

**Meetings Amongst Parties To
Unanimous Shareholder Agreements
August 30, 2023**

Meeting Minutes

1:30 pm City Manager's Office at City Hall

Attendees:

<i>City of Ottawa:</i>	Wendy Stephanson, City Manager
<i>Ottawa Sports and Entertainment Group:</i>	Roger Greenberg, Executive Chair and Managing Partner
<i>Lansdowne Master GP Inc.:</i>	Mark Goudie, President & Chief Executive Officer David Porter, Senior Vice President, Finance & Technology
<i>City of Ottawa:</i>	Cyril Rogers, Acting Chief Financial Officer Isabelle Jasmin, Deputy City Treasurer Leslie Donnelly, Corporate Public Policy Advisor Dan Chenier, General Manager, Recreation, Cultural & Facility Services David White, City Solicitor Chris Merrick, Senior Legal Counsel
<i>Component GPs:</i>	Matt Perron, Associate General Counsel

1. Election of Chair

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

2. Appointment of Secretary

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

Chair called the meeting to order.

3. Approval of Previous Meeting Minutes

Motion by Wendy Stephanson to approve the minutes from the January 13, 2023 Component GP Unanimous Shareholder Agreement Meetings, subject to a typo-correction on Page 7. Roger Greenberg seconded. Motion passed and minutes approved, subject to a typo-correction on Page 7.

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

Motion by Wendy Stephanson to waive the requirement for Master GP to provide unaudited financial statements to the City and OSEG within one hundred and twenty (120) days of Fiscal Year End of March 31, 2023. Roger Greenberg seconded. Motion passed.

Motion by Wendy Stephanson for the City and OSEG to approve Major Decisions pursuant to the Master USA 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, 2023; and
- (b) to approve the re-appointment of KPMG as auditors of Master LP.

Roger Greenberg seconded. Motion passed and Major Decisions approved.

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

Motion by Wendy Stephanson to waive the requirement for Stadium GP to provide unaudited financial statements to the City and OSEG within one hundred and twenty (120) days of Fiscal Year End of March 31, 2023. Roger Greenberg seconded. Motion passed.

Report by Stadium GP on unaudited Fiscal Year 2023 Financial Statements for Stadium GP to parties to the Stadium USA, being the City, OSEG and the Stadium GP (“**Stadium GP Parties**”) (Section 6.1(a) of the Stadium USA).¹

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 Stadium USA). Motion by Wendy Stephanson 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, 2023. Roger Greenberg seconded. Motion passed and Major Decision hereby approved.

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

Motion by Wendy Stephanson to waive the requirement for Retail GP to provide unaudited financial statements to the City and OSEG within one hundred and twenty (120) days of Fiscal Year End of March 31, 2023. Roger Greenberg seconded. Motion passed.

Report by Retail GP of unaudited Fiscal Year 2023 Financial Statements for Retail GP to parties to the Retail USA, being the City, OSEG and Retail GP (“**Retail GP Parties**”) (Section 6.1(a) of Retail USA).²

¹ Financial results of Lansdowne Stadium Limited Partnership, being a separate entity not party to the USA, are not included in Stadium GP’s financial statements. Financial results of Lansdowne Stadium Limited Partnership are provided in the Lansdowne Master Limited Partnership consolidated reporting.

² Financial results of Lansdowne Retail Limited Partnership, being a separate entity not party to the USA, are not included in Retail GP’s financial statements. Financial results of Lansdowne Retail Limited Partnership are provided in the Lansdowne Master Limited Partnership consolidated reporting.

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 Retail USA). Motion by Wendy Stephanson 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, 2023. Roger Greenberg seconded. Motion passed and Major Decision hereby approved.

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

Motion by Wendy Stephanson to waive the requirement for REDBLACKS GP to provide unaudited financial statements to the City and OSEG within one hundred and twenty (120) days of Fiscal Year End of March 31, 2023. Roger Greenberg seconded. Motion passed.

Report by REDBLACKS GP of unaudited Fiscal Year 2023 Financial Statements for REDBLACKS GP to parties to the REDBLACKS USA, being the City, OSEG and REDBLACKS GP (“**REDBLACKS GP Parties**”) (Section 6.1(t) of REDBLACKS USA).³

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 REDBLACKS USA).

Motion by Wendy Stephanson 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, 2023. Roger Greenberg seconded. Motion passed and Major Decision hereby approved.

8. Ottawa 67’s GP Inc. (“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 (“Ottawa 67’s USA”).

Motion by Wendy Stephanson to waive the requirement for Ottawa 67’s GP to provide unaudited financial statements to the City and OSEG within one hundred and twenty (120) days of Fiscal Year End of March 31, 2023. Roger Greenberg seconded. Motion passed.

Report by Ottawa 67’s GP of unaudited Fiscal Year 2023 Financial Statements for Ottawa 67’s GP to parties to Ottawa 67’s USA, being the City, OSEG and Ottawa 67’s GP (“**Ottawa 67’s GP Parties**”) (Section 6.1(a) of Ottawa 67’s USA).⁴

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 Ottawa 67’s USA). Motion by Wendy Stephanson for the City and OSEG to approve a Major Decision in relation to Ottawa 67’s GP, namely to accept the unaudited

³ Financial results of Ottawa REDBLACKS Limited Partnership, being a separate entity not party to the USA, are not included in REDBLACKS GP’s financial statements. Financial results of Ottawa REDBLACKS Limited Partnership are provided in the Lansdowne Master Limited Partnership consolidated reporting.

⁴ Financial results of Ottawa 67’s Limited Partnership, being a separate entity not party to the USA, are not included in Ottawa 67’s GP’s financial statements. Financial results of Ottawa 67’s Limited Partnership are provided in the Lansdowne Master Limited Partnership consolidated reporting.

financial statements of Ottawa 67's GP for the fiscal year ending March 31, 2023. Roger Greenberg seconded. Motion passed and Major Decisions hereby approved.

9. Other Business

No other business.

10. Adjournment

Meeting then adjourned.