

HYDRO ONE INC.

POSITION DESCRIPTION FOR THE CHIEF EXECUTIVE OFFICER

The primary responsibility of the Chief Executive Officer is to lead Hydro One Inc. (including its subsidiaries, the "**Company**") and manage and provide strategic direction including the development and implementation of plans, policies, strategies and budgets for the growth and profitable operation of the Company.

The Chief Executive Officer will report to the board of directors (the "**Board**") of Hydro One Inc.

Responsibilities

In fulfilling his or her responsibilities, the Chief Executive Officer will:

Strategy and Risk

1. ensure that the day-to-day business affairs of the Company are appropriately managed;
2. recommend to the Board and, following its approval, consistently strive to achieve, the Company's financial and operating goals and objectives;
3. formulate and present to the Board for approval the Company's long term business plans and strategy and policies that address the opportunities and risks facing the Company and lead to the creation of shareholder value;
4. identify, assess, monitor and manage the principal risks of the Company;
5. develop and recommend to the Board annual business plans and budgets that support the Company's long term strategy and business plans;
6. reinforce a Company-wide focus on delivery of a superior end-to-end customer experience;
7. along with the Chief Financial Officer, be responsible for designing, establishing, maintaining, reviewing and evaluating the Company's disclosure controls and

procedures and internal controls over financial reporting (as each is defined under applicable securities laws) and maintaining and enhancing, as necessary, their effectiveness;

Relationship with the Board

8. respect the Board's role and independence, including directors' need to meet in camera without the Chief Executive Officer being present;
9. keep the Board informed in a timely and candid manner of the progress of the Company towards the achievement of its established goals and of all material deviations from the goals or objectives and policies established by the Board and other developments that may have material strategic implications for the Company;

Leadership

10. provide leadership to, guide and inspire the senior executive team;
11. foster a corporate culture that promotes and encourages ethical practices, integrity and compliance with applicable laws;
12. foster a positive work climate that is conducive to attracting, retaining and motivating a diverse group of top-quality, motivated employees at all levels;
13. build an effective management team below the level of the Chief Executive Officer, and oversee the Company's management development and succession plans;
14. evaluate the performance of the other officers and senior employees of the Company and make recommendations with respect to their compensation;

Relationships with Shareholders, Customers and Other Stakeholders

15. promote and maintain effective relationships with shareholders, customers, governments, regulators, First Nations and other key external stakeholders;
16. oversee the communication of information to the public in a timely manner which accurately portrays the position of the Company;

17. represent the Company in a way that enhances and maintains the Company's reputation;
18. serve as the chief spokesperson for the Company, coordinating with the Board Chair as appropriate; and

General

19. faithfully and diligently discharge all other responsibilities specified by the Board.

Approved by the Board on February 12, 2020.