

CONFIDENTIAL

# **Exhibit B**

## **Consents and licences**

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ElecLink Limited

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## Contents

1	Introduction .....	3
2	UK Consents.....	4
3	French consents .....	5
4	Treaty of Canterbury / Intergovernmental Commission Consents .....	7
5	TSO Grid Connection Agreements .....	8

This draft exemption application and the material contained herein is confidential and is intended for use only by the Commission de Régulation de l'Énergie and the Office of Gas and Electricity Markets and their respective professional advisers. The Commission de Régulation de l'Énergie and the Office of Gas and Electricity Markets should note that disclosure of certain information in respect of the draft exemption application could prejudice the commercial interests of ElecLink and its shareholders and/or be subject to other exemptions under applicable freedom of information legislation.

Whilst every effort has been made by ElecLink, its officers, directors, employees, representatives, shareholders and advisers (the "**Relevant Parties**") to ensure the accuracy of the information contained in this exemption application as at 31 July 2013, none of the Relevant Parties makes any representation or warranty regarding (i) the accuracy, adequacy or completeness of the information contained in this exemption application; or (ii) the reasonableness or otherwise of any estimate, forecast, assumption or expression of opinion contained in this exemption application. No Relevant Party assumes any duty of care to any recipient of this exemption application. The Relevant Parties reserve the right and will use reasonable endeavours at any time and from time to time to correct any aspect of this exemption application that is found to be inaccurate, inadequate or incomplete or any estimate forecast, assumption or expressions of opinion that are found to be unreasonable.

# I Introduction

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The consents listed in this document are the consents which it is currently anticipated may be required. The consents position will be finalised following inter alia finalisation of the technical parameters of the interconnector.

## 2 UK Consents

Location	Permit/Action	Comments
Land Cable Route Converter Station Access Road	<b>Planning permission under Town and Country Planning Act 1990</b>	<p>1. Approvals will be required from Shepway District Council, and Ashford Borough Council for the 400kV land cable route between the convertor station at Folkestone and the NGET Grid connection point at Sellindge</p> <p>2. Approval from Shepway District Council required for the convertor station and road. An approval may also be required from Dover District Council if a temporary laydown area is required at Samphire Hoe.</p> <p>3. Note that the Secretary of State may, under s71A of the Act, require environmental impact assessments to be carried out in various areas. An Environment Impact screening is being carried out to ascertain if this is required for the ElecLink project</p> <p>. The building will lie close to the Kent Downs Area of Outstanding Natural Beauty (AONB). The AONB unit will likely be a consultee in a TCPA application.</p> <p>5. The building will be close to the Folkestone to Etchinghill Site of Specific Scientific Interest and therefore Natural England will likely be a consultee in a TCPA application.</p>
Land Cable Route	<b>Street works licence under s.50(5) New Roads and Street Works Act 1991</b>	An entity with a transmission licence (which ElecLink will obtain) has a statutory right to undertake street works under the Electricity Act, and will thus not need a specific licence for such works. However, ElecLink may need to provide prior notice of certain works to the relevant Highways Agency for the street works to be undertaken.

### 3 French consents

Location	Permit/Action	Comments
Land Cable Route Converter Station Access Road	<p><b>Environmental impact assessment</b></p> <p><b>(Article L122-1 and R. 122-5-5° of the French Environmental Code)</b></p> <p><a href="#">Décret n°2012-1529 du 28 décembre 2012 - art. 13</a></p>	<p>The impact assessment will require an in-depth review of the technical details of the project and environmental constraints (notably flora/fauna aspects), which could highlight other applicable permitting constraints (e.g. presence of Natural 2000 areas, of protected species, etc.).</p> <p>An impact study on the Channel Tunnel property was carried out at the time of the construction of the Channel Tunnel.</p> <p>A full year background flora and fauna study has been undertaken in 2012 and no significant impacts have been detected.</p> <p>The land cable route and converter station may benefit from a short-form impact study following a change in French law providing for a case by case approach to accelerate the construction of specific transmission assets</p>
Land Cable Route Converter Station Access Road	<p><b>Consultation of the National Commission for Public debate</b></p> <p><b>(Article L121-1 and R. 121-2-4 of the French Environmental Code)</b></p>	<p>The Commission National will decide whether a public debate is necessary (in addition to a public enquiry).</p>
Converter Station	<p><b>A building permit (granted by the Préfet)</b></p> <p><b>(Article L421-1 of the French Town Planning Code)</b></p>	<p>A building permit will be required and will be progressed once the location of the converter station has been decided upon.</p>
Land Cable Route Access Road	<p><b>Water law authorisation</b></p> <p><b>(Articles L214-1 et seq. of the French Environmental Code)]</b></p>	<p>Relevant should the works have an impact on the flow of water. This is considered unlikely at this point in time although the decision will ultimately depend on the exact cable route.</p>

Location	Permit/Action	Comments
Land Cable Route Converter Station Access Road	<b>A clearing permit (Articles L311-1 et seq. of the French Forestry Code)]</b>	Any clearing permit must be obtained prior to other authorisations. It is not currently anticipated that a clearing permit will be required.
Land Cable Route	<b>An authorisation of the Préfet can be required if the cable crosses public roads (Agreement pursuant to Article 50 of Decree dated 29 July 1927)</b>	RTE is responsible for obtaining this permit if deemed necessary.  RTE has submitted a Justification technique et économique (JTE) to the Ministry of Energy for the cable route which has been accepted.
Land Cable Route Converter Station Access Road	<b>Environmental protection (Articles L332-9 et seq. of the French Environmental Code, réserves naturelles)</b>	Should works affect protected species, derogation from the prohibition to impact such species would be required (Article L411-2 of the French Environmental Code).  Flora and fauna studies completed. No protected species identified.
Land Cable Route Converter Station Access Road	<b>Declaration of intent to start the works (Decree No. 91-1147 dated 14 October 1991.)</b>	Further investigation needed to determine whether the route of the cable will impact other buried networks. This will need to be considered further once the final route of the cable has been established.  Such declaration need only be given 3 months in advance of commencement of the works.
Land Cable Route Converter Station Access Road	<b>Authorisation to occupy the public domain</b>	Further investigation required as to whether any part of the public domain will be occupied.

## 4 Treaty of Canterbury / Intergovernmental Commission Consents

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Reference <sup>1</sup>	Nature of Consent	Time to obtain consent	Comments
5.5	Until the date ascertained pursuant to Clause 34.5, neither of the Concessionaires nor any of their respective Subsidiaries shall without the prior written consent of the Intergovernmental Commission engage in any activity other than the development, financing, construction or operation of the Fixed Link or ancillary facilities permitted pursuant to Clause 17.	31 December 2013	IGC, Groupe Eurotunnel and ElecLink have agreed to a process to obtain the IGC's non objection of the ElecLink project by 31 December 2013
17.2	Any use of the Fixed Link other than as permitted by or pursuant to this Agreement, and in particular, but without limitation, the transmission of energy or telecommunications, shall require the prior consent of the Intergovernmental Commission, except to the extent that the relevant use is connected with construction or operation of the Fixed Link.	31 December 2103	IGC, Groupe Eurotunnel and ElecLink have agreed to a process to obtain the IGC's non objection of the ElecLink project by 31 December 2013

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<sup>1</sup> References are to the relevant clause of the Concession Agreement dated April 1986.

## 5 TSO Grid Connection Agreements

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TSO	Nature of Application	Date of Connection Agreement
RTE	Proposition technique et financiere n° 2012 – 035 – SENE pour le raccordement au réseau public de transport d'électricite de la nouvelle interconnexion derogatoire d'ElecLink	26 June 2013
National Grid	Bilateral Connection Agreement for an interconnector owner in respect of a 1000MW HVDC interconnector at Sellindge 400kV substation with reference A/ELEC/12/5319-IEN(1) and Construction Agreement at Sellindge 400kV substation ref: A/ELEC/12/5319-IEN(1)	26 July 2013