

**Unanimous Shareholder Agreements
Annual Unitholder Meeting
October 2, 2019**

Meeting Minutes

11:15 am, City of Ottawa, CMO Boardroom

Unanimous Shareholder Agreement Representatives:

Unitholder Attendees:

City of Ottawa (“City”):

Steve Kanellakos, City Manager

*Ottawa Sports and
Entertainment Group (“OSEG”):*

Roger Greenberg, Executive Chair and
Managing Partner

*Lansdowne Master GP Inc., Lansdowne Stadium GP Inc.,
Lansdowne Retail GP Inc., Ottawa REDBLACKS GP Inc.
and Ottawa 67’s GP Inc.: (“Component GPs”):*

Mark Goudie, President & CEO
David Porter, Senior Vice President Finance
& Technology

Other Attendees:

City of Ottawa:

Marian Simulik, Chief Financial Officer / Treasurer
Steve Box, Director, City Manager’s Office
Dan Chenier, General Manager, Recreation Cultural & Facility Services
David White, City Solicitor
Geoff Cantello, Senior Legal Counsel

Component GPs:

Stephanie Spruston, Vice President, Corporate Services & General Counsel

Agenda Items

1. Election of Chair

Motion by Steve Kanellakos to elect Roger Greenberg as Chair.
Motion passed and position accepted.

2. Appointment of Secretary

Motion by Roger Greenberg to appoint Stephanie Spruston as Secretary.
Motion passed and position accepted.

Chair calls the meeting to order.

3. Approval of Previous Meeting Minutes

Motion by Steve Kanellakos to approve the minutes from the September 27, 2018 Component GP Unanimous Shareholder Agreement Meeting.

Roger Greenberg concurred. Motion passed and minutes approved.

4. Lansdowne Master GP Inc. (the “Master GP”) presentation of potential Major Decisions set out in the Master GP Unanimous Shareholder Agreement.

Motion by Steve Kanellakos for the City and OSEG to approve Major Decisions in relation to the Master GP, namely:

- a) adopt and approve the audited financial statements of the Lansdowne Master Limited Partnership (“Master LP”) for the period January 1, 2018 to March 31, 2019; and
- b) approve the re-appointment of KPMG as auditors of Master LP.

Roger Greenberg concurred. Motion passed and Major Decisions hereby approved.

5. Lansdowne Stadium GP Inc. (the “Stadium GP”) presentation of unaudited financial statements of Stadium GP and potential Major Decisions set out in the Stadium GP Unanimous Shareholder Agreement.

Motion by Steve Kanellakos for the City and OSEG to approve a Major Decision in relation to Stadium GP, namely to adopt and approve the unaudited financial statements of Stadium GP for the period January 1, 2018 to March 31, 2019.

Roger Greenberg concurred. Motion passed and Major Decision hereby approved.

6. Lansdowne Retail GP Inc. (the “Retail GP”) presentation of unaudited financial statements of Retail GP and potential Major Decisions set out in the Retail GP Unanimous Shareholder Agreement.

Motion by Steve Kanellakos for the City and OSEG to approve a Major Decision in relation to Retail GP, namely to adopt and approve the unaudited financial statements of Retail GP for the period January 1, 2018 to March 31, 2019.

Roger Greenberg concurred. Motion passed and Major Decision hereby approved.

7. Ottawa REDBLACKS GP Inc. (the “REDBLACKS GP”) presentation of unaudited financial statements of REDBLACKS GP and potential Major Decisions set out in the REDBLACKS GP Unanimous Shareholder Agreement.

Motion by Steve Kanellakos for the City and OSEG to approve a Major Decision in relation to REDBLACKS GP, namely to adopt and approve the unaudited financial statements of REDBLACKS GP for the period January 1, 2018 to March 31, 2019.

Roger Greenberg concurred. Motion passed and Major Decisions hereby approved.

8. Ottawa 67's GP Inc. (the "Ottawa 67's GP") presentation of unaudited financial statements of Ottawa 67's GP and potential Major Decisions set out in the Ottawa 67's GP Unanimous Shareholder Agreement.

Motion by Steve Kanellakos for the City and OSEG to approve a Major Decision in relation to Ottawa 67's GP, namely to adopt and approve the unaudited financial statements of Ottawa 67's GP for the period January 1, 2018 to March 31, 2019.

Roger Greenberg concurred. Motion passed and Major Decisions hereby approved.

9. Other Business

Acknowledgement that the City and OSEG had approved a Major Decision on January 2, 2019 to allow Master LP to borrow funds through a revolving credit facility, to assist with cash flow fluctuations.

10. Adjournment

Meeting adjourned.

DRAFT