

HYDRO ONE LIMITED

POSITION DESCRIPTION FOR COMMITTEE CHAIRS

The primary responsibility of the Chair of each committee (a "**Committee**") of the board of directors (the "**Board**") of Hydro One Limited (including its subsidiaries, the "**Company**") is to provide leadership to the Committee and enhance the Committee's effectiveness. This position description should be read together with the mandate of the related Committee.

The designation of each Committee Chair shall take place annually at the first meeting of the full Board after a meeting of the shareholders at which directors are elected, provided that if the designation of a Committee Chair is not so made, the members of the Committee may designate a Chair by majority vote of the full Committee.

Each Committee Chair shall receive such remuneration as the Board may determine from time to time on the recommendation of the Governance Committee.

Specific Responsibilities

In fulfilling his or her responsibilities, the Committee Chair will:

Relationship to the Board and Management

1. facilitate the Committee's interaction with management, the Board and other committees of the Board;
2. take steps to foster the Committee's understanding of the boundaries between its responsibilities and management's responsibilities;
3. report to the Board on matters considered by the Committee, its activities and compliance with the Committee's mandate;
4. oversee the flow of information to the Committee to keep the Committee informed of material matters relevant to the Committee's mandate and monitor the adequacy and timeliness of materials provided to the Committee by management;

Committee Leadership

5. provide leadership to the Committee, oversee the Committee's discharge of the duties assigned to it, and facilitate the work of the Committee;

6. chair meetings of the Committee;
7. in collaboration with management of the Company, set the agenda for each meeting of the Committee and bring forward for consideration matters within the mandate of the Committee;
8. encourage a candid discussion in an atmosphere of openness and trust of all key matters which come before the Committee;
9. act as a resource and mentor for other members of the Committee;
10. oversee the orientation of new Committee members and continuing education opportunities for Committee members;
11. provide input on succession planning in respect of the Committee Chair position and membership on the Committee generally;
12. assist in engagement with shareholders, regulators and other stakeholder groups as necessary; and

General

13. carry out other duties as requested by the Committee as needs and circumstances arise.

Approved by the Board on November 6, 2019.