

**Unanimous Shareholder Agreements
Annual Unitholder Meeting
January 13, 2023**

Meeting Minutes

1:30 pm City Manager's Office at City Hall and via videoconference

Unitholder Attendees:

City of Ottawa: Wendy Stephanson, Interim City Manager

Ottawa Sports and Entertainment Group: Roger Greenberg, Executive Chair and Managing Partner

Lansdowne Master GP Inc.: Mark Goudie, President & Chief Executive Officer
David Porter, Senior Vice President, Finance & Technology

Other Attendees:

City of Ottawa: Cyril Rogers, Acting Chief Financial Officer
Isabelle Jasmin, Deputy City Treasurer
Steve Box, Director of City Manager's Office
Dan Chenier, General Manager,
Recreation Cultural & Facility Services
David White, City Solicitor

Component GPs: Matt Perron, Legal Counsel

1. Election of Chair

Motion by Wendy Stephanson to elect Roger Greenberg as Chair. Motion passed and position accepted.

2. Appointment of Secretary

Motion by Roger Greenberg to appoint Matt Perron as Secretary. Motion passed and position accepted.

Chair called the meeting to order.

3. Approval of Previous Meeting Minutes

Motion by Roger Greenberg to approve the minutes from the October 15, 2021 Component GP Unanimous Shareholder Agreement Meeting. Wendy Stephanson seconded. 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 Roger Greenberg to waive the requirement for Master GP to provide unaudited financial statements to unit holders within one hundred and twenty (120) days of Fiscal Year End of March 31, 2022. Wendy Stephanson seconded. Motion passed.

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

- (a) to adopt and approve the audited financial statements of the Lansdowne Master Limited Partnership (“Master LP”) for the fiscal year ending March 31, 2022; and
- (b) to approve the re-appointment of KPMG as auditors of Master LP.

Wendy Stephanson seconded. Motion passed and Major Decisions 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 Roger Greenberg to waive the requirement for Stadium GP to provide unaudited financial statements to unit holders within one hundred and twenty (120) days of Fiscal Year End of March 31, 2022. Wendy Stephanson seconded. Motion passed.

Report by Stadium GP on unaudited Fiscal Year 2022 Financial Statements for Stadium GP to parties to Stadium Unanimous Shareholder Agreement, being the City, OSEG and the Stadium GP (the “**Stadium GP Parties**”) (Section 6.1(a) of USA).

Stadium GP summarized prior year Major Decisions, and introduced any required Major Decisions to be made by Stadium GP Parties; discussion of matters; and determination of such matters by the Stadium GP Parties (Section 3.10 of USA). Motion by Roger Greenberg for the City and OSEG to approve a Major Decision in relation to Stadium GP, namely to accept the unaudited financial statements of Stadium GP for the fiscal year ending March 31, 2022. Wendy Stephanson seconded. 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 Roger Greenberg to waive the requirement for Retail GP to provide unaudited financial statements to unit holders within one hundred and twenty (120) days of Fiscal Year End of March 31, 2022. Wendy Stephanson seconded. Motion passed.

Report by Retail GP of unaudited Fiscal Year 2022 Financial Statements for Retail GP to parties to Retail Unanimous Shareholder Agreement, being the City, OSEG and Retail GP (the “**Retail GP Parties**”) (Section 6.1(a) of USA).

Retail GP summarized prior year Major Decisions, and introduced any required Major Decisions to be made by Retail GP Parties; discussion of matters; and determination of such matters by the Retail GP Parties (Section 3.10 of the USA). Motion by Roger Greenberg for the City and OSEG to approve a Major Decision in relation to Retail GP, namely to accept the unaudited financial statements of Retail GP for the fiscal year ending March 31, 2022. Wendy Stephanson seconded. 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 Roger Greenberg to waive the requirement for REDBLACKS GP to provide unaudited financial statements to unit holders within one hundred and twenty (120) days of Fiscal Year End of March 31, 2022. Wendy Stephanson seconded. Motion passed.

Report by REDBLACKS GP of unaudited Fiscal Year 2022 Financial Statements for REDBLACKS GP to parties to REDBLACKS Unanimous Shareholder Agreement, being the City, OSEG and REDBLACKS GP (the “REDBLACKS GP Parties”) (Section 6.1(t) of USA).

REDBLACKS GP summarized prior year Major Decisions, and introduced any required Major Decisions to be made by REDBLACKS GP Parties; discussion of matters; and determination of such matters by the REDBLACKS GP Parties (Section 3.10 of USA).

Motion by Roger Greenberg for the City and OSEG to approve a Major Decision in relation to REDBLACKS GP, namely to accept the unaudited financial statements of REDBLACKS GP for the fiscal year ending March 31, 2022. Wendy Stephanson seconded. Motion passed and Major Decision 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 Roger Greenberg to waive the requirement for Ottawa 67’s GP to provide unaudited financial statements to unit holders within one hundred and twenty (120) days of Fiscal Year End of March 31, 2022. Wendy Stephanson seconded. Motion passed.

Report by Ottawa 67's GP of unaudited Fiscal Year 2022 Financial Statements for Ottawa 67's GP to parties to Ottawa 67's Unanimous Shareholder Agreement, being the City, OSEG and Ottawa 67's GP (the "**Ottawa 67's GP Parties**") (Section 6.1(a) of USA).

Ottawa 67's GP summarized prior year Major Decisions, and introduced any required Major Decisions to be made by Ottawa 67's GP Parties; discussion of matters; and determination of such matters by the Ottawa 67's GP Parties (Section 3.10 of USA). Motion by Roger Greenberg for the City and OSEG to approve a Major Decision in relation to Ottawa 67's GP, namely to accept the unaudited financial statements of Ottawa 67's GP for the fiscal year ending March 31, 2022. Wendy Stephanson seconded. Motion passed and Major Decisions hereby approved.

9. Other Business

No other business.

10. Adjournment

Meeting then adjourned.