

**Appendix “A”
Terms and Conditions of Offer to Purchase**

- Subject Property: Public Lane between 51 Grosvenor Street and 76 Grenville Street
- Legal Description: Part of PIN 21415-0101(LT)
Part of Lane, Plan 159, and shown as Part 1 on Sketch No. PS-2008-160 (the “Lane”)
- Purchaser: Women’s College Hospital (the “Purchaser”)
- Recommended Sale Price: \$980,000.00
- Recommended Deposit: \$98,000.00
- Balance: Cash or certified cheque on closing, subject to the usual adjustments
- Closing Date: 45 days following enactment of the by-law permanently closing the Lane as a public lane. In the event that (i) Council has not enacted the closing by-law on or before July 1, 2010; or (ii) prior to July 1, 2010, Council has considered the proposed closing by-law and has decided not to enact it, the Agreement of Purchase and Sale shall be at an end and the deposit returned to Purchaser.
- Lane Closing Requirements and Sale Conditions:
1. Purchaser to represent and warrant that it is the sole registered owner of the lands abutting the Lane and that it shall be the sole registered owner of such lands on closing, failing which the agreement of purchase and sale shall be at an end;
 2. Purchaser shall accept the Lane in “as is” condition and, on closing shall execute and deliver a release in favour of the City, in a form satisfactory to the City Solicitor, in respect of all loss, costs, damages, liability or actions relating to the environmental condition of the Lane;
 3. Purchaser shall indemnify the City against all loss, costs, damages or actions including injurious affection claims, resulting from the closure of the Lane as a public lane;
 4. Purchaser shall pay all out-of-pocket expenses that may be incurred by the City as a result of the

closure and sale of the Lane and Purchaser shall pay the cost of registering the closing by-law and any other documents necessary or incidental to the closure and sale;

5. Purchaser shall obtain and deposit in the appropriate Land Registry Office, at its sole cost and expense, a reference plan of survey integrated with the Ontario Co-ordinate System, satisfactory to the City Surveyor, which delineates the boundaries of the Lane as one or more separate Parts thereon;
6. Purchaser shall comply with such other terms and conditions as the City Solicitor and the General Manager of Transportation Services may deem advisable to protect the City's interests.