

Appendix "A"
MAJOR TERMS AND CONDITIONS
325 Milner Avenue East

Landlord: Groupe Petra Ltee.,

Premises: Comprising approximately 47,874 square feet of rentable area located on the 9th, 10th and 12th floors. There is an option to substitute equivalent space on the 11th floor for the 12th floor space if the 11th floor space becomes available before the Landlord commences work on the leasehold improvements.

Term: November 1, 2012 to October 31, 2025

Extension Term:

Two (2) options to extend the Term for Five (5) years each based on then current fair market rental rates.

Rent:

Four hundred and seventy-eight thousand, seven hundred and forty dollars (\$478,740.00 per annum, based on ten dollars (\$10.00) per square foot for years one (1) through six (6), and five hundred and ninety-eight thousand, four hundred and twenty-five dollars (\$598,425.00) per annum, based on twelve dollars and fifty cents (\$12.50) per square foot for years seven (7) to thirteen (13).

The Landlord has agreed that the first 6 months of Term (November 1, 2012 to April 30, 2013) will be Gross Rent Free to the Tenant (the only additional expense during that period will be a proportionate share of realty taxes) and the next 6 months of Term (May 1, 2013 to October 31, 2013) will be Net Rent Free (no base rent, but additional rent is payable) to the Tenant. If the realty tax exemption as a municipal capital facility is not in place by the Commencement Date, then the Gross Rent Free period is reduced to 3 months and the Free Net Rent period increases to 9 months.

Additional Rent:

Three hundred and eighty-eight thousand, seven hundred and thirty-six dollars and eighty-eight cents (\$388,736.88) per annum based on the landlord's current year estimate of operating costs, eight dollars and twelve cents (\$8.12) per square foot.

Landlords Work:

The Landlord shall provide the Tenant with a Leasehold Improvement Allowance amount equal to two million, one hundred and fifty-four thousand, three hundred and thirty dollars (\$2,154,330) based on forty five dollars (\$45) per square foot to be applied toward the cost of constructing leasehold improvements in the Premises.

Parking:

The Landlord shall furnish and maintain 100 paved grade level parking spaces for use by the Tenant within the Property at no additional cost to the Tenant. The Landlord covenants and agrees that, throughout the Term and any renewal or extension thereof, there will be sufficient surface parking available at 325 Milner Avenue to accommodate the Tenant's unreserved 100 parking spaces as well as ample guest parking facilities to accommodate the Tenant's visitors as well as other visitors to the Property.

Municipal Tax Exemption:

Application for tax exemption for the Premises is being submitted.