

Audited Financial Statements of

The Ontario NFWA Trust

December 31, 2009

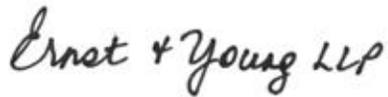
AUDITORS' REPORT

To the Trustee of **The Ontario NFWA Trust**

We have audited the statement of net assets of **The Ontario NFWA Trust** (the "Trust") as at December 31, 2009 and the statements of operations and comprehensive income and changes in net assets for the year then ended. These financial statements are the responsibility of the Trustee of the Trust. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Trust as at December 31, 2009 and the results of its operations and changes in its net assets for the year then ended in accordance with Canadian generally accepted accounting principles.



Chartered Accountants
Licensed Public Accountants

Toronto, Canada
February 12, 2010

The Ontario NFWA Trust
(thousands of dollars)

STATEMENTS OF NET ASSETS

As at December 31

	<u>2009</u>	<u>2008</u>
Assets		
Investments (Note 3)		
Cash	38	16
Short-term investments	110,721	41,639
Fixed income investments	895,909	722,955
Pooled funds	681,408	617,479
Derivative contracts	26	73
	<u>1,688,102</u>	<u>1,382,162</u>
Other		
Investment income receivable (Note 4)	5,822	4,745
Receivable for investment transactions (Note 9)	6,236	2,599
	<u>12,058</u>	<u>7,344</u>
Total assets	<u>1,700,160</u>	<u>1,389,506</u>
Liabilities		
Accounts payable and accruals (Note 5)	512	837
Payable for investment transactions (Note 9)	6,234	2,597
	<u>6,746</u>	<u>3,434</u>
Net assets	<u>1,693,414</u>	<u>1,386,072</u>

See accompanying notes to the financial statements

The Ontario NFWA Trust
(thousands of dollars)

STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME

Years Ended December 31

	2009	2008
Investment income <i>(Note 6)</i>		
Interest	74,501	66,252
Net realized gains	8,740	12,141
Other	1,695	-
	84,936	78,393
Expenses		
Administration fees <i>(Note 10)</i>	1,958	1,693
Net investment income	82,978	76,700
Net unrealized gains (losses) <i>(Note 6)</i>	71,119	(34,354)
Net income and comprehensive income	154,097	42,346

See accompanying notes to the financial statements

The Ontario NFWA Trust
(thousands of dollars)

STATEMENTS OF CHANGES IN NET ASSETS

Years Ended December 31

	<u>2009</u>	<u>2008</u>
Net assets, beginning of year	1,386,072	1,243,726
Net income	154,097	42,346
Contributions <i>(Note 7)</i>	153,245	100,000
Net assets, end of year	<u>1,693,414</u>	<u>1,386,072</u>

See accompanying notes to the financial statements

The Ontario NFWA Trust
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2009
(thousands of dollars, unless otherwise stated)

1. DESCRIPTION OF THE ONTARIO NFWA TRUST

Bill C-27, the Nuclear Fuel Waste Act ("NFWA"), received royal assent on June 13, 2002 and was proclaimed into force on November 15, 2002. Bill C-27 is a key component of the Government of Canada's 1996 Policy Framework for Radioactive Waste. Under this policy, the Federal Government, through effective oversight, will ensure that the long-term management of radioactive waste is carried out in a comprehensive, integrated and economically sound manner.

As required under the NFWA, owners of nuclear fuel waste established, by incorporation, the Nuclear Waste Management Organization ("NWMO"), whose purpose is to propose to the Government of Canada approaches for the management of nuclear fuel waste, and to implement the approach that is selected by the Federal Government. In accordance with the NFWA, the NWMO submitted its recommendations for a long-term nuclear used fuel waste management strategy to the Federal Government in November 2005. In June 2007, the Federal Government selected the NWMO's recommended option titled Adaptive Phased Management.

Upon the NFWA coming into force in November 2002, the owners of nuclear fuel waste were required to establish trust funds and to make annual payments into those trust funds to finance the long-term management of nuclear fuel waste. Accordingly, Ontario Power Generation Inc. ("OPG") established The Ontario NFWA Trust (the "Trust"), and made an initial deposit of \$500 million into the Trust fund on November 25, 2002. Under the NFWA, OPG is required to make a contribution to the Trust each year, within 30 days of the submission of the NWMO's Annual Report to the federal Minister of Natural Resources. The annual contribution amount to the Trust was \$100 million up to 2007. Since 2008, the annual contribution amount is based on the funding formula approved by the federal Minister of Natural Resources.

The funds in the Trust will be used for the purposes of managing nuclear used fuel waste. These financial statements do not portray the funding requirements of the long-term management of nuclear fuel waste obligations.

OPG and the Ontario Financing Authority ("OFA"), an agency of the Province of Ontario (the "Province"), jointly make decisions on the Trust's asset mix and investment manager selection and retention. There is a risk that OPG and the OFA may have differing priorities respecting these matters that could impact asset mix and investment decisions.

The Trustee of the Trust is CIBC Mellon Trust Company. The Province and OPG are the beneficiaries of the Trust. The Trust is part of the Used Fuel Segregated Fund set up by OPG pursuant to the Ontario Nuclear Funds Agreement.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The financial statements of the Trust have been prepared by management in accordance with Canadian generally accepted accounting principles ("GAAP"). The preparation of financial statements in conformity with Canadian generally accepted accounting principles, requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses, and the disclosure of contingent assets and liabilities. Actual results could differ from these estimates.

Other than OPG and the Province, there are no related parties to the Trust.

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Certain of the 2008 comparative amounts have been reclassified from financial statements previously presented to conform to the 2009 financial statement presentation.

Cash and Short-term Investments

Cash includes cash on deposit. Money market and fixed income securities with a remaining term to maturity that is less than one year from the financial statement date are recorded as short-term investments. Interest earned on cash and short-term investments is recognized as interest income.

Valuation of Investments

Financial assets are classified as loans and receivables or held-for-trading, and financial liabilities are classified as held-for-trading or other than held-for-trading. Financial assets and liabilities held-for-trading are measured at fair value with gains and losses recognized in income. Loans and receivables and financial liabilities other than those held-for-trading are measured at amortized cost. Financial assets purchased and sold, where the contract requires the asset to be delivered within an established time frame, are recognized on a trade-date basis. All derivatives, including embedded derivatives that must be separately accounted for, generally must be classified as held-for-trading and recorded at fair value in the statements of net assets. Transaction costs are expensed as incurred for financial instruments classified or designated as held-for-trading.

Fair value is defined as the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. Where a quoted price in an active market is available, the fair value is based on the quoted price at the end of the reporting period. In the absence of a quoted price in an active market, the Trust determines fair value using a valuation technique that makes maximum use of observable market inputs.

Investments are presented in the financial statements at fair value with the changes between fair value and average cost recorded as unrealized gains or losses on the value of the investments.

The carrying value of the cash and short-term investments approximates their fair value due to their immediate or short-term maturity.

The market values of foreign investments are translated into Canadian dollars at the exchange rates prevailing at the close of each business day. Purchases and sales of foreign securities and income and expenses are translated into Canadian dollars at the exchange rates prevailing on the transaction dates. The gains and losses on foreign exchange are recorded in the statements of operations and comprehensive income.

Securities traded on a national securities exchange are valued at the bid price on the last business day of the period. Listed securities for which no trades are recorded on the last business day of the period are valued at the last reported traded price on the last business day on which the security traded. Pooled funds are valued based on the unit value of the pooled fund as reported by the investment manager and are presented as a separate category on the statements of net assets. Securities transactions are recorded on the trade date. Dividends are accrued as of the ex-dividend date. Stock dividends are recorded in income based on the market value of the security. The realized gains and losses on the sale of securities are calculated with reference to the average cost of the securities and included in net realized gains or losses on the statements of operations and comprehensive income. The Trust follows the accrual method of recording investment income.

The Ontario NFWA Trust
NOTES TO THE FINANCIAL STATEMENTS
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(thousands of dollars, unless otherwise stated)

For certain other investments that do not have an established fair value, the fair value is estimated based on comparable securities of issuers with similar credit ratings or net realizable value using available information.

Forward Foreign Exchange Contracts

The Trust may enter into forward foreign exchange contracts for risk management purposes where such activity is consistent with its investment objectives.

The changes in the year-end value of forward foreign exchange contracts receivable have been included in the investments on the statements of net assets, with the net unrealized gain or loss included as part of the net unrealized gains or losses on the statements of operations and comprehensive income.

The gain or loss arising from the difference between the value of the original forward foreign exchange contract and the contract at close or delivery is realized and recorded in net realized gains or losses on the statements of operations and comprehensive income.

Taxation

In 2002, a letter was received from the Senior Assistant Deputy Minister, Department of Finance Canada stating the Department's overall intent to ensure that the legislative obligations under the NFWA do not cause the Trust to be subject to income taxes. As a result of the Department's recommendation, a proposed amendment to add subsection 149(1)(z.2) to the Income Tax Act (Canada) was released by the Department on July 18, 2005. This new paragraph would have exempted the Trust from tax as it was created and maintained solely to meet the obligations of the NFWA. Because Parliament was dissolved on September 7, 2008, the bill has to be re-introduced to become law. As at December 31, 2009, the bill had yet to be re-introduced. Accordingly, the Trust has made no provision for income taxes in these financial statements.

Changes in Accounting Policies

Amendments to Section 3862 Financial Instruments – Disclosures (“Section 3862”)

In June 2009, the Canadian Institute of Chartered Accountants (“CICA”) issued an amendment to Section 3862 to provide improvements to fair value and liquidity risk disclosures. The amendment applies to the Trust's fiscal year ended December 31, 2009; earlier application is not permitted. In the first year of application, comparative information need not be presented for the disclosures required by the amendment. Accordingly, the disclosure for the fair value hierarchy is only presented for the year ended December 31, 2009.

The Ontario NFWA Trust
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Transition to International Financial Reporting Standards

In February 2008, the Canadian Accounting Standards Board confirmed January 1, 2011 as the changeover date for Canadian publicly accountable enterprises to start using International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). IFRS uses a conceptual framework similar to Canadian GAAP, but there are significant differences in recognition, measurement and disclosures. The Trust will adopt IFRS for the fiscal year 2011 starting January 1, 2011. The fiscal 2011 financial statements will include comparative 2010 financial results under IFRS. The IASB will continue to issue new accounting standards during the conversion period, and as a result, the final impact of IFRS on the Trust's financial statements will be determined once all the IFRS standards applicable at the conversion date are known.

The Ontario NFWA Trust
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FOR THE YEAR ENDED DECEMBER 31, 2009
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3. INVESTMENTS

The fair values and historical costs of the investments at December 31, 2009 and 2008 are summarized as follows:

	2009 Fair Value	2009 Historical Cost	2008 Fair Value	2008 Historical Cost
Cash	38	38	16	16
Short-term investments	110,721	110,814	41,639	41,667
Fixed income investments				
Domestic	882,955	866,426	714,149	711,246
United States	12,954	13,938	8,806	9,597
	895,909	880,364	722,955	720,843
Pooled funds				
Fixed income	681,026	672,151	617,236	666,050
Short-term investments	382	593	243	562
	681,408	672,744	617,479	666,612
Forward foreign exchange contracts receivable	26	-	386	-
Forward foreign exchange contracts payable	-	-	(313)	-
Net derivative contracts	26	-	73	-
Total investments	1,688,102	1,663,960	1,382,162	1,429,138

The term to maturity for the forward foreign exchange contracts was under one month at December 31, 2009.

4. INVESTMENT INCOME RECEIVABLE

Investment income receivable was mainly comprised of interest receivable from cash, short-term investments and fixed income investments.

	2009	2008
Interest receivable	5,398	4,745
Other	424	-
	5,822	4,745

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5. ACCOUNTS PAYABLE AND ACCRUALS

Accounts payable and accruals consist of the following as at December 31, 2009 and 2008:

	2009	2008
Investment management fees	488	820
Audit fees	11	11
Trustee fees	13	6
	512	837

6. INVESTMENT INCOME, REALIZED AND UNREALIZED GAINS AND LOSSES

Investment income and realized and unrealized gains and losses for the years ended December 31, 2009 and 2008 consist of the following:

	2009	2008
Investment income		
Interest income on cash, short-term investments, and bonds and debentures	74,501	66,252
Other	1,695	-
	76,196	66,252
Net realized gains		
Realized gains	8,214	10,302
Realized foreign exchange gains	526	1,839
	8,740	12,141
Net unrealized gains (losses)		
Unrealized gains (losses)	71,616	(32,985)
Unrealized foreign exchange losses	(497)	(1,369)
	71,119	(34,354)

In September 2009, OPG and the Province jointly accepted an offer from one of the investment managers regarding losses incurred in the pooled fund investments. Upon acceptance of the offer, the Trust was entitled to a payment of \$1.7 million which would equal 50 percent of the losses occurred. In exchange for the payment, OPG and the Province released the investment manager from any future actions or claims against the losses incurred. As at December 31, 2009, the Trust received a total of \$1.3 million with the remaining balance to be remitted in quarterly payments on March 31 and June 30, 2010. The outstanding balance of \$0.4 million was recorded in other investment income receivable (Note 4).

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7. CONTRIBUTIONS

Cash contributions to the Trust during the year were \$128.1 million (2008 – \$100.0 million). On May 7, 2009, OPG made a contribution of \$25.1 million, the required true up to the 2008 contribution plus accrued interest, to the Trust, which was as a result of approval by the Minister of Natural Resources of the NWMO proposed funding formula on April 7, 2009.

8. FINANCIAL INSTRUMENTS

The primary objective of the Trust is to meet the payment obligations associated with the disposal costs associated with high level used nuclear fuel. In order to meet these liability payments, the long-term return objective of the Used Fuel Segregated Fund, of which the Trust is a part, is to achieve a total annual real return of 3.25 percent which equals the rate of change in the Ontario Consumer Price Index plus 3.25 percent compounded annually. In 2009, the actual rate of return of the Trust was 10.3 percent (2008 – 3.3 percent).

A Statement of Investment Policies and Procedures ("SIPP") was established for the Trust which sets out the investment framework of the Trust, including the investment assumptions, permitted investments and various investment constraints. Further, the SIPP provides the long-term target asset mix of the Trust, considered in the context of the Used Fuel Segregated Fund, which considers its funded status and investment objectives in relation to its projected long-term liability profile and cash flows, historical experience of investment vehicles, the appropriate level of diversification to optimize risk and return, and the risk preferences of the Province and OPG. The management of OPG and the Province monitor investment compliance quarterly with the SIPP.

The SIPP is reviewed and approved annually by the Deputy Minister of Finance, on behalf of the Province.

Risks Associated with Financial Instruments

Credit Risk

Credit risk is the risk that the counterparty to a financial instrument might fail to meet its obligation under the terms of a financial instrument, thereby resulting in a financial loss for the other party to the transaction. The Trust is primarily exposed to credit risk through its fixed income allocation, which is invested in federal, provincial and corporate debt. Credit risk is governed by the SIPP, which requires fixed income investments to comply with various investment constraints that ensure prudent diversification and minimum credit rating quality. Investment compliance with the SIPP is monitored quarterly by an external third-party vendor and reported quarterly to management of OPG and the OFA.

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(thousands of dollars, unless otherwise stated)

The table below summarizes the Trust's exposure to debt instruments with the following credit ratings at December 31, 2009 and 2008:

Rating	2009	2008
AAA	33.6%	36.2%
AA	35.2%	34.3%
A	25.4%	24.8%
BBB	4.5%	3.5%
Less than BBB or not rated	1.3%	1.2%
	100.0%	100.0%

Credit ratings are obtained from Standard & Poor's, Moody's and/or the Dominion Bond Rating Services. In the case where more than one rating is obtained for a security, the lowest rating has been used.

Liquidity Risk

Liquidity risk is the risk that the Trust is unable to meet its financial obligations, due at any point in time. The approach to managing liquidity is to ensure that the Trust has sufficient liquidity to meet its financial obligations when due without incurring unacceptable losses.

Market Risk

Market risk is defined as the risk that an investment's value decreases due to changes in underlying market factors including, but not limited to, interest rate risk and currency risk.

Market risk is managed by the Trust through its diversified asset mix, which in accordance with the SIPP, is expected to be reviewed at least every five years to coincide with the preparation and approval of reference plans which provide detailed cost estimates for high-level used fuel disposal. The target asset mix of the Trust, including tolerance ranges around the target allocation to various asset classes, is governed by the SIPP. Compliance with the target asset mix ranges is monitored monthly internally and on a quarterly basis by an external third-party vendor and reported quarterly to management of OPG and the OFA.

Concentration Risk

Concentration risk is the risk of investment loss due to lack of diversification in the portfolio. The Trust's exposure to concentration risk is governed by the SIPP. For equities, no holding shall represent more than 10 percent of the total market value of each investment manager's equity portfolio. For fixed income investments, no more than 10 percent of each investment manager's portfolio may be invested in the bonds of a single issuer and its related companies, except for Canadian federal and provincial bonds and bonds of their agencies. Investment compliance with the SIPP is monitored quarterly by an external third-party vendor and reported to management of OPG and the OFA.

Currency Risk

Currency risk is the risk that the value of a financial instrument decreases due to changes in foreign exchange rates. The Trust is exposed to foreign currency through the purchase of fixed income instruments denominated in foreign currencies.

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The net foreign currency exposure of the Trust at December 31, 2009 was \$96 (2008 – \$138), adjusting for currency hedges. Since the net foreign currency exposure is insignificant, the Trust's exposure to changes in foreign currencies is immaterial and not presented.

Interest Rate Risk

Interest rate risk, which includes credit spread risk, is the risk of investment loss due to changes in interest rates and changes in the market price of credit. The Trust is exposed to interest rate risk through its target asset mix, which includes a significant allocation to fixed income securities. Cash and short-term investments with maturity dates of less than one year from the financial statement date have minimal exposure to interest rate fluctuations. The Trust's exposure to interest rate risk is governed by the SIPP, which ensures that the Trust's fixed income exposure is prudently diversified. Investment compliance with the SIPP is monitored quarterly by an external third-party vendor and reported quarterly to management of OPG and the OFA.

The table below provides a summary of the Trust's fixed income exposures by maturity at December 31, 2009 and 2008:

	2009	2008
Fixed income investments		
1 to 5 years	275,313	288,479
5 to 10 years	238,833	201,092
Over 10 years	381,763	233,384
	895,909	722,955
Average yield	3.74%	3.82%

Modified duration is a measure of the sensitivity of the price of a fixed income instrument to a change in interest rates. Given the Trust's modified duration of 6.6 years at December 31, 2009 (2008 – 5.6 years), a parallel shift in the yield curve of +/- 0.5 percent would result in an impact on the net assets of the Trust of \$29,565 (2008 – \$20,243), with all other variables held constant. In practice, actual results may differ materially from this sensitivity analysis.

Derivatives

The Trust may enter into derivative contracts, such as forward foreign exchange contracts, for risk management purposes where such activity is consistent with its investment objectives. Forward foreign exchange contracts expose the Trust to counterparty credit risk should the Trust's counterparty to any such transaction default on its contractual obligations. Since the notional value of the currency forward contracts outstanding at December 31, 2009 represents less than 1 percent of the Trust's net assets, the counterparty credit exposures on such transactions have a minimal impact on the Trust.

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(thousands of dollars, unless otherwise stated)

The following table summarizes forward foreign exchange contracts that were outstanding at December 31, 2009 and 2008:

	2009	2008
Forward foreign exchange contracts		
Receivable	26	386
Payable	-	(313)
	26	73

The Trust may also enter into derivative contracts, such as futures contracts, to replicate direct investments in underlying securities. As at December 31, 2009 and 2008, the Trust did not hold any futures contracts.

Additional Information on Fair Value

The Trust adopted the amendments to Section 3862 effective from January 1, 2009. These amendments require the Trust to present certain information about financial instruments measured at fair value in the statements of net assets.

The table below presents financial assets measured at fair value in the statements of net assets in accordance with the fair value hierarchy. This hierarchy groups financial assets and liabilities into three levels based on the significance of inputs used in measuring the fair value of the financial assets and liabilities. The fair value hierarchy has the following levels:

- Level 1: Unadjusted quoted prices in an active market for identical assets or liabilities
- Level 2: Inputs other than quoted prices under Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3: Inputs based on unobservable market data

The level within which the financial asset or liability is classified is determined based on the lowest level of significance input to the fair value measurement.

As at December 31, 2009, the financial assets measured at fair value in the statements of net assets are grouped into the fair value hierarchy as follows:

	Level 1	Level 2	Level 3	Total
Short-term investments	-	110,721	-	110,721
Fixed income investments	-	895,854	55	895,909
Pooled funds	-	681,408	-	681,408
	-	1,687,983	55	1,688,038

There have been no material transfers between the Levels 1 and 2 in the reporting period.

The categories of financial instruments whose fair values are classified in Level 3 of \$55 consist of non-bank-sponsored asset-backed commercial paper.

The Ontario NFWA Trust
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Changes in the fair value of financial instruments classified in Level 3

The following table summarizes the changes in the fair value of financial instruments classified in Level 3 for the year ended December 31, 2009. The Trust classifies financial instruments in this level when the valuation technique is based on at least one significant input that is not observable in the markets or due to a lack of liquidity in certain markets. The valuation technique may also be based, in part, on observable market inputs. The gains and losses presented hereafter may therefore include changes in fair value based on observable and unobservable inputs.

	Fixed Income Investments	Total
Fair value as at January 1, 2009	50	50
Purchases, sales, settlements and other	5	5
Fair value as at December 31, 2009	55	55

The Trust performs sensitivity analyses for fair value measurements classified in Level 3, substituting the unobservable inputs with one or more reasonably possible alternative assumptions. These sensitivity analyses result in negligible change in the fair value of financial instruments classified in Level 3 as at December 31, 2009.

9. RECEIVABLE AND PAYABLE FOR INVESTMENT TRANSACTIONS

Investments that were sold at the end of the year but had not settled as at December 31, 2009 of \$6,236 (2008 – \$2,599) have been presented as a receivable.

Investments that were purchased at the end of the year but had not settled as at December 31, 2009 of \$6,234 (2008 – \$2,597) have been presented as a payable.

10. ADMINISTRATION FEES

Administration fees for the years ended December 31, 2009 and 2008 were as follows:

	2009	2008
Investment management fees	1,900	1,643
Audit fees	11	11
Trustee fees	47	39
	1,958	1,693

11. PAYMENTS/WITHDRAWALS

There were no payments or withdrawals made from the Trust relating to the disposal of long-term nuclear fuel waste as permitted under the NFWA.

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12. CAPITAL MANAGEMENT

The Trust's capital is managed in accordance with the NFWA and its stated investment objectives. New cash contributions to the Trust are determined in accordance with the NFWA. Payments are made from the Trust for administration fees (Note 10) as provided for in the NFWA and the Trust's Agreement between OPG, the Province and the Trustee. Liquidity is managed in order to be able to meet the Trust's expenses. The statements of changes in net assets identify changes in the Trust's capital during the period.