

Appendix A

Terms of 2018 -2022 Licence Agreement

1. Licence Dates for the 2018 RAWF - as outlined in Appendix B. Appendix B will be updated annually to reflect the facility preparation dates, June 1st for the Class B and older halls and August 1st for the Class A halls.

2. Rent (net of the grant) for 2018-2022 is \$1,369,000 as follows:

2018 - \$226,077

2019 - \$248,841

2020 - \$272,768

2021 - \$297,906

2022- \$324,308

This rental structure will reduce the overall level of subsidization each year from \$1,512,513 in 2018 an 87.0% discount (79.8% discount including the Ricoh rent charged by MLSE directly to Royal), with an annual reduction each year until 2022 when the subsidization will be \$1,632,491, 83.4% (76.5% including the Ricoh rent calculated based on CPI at 3%). For the years 2018 through 2022 there is an overall reduction in the level of discounts/subsidization of 3.6%. (3.3% with Ricoh).

3. City of Toronto grant to RAWF for 2018 RAWF Fair has been confirmed to be \$969,110.

4. No later than June 1, 2018, for all Class B Halls, and no later than August 1, 2018 for all remaining space, Exhibition Place will provide the RAWF with a letter outlining the areas and dates available for facility preparation for the RAWF event by the Board and the RAWF and RAWF subcontractors. These areas and dates will be available at no cost to the RAWF or the RAWF subcontractors.

5. Board will provide all available and functioning Exhibition Place equipment if available at no cost.

6. Board will charge the preferred tenant rate of Time & Materials plus a mark-up on all services ordered by the RAWF from Exhibition Place. Currently the preferred tenant mark-up rate is 12% mark-up.

7. The Board will waive it's food & beverage rights along with the beverage sponsorship rights within the Enercare Centre.

8. The RAWF can provide notice to the Board on or before June 1 in any year, if the RAWF at its sole discretion wants to remove licenced space (as outlined in Appendix B). Exhibition Place will continue to apply the appropriate % discount to the recalculated licence fee for the reduced space.

9. RAWF will pay list rates/rack rate to ShowTech (or its successor) for mechanical and plumbing services, and will receive the standard show management (currently 10% discount) provided by ShowTech or its successor where applicable. 10. Exhibition Place will provide a portion of Bandshell Park 36,800 sq ft. and lot 859 at discounted rates, respectively \$6,900 and \$24,936 as in 2017.

11. Exhibition Place will provide free access to portion of lot 854; and lots 857 and 858 free of charge as in 2017. Market value of these lots in 2018 is \$74,807