

SENT BY EMAIL, ORIGINAL SENT VIA COURIER

April 16, 2021

Mr. Gregg Lintern
Chief Planner and Executive Director
City of Toronto Planning
Toronto City Hall
100 Queen Street West, 12th Floor, East Tower
Toronto, ON M5H 2N2

Dear Mr. Lintern:

Re: 555 Rexdale Boulevard – Woodbine Racetrack Block 10 Permitting
Site Plan Control Application No. 18 119828 WET 02 SA
Subdivision Control Application No. 17 158705 WET 12 SB
Update to Proposed Sequential Conditional Permitting

Further to our proposal for Block 10 sequential conditional permitting issued to Mr. Greg Lintern in a letter dated October 24, 2019, Woodbine Entertainment Group (WEG) and Ontario Gaming GTA Limited Partnership (OGGTA) provide the following status update following discussions with City of Toronto Planning, to satisfy Planning with respect to achievement of milestones for the ongoing release of conditional permitting required for Block 10.

As a general preface, with respect to advancing the Block 9 site plan, WEG and OGGTA are currently working cooperatively to revise the Block 9 site plan application through additional design review, traffic analysis, and assessing how the space will be used, to ensure that it works well with the adjacent uses including the Walking Ring and Queen's Plate Drive, and that it is properly integrated into the site as a whole. We feel that this is a critically important process for ensuring the overall success of the entire development, at the same time respecting the urgency with which the City would like to move the site plan and NOAC forward for this Block.

Block 10 Site Plan Control and Permitting Status Update

Site Plan Control Status Update

Block 10 NOAC was issued on October 30, 2019. The live feed camera which was requested by the City under the NOAC was installed October 30, 2019 and remains operational. All City comments have been addressed with the exception of the City's request for WEG's solicitor to deliver a certificate confirming the ground lease between the Owner and the tenant/operator of the Site grants all necessary rights in respect to the sanitary sewer and clean water service to the Grandstand that runs along the southern boundary of Block 10 and the registration of the Block 10 Site Plan Agreement to WEG's entire lands. Language to amend the Block 10 ground lease to satisfy this requirement is currently being drafted.

Final Site Plan Approval is pending Registration of the Phase 1 Plan of Subdivision and satisfying all the pre-approval conditions identified in the NOAC issued on November 20, 2019, including the execution and registration of a Site Plan Agreement.

Financial Securities

All required Letters of Credit relating to Block 10 have been posted including Public Art and Landscaping.

Block 10 Public Art Status

The Block 10 Public Art Plan was approved on February 26, 2020. Briefs have been submitted to the artists, and final concepts are expected to be submitted on April 30, 2021.

Block 10 Conditional Permit Status Update

The following Block 10 building permit applications were submitted to the City on October 31, 2018:

- 01 Main Building (P1 Level, Casino Expansion, Hotel 1, Theatre) – Permit Application Number 18 258929 BLD 00 BA
- 02 Parkade (East and West) – Permit Application Number 18 258928 BLD 00 NB
- 03 Retail 3A (West Retail) – Permit Application Number 18 258926 BLD 00 NB
- 04 Retail 3B/3C (East Retail) – Permit Application Number 18 259043 BLD 00 NB
- 05 Site Trailer – Permit Application Number 18 268669 TPS 00 MS

Under the accelerated conditional permitting process, the City has granted certain conditional permits for Block 10 contingent upon achievement of the following completion milestones relating to the Phase 1 Services Underground Servicing:

Conditional Permits Issued to Date:

Permit	Phase 1 Service Milestone	Date Milestone Achieved	Permit Issue Date
Conditional Foundation Permit	Minimum Threshold Conditions Satisfied	August 12, 2019	August 12, 2019
Conditional Above-Grade Permit: Casino, Hotel 1, & Theatre Structure	Phase 1 Services Engineering Approval; and NOAC Issued	October 11, 2019 October 30, 2019	March 16, 2020
Conditional Above-Grade Permit: Parkade Structure	Phase 1 Services Underground Services Certified 25% Complete	June 19, 2020	October 29, 2020

In addition to the above-noted permits, the following permits have been issued for the Casino, Hotel 1 and Theatre:

- Plumbing Permit, issued February 18, 2021
- HVAC Permit, issued March 24, 2021

The following permits remain to be issued, with target issue dates as follows:

Permit	Phase 1 Service Milestone	Date Milestone Achieved	Anticipated Permit Issue Date
Conditional Building Permit – Envelope & Interiors; Casino, Hotel 1 & Theatre	Phase 1 Services Underground Services Certified 50% Complete	August 15, 2020	April 16, 2021

Conditional Building Permit – Envelope; Parkade	Phase 1 Services Underground Services Certified 50% Complete	August 15, 2020	May 31, 2021
Conditional Building Permit – Envelope & Interiors; Retail	Phase 1 Services Underground Services Certified 50% Complete	August 15, 2020	May 31, 2021

Full Building Permits for Block 10 are dependent upon execution of the Block 10 Site Plan Agreement, which is in turn dependent upon the Registration of the Phase 1 Plan of Subdivision, currently targeted for March 11, 2022.

A detailed schedule entitled “Block 10 Conditional Permitting Schedule” showing the timing of the various Block 10 conditional permits, and linkages to Block 9 permits, is appended to this letter.

Block 10 Occupancy Requirements:

Issuance of the Occupancy Permit for Block 10 will be conditional upon the following two added conditions, as requested by City Planning in a meeting with OGGTA and WEG on June 12, 2019:

1. Substantial Completion of Phase 1 Roads and Services (currently targeted at December 31, 2021)
2. Issuance of a Full Building Permit for Block 9 (currently targeted at July 29, 2022)

Block 9 Site Plan Control and Permitting Status Update

A term sheet and ground lease were executed on December 18, 2019 between OGGTA and WEG which provides OGGTA with development and operating rights to Block 9. WEG has issued financial security to secure the Block 9 obligations in the amount of \$20,000,000 in the form of a letter of credit which is being held in escrow pending execution of the Plan of Subdivision Agreement.

Block 9 Site Plan Control Resubmission No. 3 was achieved on November 2, 2020 as scheduled. Comments were received from the City on January 26, 2021. All comments have been addressed, and resubmission No. 4 is scheduled for April 30, 2021, subject to further discussion with the City regarding WEG’s proposed changes relating to the Walking Ring and Queen’s Plate Drive edge.

OGGTA has retained Public Art Management as the Block 9 public art consultant, and drafting of the Block 9 Public Art Plan has commenced. A meeting has been scheduled for April 23, 2021 with Lara Tarlo (Senior Urban Planner), Henry Tang (Senior Planner) and Allison Reid (Senior Urban Designer) to discuss public art proposed locations and design intent.

Block 9 NOAC is targeted for June 30, 2021. Block 9 Full Building Permit is targeted for July 29, 2022. Please note that the dates relating to Block 9 are predicated on City approval of revised drawings. Further modifications may be required which may affect the proposed timelines relating to Block 9. Please refer to the attached Block 10 Conditional Permitting Schedule dated April 16, 2021 which includes details of the Block 9 buildings construction taking place concurrently with Block 10 construction.

Phase 1 Subdivision Registration Status Update

A detailed matrix tracking the status of conditions necessary for registration of the Phase 1 Subdivision has been provided and reviewed with the City. The following is a status update of the key issues and conditions relating to the Phase 1 Plan of Subdivision Registration.

Phase 1 Subdivision Agreement

The Phase 1 Subdivision Agreement was previously executed by WEG and issued to the City on November 30, 2020. The City has since requested that Woodbine re-executed the Subdivision Agreement and submit four (4) original copies by April 30, 2021.

Phase 1 Municipal Services Construction Status Update

Prior to registration of the Phase 1 Plan of Subdivision, the Phase 1 Services are required to be constructed and completed to the satisfaction of Engineering and Construction Services. The current target date for completion of Phase 1 Services is December 31, 2021.

Phase 1 Services Engineering Approval

Phase 1 Services drawings (with the exception of gas, hydro and CUP) were approved for construction on October 11, 2019. Final engineering approval is pending final re-submission of hydro and CUP drawings to the City, which is targeted for April 30, 2021.

Phase 1 Services Completed Milestones

The following construction milestones for completion of Phase 1 Services below grade services as required under the Block 10 conditional permitting have been met as planned:

25% Completion of Underground Services: Certified on June 19, 2020
50% Completion of Underground Services: Certified on August 15, 2020

Overall construction timelines have been impacted by the COVID 19 pandemic, including two government mandated temporary construction site lockdowns, resource and supply chain constraints and PPE protocols which have delayed the municipal services construction work. Notwithstanding these delays, the Phase 1 Services underground services are largely complete with the exception of the following work:

- Jack and bore work under Hwy 27 and Rexdale, target completion November 25, 2021
- Telcom duct bank and Enbridge Gas installations, target completion September 7, 2021
- Block 7 SWM Pond final excavation and liner, target completion May 24, 2021

The balance of Phase 1 Services above ground services (including curbs, base course asphalt, street lighting, and intersection improvements) are scheduled to be completed by December 31, 2021.

Record of Site Condition (RSC)


WEG is currently updating the RSC documentation for the Pond/Roads, and anticipate submission to the MECP by April 19, 2021, with approval by MECP and RSC filed by the end of June 2021.

Registration of Plan of Subdivision

The current target for satisfaction of all pre-registration conditions and submission of registration documents to the City is January 31, 2022, with registration occurring in March 2022.

Yours very truly,

WOODBINE ENTERTAINMENT GROUP

DocuSigned by:

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William Ford

ONTARIO GAMING GTA LIMITED

PARTNERSHIP, by its general partner,
2569129 Ontario Inc.

Terrance Doyle,
Chief Executive Officer

JIP/ss

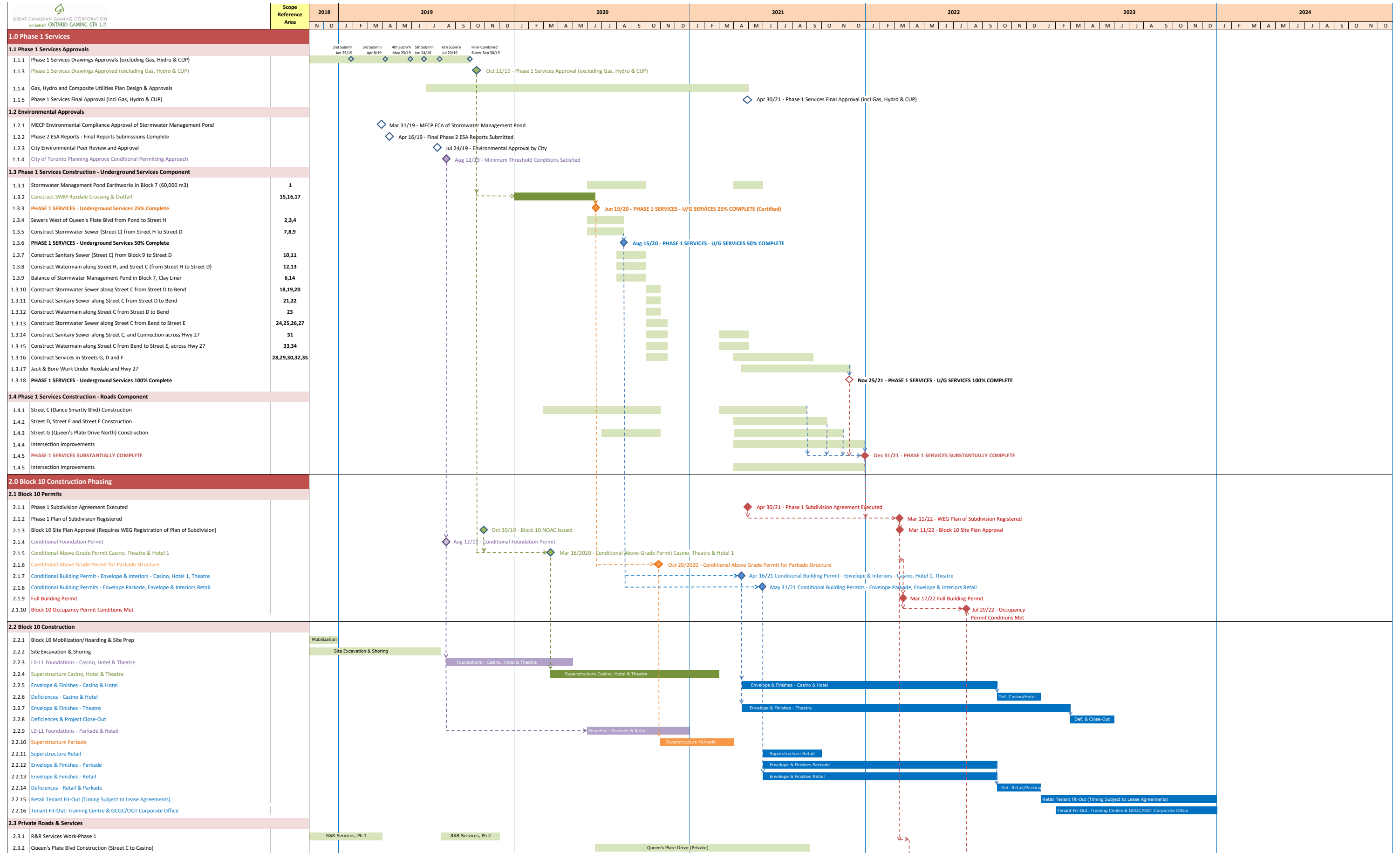
Enclosures

cc: Tamer Mikhail, Manager, Plan Review, Toronto Building, Etobicoke York – North Team
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April 16, 2021

555 Rexdale Blvd - Woodbine Racetrack

BLOCK 10 CONDITIONAL PERMITTING SCHEDULE



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