dominion Securities Inc. by email at [torontosyndicate@rbccm.com](mailto:torontosyndicate@rbccm.com) and Scotia Capital Inc. by email at [syndicate.toronto@scotiabank.com](mailto:syndicate.toronto@scotiabank.com).*

*This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the final base shelf prospectus, any applicable shelf prospectus supplement and any amendment to such documents for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.*

December 9, 2024



Hydro One Inc.

## Re-opening of 4.25% Medium Term Notes (Series 60) due January 4, 2035 Final Term Sheet

<b>Issuer:</b>	Hydro One Inc. (the "Corporation")
<b>Issue:</b>	Re-opening of 4.25% Medium Term Notes (Series 60) issued pursuant to the short form base shelf prospectus dated February 28, 2024 and a pricing supplement to be dated December 9, 2024 (the "Notes")
<b>Re-opening Principal Amount:</b>	\$375 million (New Outstanding of \$1.075 billion)
<b>Pricing Date:</b>	December 9, 2024
<b>Settlement Date:</b>	December 11, 2024 (T+2)
<b>Maturity Date:</b>	January 4, 2035
<b>Re-Offer Spread<sup>(1)</sup>:</b>	[Redacted in accordance with subsection 9A.3(4) of National Instrument 44-102]
<b>Re-Offer Yield:</b>	3.938%
<b>Coupon:</b>	4.25% per annum, payable semi-annually in arrears in equal instalments on January 4 and July 4 in each year until maturity, commencing January 4, 2025.
<b>Re-Offer Price:</b>	\$102.522 per \$100.00 of principal amount of the Notes plus accrued and unpaid interest from and including August 20, 2024 to, but excluding, December 11, 2024 in the amount of \$1.315753424 per \$100.00 principal amount.
<b>Redemption:</b>	The Notes may be redeemed at any time prior to October 4, 2034, at the option of the Corporation, in whole or, from time to time, in part, on not fewer than 15 nor more than 60 days' prior notice at a redemption price equal to the greater of (a) the Canada Yield Price of the Notes or (b) 100% of the principal amount thereof, in either case together with accrued and unpaid interest. The Notes may be redeemed at any time on or after October 4, 2034 at the option of the Corporation, in whole or, from time to time, in part, on not fewer than 15 nor more than 60 days' prior notice at a redemption price equal to 100% of the principal amount thereof, together with accrued and unpaid interest.

"Canada Yield Price" means a price equal to the price of the Notes calculated to provide a yield to October 4, 2034, compounded semi-annually and calculated in accordance with generally accepted Canadian financial practice, equal to the Government of Canada Yield calculated at 10:00 a.m. (Toronto time) on the business

(1) [Footnote redacted in accordance with subsection 9A.3(4) of National Instrument 44-102.]

day preceding the day on which the Corporation gives notice of redemption, plus 0.29%.

“Government of Canada Yield” on any date means the yield from the date fixed for redemption to October 4, 2034, compounded semi-annually and calculated in accordance with generally accepted Canadian financial practice, which a non-callable Government of Canada bond would carry if issued in dollars in Canada at 100% of its principal amount on such date with a term to maturity equal to, or if no Government of Canada bond having an equal term to maturity exists, as close as possible to, the remaining term to October 4, 2034 (calculated from the redemption date) of the Notes, such yield being the average of the yields provided by two Canadian investment dealers specified by the Corporation.

Any redemption may be conditional upon the occurrence of any event (including a financing, asset disposition or other transaction).

**Ranking and Security:** The Notes will be direct, unsecured obligations of the Corporation, ranking pari passu with all other unsecured and unsubordinated indebtedness of the Corporation

**Use of Proceeds:** The Corporation intends to allocate an amount equal to the net proceeds from the sale of the Notes to finance and/or refinance, in whole or in part, new and/or existing Eligible Projects (as defined pursuant to Hydro One’s Sustainable Financing Framework dated August 13, 2024) that are Green Projects (as described in Hydro One’s Sustainable Financing Framework) (“Eligible Green Projects”) pursuant to Hydro One’s Sustainable Financing Framework. Prior to such allocation, the net proceeds may be initially used, in part or in full, for repayment of indebtedness or investments in bank deposits or other cash equivalents, in each case in accordance with the Corporation’s internal liquidity management policies. Although the Corporation intends to allocate an amount equal to the net proceeds from the sale of the Notes to Eligible Green Projects, it will not be an event of default under the trust indenture, as supplemented, if the Corporation fails to do so.

**Form:** Book entry only

**Credit Ratings<sup>(2)</sup>:** DBRS: A (high) (stable)  
Moody’s: A3 (stable)  
S&P: A (stable)

**CUSIP/ISIN:** 44810ZCS7 / CA 44810ZCS70

**Syndicate:** CIBC World Markets Inc. (Joint Lead Agent and Joint Bookrunner)  
RBC Dominion Securities Inc. (Joint Lead Agent and Joint Bookrunner)  
Scotia Capital Inc. (Joint Lead Agent and Joint Bookrunner)  
BMO Nesbitt Burns Inc.  
National Bank Financial Inc.  
TD Securities Inc.  
Desjardins Securities Inc.  
Casgrain & Company Ltd.  
Laurentian Bank Securities Inc.

(2) A credit rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawn at any time.

*One or more sections of this term sheet may be provided by members of the syndicate to investors.*

*Investing in the Notes involves risks. See the section entitled “Risk Factors” in the final base shelf prospectus, which may be amended or supplemented in any prospectus supplement or pricing supplement.*

*These securities have not been and will not be registered under the United States Securities Act of 1933, as amended, or any state securities laws and may not be offered, sold, or delivered within the United States of America and its territories and possessions or to a U.S. Person (as defined by Rule 902(k) of Regulation S) except in certain transactions exempt from the registration requirements of such Act.*