

## Appendix A

### TERMS AND CONDITIONS OF THE OFFER TO PURCHASE

<b>Subject Property:</b>	200 Madison Avenue, Toronto, Ontario
<b>Legal Description:</b>	Lots 259 - 262, Plan M-2 PIN: 21219-0009 (LT)
<b>Purchaser:</b>	Madison View Homes Inc.
<b>Recommended Sale Price:</b>	\$2.00
<b>Irrevocable Date:</b>	November 15, 2016
<b>Environmental Condition:</b>	<p>This offer is conditional upon the purchaser satisfying itself with respect to the environmental condition of the property, prior to December 31, 2016.</p> <p>The purchaser shall have the right to terminate this Agreement by notice in writing to the City on or before December 31, 2016, that the condition has not been satisfied. This condition is for the sole benefit of the purchaser and the purchaser may waive it at any time.</p>
<b>Reconveyance Agreement:</b>	The purchaser has agreed that the property will be reconveyed to the City if notice is given by the City that it is not satisfied with the progress being made towards the development of the property.
<b>Closing Date:</b>	Sixty days after all conditions in Offer to purchase have been waived or met.