



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

P.O. Box 55, 19th Floor
20 Queen Street West
Toronto ON M5H 3S8

CP 55, 19e étage
20, rue queen ouest
Toronto ON M5H 3S8

RECEIPT

**Brookfield Renewable Energy Partners L.P.
Brookfield Renewable Power Preferred Equity Inc.
Brookfield Renewable Energy Partners ULC**

This is the receipt of the **Ontario Securities Commission** for the **Preliminary Base Shelf Prospectus** of the above Issuer dated **May 13, 2013** (the preliminary prospectus).

The preliminary prospectus has been filed under Multilateral Instrument 11-102 *Passport System* in **British Columbia, Alberta, Saskatchewan, Manitoba, Quebec, New Brunswick, Nova Scotia, Prince Edward Island, Newfoundland and Labrador, Yukon, Nunavut and Northwest Territories**. A receipt for the preliminary prospectus is deemed to be issued by the regulator in each of those jurisdictions, if the conditions of the Instrument have been satisfied.

May 13, 2013

Huston Loke

Huston Loke
Director, Corporate Finance

SEDAR Project #s 2059607, 2059609,
2059610