VERIDIAN CORPORATION

MEMORANDUM

To: All Employees

From: Michael Angemeer

Date: September 19, 2017

Re: Potential Merger Update

c: E. Lucci, IBEW 636, Business Representative
J. O'Neil, IBEW Local 636, Chair

To all valued employees:

I am pleased to provide this update to you on the status of the potential merger between Veridian Corporation ("Veridian") and Whitby Hydro Energy Corporation ("Whitby Hydro").

A significant amount has been accomplished since we last updated you in July. Most importantly, the two potential merger partners have worked very cooperatively on a business plan that is now substantially complete and that confirms the benefits of a combined utility. More recently our attention has turned to the preparation of legal documents that must be provided to our shareholders as part of a merger proposal.

Over the next several weeks we will be working to finalize the business plan and legal documents for consideration by our respective boards of directors and our municipal shareholders. We anticipate that presentations to our shareholders will be delivered during late fall, but this schedule could potentially shift as we work to finalize the documents.

I look forward to sharing the outcome of the work that has been done to evaluate our potential merger. We will plan to provide this information to you as soon as it is publicly released by our shareholders. In the interim, should you have a question please check to see if it has been addressed in the FAQ section of our dedicated microsite at http://learnmore.veridian.on.ca. If you don't find an answer there, you can use the 'Have Your Say' feature of the site to submit your question.

As I've said before, I am very appreciative of your continued focus on our ongoing business operations while this work is underway. We have a strong team, as does our merger partner. I'm very excited about the prospect of combining our expertise and am confident that a merged company would quickly establish itself as an industry leader in our sector.

We look forward to discussing this potential merger and hearing your feedback.

Sincerely,

M. C. Angemeer

Michael Angemeer