

## Appendix 1

### TERMS AND CONDITIONS OF TRANSFER OF THE PROPERTY

1. Closing on such date as the parties may agree.
2. Property to be transferred “as is,” for nominal consideration, with Build Toronto to assume and be responsible for any and all liabilities arising from or connected with the state, quality, matter or condition of the properties, whether or not known, including, but not limited to, any expense or costs incurred in connection with or relating to the environmental condition of the Property.
3. Build Toronto will be responsible for all costs associated with development.
4. Build Toronto will pay any applicable Land Transfer Tax, HST, registration charges that would normally be for the account of the purchaser in a transaction of purchase and sale, and other taxes and costs.
5. Build Toronto will provide such usual closing documents as the City may require.
6. The City makes no representations about permitted use, zoning, Official Plan designation or any similar matter.
7. Build Toronto will obtain from any purchaser or tenant of the Property an agreement releasing Build Toronto and the City from liability for environmental contamination, and an indemnity in favour of Build Toronto and the City in respect of claims arising on the basis of environmental contamination.
8. Nothing in the transfer agreement will interfere with the exercise by the City of all of its rights as a municipality, or prejudice the City in carrying out its statutory rights and responsibilities, including planning rights and responsibilities.
9. No dealings between the City and Build Toronto as parties to the transfer agreement will relieve Build Toronto from the responsibility of discharging its obligations imposed by any shareholder direction, statute, regulation, by-law or in any other lawful manner.
10. Build Toronto will consult with the local councillor in planning the development of the properties.
11. Such other and amended terms and conditions as may be approved by the Chief Corporate Officer in a form satisfactory to the City Solicitor.

## Appendix 2

### Below-Grade Portion of Harbour Street – Ward 20

#### BACKGROUND

Harbour Street, west of York Street, was acquired by City of Toronto from The Toronto Harbour Commissioners through the registration of Plan 616E on June 6, 1924 and was assumed as an 86 ft wide public road (shown as Fleet Street on the plan). With the passing of City of Toronto By-law 12960 in 1931 the street was renamed to Harbour Street.

Approximate Site Area: 470.07 m<sup>2</sup> (0.116 acres)

#### PROPERTY

Current Legal Description: A below-grade portion of Fleet Street (now known as Harbour Street) on Plan 616E, City of Toronto, shown as Part 1 on Sketch No. PS-2013-028 ("the Sketch")

Stratification: Transfer limited to between 1.2-1.5 m below-grade and 19.9-20.2 m below-grade - strata to be transferred has depth of 18.7 m± as shown on the Sketch (the "Property")

#### TERMS AND CONDITIONS OF TRANSFER

1. Transfer is conditional upon City Council enacting a by-law permanently closing the Property as a public highway.
2. Build Toronto will obtain from any purchaser of the Property an indemnity in favour of the City in respect of any claims arising from the permanent closure of the Property as a public highway.
3. Build Toronto will be responsible for the costs of relocating any City services and public utilities that will be impacted by the closure and conveyance of the Property, including a 300 m watermain, to the satisfaction of the General Manager of Engineering and Construction Services, the General Manager of Toronto Water and the General Manager of Transportation Services.
4. Title to the Property will be taken "as is" and will be subject to existing interests and to such additional easements or other interests as are required for existing and future use of the strata to be retained by the City above and below the Property and existing and future utility installations and municipal services including, but not limited to:
  - a. An easement of support will be reserved by the City over the Property.

## Below-Grade Portion of Harbour Street

